

**BYLAWS
of the
SOUTH DAKOTA CHAPTER
SOIL AND WATER CONSERVATION SOCIETY**

ARTICLE I - NAME

Section 1. The name of this Organization shall be SOUTH DAKOTA CHAPTER, SOIL AND WATER CONSERVATION SOCIETY, hereinafter referred to as the SOUTH DAKOTA CHAPTER.

ARTICLE II - OBJECTIVES

Section 1. The objectives of the South Dakota Chapter shall be to promote and advance all phases of the science of conservation of soil, water, and related renewable natural resources, to provide a medium for exchange of facts, experience, and to represent, advance, and protect the standards of the science of soil and water conservation.

ARTICLE III - MEMBERSHIP

Section 1. The membership of the South Dakota Chapter shall consist of: (1) Regular members; (2) Honorary life members; and (3) Student members.

Section 2. "Regular Members" shall be those actively engaged in practicing, promoting, teaching, administering, and applying soil and water conservation or in carrying on research in the field of soil and water conservation. Regular members are paid members of both the national and state chapter. Regular members have the right to sit on the Board of Directors, take part in all discussions, vote and hold office.

Section 3. (a) "Honorary Life Members" shall be selected from persons, whether members of the Chapter or not, who have made outstanding contributions to the field of soil, water, and related natural resources conservation. They have all the rights and privileges of regular members except to vote and hold office.

(b) Nomination of a candidate for Honorary Life Membership shall be made by a petition to be forwarded to the Chapter President. Election to Honorary Life Membership requires a three-fourths vote of the members present at the annual meeting. Any member who is a candidate cannot vote.

Section 4. "Student Members" shall include students in any educational institution who show outstanding interest in the science of soil and water conservation. Student

members are paid members of the national and state chapter. They have all the rights and privileges of regular members except to vote and hold office.

ARTICLE IV - GOVERNING BODY

Section 1. The governing body of the South Dakota Chapter shall be known as the Board of Directors and shall be composed of the five officers of the Chapter, four elected members, and one student chapter advisor. Elected members are to be one from each of the four divisions of the state hereinafter described.

ARTICLE V - OFFICERS

Section 1. The officers of the South Dakota Chapter shall be a president, a president-elect, a past president, a secretary, and a treasurer.

Section 2. The president-elect shall be elected annually as hereinafter provided. The president appoints the secretary and the treasurer. The official terms shall coincide with the calendar year, January 1 to December 31. They shall be eligible for re-election/reappointment and shall perform their duties until their successors qualify.

Section 3. The president shall preside at meetings of the South Dakota Chapter, shall be chair of the Board of Directors, shall appoint all committee chairs, including those established by the Board of Directors, and shall perform all other duties incident to the office.

Section 4. If the president is unable to act, the president-elect shall perform the president's duties. In the event neither the president nor the president-elect can serve, the Board of Directors shall appoint a president pro tempore.

Section 5. The immediate past president will serve as a voting member on the Board of Directors and will provide guidance to them. The past president will also serve as chair of the Nominations and Long-Range Planning Committees and as a member of the History Committee.

Section 6. The secretary shall issue notices of meetings of the Chapter as determined by the Board of Directors. The secretary shall record the minutes of all annual and Board of Directors' meetings.

Section 7. The treasurer shall be responsible for funds of the Chapter. The treasurer shall be bonded in such amount as decided by the Board of Directors and at the Chapter's expense. The funds shall be deposited in specified accounts as directed by the Board of Directors. The treasurer's accounts shall be audited at the close of each year prior to handing the books and deposit records to the treasurer's successor, or as otherwise directed by the Board of Directors.

Section 8. Vacancies among the officers shall be filled from among the members by a vote of the Board of Directors for the unexpired term of office.

ARTICLE VI - BOARD OF DIRECTORS

Section 1. Elected members of the Board of Directors will consist of one member from each of the four divisions in the state as follows:

- (a) SOUTHEAST: comprising the counties of Aurora, Bon Homme, Brule, Buffalo, Charles Mix, Clay, Davison, Douglas, Hanson, Hutchinson, Jerauld, Lake, Lincoln, McCook, Miner, Minnehaha, Moody, Sanborn, Turner, Union and Yankton.
- (b) NORTHEAST: comprising the counties of Beadle, Brookings, Brown, Codington, Clark, Day, Deuel, Edmunds, Faulk, Grant, Hamlin, Hand, Hyde, Kingsbury, Marshall, McPherson, Roberts and Spink.
- (c) CENTRAL: comprising the counties of Bennett, Campbell, Corson, Dewey, Gregory, Haakon, Hughes, Jackson, Jones, Lyman, Mellette, Potter, Stanley, Sully, Todd, Tripp, Walworth, and Ziebach.
- (d) WEST: comprising the counties of Butte, Custer, Fall River, Harding, Lawrence, Meade, Pennington, Perkins, and Shannon.

Section 2. The elected members of the Board of Directors will serve for two years and shall start their terms at the beginning of the calendar year following their election. In odd-numbered years (example: 1997), division directors for the southeast and west divisions will be elected. In even-numbered years (example: 1996), division directors for the northeast and central divisions will be elected. They shall be eligible for re-election and shall perform their duties until their successors qualify.

Section 3. The Board of Directors shall: (1) have the power to fill any vacancies occurring in its numbers; (2) recommend to the South Dakota Chapter for action and/or interpretation of these Bylaws; (3) have the responsibility of developing and approving an annual program for the Chapter; (4) have general direction of the expenditure of funds; and (5) perform such other duties as may be hereinafter prescribed. A majority of the members of the Board of Directors shall constitute a quorum, and the concurrence of a majority shall be required for the determination of any matter within the scope of their duties and responsibilities.

Section 4. One advisor of a student chapter affiliated with any South Dakota educational institution shall serve as a director. In the event there is more than one student chapter, the Board of Directors shall select one advisor to serve on the board. The advisor shall be a member in good standing with the South Dakota Chapter.

ARTICLE VII - NOMINATION AND ELECTION PROCEDURES

Section 1. (a) A Nominations Committee consisting of three members (the past president is chair) shall be appointed by the president not later than 180 days before the annual meeting.

(b) Candidates for office shall be selected from nominations by the Nominations Committee or by petition signed by not less than 10 members in good standing. The Nominations Committee shall secure the consent of any nominee to have their name appear on the ballot for election to the Board of Directors. The Nominations Committee shall have made their nominations not later than 90 days before the annual meeting. Petitions shall be submitted to the Chapter president not later than 90 days before the annual meeting. Ballots may be sent to the membership by separate mailing or as a part of the Chapter newsletter. Determination of the method used during one year shall be by the Board of Directors. Balloting and determination of elected members of the Board of Directors shall be made not later than 30 days prior to the annual meeting. The officers shall be elected by a majority of those voting. In the event of a tie vote, the chair of the Nominations Committee shall select the elected member by flip of a coin.

(c) Upon final selection of the elected members, the chair of the Nominations Committee shall notify, by mail, the chapter president the names of those elected. Such notification shall contain the name of the elected member for each office for which the election was held, and the length of the term to be served.

ARTICLE VIII - MEETINGS

Section 1. The South Dakota Chapter shall hold an annual meeting and such other meetings selected by them. Notice of such meetings shall be given to all members by the secretary at least fifteen days in advance.

ARTICLE IX - DUES AND FUNDS

Section 1. The annual dues for each class of membership in the Chapter shall be determined by the Board of Directors. Notice of any contemplated change shall be given to Chapter members at least 30 days in advance of final action.

Section 2. Annual dues of members shall be due on their membership anniversary date as determined by the parent Society.

Section 3. The Chapter may receive gifts, bequeaths, donations, or grants of funds for any purpose whatsoever including especially designated purposes and will be consistent with the objectives of the Society and the rules and regulations of Section 501(c)(3) of the Internal Revenue Code.

Section 4. All monies including gifts, bequeaths, donations, or grants of funds accruing to the Chapter received for designated purposes shall constitute a permanent trust fund, the proceeds from which will be utilized to carry forward the work of the Chapter as directed by a three-fourths vote of the Board of Directors. The permanent trust fund of the Chapter shall be controlled by the Board of Directors.

ARTICLE X - AWARDS

Section 1. The Chapter may from time to time, at the direction of the Board of Directors, offer scholarships, medals, or other awards in recognition of outstanding work or ability in the field of soil and water conservation.

ARTICLE XI - AMENDMENTS

Section 1. The Bylaws may be amended by a two-thirds vote of the members voting on the proposed amendments that have been submitted prior to or at any regular meeting. Amendments shall, unless they themselves provide otherwise, be effective immediately upon their adoption.

ARTICLE XII - OFFICIAL DELEGATE

Section 1. The governing body at its first Board of Directors' meeting of the year shall select an official delegate and alternate to serve on the House of Delegates of the parent Society for the current year.

Section 2. The Chapter shall help defray the official delegate's travel and expense to attend the national meeting.

ARTICLE XIII - DISSOLUTION

Section 1. The South Dakota Chapter is a non-profit organization dedicated to the objective heretofore stated for the benefit of the general public, and not for the monetary gain or profit of its members. It may pay reasonable compensation to its members or officers for expenses incurred in conducting the business of the Chapter.

Section 2. If the Chapter shall cease to exist, any assets above those required to meet obligations will be disposed of by the last active Board of Directors to a non-profit organization or institution.

1966. As amended in 1968, 1975, 1983, 1984, 1986, 1987, 1988, 1996, and 1999.