THE CONSTITUTION OF THE
WARD COUNTY AGRICULTURAL IMPROVEMENT ASSOCIATION

ARTICLE I

NAME:
The name of this association shall be the Ward County Agricultural Improvement Association. It may also be referred to as the WCAIA or the Association.

ARTICLE II

OBJECTIVES:
The objectives of this non-profit, non-partisan association shall be:

First: To provide an organization through which farmers and ranchers of Ward County can carry out an active county agricultural improvement program, singly as an association, or in cooperation with the Extension Service, the Experiment Station, United States Department of Agricultural Agencies, or other non-partisan crop and livestock improvement organizations.

Second: To promote every legitimate interest of the livestock and crop producers in the county and to maintain the standing and reputation of the association members as reliable stock breeders and growers.

Third: To promote general farm improvement and farm living practices in Ward County.

Fourth: To aid with education and promotion in control of insects, crop and animal diseases, and other modern farming practices that may be of benefit to the Ward County Agricultural Extension Agent.

Fifth: To encourage and promote youth activities in agriculture.

ARTICLE III

MEMBERSHIP:
Any person engaged or interested in crops and or livestock improvement work in Ward County may become a member of the this association upon payment of a $15.00 membership fee per calendar year and shall be entitled to one vote in person at any regular or special meeting.

ARTICLE IV

OFFICE:
The Association records shall be retained at the office of the Secretary which shall be the principal office of the Association.

ARTICLE V

OFFICERS:
The officers of the Association shall consist of a President, Vice President, Secretary, and a Treasurer, whose duties shall be those usually associated with the respective offices. All officers shall continue the Executive Committee of the Association, having general administrative powers. The officers shall be elected as provided in the by-laws of this association.
ARTICLE VI
DIRECTORS:
The responsibility for the administration of the policies and programs of the Association shall be vested in a 15 member Board of Directors, also referred to as the Board. Specifically two directors from each of the following districts made up of townships:

District I: (Denmark, Elmdale, Kenmare, Sauk Prairie, Spencer, Baden, Greenbush, Carbondale.)
District II: (Ree, Carpio, Mayland, St. Marys, Passport, Berthold, Foxholm, Kirkelie.)
District III: (Waterford, Tatman, Margaret, Eureka, McKinley, Maryland, Nedrose, Surrey.)
District IV: (Evergreen, Des Lacs, Burlington, Rolling Green, Mandan, Shealy, Tolgen, Burt.)
District V: (Harrison, Afton, Sundre, Sawyer, New Prairie, Freedom, Torning, Willis.)
District VI: (Lund, Linton, Vang, Orlien, Anna, Rice Lake, Hiddenwood, Ryder, Cameron.)
District VII: (Hilton, Gasman, Newman, Brillian, Spring Lake, Rushville, Iota Flat, Greely.)
At Large: One Director from anywhere in the county.

The County Agricultural Extension Agent shall be an ex-officio member of the Board of Directors but shall have no vote.

The directors shall be elected as provided in the bylaws of this association.

ARTICLE VII
DEBT:
No debts shall be contracted or liabilities incurred by this Association in excess of the cash in the hands of the Association Treasurer, unless approved by a two thirds vote of the Board, a quorum being present.

ARTICLE VIII
RULES OF ORDER:
The general procedure of meetings of this association shall be in harmony with the principles set forth in Roberts Rules of Order – Revised, in so far as they do not conflict with any provisions of this association’s constitution and by-laws.

ARTICLE IX
CONSTITUTION AMENDMENT:
This constitution may be amended at any regular or special meeting of the Association by a two thirds vote, a quorum being present. Said amendment must be proposed in writing to the Executive Committee and/or Board and sent to each Board member seven days in advance of the meeting at which action is to be taken on said amendment.

ARTICLE X
QUORUM:
Section 1: A quorum of the Board and Executive Committee shall consist of a majority of the elected Directors or Executive Committee members. Actions may be approved with less than a quorum present if those voting in the affirmative are equal or greater than the number needed if a quorum had been present.
(example – if there are 15 members on the Board, then a quorum is 8, so therefore the number of affirmative votes needed to approve an action is 5) Directors may be considered to be present for a meeting by telecommunicate means if all Directors are able to hear and respond to the discussion and deliberations of the meeting. Votes on simple matters may be taken by telecommunicate means such as e-mail, text, or regular mail as long as all Directors have been notified of such question or proposal.

Section 2: Ten members present any at general or special meeting of the Association of which notice has been given shall constitute a quorum.

ARTICLE XI

BYLAWS:

Bylaws not in contravention of this constitution may be adopted at any regular or called meeting of the Association by a two-thirds vote of those voting, a quorum being present.

BYLAWS OF WARD COUNTY AGRICULTURAL IMPROVEMENT ASSOCIATION

ARTICLE I

DUTIES OF OFFICERS:

Section 1: The president shall preside at all meetings of the association, the Board of Directors, and the Executive Committee. The president shall appoint all committees and have general supervision of the work of the association.

Section 2: It shall be the duty of the vice president to aid the president, and in their absence to assume their powers and discharge their duties.

Section 3: It shall be the duty of the Secretary to attend all meetings of the Association and the Board of Directors, and Executive Committee, to keep correct minutes of the same, to have charge of all correspondence.

Section 4: It shall be the duty of the Treasurer to receive all money paid into the Association, to give receipt for same, to keep an accurate account thereof, and to pay all orders approved by the Executive Committee. All moneys of the Association shall be placed on deposit in the name of the Association in a bank within the county. The Treasurer shall make an annual report to the membership.

ARTICLE II

BOARD OF DIRECTORS:

Section 1: The Board of Directors meetings shall be subject to the call of the President or upon the request of the majority of the Executive Committee or any 5 Directors.

Section 2: The Board may appoint or employ such assistance as they deem necessary to effectively conduct the business of the Association. They shall arrange an annual meeting in January for the benefit of the members at a place to be decided by the Board.
Section 3: The Board shall enact such measures as they deem necessary for the success for the organization and shall look after the Association’s general interest. It shall have power to appoint all subordinate committees. It shall fill all vacancies on the board by appointment upon majority vote of the Board in favor of the appointee, a quorum being present.

Section 4: Any Director failing to attend three consecutive regular board meetings shall be construed as unfaithful to the office of Director of the Association and may be dismissed from the Board of Directors by majority vote of the Board.

ARTICLE IV

ELECTIONS:

Section 1: Each Director shall be elected for a two year term. No Director may serve more than three consecutive terms. Each year at the annual meeting one Director from each district shall be elected. If at an annual meeting there is a vacancy on the Board that was not up for election at that year’s annual meeting, then the Director elected to fill that position will serve out the rest of the vacant position’s term. All Directors shall be elected at large.

Section 2: The Executive Committee may appoint a nominating committee composed of three members prior to the annual meeting.

Section 3: The Directors shall elect from their own numbers annually a President, Vice President, and a Treasurer. The County Agricultural Extension Agent shall serve as Secretary.

ARTICLE V

Section 1: We hereby place the organization under the guiding and protective influence of divine providence.

ARTICLE VI

Section 1: These bylaws may be amended at any regular or special meeting of this Association by a two-thirds vote of the members, a quorum being present. Such amendment must be proposed in writing to the Executive Committee and/or the Board and sent to each Board member seven days in advance of the meeting at which time action is to be taken on said amendment.