

June 2012

BY-LAWS
OF
MANITOWOC COUNTY MARKET ANIMAL COMMITTEE (MCMAC)

By-Law 1: Name

The name of this association shall be Manitowoc County Market Animal Committee.

By-Law 2: Principal Office and Address

The principal office of the association shall be located in the Manitowoc County Office Complex, County of Manitowoc, State of Wisconsin, and the post office address shall be: University Extension, 4319 Expo Drive, Manitowoc WI 54220. or University Extension P.O. Box 935, Manitowoc, WI 54221-0935

By-Law 3: Purpose

Sec. 1: To provide junior livestock large animal producers a market for projects graded and sold at the Manitowoc County Fair.

Sec. 2: To provide incentive and encouragement to livestock projects and appropriate record keeping.

Sec. 3: To recognize members who do quality work in selecting, feeding and showing their projects.

Sec. 4: To teach a great understanding of meat animal evaluation at the packer plant level.

Sec.5 : To provide the market animal exhibitors in our county an opportunity to apply for scholarship funds to further their education beyond the high school level.

By-Law 4: Membership

Sec. 1: All bonafide 4-H, FFA members or any other youth participant who exhibits a market animal at the Manitowoc County Fair.

Sec. 2: Any adult or youth interested in promoting quality market animals at the Manitowoc County Fair.

By-Law 5: Meetings

Sec. 1: Annual Meeting: The annual meeting of the association shall be held after the conclusion of the Manitowoc County Fair. The purpose of this meeting is to discuss what went well and what needs to be changed and how to change it. Also new members are elected to the Board at this time.

Sec. 2: Notice of the Annual Meeting will be posted at the Manitowoc County Fair.

Sec. 3: Special Meeting: The president may call a special meeting of the Board of directors upon giving notice to the Board.

Sec. 4: Quorum: simple majority of board members at a meeting.

Sec. 5: Voting: Each member of the Board will have one vote. Voting by proxy is not allowed.

Sec. 6: Rules of Order: Meetings of the Board of Directors and memberships shall be conducted according to and governed by Roberts Rules of Order except as otherwise provided in these By-Laws.

By-Law 6: Board of Directors

Sec. 1: Qualifications, Any adult member living within Manitowoc County in good standing may be elected a director.

Sec. 2: Number, There shall be 9 directors elected to serve as directors of the association.

Sec. 3: Election

- a) At the annual meeting of the members three (3) directors shall be elected for the three year term. To fill a vacancy occurring before the end of the term the board of directors shall appoint a member to fill that position until the next annual meeting. At that time, another member shall be elected to fill the remainder of the vacancy.
- b) Each director shall hold office for the term for which he/she is elected and until his/her successor is elected and enters upon his/her duties.
- c) Members shall elect directors by ballot. Nominations may be made from the floor, or the board may appoint a nominating committee. The committee's nominations may be supplemented by nomination from the floor.
- d) Exofficio members: The Manitowoc County Agricultural Agent or his or her representative shall be an exofficio director without voting rights at all meetings of the Board of Directors.
- e) Any elected member of the board shall be retired when he or she serves two consecutive full terms as director. After a director is retired for one year he/she shall be eligible for re-election or appointment to the board of directors.

Sec. 4: Meetings

- a) Time: The directors shall hold their annual meeting immediately subsequent to the membership meeting. The president may call an additional meeting at any time and shall do so upon the demand of a majority of the directors.
- b) Notice: Notice need not be given of the annual meeting of the directors if it is held immediately after the annual meeting of the members. Notice of all other director meetings shall be given to each director.
- c) Quorum: A majority of the directors shall be a quorum at a board meeting, but a less number may adjourn to another time upon giving notice to the absent members of the time and place of the adjourned meeting.

Sec. 5: Informal Action Without Meeting, Any action required or permitted by the Bylaws or any provision of the law to be taken by the Board of directors or executive committee, may be taken without a meeting if a consent in writing, setting forth the action so take, shall be signed by all of the directors entitled to vote on such action. Such consent shall have the same force and effect as a unanimous vote at a meeting.

By-Law 7: Officers and Duties

Sec. 1: Election:

- a) The directors at their annual meeting shall elect from their number a president and a vice-president. They shall also elect a secretary and a treasurer or secretary-treasurer, and other officers as may be necessary who may or may not be directors.
- b) Method of election: Officers may be elected by a simple majority voice vote or written ballot.
- c) All officers may be re-elected to as many terms of office as the directors approve.

Sec 2: Duties of Officers:

- a) The principal duties of the president shall be to preside at all meeting of the board of directors and all the regular and special meetings of the members, and to have a general supervision of the affairs of the association. He/she shall sign all certificates, contracts and legal instruments.
- b) The principal duties of the vice-president shall be to discharge the duties of the president in the event of the absence or disability for the cause whatever of the latter.
- c) The principal duties of the secretary shall be to keep a record of the proceedings of the board of directors and the proceedings of the members of the association at their regular and special meetings, and to safely and systematically keep all books, papers, record, documents and correspondence belonging to the association, in any way pertaining to the business thereof.
- d) The principal duties of the treasurer shall be to keep and account of all moneys, credits and property of any and every nature of the association which shall come into his/her hands; to keep an accurate account of all moneys received and disbursed and of money and property on hand, and generally of all matters pertaining to this office as shall be required by the board of directors.

Sec, 4: Check Signing: All checks notes, bill of exchange and other instruments calling for the payment of money which shall be issued by the association shall be signed by such officers as the board of directors may from time to time designate.

Sec. 5: Compensation of Officers: The board of directors may set the compensation for officers on a per diem basis if found necessary. At this time no member of this board will be receiving compensation for hours and/or time given to this organization.

By-Law 8: Capital Structures

The treasurer shall present an accounting of each year fiscal at the annual meeting of the membership.

By-Law 9: Audits

At the close of each fiscal year or at such times as the board shall determine the books and accounts of the association shall be carefully examined by either a qualified auditor or a committee named by the board of directors who shall make a detailed written report thereon.

By-Law 10: Amendment of By-Laws:

Any bylaw maybe adopted, amended or repealed by majority vote of members present at any board of director member meeting or at any special meeting where a statement of the nature of the amendment has been contained in a notice of such special meeting.

By-Law 11: Fiscal Year

The fiscal year of this association shall end on September 30th, of any given year.

By-law 12: Committees

The Board of directors shall appoint committees that are needed to carry on the association's work or to do work in cooperation with the county extension office.

Amended May 2005

By-Law 13: Missing Meetings

If a committee member misses three (3) regular meetings per year, the committee will send a letter requesting that the member resign if an additional meeting is missed. The committee will appoint a new committee member to fulfill the term.

By-Law 14: Dissolution

Upon dissolution of this organization any and all remaining funds are to go directly to the Manitowoc County 4-H organization to be used for scholarship purposes for exhibitors showing in the market animal livestock division at the Manitowoc County Fair.

Motion made to accept the revised amendments to the bylaws as written by a review committee made up of Lori Miller, Keith Roberts, Nichole Pahlow, Eli Kenneke, and Jim Brandt.

Motion seconded and carried as written.

Revised April 1st, 2012.

Board President

Keith A. Roberts

Board Vice-President

Pat F. Linn