

# **PROPOSED BY-LAW CHANGES 2019 ANNUAL MEETING**

## **Article II. Purpose**

### **Currently written:**

The purpose of the Association shall be to educate the residents, particularly the young people of Walker County, Texas, and surrounding communities on agricultural matters by conducting annual public fairs and exhibitions. The purpose shall be realized by working with county agents, home demonstration agents, and 4-H, FCCLA and FFA youth; and by conducting demonstrations on farm equipment, cattle, poultry, food products, canned goods, and homemade garments, with explanations of such exhibits provided by trained persons. Contests shall be held and prizes awarded to exhibitors showing the best products in categories aimed at obtaining the interest of young people in agriculture and educating them in the newest and best techniques of farming, livestock raising, and homemaking.

Recreational features shall be incorporated into the annual public fairs and exhibitions, including midway shows, refreshment stands, rodeos, carnivals, and other activities which may be necessary to enable the Association to fulfill its main purpose of educating the residents, particularly the youth, of Walker County and surrounding communities on agricultural matters.

### **Proposed change:**

The purpose of the Association shall be to educate the residents, particularly the young people of Walker County, Texas, and surrounding communities on agricultural, **ADD: vocational and academic** matters by conducting annual public fairs and exhibitions. The purpose shall be realized by working with county agents, home demonstration agents, and 4-H, FCCLA and FFA youth; and by conducting demonstrations on farm equipment, cattle, poultry, food products, canned goods, and homemade garments, with explanations of such exhibits provided by trained persons. Contests shall be held and prizes awarded to exhibitors showing the best products in categories aimed at obtaining the interest of young people in agriculture and educating them in the newest and best techniques of farming, livestock raising, and homemaking.

Recreational features shall be incorporated into the annual public fairs and exhibitions, including midway shows, refreshment stands, rodeos, carnivals, and other activities which may be necessary to enable the Association to fulfill its main purpose of educating the residents, particularly the youth, of Walker County and surrounding communities on agricultural matters.

**Reason/explanation:** to include vocational and academic in addition to agricultural

## **Article IV. Membership Meetings**

### **Currently written:**

**Section 5.** Each member in good standing shall be entitled to one vote on any business matter presented at a regular or special membership meeting. In addition, members in good standing shall also have the privilege of voting on matters of timely importance, which may be submitted to them by means of ballots mailed or electronic communication by direction of the Executive Board.

### **Proposed change:**

**Section 5.** Each member in good standing **ADD: who is at least 18 years of age** shall be entitled to one vote on any business matter presented at a regular or special membership meeting. In addition, members in good standing shall also have the privilege of voting on matters of timely importance, which may be submitted to them by means of ballots mailed or electronic communication by direction of the Executive Board.

**Reason/explanation:** To ensure the member is old enough and knowledgeable enough to understand what they are voting on and are able to make an informed decision when voting.

## **Article VI. Elected Officials**

### **Currently written:**

**Section 2.** Officers of the Association shall be President, six Vice Presidents, a Secretary, and a Treasurer chosen from the Executive Committee members. They shall serve one-year terms and may be reelected to their offices. In addition, the most immediate Past President shall automatically hold the position of officer and shall serve in that capacity until replaced by the succeeding outgoing President.

### **Proposed change:**

**Section 2.** Officers of the Association shall be President, six Vice Presidents, a Secretary, and a Treasurer chosen from the Executive Committee members **ADD: or Past Presidents**. They shall serve one-year terms and may be reelected to their offices. In addition, the most immediate Past President shall automatically hold the position of officer and shall serve in that capacity until replaced by the succeeding outgoing President.

**Reason/explanation:** Consistency throughout by-laws in accordance with:

Article V. Past Presidents

Section 3. Past Presidents may serve as elected officers of the Association, but in no instance shall a Past President be entitled to more than one vote.

## **Article VIII. Election Procedures**

### **Currently written:**

**Section 5.** At the annual meeting, the newly elected Executive Board shall elect from the Executive Committee members a President, six Vice Presidents, a Secretary and a Treasurer, who shall serve for a period of one year or until their successors are elected. The Nominating Committee shall present a slate of qualified candidates, and additional nominations may be made by any member of the Executive Board. Candidates receiving the largest number of votes shall be elected. In the case of a tie for any office to be filled a run-off election shall be held. The most immediate Past President shall automatically hold the position of officer and shall serve in that capacity until replaced by the succeeding outgoing President.

### **Proposed change:**

**Section 5.** At the annual meeting, the newly elected Executive Board shall elect from the Executive Committee members **ADD: or Past Presidents** a President, six Vice Presidents, a Secretary and a Treasurer, who shall serve for a period of one year or until their successors are elected. The Nominating Committee shall present a slate of qualified candidates, and additional nominations may be made by any member of the Executive Board. Candidates receiving the largest number of votes shall be elected. In the case of a tie for any office to be filled a run-off election shall be held. The most immediate Past President shall automatically hold the position of officer and shall serve in that capacity until replaced by the succeeding outgoing President.

**Reason/explanation:** Consistency throughout by-laws in accordance with:

Article V. Past Presidents

Section 3. Past Presidents may serve as elected officers of the Association, but in no instance shall a Past President be entitled to more than one vote.

### **Currently written:**

**Section 6.** Vacancies occurring among the officers during the year shall be filled by plurality vote of the members of the Executive Board at the next regular meeting after the resignation or vacancy is accepted by the executive committee. The Nominating Committee shall present the name of a qualified candidate chosen from the Executive Committee members and additional nominations may be made by any Executive Board member. The newly elected officer shall serve out the unexpired portion of the term created by the vacancy and shall be eligible for reelection. Resigned officers may complete their terms as Executive Committee members or may also resign as Executive Committee members, in which case they shall automatically serve as Directors until the following annual meeting. Past Presidents holding elected offices that resign from their offices shall retain all privileges extended to Past Presidents.

**Proposed change:**

**Section 6.** Vacancies occurring among the officers during the year shall be filled by plurality vote of the members of the Executive Board at the next regular meeting after the resignation or vacancy is accepted by the executive committee. The Nominating Committee shall present the name of a qualified candidate chosen from the Executive Committee members **ADD: or Past Presidents** and additional nominations may be made by any Executive Board member. The newly elected officer shall serve out the unexpired portion of the term created by the vacancy and shall be eligible for reelection. Resigned officers **DELETE: may complete their terms as Executive Committee members or may** also resign as Executive Committee members, in which case they shall automatically serve as Directors until the following annual meeting. Past Presidents holding elected offices that resign from their offices shall retain all privileges extended to Past Presidents.

**Reason/explanation:** Consistency throughout by-laws in accordance with:

Article V. Past Presidents

Section 3. Past Presidents may serve as elected officers of the Association, but in no instance shall a Past President be entitled to more than one vote.

Since officers are elected from the Executive Committee, the resigning officer would need to resign from the officer team and the Executive Committee to create an opening on the Executive Committee. This would allow a potential officer to serve on the Executive Committee and be eligible to serve as an officer.

## **Article IX. Executive Board**

### **Currently Written:**

Section 6. Vacancies occurring among Executive Committee members or Directors may be filled by plurality vote of the remaining members of the Executive Board at the next regular Executive Board meeting, or at a special meeting called for that purpose, and all such vacancies may be filled before the next annual meeting. The Nominating Committee shall present the name of a qualified candidate for each vacancy to be filled and additional nominations may be made by any Executive Board member. The newly elected Executive Committee member or Director shall serve out the unexpired portion of the term created by the vacancy.

### **Proposed Change:**

Section 6. Vacancies occurring among Executive Committee members or Directors may be filled by plurality vote of the remaining members of the Executive Board at the next regular Executive Board meeting, or at a special meeting called for that purpose, and all such vacancies **DELETE may ADD:** **will** be filled before the next annual meeting. The Nominating Committee shall present the name of a qualified candidate for each vacancy to be filled and additional nominations may be made by any Executive Board member. The newly elected Executive Committee member or Director shall serve out the unexpired portion of the term created by the vacancy

**Reason/Explanation:** To clarify that the vacancies will be filled prior to the next annual meeting.

### **Proposed Change:**

**ADD: Section 8. Any member in good standing may address the meeting during Open forum but are not allowed to engage in discussion on specific motions before the board unless they are Executive Board members. The following rules shall prevail: A.) A subject shall be allowed two (2) five minute addresses and two (2) five minute responses. B.) A member may pass his time to a non-member, but must remain responsible for the presentation. C.) No votes will be taken on Open Forum presentations but can be placed on the Agenda for action at the following meeting.**

**Reason/explanation:** Often times the question has been presented “Who is allowed to speak in our monthly meetings?” We have clarification in our General Rules as stated above in the addition of Section 8 however, it is not specified in our By-laws. The committee proposes we add them to the By-laws since these are the guidelines used to govern our meetings and association.

## **Article X. Officers**

### **Currently written:**

Section 1. At the annual meeting held within ninety days of the close of the annual fair, the Executive Board shall elect from the Executive Committee members a President, six Vice Presidents, a Secretary, and a Treasurer, who shall serve for a period of one year or until their successors are elected. The most immediate Past President shall automatically hold the position of officer and shall serve in that capacity until replaced by the succeeding outgoing President.

### **Proposed changes:**

Section 1. At the annual meeting held within ninety days of the close of the annual fair, the Executive Board shall elect from the Executive Committee **ADD: or Past Presidents** members a President, six Vice Presidents, a Secretary, and a Treasurer, who shall serve for a period of one year or until their successors are elected. The most immediate Past President shall automatically hold the position of officer and shall serve in that capacity until replaced by the succeeding outgoing President.

**Reason/explanation:** Consistency throughout by-laws in accordance with:

Article V. Past Presidents

Section 3. Past Presidents may serve as elected officers of the Association, but in no instance shall a Past President be entitled to more than one vote.

Respectfully presented for consideration by the by-laws committee:

Mike Yargo – Officer in Charge

Kay King - Chairman

Paula Moak – Lifetime Director

Danny & Cindy Pierce – Past Presidents

Glen & Norma Reader – Past Presidents

Carol Smith – Past President

Tim Rushing – Executive Committee

Viola Hollis – Director

Kristal Wood – Director

Julie Kuykendall – Director

Randy Jeffcoat – Member

