

**Kansas Section
Society for Range Management**

Guidelines for the

Board of Directors

Purpose: The Board of Directors shall make the official decisions which govern the affairs and business of the Kansas Section. (See Bylaws Article II, Section 1-4.)

Structure: The Board of Directors shall be made up of seven voting members (See Bylaws Article II, Section 1, 3-8; Article III, Section 1). They shall serve as directed in the Bylaws.

Responsibilities: (See Bylaws Article II, Section 2; Article IV, Section 1-9; Article V, Section 1-2; Article VIII, Section 1; Article XI, Section 4)

Meetings: As provided in the Bylaws meetings shall be held as follows:

Annual meetings: At the time and place of the Section annual meeting.

Other meetings: As directed by the Board of Directors or at the call of the President.

Notification: Board of Directors members shall be notified by mail 30 days in advance. Section members will be notified through the Section Newsletter at least 30 days in advance.

Quorum: Four voting members of the Board of Directors shall constitute a quorum.

Appropriate Bylaws Sections:

ARTICLE II. Officers and Directors

SECTION 1. The officers of the Section shall include a President, First Vice-President, and Second Vice-President. The Second Vice-President shall be elected to that office as hereinafter provided and in the first following year shall succeed to the first vice-presidency and in the second following year shall succeed to the presidency.

SECTION 2. The offices of Secretary, and/or Treasurer, and/or Newsletter Editor shall be appointed by the President with the advice and consent of the Board of Directors. Any combination of the offices may be determined by the President with the advice and consent of the Board of Directors. The Secretary, and/or Treasurer, and/or Newsletter Editor may be dismissed by a two-thirds vote of the entire Board of Directors.

SECTION 3. The Section shall have a Board of Directors consisting of the officers named in Article II, Section 1 and four elected members each of whom shall be a member in good standing of the Society. The Past President and the Secretary of the section shall serve as ex-officio, nonvoting members of the Board of Directors.

SECTION 4. The President, First Vice-President, and Second Vice-President shall serve in succession one year in each position. Each elected director shall serve for a term of two years, with two of the four directorships being filled by election each year. No elected officer or director shall be eligible for re-election to the same office until at least one year has passed after the completion of the elected term. The term of office for the newly elected officers shall begin after their official installation during the annual meeting of the Section next following their election.

SECTION 5. Any member of the Board of Directors who fails to fulfill the responsibility of the office may be removed from the office by a two-thirds majority vote of the entire Board of Directors.

SECTION 6. Any elected officer of the Board of Directors of the Kansas Section can be recalled by a majority vote of those ballots cast in a recall election. Such recall election shall be initiated when petitioned by fifteen (15) percent of the current members of the Section. The recall election shall be held within 60 days of the receipt of the petition by the Section President. Ballots shall be handled in a manner similar to that for any regular election as detailed in these bylaws.

SECTION 7. Vacancies in any unexpired term of the President or First-Vice-President shall be filled in order of automatic succession to the presidency to serve the unexpired term and the term for which they were elected. A vacancy in the office of the Second Vice-President shall be filled by election at the next regular election, thus requiring election of both First and Second Vice-Presidents for the succeeding year. When a member of the Board of Directors is recalled or a vacancy occurs, the vacancy will be filled as when any other vacancy occurs.

SECTION 8. No member of the Board of Directors shall receive a salary or other remuneration for services rendered on the Board of Directors, except that they may be reimbursed for certain direct expenses incurred while carrying out official duties. The policy for such reimbursements shall be established and may be modified as necessary by the Board of Directors.

ARTICLE III. Nomination and Election of the Second Vice-President and the Elective Members of the Board of Directors

SECTION 1. The Second Vice-President and Directors shall be elected by the Section membership as herein provided.

SECTION 2. The Nominating Committee shall consist of five (5) most recent past presidents in good standing with the Section. The most recent past president shall serve as the committee chairperson. It shall be the duty of this committee to prepare a list of candidates qualified for the elective office and to receive nominating petitions from the membership at large as provided in Section 3 following. The final list of candidates shall show at least two (2) candidates for each elective office and shall be submitted to the President not later than May 1 for action. The President shall submit the final list to the Board of Directors for approval. Members of the Nominating Committee are not eligible for nomination to any elective office during the year in which they serve on the committee.

SECTION 4. Proposed candidates nominated by petition, as set forth above, shall be included in the list of all prospective candidates being considered by the Nominating Committee, but their names shall appear on the ballot only if they are finally selected by the Nominating Committee in accordance with the committee's procedures and operating guidelines as approved by the Board of Directors.

SECTION 5. Not later than July 1 the Secretary shall send to all voting members of the Kansas Section a printed ballot showing the names of all candidates approved by the Board of Directors. All ballots shall be returned to the chair of the Elections Committee.

SECTION 6. An Elections Committee, consisting of three to five members, shall be appointed by the President not later than January 1, and it shall be the duty of such committee to receive and count the ballots returned by the membership. All valid ballots received by the Elections Committee on or before July 30 shall be counted and the results of the voting shall be reported to the President by September 15. All ballots shall be retained by the Secretary for a period of one year. The candidate for each elective office receiving the greatest number of votes shall be declared elected. No current candidates for any elective office shall serve on the Elections Committee.

ARTICLE IV. Management of the Kansas Section

SECTION 1. The Board of Directors shall make the official decisions which govern the affairs and business of the

Kansas Section. This includes the expenditure and investment of Section funds in accordance with provisions of the Articles of Incorporation, action upon applications for the establishment of chapters and clubs, any action required to advance the interests and objectives of the Section, and the designation of standing committees. Each member of the Board of Directors shall have one vote.

SECTION 2. The Kansas Section Board of Directors shall meet at the time and place of the annual meetings of the Section, as such meetings are hereinafter provided for, and at such other times and places as the Board of Directors shall direct, or at the call of the President. Written notice from the Secretary to each member of the Board of Directors and the publication of meeting notice in the Section Newsletter, both to be made at least 30 days prior to the date of the meeting, shall constitute official notice of a call for such meeting. Four voting members of the Board of Directors shall constitute a quorum, authorized to conduct business in the name of the Section. All meetings shall adhere to the current edition of Robert's Rules of Order unless otherwise provided for within these bylaws. Emergency action or actions at meetings with less than a quorum can only become official upon ratification in a duly constituted Board of Directors meeting. Executive or closed session of the elected members of the Board of Directors will be for the discussion of personnel actions or other actions of unusually sensitive nature pertaining to individual members only. Official Board of Directors actions can only be taken at open, duly constituted meetings of the Board of Directors.

SECTION 3. The Kansas Section shall operate under the standards of fiscal integrity. The Kansas Section shall not knowingly develop a deficit operating budget for regular activities.

SECTION 4. The Kansas Section fiscal year shall be the calendar year.

SECTION 5. Summaries of actions of all Board of Directors meetings shall be published in the Section Newsletter within six weeks following the meeting(s).

SECTION 6. A referendum election shall be initiated by the Board of Directors, or when petitioned by fifteen (15) percent of the current members of the Section. A referendum election called for by said petition shall be held within 60 days after the receipt of the petition by the Section President. Ballots shall be handled in a manner similar to that for any regular election as detailed in these bylaws. Passage of a referendum issue shall be by a simple majority of those members voting in the election.

SECTION 7. The President shall have general supervision of the administration of the Section. He shall appoint members of the Section to fill vacancies in standing committees including chairpersonship, and may create and appoint chairpersons and members of ad hoc committees. He shall preside at meetings of the Board of Directors and of the Section.

SECTION 8. The First Vice-President shall, in the event of the absence or incapacity of the President, discharge the duties of that office. Likewise, the Second Vice-President shall discharge the duties of the First Vice-President should they be absent or incapacitated.

SECTION 9. The President and Board of Directors shall make provisions to maintain a historical record of the Kansas Section Activities.

ARTICLE V. Meetings

SECTION 1. The annual meeting of the Section for the purpose of reviewing the business and affairs of the Section and for presenting professional papers, fostering professional interchange and encouraging discussion of matters of interest and concerns of the Section shall be held at a location as recommended and approved by the Board of Directors at the previous annual meeting. Notice of the annual meeting shall be announced to the membership in the Section Newsletter or by special notice mailed to all Section members at least 30 days in advance of the meeting.

SECTION 2. Tours, business and other special meetings may be recommended and approved by the Board of Directors. Notice of such meetings shall be announced to the membership in the Section Newsletter or by special

notice mailed to all Section members at least 30 days in advance of the meeting.

ARTICLE VIII. Publications

SECTION 1. As a means of accomplishing the Section's objectives, the Section shall publish a newsletter as authorized by the Board of Directors, and also may issue other publications at such times and in such a manner as may be recommended and approved by the Board of Directors.

ARTICLE IX. Policy

SECTION 1. Policy guidelines in the SOCIETY FOR RANGE MANAGEMENT BYLAWS, ARTICLE XI, or any corresponding future adoptions, shall be adhered to by the Kansas Section.

ARTICLE XI. Amendments

SECTION 1. Proposed amendments to these bylaws shall be submitted to a vote of the Section membership, and shall be effected by an affirmative vote of two-thirds or more of the members voting.

SECTION 2. Amendments may be proposed by submitting the same to the Board of Directors in writing and bearing the signatures of at least ten percent of the members eligible for voting. All proposed amendments shall be submitted to a membership vote in the regular election next following, or, at the direction of the Board of Directors, a special election may be held.

SECTION 3. Proposed amendments shall be printed in the newsletter and mailed to all voting members of the Section, together with a printed ballot indicating a "Yes" or "No" for the proposed amendment. If the election is held during a regular annual election of the Section, the ballots received by the Elections Committee on or before July 30 shall be counted. If a special election is held, a printed ballot shall show plainly the date by which it is to be returned to be eligible for counting, such specified date to be not less than 30 days from the date of the mailing to the membership.

SECTION 4. A proposed amendment that receives the required two-thirds affirmative vote shall take effect immediately upon submission of the Election Committee's report to the President. The results of all elections will be published in the next Section newsletter following the elections. These bylaws will become effective as soon as the results of the election are certified to the Section President if approved by two-thirds of the votes cast in the Special election. The present officers and Board of Directors of the Section will remain in office to conduct the affairs of the Kansas Section until the first annual meeting of the Kansas Section under these bylaws.