



BYLAWS

Amended and restated as of February 14, 2020

GILA RIVER CONVENTION CENTER
FEBRUARY 15, 2020
MEMBERSHIP APPRECIATE BREAKFAST



BYLAWS OF THE ARIZONA CATTLE GROWERS ASSOCIATION

ARTICLE 1. NAME. The name of this Association shall be ARIZONA CATTLE GROWERS' ASSOCIATION (the "Association").

ARTICLE 2. NON-PROFIT STATUS. This is an Association not for profit and no stock shall be issued and no pecuniary profit shall accrue to the members of the Association from the Organization.

ARTICLE 3. PURPOSE AND OBJECTIVES. The purposes for which the Association is organized are to advance and protect the cattle industry of Arizona, work toward solutions of cattle industry problems, promote the wellbeing of the industry, provide an official and united voice on issues of importance to the cattle producers, create and maintain an economic climate that will provide members of the Association the opportunity to obtain optimum return on their investments within the free enterprise system, and any other purpose as determined by Board of Directors action still qualifying under Article 2 above.

ARTICLE 4. GENERAL PROVISIONS

4.1 PRINCIPAL OFFICE. The principal official of this Association shall be located at the place designated in the Articles of Incorporation of the Association (the "Articles") or such other place as the Association may designate from time to time in accordance with the Arizona statutes governing nonprofit associations, but meetings of Members and Board of Directors (the "Board") may be held at such other place within the State of Arizona as may be designated by the Board.

4.2 DEFINED TERMS. Capitalized terms used in these Bylaws without definition shall have the meaning specified for such terms in the Articles. Subject to the foregoing, the classes of Members shall have the meaning given to them in Article 5 hereof.

4.3 CONFLICTING PROVISIONS. In the case of any conflict between the Articles and the Bylaws, the Articles shall control.

4.4 CORPORATE SEAL. The Association may, but shall not be required to, have a seal in form approved by the Board.

4.5 DESIGNATION OF FISCAL YEAR. The fiscal year of the Association shall begin on the 1st day of July and end on the 30th day of June of every year (except the first fiscal year shall begin on the date of the incorporation of the Association).

4.6 BOOKS AND RECORDS. The books, records, and papers of the Association shall be available for inspection by any Member and his or her authorized agents during reasonable business hours, except that the Board may withhold from disclosure any books, records, and papers



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relating to any of the following: (i) personnel matters or a person's medical records; (ii) communication between an attorney for the Association and the Association; (iii) pending or contemplated litigation; (iv) meeting minutes or other records of a session of a Board of Directors meeting or the Association that is not required to be open to all Members. The Association shall not be required to disclose financial or other records of the Association if disclosure would violate any local, state, or federal law. The books, records, and papers of the Association shall be available for copying during normal business hours at reasonable costs to the requesting Member. As required by A.R.S 10-11601C, the Association shall maintain a record of the Members in a form that permits preparation of a list of the names and addresses of all Members.

- 4.6.1 An annual report consisting of at least the following shall be made available to all Members within 30 days after the close of the fiscal year:
 - 4.6.1.1 A balance sheet;
 - 4.6.1.2 An operating (income/expense) statement; and
 - 4.6.1.3 A statement of changes in financial position for the fiscal year.
 - 4.6.1.4 Any Member may, upon reasonable prior notice to the Board, as determined by the Board, and during normal business hours, have the Association books and records and the annual report audited or reviewed by an independent public accountant at such Member's cost and expense.

4.7 RIGHT TO INDEMNIFICATION. Subject to the further provisions hereof, the Association shall indemnify any and all of its directors, officers, former directors, and former officers, to the full extent permitted under applicable law against all amounts incurred by them and each of them, including but not limited to expenses, legal fees, costs, judgments, fines and amounts paid in settlement which may be actually and reasonably incurred, rendered or levied in any threatened, pending or completed action, suit or proceeding brought against any of them for or on account of any action or omission alleged to have been committed while acting within the scope of his duties as a director or officer of the Association. Whenever any such director or officer shall report to the President of the Association or the Board of Directors that he has incurred or may incur such amounts, the Association shall, within a reasonable time thereafter, determine in a manner consistent with applicable law whether, in regard to the matter involved, such person acted or failed to act in good faith and in a manner reasonably believed to be in or not opposed to the best interests of the Association and, with respect to any criminal action or proceeding had no reasonable cause to believe his conduct was unlawful. If the Association so determines that such person acted or failed to act in such a manner with regard to the matter involved, indemnification shall be mandatory and shall be automatically extended as specified herein; provided, however, that the Association shall have the right to refuse indemnification in any instance in which the person to whom indemnification would otherwise have been applicable shall not offer the Association the opportunity, at its own



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expense and through counsel of its own choosing, to defend him in the action, suit or proceeding. Nothing contained herein is intended to limit any right of indemnification or other rights provided by Arizona Revised Statutes Sections 10-3850 et seq., or other applicable law.

4.8 AMENDMENT OF BYLAWS. These Bylaws may be amended by a two-thirds majority vote of the Membership in attendance at the Annual Convention or at a special meeting called by the Members for such purpose. Proposed amendments must be mailed or emailed to the general membership thirty days prior to the beginning of the Convention or such special meeting.

ARTICLE 5. MEMBERSHIP. The membership of the Association shall consist of five separate classes: Cattle Producer, Associate Member, Cowhand of the Industry, Business Affiliate, and Business Associate. Applicants shall state the nature of their business and their interest in the livestock industry.

5.1 CATTLE PRODUCER. Any person, partnership, firm or corporation engaged in breeding or growing of cattle or a ranch owner or a large animal veterinarian may be approved for membership on written application provided they are eligible for membership under these Bylaws, upon written application and payment of the specified dues for Associate members so provided.

5.1.1 Cattle Producers in good standing are entitled to one vote per membership in the general membership meetings.

5.1.2 All Cattle Producers of the Association in good standing and their spouses are permitted to discuss and vote in the committees to which they are appointed to.

5.2 ASSOCIATE MEMBERS. Any person, partnership, firm or corporation which is not engaged in breeding or growing of cattle in Arizona, but who is interested in the livestock industry may become an Associate Member of the Association upon application for membership having been made and accepted as provided by the Bylaws, and payment of the specified dues for Associate members so provided. Associate Members shall not be entitled to vote at the meetings of the Association, but otherwise shall be afforded all of the rights and privileges of members.

5.3 COWHANDS OF THE INDUSTRY. Any person who is actively engaged in making a living in the cattle industry, and may or may not own cattle, may become a member upon written application. A Cowhand of the Industry shall be afforded the privileges of Cattle Producer, except the right to vote, upon written application and payment of the specified dues for



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Associate members so provided.

5.4 BUSINESS AFFILIATE. Any state and national companies or entities engaged in serving the needs of the cattle industry with customers across the state and who have paid the specified dues for Associate members so provided.

5.5 BUSINESS ASSOCIATE. Any local businesses or entities who engage in serving the needs of the cattle industry with regional customers and companies and who have paid the specified dues for Associate members so provided

5.6 APPLICATION FOR MEMBERSHIP. An applicant for membership shall file his/her application in writing with the Board on standard forms as prepared by the Board. The application shall be regarded as a guarantee on the part of the applicant of his or her interest in and concurrence with the objectives of the Association and of his or her adherence to its Bylaws. Applicants shall state the nature of their business and their interest in the livestock industry. The Board shall act upon all applications for membership and may accept or reject any application, in its discretion and in accordance with the terms of these Bylaws.

5.7 REMOVAL OF MEMBER. Members may be removed from the Association at any time for violation of the Articles or Bylaws for engaging in activities detrimental to the Association or the livestock industry, or for other causes, as determined by the Board. For any cause other than non-payment of dues, removal shall occur only after the member has been advised of the complaint against him or her and he or she has been given a reasonable opportunity to explain their position at a meeting of the Board. Removal shall be by a two-thirds (2/3) vote of those members of the Board present at any duly constituted meeting of the Board or at a special meeting of the Board called for such purpose.

5.8 DUES. The annual dues and assessments shall be determined by the Board and payable in advance. The Board shall retain final approval and control of any non-dues revenue programs.

ARTICLE 6. OFFICERS. In order to better attend to the day-to-day business of the Association as directed by the Association's Board, there shall be an Executive Committee comprised of the a President, a First Vice President, a Second Vice President, a Secretary, a Treasurer, two Members-at-Large, and the Immediate Past President. All officers shall be Cattle Producer members of the Association. The Association's Executive Director shall be an ex-officio (non-voting) member of the Executive Committee. The Executive Committee shall be authorized to act in the absence of the Board. The actions of the Executive Committee shall be reported on and subject to ratification at the next meeting of the Board.

6.1 TERM OF OFFICE. The President, First Vice President, Second Vice President, Secretary,



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Treasurer, and the two Members-at-Large shall be elected at the Annual Convention of the Membership and shall serve for a term of two years, or until their successors are elected. The President shall not be eligible to hold office for more than two elected consecutive terms. The Vice Presidents, Secretary, Treasurer, and two Members-at-Large shall be able to succeed themselves and hold such office for a longer term if elected. In the event of the death or disability of the President, his or her successor shall be the First Vice President who shall fulfill the remainder of the vacancy and then be eligible for two more elected terms. In the event of the vacancy of any officer other than the President, his or her successor shall be elected by the Board and shall serve until the next Annual Meeting.

6.2 COMPENSATION OF OFFICERS. The Officers of the Association shall not receive compensation for their services, except they may be reimbursed for their actual expenses incurred in connection with their performance of duties for and on behalf of the Association. The Board shall provide, by budget planning, such funds as they feel are within the Association's ability and duty to provide for officers' expenses or their authorized delegates.

6.2.1 The Executive Committee shall be comprised of the President, First Vice President, Second Vice President, Immediate Past President, Secretary, Treasurer, and the two Members-At-Large. The Executive Director may serve as an ex-officio (non-voting) member. The designation of such Executive Committee and the delegation of the authority herein granted shall not operate to relieve the Board or any member thereof of any responsibility imposed by law, the Articles of Incorporation or these Bylaws.

6.2.2 POWERS. During intervals between meetings of the Board and subject to such limitations as may be provided by these Bylaws, the Executive Committee shall have and may exercise all the authority of the Board in the management of the Association. The Executive Committee shall make a full report of all actions to the next meeting of the Board and these actions shall be subject to ratification at the next full Board meeting. A majority of the Executive Committee constitutes a quorum for the transaction of business.

6.3 DUTIES OF OFFICERS. The Officers, under the authority of the Board, are empowered and shall be responsible to set policy, to perform all acts necessary or advisable to conduct the affairs of the Association.

6.3.1 PRESIDENT. The President shall preside at all meetings of the Association. The President shall see that the Bylaws of the Association are followed and shall always act as Chief Executive Officer of the Association. The President may appoint special committees when necessary upon reasonable notice to the Board and the Membership.

6.3.2 DUTIES OF THE VICE PRESIDENT(S). The First Vice President shall perform the duties



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of the President when the latter is absent or unable or unwilling to act. The Second Vice President shall serve in the absence of the President and the First Vice President.

6.3.3 DUTIES OF THE TREASURER. The Treasurer shall oversee the collection of funds and shall keep an accurate record of all such funds. The funds shall be handled and accounted for in such a manner as may be required by the Board of Directors. All disbursements for and on behalf of the Association shall be made by check, credit or debit card, electronic transfer or other means as may be authorized by the Board of Directors. The accounts of the Association shall be subject to oversight and monitoring by the Treasurer who shall promptly report any questionable or unauthorized activity to the President, who shall inform the Board. The Treasurer shall present a full and complete report of the financial condition of the Association at the annual meeting of the Membership, or at any such time as directed by the Board. The Treasurer shall produce and deliver to the Board a budget for the next year within 30 days following the Annual Convention.

6.3.4 SECRETARY. The Secretary shall keep minutes of all meetings of the Membership, the Board and the Executive Committee. The Secretary may delegate these responsibilities to the Executive Director under the direction of the Secretary.

6.3.5 RESIGNATION AND REMOVAL. Any Officer may be removed from office with or without cause by a two-thirds (2/3) majority vote of the members of the Board at a general Board meeting or special meeting called for that purpose. Any Officer may resign at any time by giving written notice to the Association. A resignation is effective when the notice is delivered unless the notice specifies a later date. The acceptance of a resignation shall not be necessary to make it effective. If the resignation is made effective at a later date or event and the Board accepts the later effective date, the Board may fill the pending vacancy before the effective date.

ARTICLE 7. MEETINGS

The Board and Committees shall conduct meetings in accordance with their duties and functions as provided for in the Bylaws.

7.1 ANNUAL MEETINGS.

7.1.1 The Association shall hold an Annual Meeting of the membership once a year. This meeting may also be known as the Annual Convention. The location and the dates of this meeting will be determined by the Board.

7.1.2 The Association may hold an Annual Winter Meeting for the membership once a year with location and dates determined by the Board.



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7.1.3 QUORUM. The presence of at least 50 or more voting members shall constitute a quorum.

7.2 SPECIAL MEETINGS. Special meetings of the membership may be held at a time and place fixed by the President; by a majority of the members of the Board; or by petition of fifteen (15%) percent of the voting membership. The Executive Director shall email notice of special meetings to the membership at least fifteen (15) days but no more than sixty (60) days prior to the date of such proposed special meeting, with the time and location of the meeting set by the Executive Director. In case of a special meeting, or when required by statute or these Bylaws, the purpose or purposes of the meeting shall be stated in the notice.

7.2.1 QUORUM. The presence of at least 50 percent of the county associations must be represented to constitute a quorum.

7.3 OPEN DISCUSSIONS. At any annual or special meeting of the Association, there shall be at least one open session at which any member in good standing shall be entitled to a reasonable period of time, as determined by the Board, to address the deliberations and business of the Association.

7.4 PROXY VOTES. A voting member in good standing or a Member of the Board may vote in person or by appointing a proxy vote to a voting member in good standing by signing an official appointment form, as required by the Board. The presence of a Board Member or Cattle Producer by proxy at any regular or special meeting shall be counted for purposes of determining whether a quorum is present at such meeting. The use of a proxy by a Member of the Board does not relieve such Member of any liability for acts or omissions imposed by law on Board Members. An appointment of a proxy is effective and the member who executed such proxy shall be deemed in attendance when such proxy is received by First Vice-President of the Association or the acting Secretary of the meeting of the Board for which such proxy is submitted before the meeting convenes. No proxy is valid for more than one (1) month following its execution, unless a different period is expressly provided for in the appointment form. In any event, no proxy shall be valid 11 months following the date of its execution. An appointment of a proxy is revocable by the Board Member who issued it. The death or incapacity of a Board Member appointing a proxy shall not affect the right of the Association to accept the proxy's authority unless written notice of death or incapacity is received by the Secretary before the proxy exercises its authority under the appointment. Subject to any express limitation on the proxy's authority appearing on the face of the appointment form, the Association is entitled to accept the proxy's vote or other action as the vote of the Board Member making the appointment. All proxies shall be retained by Arizona Cattle Growers Association for one year.

ARTICLE 8. BOARD OF DIRECTORS. The Board of Directors (hereinafter referred to as Board)



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and Officers shall have supervision, control and direction of the affairs of the Association, shall determine its policies or changes therein within the limits of the Bylaws, shall actively pursue its purposes and shall have discretion in the disbursement of its funds. In the execution of the powers granted, the Board may appoint such agents as it may consider necessary.

8.1 COMPOSITION OF THE BOARD.

8.1.1 The Board shall consist of the Officers as defined in Article 6 of the Bylaws.

8.1.2 A representative from each county or regional association that has been recognized by the Board. This representative shall be the current president or such other person as the Association may designate. If a county does not have a recognized association the Board may designate a Member to serve.

8.1.3 The current chair of Arizona Ranchers for Tomorrow or a representative selected by that committee.

8.1.4 The current President of the Collegiate Cattle Growers Association at the University of Arizona or a representative selected by that group.

8.1.5 The Business Affiliates and the Business Associates of this Association shall select a member, subject to approval by the Board.

8.1.6 The Arizona State Cowbelles president or a representative selected by that group shall select a member, subject to approval by the Board.

8.1.7 The Arizona Cattle Industry and Research Foundation president or a representative selected by that group shall be an ex-officio (non-voting) member of the Board

8.1.8 The immediate past President of the Association shall have voting rights as a member of the Executive Committee and the Board of Directors. All other past Presidents are ex-officio (non-voting) members of the Board.

8.1.9 The Board may from time to time appoint such other person(s) as warranted. These appointments shall not constitute a permanent addition nor exceed two years from the date of appointment without further Board action.

8.2 DUTIES OF THE BOARD.

8.2.1 The Board shall have all the powers and duties necessary for the administration of the affairs of the Association and may exercise all corporate powers of the Association, subject to any limitation set forth in the Articles. In addition to the duties imposed by these Bylaws or by any resolution of the Member that may hereafter be adopted, the Board shall have the powers and duties to:

8.2.1.1 Open bank accounts on behalf of the Association and designate the signatories

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thereon:

- 8.2.1.2 Fix the time and place for the holding of the annual meeting of the Members and such special meeting(s) of the Members;
- 8.2.1.3 To appoint and remove all officers, agents, and employ, hire, supervise, and dismiss employees as deemed necessary and to prescribe their duties and their compensation;
- 8.2.1.4 To conduct, manage and control the affairs and business of the Association and or such purpose to make rules and regulations not inconsistent with the laws of the State of Arizona, or by the bylaws of this Association;
- 8.2.1.5 To incur or authorize the incurring of indebtedness;
- 8.2.1.6 Prepare and adopt an annual budget for the Association;
- 8.2.1.7 Declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board;
- 8.2.1.8 Cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the Members at the annual meeting of the Members or at any special meeting when such statement is requested in writing by any Member entitled to vote;
- 8.2.1.9 Procure and maintain adequate property, liability and other insurance as determined by the Board;
- 8.2.1.10 Cause all officers or employees having fiscal responsibilities to be bonded, as it deem appropriate;
- 8.2.1.11 Delegate to such person or persons the power and authority to act on behalf of the Board with respect to such specific matters as the Board may designate by written resolution from time to time.
- 8.2.2 **STAFF.** There shall be a salaried staff head, employed or appointed by, and directly responsible to the Board and working directly under the President. He or she shall have the title of Executive Director or such other title as the Board shall from time to time designate. He or she shall be the chief operating officer of the Association with responsibility for the management and direction of operations, programs, activities, and affairs of the Association functioning within the framework of policy aims and programs as generally determined by the Board. The Executive Director shall keep all records of membership, promote membership, handle all public relations, assist committees, keep full accounts and records of receipts and disbursements, maintain an office for the Association, and perform any other duties of the Secretary/Treasurer as may be delegated to him or her. The Executive Director shall receive such reasonable compensation or salary as the Board may determine. He or she shall have such other duties as may be prescribed by the Board and President. If holding a membership, the Executive Director shall not have a vote in any matter before the Association while holding such office.
- 8.2.3 **ADMINISTRATIVE FUNCTIONS.** The Board shall provide necessary guidelines for the



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administrative functions of the Association, grant such authority to the Executive Director as may be required from time to time, and establish general procedures for the Association.

- 8.2.4** REPORTS. The Board shall examine the records and actions of the Executive Committee and the Association staff.
- 8.2.5** MEETINGS. The Board shall meet at least two times each year, at a time and place fixed by the Board, or at the call of the President.
- 8.2.6** QUORUM. One-third (1/3) of the number of directors of the Board stated by these Bylaws shall constitute a quorum for the transaction of business of the Board. The act of the majority of the directors of the Board present at a meeting at which a quorum is present shall be the act of the Board.
- 8.2.7** Approve or reject nominations from the Nominating Committee of the Arizona Cattle Industry Research and Education Foundation to its Board of Trustees.
- 8.2.8** Approve or reject any amendments to its bylaws as proposed by the Board of Trustees of the Arizona Cattle Industry Research and Education Foundation.

ARTICLE 9. NOMINATIONS AND ELECTIONS

9.1 NOMINATION OF CANDIDATES. Nominations for Executive Committee shall be made by the Nominating Committee, with consideration given for equal representation of all geographic areas of the state. A Nominating Committee shall be formed at least six months prior to the annual meeting of the Association for the purpose of nominating officers of the Association. The Nominating Committee shall consist of one person appointed by each county organization, the immediate Past President, and the current (outgoing) President. Consideration shall be given to all geographic areas of the state and for continuity in the succession of officers. This Committee shall notify the membership of its nominations at least sixty days before the biennial election. Such notice may be given in the Cattlelog, by mail, or by email. The Nominating Committee shall submit a slate including all officers at the general session of the Annual Convention. Following the report of the nominating committee, nominations may be made from the floor.

9.2 ELECTIONS. The election of Executive Committee shall be at the general session of the Annual Convention with a quorum present. The election shall be by voice vote unless the Nominating Committee provides more than one candidate for each position, or there are nominations from the floor. More than one candidate for each position will require a paper ballot.



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ARTICLE 10. COMMITTEES

10.1 COMMITTEES: All committee chairs shall be appointed by the President as may be deemed necessary to carry out the policies and objectives of the Association.


10.2 Terms and Vacancies. The members of these committees shall serve during the term of the President who appointed them. Any vacancies shall be filled by the President.

ARTICLE 11. POLICY RESOLUTIONS. All policy resolutions adopted by the Board, or the general membership, shall remain in force for a period of five (5) years following its adoption, unless amended or deleted prior to that time. If not reaffirmed at the end of the 5th year, the policy resolution shall automatically expire. The Resolutions Committee may recommend to the Board at the Annual Convention each year those resolutions which might be reaffirmed.

ARTICLE 12. MEMBERSHIP COOPERATION. Membership of the Association shall cooperate with each other in all matters they believe to be in the best interest of the livestock industry, general public, and other matters that will enhance and further the best interests of the Arizona Cattle Growers Association.

ARTICLE 13. PARLIAMENTARY AUTHORITY. In the deliberative proceedings of the Association, the rules contained in Roberts Rules of Order, Newly Revised, shall govern in all cases where they are applicable and in which they are not inconsistent with these laws.


Adopted as of the 14th of February 2020.



President

Apr 15, 2020

Date



Secretary

Apr 18, 2020

Date



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ARIZONA CATTLE GROWERS ASSOCIATION**









Arizona Cattle Growers' Association By-Laws

Final Audit Report

2020-04-18

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