

ALABAMA CATTLEWOMEN'S ASSOCIATION

Bylaws

ARTICLE I – Organization

Section 1

The name of this corporation shall be the Alabama CattleWomen's Association, Inc.

Section 2

The official logo of this organization will be:



ARTICLE II – Duration

The duration of this organization shall be perpetual or until legally dissolved.

ARTICLE III – Authority

Section 1

This corporation, also called an association, is not organized for pecuniary profit, and shall conduct its affairs pursuant of the authority of Alabama Non-Profit Act of 1955, and it shall have no capital stock but shall be composed of members rather than stockholders. This corporation shall be non-profit and no dividends shall be distributed to its members, directors, or officers as said income, assets or property shall be devoted to, and extended for the purpose for which this corporation is organized.

ARTICLE IV - Purpose

The purpose of this non-profit corporation is to serve as an auxiliary of the Alabama Cattlemen's Association and to participate in activities which will assist the Alabama Cattlemen's Association in its endeavors to promote, develop, expand, educate, and encourage the production of beef cattle in Alabama.

ARTICLE V – Membership and Dues

Individuals who are interested in the development, promotion, education, and advancement of the beef cattle in Alabama and who support the objectives of this association shall be eligible for application for membership to the Alabama CattleWomen's Association upon receipt of the dues payment.

Section 1

The membership in Alabama CattleWomen's Association shall consist of regular and state members at large.

Section 2

The annual state dues of the Alabama CattleWomen's Association for all members including members at large and collegiate shall be **\$7.00** per year. County membership dues will be, paid to the county CattleWomen's chapter, members at large paid to the State Treasurer, and collegiate membership to their school collegiate chapter. The county or collegiate treasurer will send the state dues, name, address, phone number, and email address to the Alabama CattleWomen's State Treasurer.

Rational

State dues have not been raised since the inception of the Alabama CattleWomen's/Cowbelle Association. In order to sustain programs and the mission of the association, state dues must be raised.

Section 4

The membership year will be January 1 through December 31. Any dues collected after December 31 will be applied to the next year's membership.

Rational
To set a specific membership date and to improve membership communication between the county chapters and the State Treasurer

Section 5

State members at large shall send their \$dues payment to the state treasure. Members at large will may not hold an office or chair a committee.

Section 6

- A. County Chapters
County CattleWomen organizations, as heretofore or as may be hereafter organized, shall become affiliated with this association provided such county organizations subscribe to the purposes and objectives of this association.
- B. County Bylaws
All county chapters shall operate under a single set of bylaws consistent with the state bylaws. Each county chapter is encouraged to write their own bylaws and submit them to ACWA for archives.
- C. County Officers
County chapters must submit the names, addresses, phone numbers, and email address, information to the first Vice President on or before February 1 of each calendar year.
- D. The Board shall have the authority to establish, remove, and audit county chapters at the State Board's sole discretion.

ARTICLE VI - Officers

Section 1

The elected officers of the Alabama CattleWomen's Association shall be President, President-Elect, First Vice President, Second Vice President, Treasurer, and six (6) District Directors.

Section 2

The President, with the approval of the Executive Committee, may appoint the secretary, parliamentarian, historian, chaplain. They shall serve on the Executive Committee without a vote. They shall serve concurrently with the president. The president will appoint a past president advisor to serve on the executive committee. The presidential advisor will have voting privileges.

Section 3

Officers shall be elected at the annual convention for a term of one year. The term of the office shall begin at the end of the convention and serve until the end of the next convention.

Section 4

Duties of the officers – The officers of the organization shall perform the duties relevant to their office as prescribed for them by these bylaws.

- A. **The President shall:**
 - 1. Preside at all meetings of the organization to include the Board of Directors and the Executive Committee.
 - 2. Appoint a secretary, Parliamentarian, historian, chaplain, and committee chairpersons.
 - 3. Fill vacancies in appointed offices or committees.
 - 4. Serve as an ex-officio member of all committees, except the Nominating Committee.
 - 5. Be the official delegate to the American National CattleWomen (ANCW) during her administration by attending the National Cattlemen/CattleWomen Convention, summer workshop, and Region II meetings unless an emergency arises. In the event of an emergency and the President Elect cannot travel, the next officer in line will travel with the President's proxy.
 - 6. Prepare and submit a state report to ANCW at the National Summer Conference, National Convention, and Region II meetings.

7. Submit names, addresses, phone numbers, and email addresses of new officers and committee chairpersons to ANCW and ACA by March 1.
8. Hold at least one Executive Committee meeting and Board meeting each quarter during her administration.
9. Appoint a Nominating Committee consisting of two members. There shall be two (2) additional committee members elected from the floor at the annual meeting of the Alabama CattleWomen's Association, making the committee five (5) members.
10. Shall serve as chair of the Nominating Committee in the year immediately following her term as President.
11. Be charged with other such duties and responsibilities as are customarily associated with the office of President.
12. Appoint chairs for standing committees which will consist of:
13. Senior High Beef Cook-Off, Consumer Education, Beef Promotion, Beef for Father's Day, Budget, Country Store, Honors and Awards, Legislation, Audit, Bylaws, Scholarship, October Beef Month, and any special committee as the need arises. Maintain and place a hard copy of all reports, correspondence, and important information in the President's Guide Book to be passed on to the President Elect at the end of her term.
14. Write a monthly article for the *Alabama Cattlemen's Magazine*.
15. Serve as liaison to the Alabama Cattlemen's Association.
16. Will only vote in circumstances of a tie vote to break the tie.

B. The President Elect shall:

1. Assume the duties of the President in her absence.
2. Automatically succeed to the Presidency at the completion of the President's term in office, or in the event a vacancy occurs in the office of the President.
3. Be charged with other such duties and responsibilities as are customarily associated with the office of the President Elect.
4. Shall attend the American National CattleWomen's Association (ANCW) summer workshop unless an emergency occurs. In the event of an emergency and the First Vice President cannot travel, the next officer in line will travel with the President's proxy.
5. Assume her full term as President.
6. Be responsible for ANCW membership.
7. Serve on the budget committee.

C. The First Vice President Shall:

1. Be coordinator of the State District Directors.
2. Be responsible for soliciting officer information from the county chapters for the state directory.
3. Coordinate the publication of the State Directory.
4. Solicit information from the district directors and compile this into a written report (three copies) to be presented at the executive meeting

D. The Second Vice President shall:

1. Be responsible for the Alabama CattleWomen's Association membership by working with the state treasurer.
2. Chair the new county chapter committee.
3. Appoint past state Presidents to serve on the committee to establish or work with new chapters throughout the state.
4. Collaborate with the Hall of Honor Coordinator in the facilitation of the Hall of Honor Luncheon.

- E. **The Secretary shall:**
1. Record the minutes of all meetings of general membership, Executive Committee, and Board of Directors.
 2. Maintain the *Secretary's Notebook* by placing a hard copy of all minutes and agendas in the secretary's notebook to be passed to the next secretary.

- F. **The Treasurer shall:**
1. Have those duties which are delegated to the Treasurer by the Board of Directors, Executive Committee, or officers.
 2. Be custodian of the organization's funds and finance records.
 3. Serve a term of one year and can be re-elected for any number terms.
 4. Serve on the budget committee.
 5. Serve ex-officio to the Audit Committee.
 6. Shall be bonded each year.

Rational - #6 to protect the Association by proving this person to be trustworthy to handle ACWA assets.

- G. **The State District Directors shall:**
1. Be the coordinator of all counties in her district.
 2. Follow up by letter, phone, or email to the County Presidents within her district all correspondence and information distributed by the state President.
 3. Prepare an activity report (three copies) from each county within her district to be submitted to the First Vice President prior to the Executive Committee meeting.
 4. Shall define the duties as well as keep communications open between the executive Board, county membership, and general membership.

- H. **The Parliamentarian shall:**
1. Serve as a consultant to the President and all Board committee members of the organization on matters pertaining to the interpretation of the bylaws and parliamentary authority of the organization.
 2. Be knowledgeable in *Robert's Rules of Order* and parliamentary procedure.
 3. Serve as a consultant to the bylaws committee with no vote.

- I. **The Historian shall:**
1. Be responsible for the history and archives of the organization.
 2. Present a scrapbook of activities and photos to the President at the end of her tenure.

- J. **The Chaplain shall:**
3. Be responsible for devotions and invocations at all meetings.

ARTICLE VII – Executive Committee

Section 1

The Executive Committee shall consist of the officers of the organization, six (6) district directors, the immediate past state President, and one past state President appointed by the President to serve as her advisor.

Section 2

1. The Executive Committee shall transact the business of the organization between meetings of the Board of Directors.
2. The Executive Committee shall:
3. Approve the programs and special projects.
4. Fill vacancies of the officers except President.
5. Report all business transacted by this committee to the Board of Directors at its next meeting.
6. In an emergency, the Executive Committee may transact business by mail, phone, or email.

Section 3

Seven members of the Executive Committee shall be a quorum for meetings.

ARTICLE VIII - Board

Section 1

The Board of Directors consists of all county association presidents and past ACWA presidents and shall:

1. Approve the budget and plans of the permanent funds including the memorial and scholarship funds.
2. Adopt other rules necessary for transactions of the organization and to the Board provided they do not conflict these bylaws.
3. Shall consist of the six district directors, county presidents, collegiate club presidents, and committee chairpersons

Section 2

1. Regular meetings of the Board of Directors shall be held before and/or after the annual convention, and quarterly with the date and time set by the President. All officers, directors, county presidents, and collegiate club presidents must be notified in writing at least 30 days prior to meeting.
2. Special meetings of the Board of Directors may be called by the President stating the purpose of the meeting. Notification shall be made to all members at least two weeks prior to the meeting.

Rational – Section 1: #3 and Section 2: #1 collegiate clubs are a new addition to the ACWA. This position on the board will ensure growth of the association.

ARTICLE IX - Districts

Section 1

To facilitate the work of the organization, it shall be divided into districts. Only the Board of Directors shall change the boundaries after written notice to all counties and directors involved.

1. State District Directors shall be elected in February and serve for a one (1) year term.
2. The State District Directors are voting members of the Alabama CattleWomen's Association Executive Committee.

ARTICLE X – Voting

Voting by the executive committee, board members, and past ACWA presidents in good standing will consist of a majority of votes present shall constitute a quorum.

Voting by the by the general membership will consist of a majority of all votes of members in good standing present shall constitute a quorum.

In all voting members must be present to vote. No vote shall be cast by proxy.

In an emergency, the Executive Committee may vote by mail, phone, or email in order to transact business.

ARTICLE XI - LIABILITY

There shall be no individual liability on the part of members, officers, or directors for the obligations or other liabilities of this organization.

ARTICLE XII – DISTRIBUTION OF ASSETS UPON DISSOLUTION

The Association may be dissolved upon recommendation of the Board of Directors and by two-thirds majority vote of the active members present and voting at any membership meeting. In the event of the dissolution, the Association shall make provision for all liabilities, dispose of assets subject to the Act and Order as required by the Act and Order, and distribute its remaining assets to the Louise Wilson Scholarship fund in a manner pursuant of the Internal Revenue Service Code and applicable law.

Rational
Should the ACWA dissolve these funds would insure that the Louise Wilson Scholarship would continue.

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ARTICLE XIII - RULES

Roberts' Rules of Order shall be the parliamentary procedure guide.

ARTICLE XIV – AUDIT

An annual audit by the Alabama CattleWomen's Association Audit Committee will be performed. This committee shall consist of a chairperson appointed by the President, and two (2) committee members, not to include the treasurer. However, the treasurer is to be seated on the committee as an ex-officio advisor. The Audit Committee may recommend an audit by a non-biased third party if it is deemed necessary.

ARTICLE XV - REVISION AND REVIEW OF BYLAWS

Section 1

The Bylaws Committee will solicit suggestions from ACWA members on bylaw changes, review bylaws annually, and make recommendations to the Executive Committee and Board to any necessary changes. In addition, make sure that standing rules have been added to the bylaws and new copies have been distributed to the Executive Board, County Presidents, and ACA.

Section 2

These bylaws can be amended at any regular or special meeting providing that written notice was given at the prior Board meeting and sent to all County Presidents for circulation to their membership. Prior written notice can be sent by postal mail, email, or fax.

ARTICLE XVI – EMERGENCY CLAUSE

Section 1

When, because of war, great disaster, or extraordinary emergency, the holding of a quarterly meeting is made impractical, all functions, powers, and duties of the ACWA shall be and are vested in the Executive Committee.

Section 2

If travel is forbidden or curtailed to a prohibitive extent, voting by mail, facsimile or email for the purposes of electing officers, carrying on business, and amending bylaws will be granted. The Executive Committee shall be and is authorized to be empowered to prescribe in full appropriate procedures for the purposes thereof.

STANDING RULES

The Board of Directors may adapt or amend standing rules at any business meeting without previous notices to the membership by a majority vote.

Standing Committee Chairpersons

The standing committee chairpersons will serve concurrently with the President who appoints them. The standing committees shall be Senior High Beef Cook-Off, Consumer Education, Beef Promotion, and Beef for Father's Day, Budget, Country Store, Honors and Awards, Legislation, Audit, Bylaws, Scholarship, October Beef Month, and Nominating.

- A. **Senior High Beef Cook Off Chairperson**
1. Shall establish a committee to perform all duties of the Senior High Beef Cook-Off.
 2. Shall work with the Alabama Cattlemen's Association personnel, and the Alabama State Department of Education Family and Consumer Sciences Specialist, Health Science with the Alabama in planning the cook-off.
 3. Will establish a committee with individual duties to include but be not limited to operate the different aspects of the cook-off (i.e. hostesses, judging, contestants, participant pictures, refreshments, prizes, set-up, clean up, cookbooks, prizes, etc.)
 4. Shall solicit ACWA volunteers to help on the day of the cook-off.

5. Will serve as the ACWA contact person for County Presidents and work with the District Directors to promote county participation.
6. Will collect county President cook-off reports.
7. Will collect copies from the Alabama Cattlemen's Association personnel prior to January 1 to prepare or get ready for cookbook publication.

B. Consumer Education Chairperson

1. Shall work with the Alabama Cattlemen's personnel to help in distributing information and educational materials, which pertain to beef, and cattle products as related to primary, secondary, and adult education.
2. Will work with the Alabama Cattlemen's Association personnel to develop beef education in the school systems that the individual counties can use.
3. Will keep the county chapters aware of the education materials which are available for use in the classrooms.
4. Assist the Alabama Cattlemen's Association Director of Consumer Communications in distributing a resource list of educational materials to the county chapters.
5. Shall work closely with ACA and keep current with product information.
6. Will assist ACA staff when needed at various conferences and events.
7. Shall submit a written report to the ACWA President for quarterly meetings.
8. Shall serve as a state liaison to the American National CattleWomen's Association Consumer Education Committee Chairman and Region II Consumer Education Chair.
9. Will prepare three (3) written reports of county chapter beef and ACWA promotion projects to be submitted to the President in April, July, and January. The President will present them at the Region II meeting, National Summer Conference, and NCBA/ANCW National Convention.

C. Beef Promotion Committee Chairperson

1. Shall work with the Alabama Cattlemen's Association personnel to help encourage, stimulate, and expand the consumption of beef and beef promotion projects.
2. Will serve as liaison to ANCW and Region II Beef Promotion Chair.
3. Shall prepare three (3) written reports of county chapter beef promotion and ACWA to be submitted to the President in April, July, and January. The President will present them at the Region II meeting, National Summer Conference, and NCBA/ANCW National Convention.
4. Shall work closely with the Alabama Cattlemen's Association and give full support to current promotion campaigns.
5. Shall work with other agricultural groups where possible and when it is beneficial to the cattle industry.
6. Will keep up with the latest techniques in cooking, packaging, and preservation and assist when needed to aid in developing demonstrations to share information.
7. Shall distribute a resource list of willing ACWA members who will help ACA staff with beef promotion projects and campaigns.

D. Beef for Father's Day Committee Chairperson

1. Shall appoint a committee to help the President to solicit Father of the Year nominations from the county chapters.
1. Shall receive county nominations.
2. Will meet with the Father of the Year Committee to review credentials of each nomination and to make a selection for the Father of the Year.
3. Shall notify the President of the Father of the Year winner. (The President will notify the winner.)
4. Work with Alabama Cattlemen's Association personnel to aid in distribution of promotion and publicity materials of Beef for Father's Day to the county chapters.

- E. **Budget Committee**
1. Shall consist of a chairperson who is appointed by the President. The Treasurer and the President Elect will also serve on this committee. The Budget Committee will meet at the August Board meeting. The chairman shall:
 2. Prepare and submit a written proposed annual budget to monitor expenditures and make fiscal recommendations.
 3. At the December meeting, review and amend if necessary, the budget, and present it to the Board for final approval.
- F. **Country Store Chairperson**
1. Shall promote Country Store to entire membership.
 2. Shall solicit and collect money from counties for donations.
 3. Will buy products to sell using donations from county chapters and establish a budget approved by the Executive Committee.
 4. The country store budget must be submitted to the Budget Committee for approval prior to the August meeting.
 5. Will design and maintain Country Store appearance.
 6. Shall store all props for Country Store.
 7. Shall store all products that were not sold.
 8. Will schedule workers to manage the Country Store.
 9. Will manage money collected for Country Store.
 10. Will make an itemized list of products to sell.
 11. Shall contact ACA personnel for assigned location of the Country Store in the trade show.
 12. Shall set-up and take down booth (store).
 13. Shall make itemized list of expenses on Country Store and money collected from sales.
 14. Will present itemized list of sold and unsold items to the Treasurer.
 15. Shall send money collected to treasurer after sales are finalized.
 16. Shall present report meeting of the Country Store at the next meeting.
- G. **Hall of Honor Coordinator**
1. Shall work with the Second Vice President to facilitate nominations, voting process, induction ceremony, and luncheon.
 2. Shall not be a voting member of the Hall of Honor.
 3. Be elected by the Hall of Honor members to serve a three year term
 4. Assist in planning, decorating, and preparing program for the Hall of Honor luncheon.
 5. Collect nomination materials from the individual counties.
 6. Prepare ballots.
 7. Mail ballots to the individual, living members of the Hall of Honor.
 8. Notify the nominator and/or nominee of their induction prior to the luncheon.
 9. Notify the family of the Cowbelle Award winner of the induction.
 10. May attend the Executive Board meeting as a representative for the Hall of Honor (has no vote).
 11. Purchase the Hall of Honor gifts
 12. Maintain the Hall of Honor plaque and Cowbell Award plaque. (Located on the 2nd floor of the Alabama Cattlemen's Building).
- H. **Legislative Chairperson**
1. Serve as liaison to ANCW and ACA.
 2. Compile and notify the state Board and county chapters of legislative material information sent by ANCW, ACA, and NCBA
 3. Present the President with a written report prior to the quarterly Board meetings.

- I. **Audit Committee**
1. Shall consist of three (3) members to include the chairman. The Audit Committee will be appointed by the President.
 2. Shall audit the Treasurer's books and ACWA check register in January of each year.
 3. Will make recommendations for an outside party to audit ACWA financial records, if necessary.
 4. Shall present a report with a hard copy t at the convention to the Executive Committee and Board.
- J. **Scholarship Chairperson**
1. Shall appoint a committee who will help the President to solicit scholarship nominations from the county chapters.
 2. Will receive county nominations.
 3. Shall meet with the Scholarship Committee to review nominations, check criteria of Applicants, and make a final decision of the scholarship winner.
 4. Notify the President of the scholarship winner. (The President will notify the winner.)
- K. **October Beef Month Chairperson**
1. Will work with Alabama Cattlemen's Association personnel to prepare October Beef materials to be distributed to county chapters at the August Board meeting.
 2. Will serve as the contact for county chapters who participate in October Beef Month.
 3. Will collect newspaper articles and pictures showing how county chapters celebrated, held meetings, or otherwise participated in during October Beef Month.
 4. Will work with District Directors to contact County Presidents to encourage mayors to proclaim October as Beef month.
 5. Will prepare a written report (3 copies) to be submitted to the ACWA President prior to the December meeting on October Beef Month activities.
- L. **Bylaws Committee**
- The President will appoint a chairperson and a committee of no more than three (3) members of ACWA who can remain impartial. The Parliamentarian will serve as a consultant to this committee with no vote.
1. Will review the bylaws and standing rules annually.
 2. Will make sure that standing rules have been added to the bylaws and new copies have been distributed to the Executive Board, County Presidents, and ACA.
 3. Will identify all standing committees which influence finance, auditing, programs, and membership.
 4. Shall solicit and consider carefully all suggestions from ACWA members on bylaw changes.
 5. Shall present revisions and give a report to the Executive Committee and Board.
- M. **Nominating Committee**
- The ACWA's immediate past President will serve as chairperson of the Nominating Committee. The President will appoint the Nominating Committee consisting of two members. There shall be two (2) additional committee members elected from the floor at the annual meeting of the ACWA, making the committee five (5) members.
1. Shall meet directly after the December Board meeting and carefully review eligibility requirements and duties for each office as described by the ACWA Bylaws.
 2. Shall find the best candidates for each office.
 3. Shall notify potential or willing nominees in writing, mail, or email.
 4. Shall verify the membership and eligibility requirements of each nominee.
 5. Will make and submit a report in writing to the Executive Committee and Board members at the convention.

Standing Rules

The budget committee will meet on or before the August Board meeting. (2003)

The Nominating Committee will meet immediately after the December Board meeting. (2003)

The Hall of Honor and Cowbelle nominations will be due on or before the December Board meeting. (2002)

A Scholarship applicant's mother or grandmother must be a current member in good standing three consecutive years prior to application. (2007)

The President shall send the meeting agenda, minutes, officer and/or committee reports, and any other material that was distributed during the executive meeting and state Board meeting to Executive Committee members who were not present at the meeting(s). August 2007

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