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**BYLAWS**

**WASHINGTON STATE HAY GROWERS ASSOCIATION, INC.**

As Amended October 24, 2005

ARTICLE I

Name

The name of this association shall be **Washington State Hay Growers Association, Inc.**

ARTICLE II

Objectives and Purposes

The purpose of this association shall be to promote the welfare of the hay industry in the State of Washington.

ARTICLE III

Membership and Dues

There shall be two categories of membership.

Section 1. Active Members

Active Members must be hay growers in the State of Washington. Dues shall be reviewed and set by the Board of Directors.

Section 2. Associate Members

Associate Members shall be those involved in the forage industry who are not growers and, therefore, are not eligible to be active members. Dues shall be reviewed and set by the Board of Directors.

ARTICLE IV

Regional/Affiliate Chapters

Section 1. Existing grower organizations, or newly established organizations within the state may join the Washington State Hay Growers Association as Regional or Affiliate Chapters. They shall maintain their own identity to better serve the needs of growers in their own areas.

A. Regional chapters of the WSHGA will be based upon a specific region of the state.

B. Those chapters based upon a specific type of commodity hay (timothy hay producers, for example) shall be Affiliate Chapters.

C. Affiliate and Regional Chapter dues shall be split 50% to the local chapter and 50% to the State association.

ARTICLE V

Board of Directors and Officers

Section 1. Board of Directors

A. The business of this Association shall be governed and guided by a Board of Directors.

B. Members of the Board must be current Association members. Board members shall be elected for two (2) year terms by the membership at the annual meeting.

C. The Board shall consist of:

1. Eighteen (18) grower members of the Association elected by the membership at the annual meeting.
2. The Chapter Presidents of all Regional and Affiliate Chapters as designated by each Chapter.
3. Four (4) associate members of the Association elected by the membership at the annual meeting.

D. The directors shall have the authority to appoint University Advisors from the ranks of WSU Cooperative Extension personnel to serve as ex-officio members of the Board of Directors.

E. The directors shall meet immediately following the annual meeting and shall install the President. At that same meeting, the Board shall elect a new Vice President. A Secretary/ Treasurer may be elected at this time, should that office be vacant.

F. The Board of Directors shall have the power to appoint or hire one or more qualified persons as it deems necessary for the operation of the Association.

G. For the Board to declare a quorum and conduct business at any called meeting, a majority of the grower board members must be present. Any resolution of the Board must be approved by a simple majority of the entire Board, not just a majority of the quorum present at a said meeting.

Section 2. Officers

A. The officers of the Board shall be: President, Vice President, Secretary, and Treasurer. The President and Vice President shall be grower members. These officers shall be members of the Board of Directors of the Association. These officers shall hold office for a term of one year or until their successors are duly elected. These officers may serve multiple, consecutive terms or as limited in Section C below.

B. Duties of the officers elected by this Association's Board of Directors shall be established by Board policy and updated by said Board as needed.

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C. The President shall serve for a one year term, and may serve up to two (2) terms. This office shall be filled by the preceding Vice President. Should the office of President become vacant prior to the end of the term, the Vice President shall assume the Presidency and serve for the remainder of the former President's term and shall then fulfill a complete term(s) as President.

D. Should the office of Vice President be vacated prior to assuming the Presidency, the next President must have been a member of the Board for at least one year to be eligible for election.

E. Any other vacancy in the officers of the Association shall be filled by the Board of Directors for the remainder of said officer's term.

F. The two offices of Secretary and Treasurer may be combined into one office of Secretary/Treasurer at the discretion of the Board of Directors.

Section 3. Salaries

A. No officer or director of the Association shall be entitled to any salary.

B. The expenses of all Board members shall be a legal charge against the Association when the Board member is actually engaged in work authorized by the Board of Directors.

Section 4. Executive Committee

A. The Executive Committee shall consist of the President, Vice President, Secretary, and Treasurer.

B. Upon a simple majority vote of the entire elected Board of Directors, any and/or all of the affairs or business of the Association may be conducted by the Executive Committee.

ARTICLE VI

Meetings

Section 1. The annual meeting of the association shall be held once each year, the exact time and place to be determined by the Board of Directors, with prior notice given to all members.

Section 2. The Board of Directors shall have the right to call a special meeting at any time, or twenty-five (25) percent of the members may file a petition stating the specific business to be brought before the association and demand a special meeting at any time. Such meetings shall thereupon be called by the President.

Section 3. Notice of all membership meetings together with a statement of the purposes for said meetings shall be mailed to each member at least seven (7) days prior to the meeting.

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148 Section 4. The Board of Directors shall meet during the Annual Business Meeting of the  
149 Association and at such times and places as determined by the Board. Special  
150 meetings of the Board of Directors shall be held upon call of the President or upon  
151 written request of a majority of the Directors.

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153 **ARTICLE VII**

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155 **Standing Committees**

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157 Section 1. The Board of Directors has the authority to establish standing committees of the  
158 Association and to appoint Association members to serve on the standing  
159 committees. The chairman of each committee shall be an elected grower  
160 member.

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162 Section 2. Research Committee

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164 A. The Research Committee shall consist of at least three (3) elected Directors,  
165 the University Advisors, and additional members of the Association, as  
166 determined and appointed by the President and approved by the Board of  
167 Directors annually.

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169 B. The Research Committee shall report all activities to the Board of Directors.

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171 C. The research funds of the Association shall be designated for research and held  
172 separately from the general funds of the Association. The Research Committee  
173 will recommend to the board of directors expenditures for payment from  
174 designated and separate research funds. The Research Committee retains full  
175 responsibility for conducting research activities of the Association and  
176 maintaining the fiscal health of the Association's research funds.

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178 **ARTICLE VIII**

179 **Amendments**

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181 The Bylaws may be amended by a majority vote of the current members present at any regular or special  
182 meeting of the association, provided that notice has been made to the members and Regional and Affiliate  
183 Chapters or has been stated in the official bulletin of the association at least ten days previous to the date  
184 of the meeting.

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186 The foregoing Bylaws are approved and written into the Minutes of the Washington State Hay Growers  
187 Association, Inc., on this \_\_\_\_\_.

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