

REVISED BY-LAWS OF
NORTH CAROLINA ANGUS AUXILIARY ASSOCIATION
(A North Carolina Un-Incorporated Non-Profit Association)

ARTICLE I – NAME

Sec 1.01 The name of the organization is NORTH CAROLINA ANGUS AUXILIARY ASSOCIATION and it shall remain in existence until it is dissolved as hereafter provided.

ARTICLE II – PURPOSES

Sec. 2.01 The purposes for which the Association has been formed are:

- (a) To promote the Angus Cattle Breed by:
 - (I) Education and business and social events; and
 - (II) Support the North Carolina Angus Association and the American Angus Association; and
 - (III) Encourage youth to become involved in the Angus Cattle Breed through education, mentoring and scholarships.
- (b) At all times to act as and be a Non-Profit Association

ARTICLE III – MEMBERSHIP

Sec. 3.01 There shall be two (2) classifications of members:

- (a) Active members are persons who have joined this association, assist in carrying out its purposes and pay all dues assessed in a timely fashion.
- (b) Inactive or Honorary members are persons who have rendered distinguished service to this Association or to The North Carolina Angus Association and in furtherance of the Angus Cattle Breed.

Sec. 3.02 Inactive or Honorary Members shall be elected by the membership at the Annual Meeting of the Association, after first being nominated by the Executive Committee.

Sec. 3.03 Inactive or Honorary Members shall be entitled to attend meetings of the Association but are not required to pay dues and shall not be allowed to vote on any matter, except as hereafter provided.

Sec. 3.04 Only Active Members shall be entitled to vote on matters coming before the Association; provided an Inactive or Honorary member who pays dues to the Association shall be entitled to vote on matters coming before the Association in the year in which such dues are paid.

Sec. 3.05 Memberships in this Association shall be terminated by the death of a member, non-payment of dues owed to this Association or by resignation of a member.

ARTICLE IV – OFFICERS

Sec. 4.01 Officers

Shall be elected by active members in attendance at the Annual Meeting. The election will be by simple majority.

Sec. 4.02 President, who shall:

- (a) Preside at all meetings of the Association and Executive Committee; and
- (b) Appoint Standing Committees; and
- (c) Appoint Special Committees as needed; and
- (d) Be an ex-officio member of all committees except the Nominating Committee and shall be responsible for the proper functioning of each committee; and
- (e) Appoint members to fill vacancies in the elective offices with approval of the Executive Committee.

Sec. 4.03 President-Elect, who shall:

- (a) Serve in the absence of the President; and
- (b) Perform such duties as the President may assign; and
- (c) Serve as Program Chair for the Mid Year function; and
- (d) Be nominee for the office of president in the year following the end of service as vice-president.

Sec. 4.04 Secretary/ Treasurer; who shall:

- (a) Keep an accurate record of the minutes of the Annual Meeting, Executive Committee Meetings, and special member meetings. A copy of all minutes shall be sent to all members of the Executive Committee and the Historian; and
- (b) Cooperate with the President in arranging the Order of Business for all meetings of the Association; and

- (c) Prepare and present an Annual Report at the Annual and Regular Meetings; and
- (d) Receive and file all reports, minutes and Annual reports of the officers and Committees; and
- (e) Keep an accurate record of all Monies of the Association; and
- (f) Receive, deposit, and disburse money as provided and directed by the Executive Committee; and
- (g) Have the accounts audited at the close of the Fiscal Year; and, after paying all outstanding bills after the Annual Meeting, turn over the records to her successor within thirty (30) days after election; and
- (h) At the expense of the Association, be bonded by an insurance company authorized to write Fiduciary Bonds in North Carolina in an amount to be determined by the executive committee.

ARTICLE V – MEETINGS

Sec. 5.01 Annual Meeting

The Annual Meeting of this Association shall be held at the time and place of the Annual Meeting of the North Carolina Angus Association.

Sec. 5.02 Special Meetings

Special Meetings shall be called by the President or by a majority of the members of the Executive Committee.

ARTICLE VI – EXECUTIVE COMMITTEE

Sec. 6.01 The Executive Committee shall:

- (a) Consist of the elected officers and the immediate Past President of the Association; and
- (b) Have authority to transact business requiring immediate attention between meetings; and
- (c) The Chair Person of all State Committees (or in its absence, a member of that Committee appointed by the Chair Person) will be a member of the Executive Committee; and
- (d) Only members of the Executive Committee shall have the right to introduce a motion or to vote at Executive Committee Meetings; and
- (e) Any member in attendance shall have the right to express their opinion at Executive Committee Meetings.

ARTICLE VII – STANDING COMMITTEES

There shall be the following Standing Committees:

Sec. 7.01 Membership Committee which shall

- (a) Consist of a Chairperson and two (2) appointed members; and
- (b) Consider, advise, and act upon ways of building and maintaining membership; and
- (c) Recruit new members at State Angus functions.

Sec. 7.02 Ways and Means Committee, which shall:

- (a) Be in charge of fund raising for the Association; and
- (b) Study and advise on methods of raising funds; and
- (c) Turn over all Monies received to the Treasurer; and
- (d) Consist of 2 active members

Sec. 7.03 By-Laws/Historian Committee, which shall:

- (a) Make recommendations to the Executive Committee for Proposed Amendments to these By-Laws; and
- (b) Prepare and make available updated copies of the By-Laws of the Association for all members; and
- (c) Send copy of Proposed By-Law Amendments to the American Angus Auxiliary for review to prevent conflict with existing national rules; and
- (d) Keep an Auxiliary Scrapbook of programs, news clippings, pictures and any important events pertaining to the Association; and such scrapbook shall contain an accurate list of State Officers and a copy of the Annual Report of each standing Committee; and
- (e) Consist of two (2) active members who shall report to the President of the Association.

Sec. 7.04 Awards and Scholarships Committee, which shall:

- (a) Be in charge of any award given by the Association; and
- (b) Conduct the Annual Scholarship Contest, forwarding the Top State boy and girl to the American Angus Auxiliary for National Scholarship Contest; and
- (c) Assist the NC Junior Angus Association with the Sanders' Scholarship; and
- (d) The Executive Secretary of the NC Angus Association shall be an ex-officio member of this committee, which shall consist of two (2) other active members.

- Sec. 7.05 Publicity Committee, which shall:
- (a) Correlate and publicize news items from the Executive Committee and all activities of the Association, submitting news to Angus Topics, Angus Journal, Cattle Connections and North Carolina Angus Association Newsletter; and
 - (b) Cooperate with the Communications Director of the North Carolina Angus Association to publicize the activities of the Auxiliary; and
 - (c) Assist the North Carolina Angus Association in keeping its web page current.

- Sec. 7.06 Courtesy Committee, which shall:
- (a) Mail a birthday card to each member on their birthday; and
 - (b) Mail a card to any member or spouse who may be hospitalized; and
 - (c) Mail a card accompanied with \$25.00 memorial to any member upon the death of someone in the member's immediate family (immediate family defined as a spouse or child); and
 - (d) Mail a congratulatory card to a member who has been recognized in a special way; and
 - (e) Mail a thank you note to any member who has done a special service to this Association; and
 - (f) Mail a card to all junior members of the North Carolina Junior Association for their accomplishments; and
 - (g) Consist of the elected Secretary-Treasurer of this Association and one other active member.

- Sec. 7.07 Nomination Committee; which shall:
- (a) Consist of past president, and two (2) other active members; and
 - (b) Nominate a slate of officers, with their prior consent, to be presented for election at the Annual Meeting.

ARTICLE VIII – Dues, Fiscal Year and Finance

- Sec. 8.01 Fiscal Year
- (a) The fiscal year of this Association shall be from January 1 to December 31.
 - (b) The books of the Treasurer shall close on December 31.
- Sec. 8.02 Dues
- (a) Dues shall be annually determined by the Executive Committee; and

- (b) Members of this Association will be encouraged to join the American Angus Auxiliary; and
- (c) Membership year shall be from November 1 to October 31.

Sec. 8.03 Use of Funds

- (a) Funds of this Association shall be used for the necessary operating expenses and constructive work benefiting the North Carolina Angus Cattle industry; and
- (b) Should the purposes of this Association be terminated or the Association be dissolved, all funds remaining after payment of debts and liabilities of the Association shall be turned over to the North Carolina Angus Association or to some other Internal Revenue Code Sec 501 (c) (3) organization.

ARTICLE IX – Miscellaneous Provisions

Sec. 9.01 Quorum for all Meetings

- (a) A quorum for the annual, regular and special meetings of this Association and of all committee meetings of this Association shall be the active members present at such meeting.

Sec. 9.02 Rules of Order

- (a) Parliamentary procedure of all member meetings and committee meetings shall be governed by the most recent edition of Roberts Rules of Order. No second shall be required at any committee meeting for action to be taken upon a question.
- (b) All questions at any member or committee meeting shall be determined by majority vote of those active members present.

Sec. 9.03 Non-Liability for Debts

- (a) No member of this Association, including officers of this Association, shall be liable for a debt or debts of this Association and no member of this Association shall obligate the Association to any debt, obligation or commitment without approval of the Executive Committee or as provided by these By-Laws.
- (b) Nothing herein shall affect the liability of a member for a debt or obligation of the Association which the member has guaranteed in writing to personally pay.

Sec. 9.04 Amendment of By-Laws

- (a) These By-Laws may be amended, altered or repealed by a two thirds (2/3) vote of the Active Members present at the Annual Meeting of this Association; provided, written notice of such Proposed Amendment, Alternation or repeal was published in the notice of the annual meeting and mailed not less than thirty (30) days prior to such meeting to all active members at their most recent mailing address as contained on the Secretary-Treasurer's records.

These Revised By-Laws were recommended to the members by the Executive Committee and adopted by more than two-thirds (2/3) vote of the members present at the Annual Meeting of the North Carolina Angus Auxiliary Association held the _____ day of January 2014 as witnessed by the undersigned signature of the duly elected Secretary-Treasurer of the Association this _____ day of _____ 2014.

Original By-Laws adopted January 2002
First Amendment January 2007
Second Amendment January 28 2012

Secretary-Treasurer