

OSAF Foundation By-Laws

Adopted: 12/3/2007

ARTICLE I: Name: Oregon Society of American Foresters Foundation (OSAF).

ARTICLE II: Purpose: To provide educational opportunities to qualified forestry students in the College of Forestry, Oregon State University and to fund other qualified projects as the trustees may determine in keeping with the objectives in Article III.

ARTICLE III: Objective: To advance the science, technology, education and practice of professional forestry in American and to use the knowledge and skills of the profession to benefit the society.

ARTICLE IV: Membership: All members of the Oregon Society of American Foresters shall be members of the Foundation.

ARTICLE V: **Section 1:** Trustees: A Board of Trustees will be selected according to the following procedures:

At-Large Position #1: A member of the OSAF at large appointed by the current chair of OSAF to serve for a period of two years or until he or she may resign and be replaced in the same manner to serve the balance of the two year term. There will be no limit on the number of two year terms that a person may serve if reappointed.

At-Large Position #2: A member of the OSAF at large appointed by the current chair of OSAF to serve for a period of two years or until he or she may resign and be replaced in the same manner to serve the balance of the two year term. There will be no limit on the number of two year terms that a person may serve if reappointed.

At-Large Position #3: A member of the OSAF at large appointed by the current chair of OSAF to serve for a period of two years or until he or she may resign and be replaced in the same manner to serve the balance of the two year term. Appointment to this position will occur on alternate years from appointments to Position #1 & #2. There will be no limit on the number of two year terms that a person may serve if reappointed to this position.

At-Large Position #4: A member of the OSAF at large appointed by the current chair of OSAF to serve for a period of two years or until he or she may resign and be replaced in the same manner to serve the balance of the two year term. Appointment to this position will occur on alternate years from appointments to Position #1 & #2. There will be no limit on the number of two year terms that a person may serve if reappointed to this position.

Position #5: An appropriate forestry faculty member recommended by the Dean of the College of Forestry, a member of OSAF, and appointed by the chair of OSAF to serve until he or she resigns or a new appointment is made by the OSAF chair.

Position #6: The chair of the OSAF. This trustee to be replaced each year or when a new chair takes office.

Position #7: The chair-elect of the OSAF. This trustee to be replaced each year or when a new chair-elect takes office.

Section 2: The foundation chair will be elected by the Board of Trustees from among the Board members to serve for a term of one year. The chair will appoint other officers if necessary.

Section 3: All new appointments to the Board of Trustees shall require the confirmation by the Executive Committee of the OSAF.

ARTICLE VI: **Section 1: Committees:** The standing committees of the Board of Trustees will be Finance, Promotion and Fund Raising, Students Relations. Each committee will be chaired by a trustee appointed by the foundation chair. Action or recommendations of committees will be subject to approval of the Board of Trustees.

Section 2: Finance Committee: This committee will have general control of the foundation funds. It will recommend where funds are to be deposited, how invested and such other similar matters pertinent to handling of funds. It will prepare an annual budget covering the administrative function and for dispersals of the foundation. It will conduct an internal review of funds and prepare recommendations for changes in procedure.

Section 3: Promotion and Fund Raising Committee: This committee will plan and arrange for the preparation of promotion materials, events, advertising, and other means for raising funds.

Section 4: Student Relations Committee: This committee shall prepare rules and/or guidelines for selection of student recipients of educational benefits and for other beneficiaries of activities approved by the Board. It will setup procedures for student contacts and for follow-ups with beneficiaries.

Section 5: Special committees will be established by the foundation chair when deemed necessary by the Board.

ARTICLE VII: **Section 1: Officers:** The officers of the Foundation shall be the Officers of the Board of Trustees and shall consist of the chair, vice-chair and treasurer. The secretary to serve the board shall be a member of OSAF but not need to be a trustee.

Section 2: Duties of the Officers: Each officer shall have the powers and duties customarily incident to his office subject to the direction and control of the Board of Trustees. The chair shall be the chief executive officer of the foundation and the vice-chair shall perform the chair's duties in his absence.

ARTICLE VII: **Section 1: Meetings:** Trustees shall meet at least twice each year as called by the chair.

Section 2: Meetings of the Board shall be held at a time and place specified in the notice or by action of the Board. Notice of such meetings shall be given to each trustee in writing mailed not fewer than seven days in advance of the meeting. A majority of the board will be required to pass a motion.

ARTICLE IX: **Amendment of by-laws:** These by-laws may be amended by a unanimous vote of the trustees.

ARTICLE X: **Dissolution:** In the event of dissolution of the OSAF Foundation, the Board of Trustees, shall after paying or making provisions for satisfaction of all of the liabilities of the Foundation, transfer all of the assets of the Foundation to the Oregon State University Foundation for the benefit of students attending the College of Forestry at Oregon State University.