



**NEW ENGLAND CHAPTER**  
INTERNATIONAL SOCIETY OF ARBORICULTURE

**CONSTITUTION**



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## **CONSTITUTION ARTICLES**

### **Article I. Name**

The name of this organization shall be the "New England Chapter of the International Society of Arboriculture, Inc." herein after referred to as the Chapter, as determined at the Chapter organizational meeting at Sturbridge, Massachusetts, on July 29, 1964, and approved by the parent organization at the International Shade Tree Conference convention on August 20, 1964 in Houston, Texas.

### **Article II.**

The objective of this organization will be to support and provide education in the art and science of Arboriculture, to improve the practice of tree preservation, to stimulate a greater appreciation of shade trees for useful and aesthetic purposes, to encourage and stimulate active participation with organizations and/or individuals having Arboricultural interests, and to provide the public with up-to-date information on shade and ornamental trees.

### **Article III. Membership**

Membership shall be open to all persons qualified for membership under the bylaws of the International Society of Arboriculture, Inc.

#### **A. Types of Membership**

1. Full membership includes all Chapter and ISA benefits.
2. Chapter ONLY will only receive benefits directly associated with the Chapter.
3. Student membership for those actively engaged in full time study.

#### **B. Termination of Membership**

1. Non-payment of dues.
2. Violation of Constitution.

### **Article IV. Chapter Dues and voting privileges**

- A. Members of the Chapter shall maintain membership in the International Society of Arboriculture. Members shall have direct voting power on all matters coming before the Chapter and, through the Chapter Representative to the Council of Representatives, on all matters coming before the International Society of Arboriculture, Inc.
- B. The fiscal year of the Chapter shall extend from January 1 to December 31. Members whose dues are in arrears at any business session will be denied voting privileges for that session. Members whose Society dues are not paid before the Proceedings go to press may be dropped from membership.
- C. Dues shall be determined by the Executive Committee and shall become effective upon a majority vote by the members at the annual convention.

### **Article V. Officers, Executive Committee and Board of Directors**

- A. The officers of this Chapter shall be a President, Vice-President, President-Elect and Past President.

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- B. The Executive Committee shall consist of the Officers listed in Article V. A., plus a Secretary and a Treasurer.
- C. The Board of Directors shall consist of the Executive Committee, listed in Article V. B., plus the Chapter Representative to the Council of Representatives, the Certification Liaison, a Tree Fund Liaison, a Tree Climbing Chair, and a Director from each New England State and up to 5 advisors as described in Article VII.C.

**Article VI. Elections**

- A. All members of the Board of Directors shall be elected from the membership.
  - The Officers will have a term of one year.
  - The Secretary, Treasurer, Chapter Representative to the Council of Representatives, Tree Fund Liaison, Tree Climbing Chair and Certification Liaison shall be elected for three years.
  - State Directors will be elected at the annual meeting for two year terms.
    - i. Directors from Connecticut, Rhode Island and Vermont will be elected in odd numbered years.
    - ii. Directors from Massachusetts, Maine and New Hampshire will be elected in even numbered years.
- B. All members of the Board of Directors shall be limited to 2 consecutive terms.
- C. There shall be no more than two members from the same employer on the Board at the same time. We voted and changed this on 5.8.2003. The employer of record for Board Members is the employer at the time a Board Member began a term in a position. 09.30.2014. *The organization allows **an** exception to Article VI, Section C to permit Board Members from the Massachusetts Department of Conservation and Recreation to serve out their terms through 2016. This includes the Executive Committee positions of Treasurer and Secretary, whose terms are in progress, and the President, whose term will begin September 29, 2014 (and the subsequent Past-President term, beginning in Fall 2015). Voted at annual meeting 09.30.2014.*
- D. Vacancies: In the case of the President, President-Elect and Vice-President the ranking position below shall move up and assume the vacant position. All other positions will follow, leaving the Vice-President position vacant. The Vice-President, Treasurer, Secretary, Chapter Representative to the Council of Representatives and all other Board positions shall be replaced for the remainder of the term with an appointment by the President with the approval by a majority of the Board of Directors.

**Article VII. Duties and powers of the Officers and the Board of Directors**

- A. The duties and responsibilities of the Officers and the State Directors will be reviewed, changed and reprinted as necessary and approved annually by the Board of Directors. These duties and responsibilities are contained in the Policies and Procedures Manual and are appended with this document.
- B. The President and the Board of Directors are empowered to appoint such standing and ad hoc committees as are necessary for the successful operation of the Chapter.
- C. The President, with the approval of the Board of Directors by a majority vote, is empowered to appoint as voting members to the Board of Directors a maximum of 5 advisors as are necessary for the successful operation of the Chapter.

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- D. The Board of Directors shall have general supervision over the affairs of the Chapter.

**Article VIII. Committees**

- A. The Executive Committee shall guide the day to day affairs of the Chapter as needed and prepare the agenda for the Board of Director meetings.
- B. The Nominating Committee shall consist of the Past President as the chair and two members appointed by the President.
- C. The Certification Committee shall consist of the Certification Liaison as the chair and all official proctors of the Chapter. The Committee will be responsible for matters of Certification.
- D. The finance committee shall consist of the Treasurer as the chair, President, President-Elect, Past- President as an ex-eficio member and one member at large with the duty of auditing the financial dealings of the Chapter.

**Article IX. Meetings**

- A. There shall be an annual meeting of the Chapter at such time and place as may be designated by the Board of Directors.
- B. There shall be 4 Executive Committee meetings per year. Additional Committee meetings can be called by the President or by a majority of the Executive Committee.
- C. There shall be 2 Board of Directors meetings each year. One shall be held at the Chapter Annual Meeting and the other at the discretion of the President. Additional meetings can be called as necessary by the President or by a majority of the Board of Directors.

**Article X. Publications**

There shall be a quarterly newsletter distributed to all members.

**Article XI. Dissolution**

The Chapter shall use its funds only to accomplish the objectives and purposes specified in this Constitution, and no part of said funds shall inure, or be distributed to the members of the association. On dissolution of the Chapter, any funds remaining shall be distributed to one or more regularly organized and qualified arboricultural organizations to be selected by the Executive Committee.

**Article XII. Amendments**

The Constitution may be amended at any annual meeting of the Chapter by a two-thirds affirmative vote of the members present and voting, provided that such amendments shall have prior approval of two-thirds of the members of the Board of Directors and that notice has been sent to all members by the Secretary at least one month prior to the annual meeting. Voting by mail or authorized proxy will be permitted.

**Article XIII. Bylaws**

There shall be adopted, as required, such bylaws as are deemed essential to the development of good procedure in the Chapter, and in conforming with approved procedure of the International Society of Arboriculture, Inc.

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**Article XIV. Conflict of Interest**

Any possible conflict of interest on the part of any member of the Board of Directors or employee of the Chapter shall be disclosed in writing to the Board and made a matter of record through an annual procedure and also when the interest involves a specific issue before the Board. The minutes of the meeting shall reflect that a disclosure was made, the abstention from voting, and the actual vote itself. Every new member of the Board will be advised of this policy upon entering the duties of his or her office. The Board will comply with all requirements of New Hampshire law in this area and the New Hampshire requirements are Incorporated into and made part of this policy statement.