

# EATON COUNTY AGRICULTURE SOCIETY CONSTITUTION

## **ARTICLE I NAME**

Section 1 This organization shall be known as the Eaton County Agricultural Society.

## **ARTICLE II PURPOSE**

Section 1 The purpose of this organization is to encourage 4-H and other youth work in Eaton County by sponsoring an annual county fair.

## **ARTICLE III MEMBERSHIP**

Section 1 Any person, 18-years old or older may participate in the Annual Meeting by having a current membership in this organization. First time Members must pay dues 60 days prior to the annual meeting to be able to vote in the annual election. Current members may renew membership up to the date of the annual meetings to be considered members in good standing.

Section 2 The annual membership fee shall be determined by the Board of Directors each year and shall not exceed \$25.

## **ARTICLE IV ADVISORY MEMBERS**

Section 1 All full-time employees of the MSU Eaton County Extension Service should assist the Board of Directors as advisory members.

## **EATON COUNTY AGRICULTURE SOCIETY BY-LAWS**

### **ARTICLE I**

Section 1 Association Directors shall be elected at the Annual Meeting held in October, and be elected from the current membership.

### **ARTICLE II**

Section 1 There shall be fifteen (15) Directors serving this association with three- year staggered terms. A director shall have attained his/her twentieth birthday by the date of the annual meeting of his/her nomination. Five Directors shall be elected each year.

Section 2 No elected officer or director of this organization shall receive any re-enumeration of his/her services. Each Director serves on a volunteer basis and is not personally liable to the corporation or its shareholders or members for monetary damages for breach of director fiduciary duty and that the corporation assumes all liability to any person other than the corporation, its shareholders, or its members for all acts or omissions of a volunteer director.

Section 3 To be eligible for the election, a nominee must submit a board application to the President no later than 60 days prior to the Annual Meeting. A nominating committee shall be appointed by the president 60 days prior to the Annual Meeting.

Section 4 If a vacancy occurs among the Directors, the Board of Directors, by majority vote, may appoint a member in good standing to fill said vacancy until the next annual election. At that time the unexpired term shall be filled by election of the membership.

Section 5 If a board member becomes inactive and absent for three consecutive meetings, the Board of Directors may declare his/her seat vacant. The board may fill his/her seat to finish out the year. The next Annual Meeting then will elect the director to finish the balance of that term.

Section 6 In the event a Board Member resigns, it must be submitted in writing and presented to the Secretary of the Board for their review and action.

Section 7 The Board of Directors of the Eaton County Agricultural Society shall have the authority to pursue and take disciplinary action against, up to and including termination, of a Board Member, by a two-thirds vote of the Board of Directors.

### **ARTICLE III**

Section 1 The Board of Directors shall elect a President, Vice President, Secretary, Treasurer and Sargent of Arms. In order to be elected for an executive office the elector must have been on the board for a minimum of one year.

### **ARTICLE IV**

Section 1 A majority of the Board of Directors shall constitute a quorum for conducting official business of this organization.

### **ARTICLE V**

Section 1 It shall be duty of the President to preside over official meetings of the Society and the Board of Directors and produce Agendas for such meetings.

Section 2 It shall be the duty of the Vice President to preside at official meetings in absence of the President.

Section 3 It shall be the duty of the Secretary to record all action at the official meetings and submit a report of the business transactions at each annual meeting.

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Section 4 It shall be the duty of the Treasurer, or authorized agents to keep accurate records of all financial transactions and to submit a financial report as required and such other times as requested by the Board of Directors.

Section 5 It shall be the duty of the Sergeant of Arms to keep order, peace and tranquility during meetings.

## ARTICLE VI

Section 1 The fiscal year shall be within 90 days of the fair closing date.

## ARTICLE VII

Section 1 Amendment to this Constitution and By-Laws may be made by a vote of two-thirds of the members present at an annual meeting.

Section 2 Notice of the proposed amendments shall be included in the Annual Meeting notice to be presented 30 days prior to the Annual Meeting.

Section 3 Any amendments to this Constitution and By-Laws will take effect after the Annual Meeting on which Amendments are passed..

Section 4 Members in good standing may present a resolution for Constitution change to the secretary of the Board. This must be done no later than 60 days before the Annual Meeting of the year it is to be presented. It is the duty of the Board of Directors to prepare amendments for proper wording and legality for notice to the membership.

## ARTICLE VIII

Section 1 The board shall determine its own rules and order of business and shall keep a journal of all it's proceedings signed by the Secretary.

Section 2 If the Eaton County Agricultural Society goes bankrupt, all assets of the Eaton County Agricultural Society will become the sole property of the local governing body.