

# BY-LAWS of the Clackamas County Farm Forestry Association, Inc.:

As Amended at the April 11, 2019 Board Meeting

## ARTICLE I – NAME

The name of this organization shall be CLACKAMAS COUNTY FARM FORESTRY ASSOCIATION, INC.; hereinafter referred to as the Association or CCFFA.

## ARTICLE II- PURPOSE

The purposes of this Association shall be:

To stimulate better forestry on privately owned lands in Clackamas County, and to enlist understanding by the non-forest owning public regarding private forestry problems and opportunities.

To draw upon and disseminate educational and technical forestry information available through public agencies, private organizations and experienced individuals, for the betterment of private forest ownership and management; including establishing, growing, harvesting and marketing trees.

The Association/CCFFA will strive to:

- Serve as a forum for interchange and debate of ideas and experiences relating to forestry.
- Cooperate with public and private agencies or groups to achieve forest protection, good forest practices, and good land use. However, constitutional private property rights shall be acknowledged at all times.
- Encourage a business and tax climate that will enable tree growing to flourish.
- Contribute a coordinated representative voice at county, state and federal levels in matters encouraging forestry as a private enterprise.

## ARTICLE III - MEMBERSHIP

Section 1 - Qualifications: Any person, partnership, firm, corporation, etc., interested in the promotion of better forestry in Clackamas County shall be eligible to join the Association.

Clackamas County Farm Forestry Association does not and shall not discriminate on the basis of race, color, religion (creed), gender, age, national origin, disability, marital status, sexual orientation, or military status, in any of its activities or operations. These activities include, but are not limited to, selection of volunteers and vendors, and provision of services. We are committed to providing an inclusive and welcoming environment for all members, as well as for our volunteers, vendors, and clients.

Section 2 - Classification: Membership shall be divided into two classes: member, and Life member. A member has full membership; pays full dues, is eligible for election as an officer or board member, and may vote. The designated representative of a non-family or individual membership shall be considered a voting member eligible for election as an officer or to the Board. A Life member shall be a member of long-standing whom the Association wishes to honor. Life member status must be approved by a vote of the Association.

Section 3 - Dues: A member shall pay dues as set by the Oregon Small Woodlands Association.

## ARTICLE IV - OFFICERS

The Officers of the Association / CCFFA shall be President, Vice President and Secretary-Treasurer.

## ARTICLE V -DUTIES OF OFFICERS

Section 1 - President: The President shall preside over meetings of the Association and of the Board of Directors; call all meetings of the Board of Directors; appoint all committee chairs; sign as President on behalf of the Board of Directors; perform all duties required of an executive and presiding officer; and is designated as the Association's representative on the Board of the Oregon Small Woodlands Association.

Section 2 - Vice-president: In the absence or disability of the President, the Vice-president shall serve in that capacity.

Section 3 - Secretary -Treasurer: The Secretary-Treasurer shall keep a proper record of all meetings of the Association and of the Board of Directors, maintain the membership roll, receive and disburse all funds, keep records of all Association property, keep a complete record of all Association business, and make a full report to the membership at the Annual Meeting.

Section 4 - Delegation of Powers: In cases of absence or disability of any officer of the Association, the Board or Directors may delegate the powers or duties of such officer to any other officer or to any Director as necessary.

#### ARTICLE VI - BOARD OF DIRECTORS

Association business shall be conducted by a Board of Directors, according to these By-Laws. This Board shall consist of the officers of the Association, the immediate Past-President, or a Board approved alternate, and nine (9) board members elected from the membership of the Association.

The Board shall annually appoint a three-person audit committee to audit the Association's financial records, with the results to be read at the Annual Meeting.

#### ARTICLE VII - MEETINGS

Meeting of the Board of Directors shall be at the time and place determined by the President. A quorum of five of the nine (9) elected Board members shall be present to conduct any official business.

An Annual Meeting of the Association shall be held by April 30 of each year. Notice of the Annual Meeting shall be mailed to each Association member three weeks prior to the meeting.

#### ARTICLE VIII - ELECTIONS

The President shall appoint a nominating committee at least two months prior to the Annual Meeting.

Officers shall be elected by a majority of the members present at the Annual Meeting, and their term of office shall be two years.-

Board members shall be elected at the Annual Meeting and shall serve a three-year term on a rotation basis with three (3) members being elected annually.

Other matters, which require a membership vote, shall be submitted to all members in a manner suitable to the Board of Directors.

#### ARTICLE IX - AMENDMENTS

Proposed amendments to the By-Laws shall be mailed with the Annual Meeting notice. By-laws may be amended by a 2/3-majority vote of the members present at the Annual Meeting.

The Association/CCFFA President shall appoint a three (3) member committee to review the association/CCFFA by-laws every five (5) years, at which time, any amendments will be prepared and submitted to the membership in accordance with these by-laws.

#### ARTICLE X - NONPROFIT

This Association shall be operated on a non-profit basis pursuant to the provisions of its Articles of Incorporation and its By-Laws.

#### ARTICLE XI - DISSOLUTION

In the event of the dissolution of the Association, all debts and accrued expenses shall be paid, and the remaining funds shall be given to the Oregon Small Woodlands Association.

Amended this 11th day of April, 2019