

**BYLAWS OF THE GREAT PLAINS SUBSECTION
OF THE
MINNESOTA SECTION INSTITUTE OF FOOD TECHNOLOGISTS**

Founded 1986; Amended as Proposed 2017

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 Constitution, 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 Sioux Falls, 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.

Article II – Purpose, Objectives and Restrictions

Section 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:

- A. To promote interest in the field of food science and technology.
- B. 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.
- C. To advance the profession of food science and technology by promoting the maintenance of high professional standards among its members.
- D. 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 - Restrictions

- A. 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.
- B. 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 IFT and SECTION/GPSS membership dues.
- B. Revocation or suspension of membership by the IFT shall constitute revocation or suspension of membership in the GPSS.

Section 2 – Categories.

There are three (3) membership categories: Member, Professional Member, and Student Member. There is also one (1) honorary membership status.

- A. Persons who are Members or Professional Members of IFT or who hold Emeritus status in IFT may become Members of the SECTION and the GPSS.
- B. Persons who are registered in an accredited educational institution or who are Student Members of the SECTION and IFT may become Student Members of the GPSS
- C. Emeritus Status: Any Member or Professional Member who has retired from professional life in a remunerative capacity and been a member of IFT for at least 20 years shall be eligible for Emeritus status. Individuals with Emeritus status shall retain all rights and privileges previously held and shall not be charged membership dues of the SECTION or of the GPSS.

Section 3 – Dues

The annual dues of the several classes of members for each fiscal year shall be determined by the SECTION Executive Committee by not later than May 1 of the

preceding fiscal year. An additional fee may be levied by the GPSS Executive Committee on GPSS members by the same date. GPSS Members holding Emeritus status in the INSTITUTE shall be excused from SECTION dues and any additional levy by the GPSS.

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 GPSS 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, except the Treasurer, which shall be appointed by the GPSS Executive Committee for up to 3-year terms, and may serve no more than one additional term.
- 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 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. Serve ex-officio on the SECTION Board of Directors and be a voting member of that Board.
- 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 the SECTION.
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. Prepare ballots for election of officers and Members-at-Large, or for proposed amendments to the Bylaws, mailing said ballots only to GPSS Members, and receiving said ballots for transmittal to the Tellers Committee.
6. Notify the Chair of the GPSS, the President of the SECTION, and IFT of the results of the election of officers by April 1.
7. Forward approved proposed amendments to these Bylaws to the Secretary of the SECTION and to IFT.
8. Keep the Secretary of the SECTION and IFT provided with an up-to-date copy of the Bylaws of the Subsection.
9. Serve as official liaison between the GPSS, the SECTION and IFT in all administrative matters.
10. 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 and not of the SECTION.

Section 2 - Eligibility

No individual may hold more than one elective position at a time. GPSS officers, Members-at-Large and committee chairs must be current IFT members in good standing during their entire terms of office. The Chair and Chair-Elect must be members of the IFT and must reside/work within the GPSS zip code areas when elected and for the duration of their terms of office.

Section 3 - Terms of Office

Chair, 1 year; Chair-elect, 1 year; Immediate Past Chair, 1 year; Secretary, 1 year. However, the latter may be re-elected for up to two additional terms. The Treasurer shall be appointed by the GPSS Executive Committee for up to 3-year terms, and may serve no more than one additional term. Terms of office of Members-at-Large shall be two (2) years, staggered such that one (1) shall be elected each year.

Section 4 – 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 (in person, by mail or electronically). 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

All members of the GPSS are eligible for appointment as committee chairs or committee members.

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

- A. 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 GPSS Member only. Balloting deadline shall be no later than forty-five (45) days after mailing. Within five (5) days after balloting deadline, the Secretary shall convene the Tellers Committee and turn over the returned ballots for counting.
- B. A Tellers Committee consisting of GPSS members who do not hold and are not candidates for any GPSS office shall be appointed by the Executive Committee and shall count the ballots for each office, declaring as elected the candidate receiving the highest number of votes cast for that office. In the event of a tie vote, selection shall be made by lot.

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

Whenever GPSS members must vote on a matter under these Bylaws or otherwise, this Section shall apply. Voting at GPSS meetings 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

Members and professional members shall be eligible to vote on all SECTION and GPSS matters. Student members are eligible to vote on IFT Student Association matters.

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. The period covered by the dues of all classes of members shall be the fiscal year. Members in arrears over 180 days shall be dropped from the official rolls of the GPSS.

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 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.