

**BYLAWS OF THE GREAT PLAINS SUBSECTION**  
**OF THE**  
**MINNESOTA SECTION INSTITUTE OF FOOD TECHNOLOGISTS**  
**Founded 1986; Amended as Proposed 2019**

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**Article I – Name, Headquarters, and Territory**

**Section 1 – Name**

The name of this organization shall be the Great Plains Subsection (GPSS) of the Minnesota Section (SECTION) of the Institute of Food Technologists (IFT). The GPSS shall operate as a subsidiary organization of the SECTION. In the event of any conflict between the Bylaws of the GPSS and those of the SECTION or the Bylaws and Policy and Procedures of the IFT, the latter shall prevail.

**Section 2 – Headquarters and Territory**

The headquarters of the GPSS shall be located in the Brookings, S.D. area. The territory of the GPSS shall be the state of South Dakota, the area of Minnesota with the Zip codes 561 and 562, and the area of Iowa with Zip codes 510, 511, 512, and 513. The SECTION shall allocate to the GPSS operating funds at least equal to the dues of GPSS members, less any costs that may be incurred by the parent SECTION. The SECTION utilizes IFT facilities for electronic collection of dues therefore IFT staff is responsible for ensuring implementation of this process.

**Article II – Purpose, Objectives and Restrictions**

**Section 2.1 – Purpose and Objectives.**

The Purpose and Objectives of this GPSS as a non-profit scientific and educational organization, consistent with those of IFT, shall be:

1. To promote interest in the field of food science and technology.
2. To encourage and provide the means for discussing and disseminating technical and other information relating to the production, processing, packaging, distribution, preparation, evaluation, and utilization of food.
3. To advance the profession of food science and technology by promoting the maintenance of high professional standards among its members.

4. To provide cooperative relations with the faculties and students of educational institutions in the SECTION's area that give food science and technology related courses.

### **Section 2.2- Restrictions**

1. All policies and activities of the GPSS shall be consistent with the Articles of Incorporation of the IFT and the SECTION, the SECTION Bylaws and Affiliation Agreement, these Bylaws and those of the SECTION, applicable laws, or other requirements applicable to the exemption requirements imposed on IFT, the SECTION and the GPSS, including that the latter two not be organized for profit and that no part of their earnings inure to the benefit of any private individual.
2. These GPSS Bylaws may not conflict with those of the SECTION or the IFT or any policies, procedures, rules or directives established or authorized by the IFT, or with the Affiliation Agreement in place between IFT and the SECTION.

## **Article III – Membership**

### **Section 1 – Eligibility**

- A. Membership in the GPSS and the SECTION is limited to individuals in good standing in the IFT, who are in compliance with the IFT's rules and regulations pertaining to membership, and who have paid membership dues to the IFT and the SECTION.
- B. Revocation or suspension of membership by the IFT shall constitute revocation or suspension of membership in the GPSS and the SECTION.

### **Section 2 – Categories.**

Membership types, categories and statuses are defined in the IFT Bylaws and may only be changed by the IFT Board of Directors. There are five (5) membership categories: Premier, Networking & Engagement, International Joint, Emeritus and Student.

#### **(A) Premier Member**

Any person who is active in the food industry and who evidences interest in supporting the objectives of the IFT shall be eligible to become a Premier Member.

#### **(B) Networking & Engagement Member**

Any person who is active in the food industry and who evidences interest in supporting the objectives of the IFT shall be eligible to become a Networking & Engagement Member and access limited privileges.

#### **(C) International Joint Member**

From time to time, the IFT may partner with other organizations to offer a joint membership for that organization's members. These International Joint Members will receive the benefits in conjunction with the Networking & Engagement Member category.

**(D) Emeritus Member**

Any Premier or Networking & Engagement member who has retired from professional life in a remunerative capacity and has been a member of the IFT for at least twenty (20) years shall be eligible for Emeritus membership. Individuals with Emeritus status shall retain all rights and privileges previously held and their annual dues shall be determined by the IFT Board of Directors.

**(E) Student Member**

Any graduate student or person matriculated in an educational institution as a full-time student pursuing a degree (Associate or higher) in the field of food science and technology or in one or more of the sciences or branches of engineering concerned with advancing food science and technology shall be eligible for membership as a Student Member. All Student Members shall be members of the IFT Student Association.

**Section 3 – Dues**

The annual SECTION dues of the several classes of members for each fiscal year shall be determined by the SECTION Board of Directors by not later than May 1 of the preceding fiscal year.

**Article IV – Officers**

**Section 1 – Officers**

The officers of the GPSS shall be: Chair, Past Chair, Chair-Elect, Secretary, and Treasurer. In these Bylaws, such titles refer to the officers of the GPSS and not of the SECTION unless otherwise specified.

**Section 2 – Eligibility**

The Chair, Chair-Elect, Secretary, Treasurer, and Members-at-Large of the Executive Committee must be Members of the SECTION and the INSTITUTE. No individual may hold more than one elected position at a time with the exception of the offices of the Secretary and Treasurer, which may be combined. The GPSS Executive Committee shall be as defined in Article V of these Bylaws.

**Section 3 – Terms of Office**

- A. The terms of the GPSS Officers shall be one year beginning on July 1 following election.
- B. The terms of the Members-at-large of the Executive Committee shall be two years, arranged to start in July of alternate years.
- C. The Chair, Chair-Elect, and Members-at-Large, may not serve more than two (2) consecutive terms.
- D. The Secretary and Treasurer shall be limited to three (3) consecutive terms.

**Section 4 – Duties**

- A. The Chair shall be the Chief Executive Officer of the GPSS, and shall:
  - 1. Preside at all meetings of the GPSS and its Executive Committee.
  - 2. With the approval of the Executive Committee, appoint all committees and designate the Chair of each and fill any vacancies occurring therein, in accordance with the provisions of these Bylaws.
  - 3. Perform such other duties as are usual pertaining to the office, of Chair, and as are assigned in these Bylaws or by the Executive Committee.
  - 4. Be invited to the SECTION Board of Directors meetings without voting rights.
- B. The Chair-Elect shall
  - 1. Serve *ex officio* as Chair of the Program Committee.
  - 2. Perform such other duties as the Chair may delegate.
  - 3. Perform the duties of the Chair in the event of the Chair's temporary absence.
  - 4. Succeed immediately to the office of the Chair in the event of the Chair's resignation, disability, or death.
  - 5. Succeed automatically to the office of Chair at the expiration of their terms of office.
- C. The Secretary shall:
  - 1. Keep a record of the proceedings of GPSS.
  - 2. Record and distribute the minutes of the meetings of the Executive Committee.
  - 3. Effect distribution of notices of meetings and/or newsletters to the members at least ten (10) days prior to each meeting.
  - 4. Maintain an accurate membership roster of the GPSS.
  - 5. Keep the Secretary of the SECTION and IFT provided with an up-to-date copy of the Bylaws of the Subsection.
  - 6. Serve as official liaison between the GPSS, the SECTION and IFT in all administrative matters.
  - 7. Prepare an Annual Report of the GPSS on forms supplied by the SECTION and submit said report to the Secretary of the SECTION within fifteen (15) days after the end of the year.
- D. The Treasurer shall:

1. Have charge of all funds of the GPSS which shall be deposited in a repository approved by the Executive Committee.
2. Collect and receive all monies due the GPSS and make all disbursements approved by the Executive Committee and keep an accurate record thereof.
3. Submit to each meeting of the Executive Committee a report of all financial transactions and financial condition of the GPSS.
4. Submit such reports to the members, as the Executive Committee may deem necessary for their information.
5. When required by the Executive Committee, obtain a fidelity bond, the cost of which shall be borne by the GPSS.
6. Upon completion of each fiscal year prepare an Annual Financial Report and turn it and all records over to the Financial Accountability Committee of the SECTION.

## **Article V – Executive Committee**

### **Section 1 – Composition**

There shall be an Executive Committee of the GPSS, comprised of the officers, the immediate past Chair, two (2) Members-at-Large elected by the GPSS membership eligible to vote, and a student. In these Bylaws, unless clearly otherwise specified, the term “Executive Committee” shall mean the Executive Committee of the GPSS.

### **Section 2 – Eligibility**

Members-at-Large must be current GPSS and IFT members in good standing during their entire terms of office.

### **Section 3 – Terms of Office**

Terms of office of Members-at-Large shall be two (2) years, staggered such that one (1) shall be elected each year.

### **Section 2 – Duties**

- A. The Executive Committee shall have the responsibility for establishing the policies and developing the activities necessary to meet the objectives of the Subsection.
- B. At its first meeting of each year, the Executive Committee shall develop and approve an Annual Budget based on its planned program of activities for the year.
- C. Except for the office of Chair, the Executive Committee shall fill any vacancy occurring among the officers or its own membership.

### **Section 5 – Meetings**

The Executive Committee may schedule meetings prior to each GPSS meeting, but must schedule a minimum of three (3) meetings annually. Additional meetings may be held upon call of the Chair, or of three (3) other members of the committee, with due notice. A quorum shall consist of not less than a majority of current Committee membership.

### **Section 6 – Non-performance**

The GPSS Executive Committee may ask an officer or committee chair to resign if that person has not properly or adequately conducted the duties of the position for four (4) or more months. In addition, the GPSS Executive Committee may ask an officer or Member-at-Large to resign if that person misses more than 3 GPSS Executive Committee meetings in one year. A two-thirds (2/3) vote of the GPSS Executive Committee shall then fill any vacancies created by these actions. The individual may request the GPSS Executive Committee to appoint an *ad hoc* Appeals committee to review the case and bring it before the general membership for consideration.

## **Article VI – Committees**

### **Section 1 – Program**

There shall be a Program Committee to develop the GPSS meeting programs. The Chair-Elect shall serve as the Chair.

### **Section 2 – Nominating**

The Nominating Committee shall comprise three (3) GPSS Members with the past Chair serving as Chair. The Nominating Committee shall develop and present the slate of candidates for all elected positions in accordance with the regulations in these Bylaws.

### **Section 3 – Finance**

The Finance Committee shall advise the GPSS on all financial matters, including preparation and submission to the Executive Committee of an annual budget proposal.

### **Section 4 – Other Committees**

The Executive Committee may establish other committees as are needed to conduct the affairs of the GPSS.

### **Section 5 – Eligibility**

Committee chairs must be current GPSS and IFT members in good standing during their entire terms of office.

## **Article VII – Nominations and Elections**

### **Section 1 – Nominations**

- A. Not less than sixty (60) days prior to the Annual Election the Nominating Committee shall prepare a slate of one or more candidates for each office to be filled. In the case of an incumbent Secretary or Secretary/Treasurer seeking permissible re-election, a second candidate need not be selected. The number of members-at-large nominated should equal or exceed the total to be elected. The Nominating Committee shall determine the eligibility of each candidate from the Secretary and shall determine the willingness of the candidate to serve if elected.
- B. The Nominating Committee shall report its slate of candidates to the membership at a regular meeting of the GPSS prior to the Annual Election.
- C. Additional candidates may be nominated by petition over the signatures of ten (10) GPSS Members, provided that:
  - 1. The petitioners have determined the candidate's eligibility from the Secretary;
  - 2. The Petitioners have determined the candidate's willingness to serve if elected; and
  - 3. The petition is received by the Secretary no later than five (5) days following the meeting of the Nominating Committee report.

### **Section 2 – Annual Election**

Within ten (10) days after the report of the Nominating Committee, the Secretary shall prepare and send by mail or electronically a ballot to each eligible GPSS Member only. Balloting deadline shall be no later than forty-five (45) days after mailing.

### **Section 3 – Results**

- A. The officers-elect shall be announced to the Membership at the next meeting of the GPSS following the Annual Election.
- B. The Secretary shall report to the SECTION and IFT the new officers for the following year by April 1.

## **Article VIII – Meetings**

### **Section 1 – Subsection Meetings**

The Executive Committee shall schedule regular meetings of the GPSS not less than three (3) times per year. It shall determine in advance the time and place for each meeting. It may call special meetings, as needed, upon written or electronic notice to the members at least ten (10) days prior to the meeting.

### **Section 2 – Quorum**

A quorum to conduct business, including matters requiring balloting, shall be the larger of ten (10) GPSS Members or five (5) percent of the GPSS Membership.

### **Section 3 – Voting**

Voting at GPSS meeting shall be conducted in person or electronically with each voting member having a single vote. A majority of eligible GPSS members voting in person or electronically carries an action.

### **Section 4 – Voting Rights**

All membership categories shall be eligible to vote on all SECTION and GPSS matters except student members, who are eligible to vote on IFT Student Association matters only.

## **Article IX – Operating Periods**

### **Section 1 – Administration**

The administrative year of the GPSS shall be from July 1 of one calendar year through June 30 of the succeeding year. The administrative year covers the terms of the officers and committees and the meeting programs.

### **Section 2 – Fiscal Year**

The fiscal year of the GPSS shall be July 1 of one calendar year through June 30 of the succeeding year.

## **Article X – Dissolution**

### **Section 1 - Dissolution**

This Subsection (GPSS) may be dissolved by voluntary vote of the GPSS Executive committee or the SECTION Executive Committee, or by revocation of its charter by the INSTITUTE, or otherwise as provided by state law.

### **Section 2 – Conveyance of funds and property**

In the event of the dissolution of this Subsection, after payment of costs and expenses incident to the dissolution proceedings and after the discharge of its debts and settlement of its affairs, any remaining funds and property of the

Subsection shall be conveyed either to the SECTION or to IFT or to such other educational, scientific, or charitable organization(s) as the Executive Committee of the GPSS or the SECTION may determine. Said conveyance shall be made within sixty (60) days after the Subsection's debts and obligations have been discharged and IFT shall be notified in writing of said action, immediately upon its completion.

### **Section 3 – Eligibility**

Any organization, including IFT, to which the remaining funds and property of the Subsection are to be conveyed must be exempt under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any successors to said Subsections of the Code as may be in effect at the time of conveyance.

## **Article XI – Amendments**

### **Section 1 – Proposals**

Amendments to these Bylaws may be proposed by action of the Executive Committee or by petition to the Secretary over the signatures of ten (10) GPSS members.

### **Section 2 – Procedures**

Proposed amendments shall be submitted to the SECTION and to IFT for approval, upon receipt of which the Secretary shall announce them at a regular meeting of the GPSS. Following such announcement, the Secretary shall prepare and mail or send electronically to GPSS Members only, written copies of the proposed amendments, any explanation pro or con that the Executive Committee deems necessary, and ballots for voting.

### **Section 3 – Approval**

A two-thirds or more vote by the GPSS Members voting on a proposed amendment shall be necessary for approval.

### **Section 4 – Adoption**

Within thirty (30) days of such vote the Secretary shall forward written copies of approved amendments to the SECTION and to IFT for approval. Receipt of approval from the SECTION shall constitute adoption.