

By-Laws
Western Finger Lakes Chapter of the New York Forest Owners Association, Inc.

Article I

Section 1 The Western Finger Lakes Chapter shall have the following purposes:

- (a) Promoting, protecting and representing the interests of owners of forest lands in New York State.
- (b) To Promote public education and understanding of forest stewardship in accordance with the policies of New York Forest Owners Association, Inc. (NYFOA)

Article II

Section 1 The office of the Chapter shall be that designated by NYFOA as their office

Article III

Section 1 Membership shall be those members in good standing of NYFOA residing or owning forestland in the area designated Western Finger Lakes by NYFOA.

Section 2 Dues are determined and payable to NYFOA as determined by their policies and Board.

Section 3 Members expelled by NYFOA by their policies are automatically expelled from the Chapter.

Article IV

Section 1 The Chapter shall be managed by the Board of Directors whose number may be fixed from time to time by action of the Directors. The number of Directors may be increased or decreased by a majority vote of the entire Board. No decrease in numbers shall shorten the term of any Directors then in office.

Section 2 The first Board of Directors shall consist of the former members of the Chapter Steering Committee and shall hold office until their successors have been duly elected and qualified, or until his/her prior death, resignation or removal. Directors are to be elected by the Board. Directors' terms shall be for 2 years except that one half of the first Board of Directors shall serve for 1 year. Directors may serve for two subsequent terms. Terms shall commence January 1st and end December 31st.

Section 3

- (a) Any Director may be removed by a vote of two thirds of the Board at a meeting called for that purpose.
- (b) A Director may resign from office at any time by written notice to the Board. The resignation shall be effective when received by the Board and acceptance shall not be necessary.

- Section 4 A Director elected to fill vacancy caused by death, resignation or inability to serve shall be elected to hold office for the unexpired term of his/her predecessor. Three successive unexcused absences by a Director from Board meetings shall be interpreted as inability to serve.
- Section 5 Meetings of the Board shall be held at the time and place fixed by the Board; special meetings may be called by the Chair or by request of a majority of the Board.
- Section 6 A majority of the Directors present at a meeting shall constitute a quorum. A majority of the members present at a meeting, whether or not a quorum is present, may adjourn the meeting to another time and place. The vote of a majority of the Directors present at the time of the vote, if a quorum is present, at such time, shall be an act of the Board.
- Section 7 Members of the Board or committee may participate in a meeting by conference telephone call allowing all persons participation to hear each other at the same time.
- Section 8 The Chair of the Board shall preside at all meetings, or in his/her absence the Vice-Chair shall preside, and in his/her absence any other Director chosen by the Board, shall preside.
- Section 9 The Board of Directors may designate from their members an executive committee, standing committee and other special committees which may have such powers as the Board may delegate.
- Section 10 The Board shall elect a representative to the NYFOA Board of Directors. He/she shall serve for a period of time specified by the Board.

Article V

- Section 1 The Board of Directors may elect or appoint a Chair, Vice-Chair and Past Chair from their own members and a Treasurer and Secretary who may or may not be Directors. No Chair may serve more than 2 consecutive terms.
- Section 2 Each officer shall hold office from January 1 to December 31, and until his/her successor has been duly elected and qualified.
- Section 3 Any officer may be removed with or without cause by a vote of 2/3 of the Board of Directors.
- Section 4 The Chair shall have general supervision of the officers of the Chapter and shall keep the Board informed about the activities, and advise such action likely to increase the usefulness of the Chapter. The Vice-Chair shall act in his/her absence.
- Section 5 The Treasurer shall receive and disburse the funds of the Chapter and submit a written financial statement at the end of the fiscal year and when requested by the Board. All disbursements of over \$100 amount must be approved by the Board.
- Section 6 The Secretary shall attend all meetings of the Board and Executive Committee and shall keep

minutes of the proceedings, and shall perform duties prescribed by the Board.

Article VI

Section 1 The Board of Directors may appoint any number of advisors to the Chapter, to act singly or as a committee. Each such advisor shall hold office at the pleasure of the Board and shall have such obligations and authority as the Board may determine.

Article VII

Section 1 Neither the Chapter nor any member representing the Chapter or NYFOA may participate or intervene in any activity for or in opposition to any candidate for appointment or election to any public office.

Section 2 No part of the net earnings of the Chapter shall inure to the benefit or be distributed to members, officers or individuals except for reasonable expenses for services rendered.

Section 3 In the event of dissolution of the Chapter assets will be distributed to NYFOA or an organization with similar objectives if NYFOA is no longer active.

Article VIII

Section 1 These By-Laws may be amended, altered or repealed, and new By-Laws may be made at any meeting of the Board of Directors provided that any notice of such meeting include the amendment, alteration, or repeal of the By-Laws.

Dated this _____ day of _____, 199__

Chair