

# MISSOURI



## Forage & Grassland Council

### **BY-LAWS**

#### **ARTICLE I - Name**

The name of this organization shall be the Missouri Forage and Grassland Council/Grazing Lands Conservation Initiative.

MFGC/GLCI is a 501(c) (3) organization. The MFGC/GLCI Board of Directors will follow all policies and guidelines established by the IRS or other government agency to ensure full compliance with requirements for maintaining our 501(c) (3) status.

#### **ARTICLE II - Objectives**

1. Promote and expand the efficient utilization of forages to improve the economic and social well-being of all Missourians and enhance the beauty of the State.
2. Promote the value of forage crops for soil and water conservation and the abatement of air and water pollution.
3. Give encouragement to research, educational and service efforts that will improve forage production, utilization, and marketing.
4. Provide a forum for the identification of problems and the exchange of ideas, opportunities and solutions required for the complex business of forage-animal agriculture.
5. Increase the use of forages and forage systems as a desirable and efficient means of utilizing land resources for food and fiber production.
6. Provide a means for combining the efforts of service, supply and production functions for a more efficient and profitable forage-animal agriculture.
7. Provide a means to educate consumers on the benefits derived from an efficient and profitable forage-animal agriculture.
8. Encourage outstanding achievements in the forage industry through recognition programs.
9. Develop vigorous leadership in forage activities beneficial to Missouri agriculture.

## **ARTICLE III**

### **Membership and Eligibility**

#### Section 1: Membership

There shall be four classes of membership.

1. Individual
2. Area councils
3. Corporate
4. Allied organizations

The Board of Directors may from time to time create additional classes of members, prescribe the rules of eligibility and define privileges thereof.

#### Membership Definitions:

1. Individual membership: Any individual interested in the objectives of the council as outlined in the by-laws.
2. Where affiliate councils are formed, each member becomes a member of the state and national association provided the affiliate council pays the appropriate dues for each of its members. To be officially recognized, an affiliate council must maintain a minimum of 10 dues paying members on an annual basis. For Board representation 20 dues paying members must be maintained on an annual basis.
3. Corporate membership: May consist of any agricultural, industrial, or business firm interested in the objectives of this Council. Two types of corporate memberships may be held.
  - o A. Wholesaler: Those corporations which are state-wide or multi-state who serve local retailers.
  - o B. Retailers: Those corporations and local businesses who serve and supply local communities.
4. Allied organizations: May consist of any public or private association interested in the objectives of this Council.

#### SECTION 2: Members

A member shall be considered in good standing providing current fiscal-year dues have been paid as set by action of the Board of Directors.

#### SECTION 3: Member rights

A member of good standing may hold office, serve on the Board of Directors, be a member of one or more committees, attend, and vote at annual business meetings. Each officially organized affiliate council with 20 or more paid members will identify one person to serve on the Board of Directors. In all other matters each individual will act as an individual member.

#### SECTION 4: Dues

The Council has authority to collect from its member annual dues for purposes of financing the activities of the Council. A schedule of such dues shall be set by the Board of Directors. Any changes in the annual dues schedule shall be announced by the Board of Directors at least four (4) months prior to the start of the fiscal year in which they are to become effective.

## Dues Structure:

1. Individual membership: \$35 annual dues paid on a calendar year basis which includes membership in the American Forage and Grassland Council (AFGC).
2. Affiliate council membership: \$25 per member annual dues paid on a calendar year basis to the state association. Affiliate councils may establish individual membership dues: a suggested rate of \$35 annually with \$12.50 going for state dues, \$12.50 going for national dues and \$10 staying with the local affiliate council.
3. Corporate membership: The fee for corporate dues at the state level is on an annual basis paid on a calendar year basis.
  - A. Wholesaler: \$100 minimum or \$25 per designated member.
  - B. Retailer: \$50 minimum or \$25 per designated member.
4. Allied organizations: The fee for trade association at the state level is a minimum \$50 annually, or \$25 per designated member paid on a calendar year basis.

## **ARTICLE IV Organization**

### SECTION 1: Directors

The Board of Directors will be composed of a broad representation of the membership. The Board will consist of a minimum of 12 members elected in equal number for a term of four years from three general categories:

1. Agribusiness examples: public media, livestock marketing, stored feeding, chemicals, fertilizers, equipment, bankers, milk companies, farm consultants etc.
2. Producer - examples: livestock and dairy farmers, forage and hay producers, farm managers, etc
3. 3. Public sector - examples: extension specialists, extension and research workers at university, NRCS, FSA, MDC, DNR, vo-ag., etc. In addition to the 12 elected members the Board of Directors will also include one person from each officially organized affiliate association.

A maximum of six non-elected board members representing public agencies or organizations with concerns and responsibilities for Missouri grasslands may also serve on the Board at the request of the elected Directors. These Directors may come from the Missouri Department of Natural Resources, Soil and Water Conservation Program; Missouri Department of Agriculture; USDA Farm Services Agency; USDA Natural Resources Conservation Service; University of Missouri, College of Agriculture, Food and Natural Resources; University of Missouri, Agricultural Experiment Station System. Missouri Department of Conservation; U. S. Forest Service , Society for Range Management, Southern Section; Missouri Farmer's Association; Missouri Cattleman's Association; Missouri Farm Bureau; The Nature Conservancy; Missouri Association of Soil and Water Conservation Districts; Missouri Dairy Association; Missouri Sheep Producers, Inc.; Soil and Water Conservation Society of America, Missouri Chapter; . Each organization may provide no more than one of these non-elected Directors. These members will be appointed to the committee by their respective organizations.

## SECTION 2: Officers

1. The officers shall consist of the immediate Past President, President, President Elect, and Treasurer.
2. The immediate Past President, President and President Elect shall each hold office in ascending order from the conclusion of the annual conference to the conclusion of the next annual conference.
3. The President Elect and Treasurer shall be elected annually.
4. If an officer's term on the board of directors expires before they complete their progression to President and immediate Past President, then they shall remain a member of the board and complete their term as an officer.

## SECTION 3: Executive Committee

The Executive Committee shall be comprised of the President, immediate Past-President, President-elect, and Treasurer.

## SECTION 4: Committees

There may be the following standing committees whose purpose is to maintain continuity of action in pursuing Council objectives:

5. Membership: The membership committee will actively work toward the establishment of area councils throughout the state and improve the benefits offered to the Council's membership.
6. Publications: The publications committee shall have responsibility for publishing and distributing to the Council membership a quarterly newsletter, annual committee reports, and an Annual Conference Proceedings.
7. Public Relations: The public relations committee shall serve as liaison for the Council to allied organization, public agencies and organizations, affiliate councils, as well as the general public.
8. Research: The research committee will represent the Council membership's interests and priorities in forage and grassland research to Federal, State, and private agencies or organizations conducting or sponsoring such research.
9. Education: The education committee shall make recommendations to state and local institutions for programs fostering grassland education, shall organize and sponsor educational programs for the Council membership, and cooperate with other organization furthering the dissemination of forage and grassland information
10. Nominating: The nominating committee will consist of three members representing each of the categories of members (Producer, Public, Business) and will develop a slate of nominees for Directors and officers as required.
11. Grazing Lands Conservation Initiative: The Grazing Lands Conservation Initiative (GLCI) committee will be the Board of Directors of the MFGC/GLCI. Other organizations sharing GLCI goals and objectives may become members by invitation of the existing GLCI committee or upon the request of the interested organization and approval by the existing GLCI committee. The purpose of this committee shall be to address the needs of private grazing lands in Missouri by: (a) promoting voluntary landowner supported efforts to protect and improve Missouri's privately owned grazing lands; (b) strengthen land stewardship partnerships between grazing land managers and member organizations; (c) strengthen partnerships between member organizations; (d) encourage and promote multiple use and multiple benefits of healthy grazing lands for rural economic development; (e) encourage technical assistance, education, research, technology transfer and public awareness of economically and environmentally sustainable grazing land management; (f) advise agencies and

organizations that provide technical assistance and information to grazing land managers about program needs and effectiveness; (g) help secure the resources necessary to achieve these objectives.

The Board of Directors may find it necessary to organize additional committees from time to time to study specific problems or carry out certain action phases of the Council's program when greater involvement of the membership is deemed necessary. Such committees would be disbanded by the Board of Directors or president once their assignment is complete.

#### SECTION 5: Operations

12. The Board may contract professional services for purposes of maintaining a current membership record, accounting, mailing or newsletters and other general membership mailings, and other activities designated by the Board. Any contractual services must be approved by the Executive Committee. The Board of Directors may contract such professional services as may be necessary and within the framework of the Council budget to carry out specified programs and perform necessary clerical duties of the Council.
13. All funds maintained by the Council shall be reviewed by an external auditing service no less frequently than every third fiscal year. The Treasurer shall be responsible for securing this service and will provide all appropriate records.

### **ARTICLE V Election of Officers and Directors**

#### SECTION 1: Terms for Board of Director

Terms for Board of Director Each member of the Board of Directors shall be elected for a period of four (4) years following an initial pattern of having three (3) new directors elected each year. Elected Board members may serve no more than two consecutive terms.

#### SECTION 2: Nominations for Directors

The Nominating Committee shall annually prepare a slate of nominees for Directors.

#### SECTION 3: Election of officers

The officers shall be elected annually by the Board of Directors at the time of the annual business meeting.

#### SECTION 4: Balloting

The election of Directors shall be accomplished by mail ballot sent to all eligible members at least thirty (30) days prior to the date of the annual business meeting. Ballots to be counted must be received by the Executive Secretary no later than noon on the day of the annual business meeting.

#### SECTION 5: Vacancy

In the case of the retirement, death, or resignation of an officer or a member of the Board of Directors, the vacancy shall be filled by appointment by the President of the Council subject to confirmation by the Board of Directors. If the President is unable to act, the vacancy shall be filled by a vote of the Board of Directors. Failure to attend two consecutive Board meetings for inadequate reason will constitute resignation from the Board.

## **ARTICLE VI Duties of Officials**

### SECTION 1: Board of Directors

The Board of Directors shall be responsible for formulations and executing all policies of the Council in accordance with the stated objectives and such other direction as will best serve the interests of the Council.

### SECTION 2: President

The President of the Association shall preside at the meetings of the Board of Directors and perform such other duties as required in the by-laws. The President shall preside at the annual business meeting and meetings of the Executive Committee and be responsible for executive actions in carrying out the policy designated by the Board of Directors. The President may delegate such responsibilities within such limits as may be set by the Board to other officers or committees.

### SECTION 3: President-elect

The President-elect shall preside at meetings of the Board of Directors and of the Executive Committee in the absence of the President and perform such other duties as may be assigned by the President or the Executive Committee and shall serve as chairman of the Membership Committee. The President-elect will succeed the President, when the office of the President becomes vacant.

### SECTION 5: Treasurer

The Treasurer will be responsible for collections, and disbursements of the Association. All checks will be signed by the Treasurer or the Executive Secretary. The Treasurer shall serve as the legal representative for the Association in matters related to the Internal Revenue Service.

### SECTION 7: Executive Committee

The Executive Committee shall perform all functions specified in these by-laws and shall represent the Association in all executive functions when the Board of Directors is not in session.

### SECTION 8: Committee or Task Force

Each Committee and Task Force shall be responsible for the field of activity designated by its name by the Board of Directors and each shall formulate a program consistent with the objectives of the Council or as instructed by the Board of Directors. An annual written report shall be required of the Chairman of each committee or task forces and this report shall be incorporated in the report of the annual business meeting.

## **ARTICLE VII Meetings**

### SECTION 1: Business meeting

There shall be one official business meeting per fiscal year and such other meetings of members as determined by the Board of Directors. The business meeting shall include written reports by officers, all committees, member councils, and promotional programs.

#### SECTION 2: Time

The date, time, and place of the annual business meeting or other meetings shall be set by the President.

#### SECTION 3: Notification

Notices of business meetings must be mailed to all members in good standing at least thirty (30) days in advance of the meeting

#### SECTION 4: Executive Committee

The date, time, and place of meetings of the Executive Committee shall be set by the President at the convenience of its members.

### **ARTICLE VIII Quorum**

A quorum shall consist for the purposes of the annual business meeting and other meetings of members if 1/20 of the membership in good standing either in person or by valid proxies is present. In the case of the meetings of the Board of Directors, a quorum exists if 51% of the Board are present and in the case of meetings of the Executive Committee (which consists of President, President Elect, Past President and Treasurer), a quorum exists if 75% of the Executive Committee are present.

### **ARTICLE IX Voting**

#### SECTION 1: Members

At the annual business meeting or other meetings of members actions shall be authorized by a majority of those present in person or by valid proxy.

#### SECTION 2: Board of Directors

At the meetings of the Board of Directors of the Executive Committee actions shall be authorized by a majority of those present who are entitled to vote.

#### SECTION 3: Committee or Task Force

At meetings of committees and/or task forces, actions shall be authorized by a majority of those present.

### **ARTICLE X Amendments**

The by-laws of the Council may be amended by the Board of Directors at any meeting of the Board provided thirty (30) days prior notice of their consideration is given to the membership.

**Revised March 2015**