

**1st reading of Proposed Amendments in RED 14Aug09
Changes to Article 4, 5 and 6 only.**

**Bylaws for
Sawyer County 4-H Clubs, Inc.
Est. 1971**

"The Sawyer County 4-H Clubs, Inc., in cooperation with the Sawyer County 4-H Youth Development Educator, supports educational programs and activities involving youth and adults to promote positive youth development."

Articles

RESOLVE, that the Sawyer County 4-H Clubs, Inc. hereby adopts the following restated Bylaws which shall supersede the present Constitution and Bylaws for the Sawyer County 4-H Leaders' Association and all amendment thereto.

**Article 1
Name and Location**

- 1.01 The name of this organization is the Sawyer County 4-H Clubs, Inc. From this point on; it shall be referred to as the Organization.
- 1.02 The principal office shall be in the office of the Sawyer County 4-H Youth Development Educator, Sawyer County Courthouse, 10610 Main Street, Hayward, WI.

**Article 2
Purpose**

- 2.01 The purpose of the Organization shall be:
 - a. To improve, foster, promote and develop youth through the 4-H educational program in Sawyer County.
 - b. To provide a forum for 4-H leaders and youth to discuss ideas and make decisions relative to the Sawyer County 4-H educational activities and program opportunities.
 - c. To serve as a communication link between the local 4-H Clubs, 4-H projects, 4-H affiliates and the County Extension Office.
 - d. To promote good public relations and service to the Sawyer County community.
 - e. To serve as the policy making body for the Sawyer County 4-H program to insure compliance with Wisconsin 4-H Youth Development Policy and legal use of the 4-H name and emblem.
 - f. To accept and generate funds and other support for the Sawyer County 4-H program.
 - g. The Organization is a non-profit educational organization. Any funds received by the Organization shall be used for carrying out its purposes and shall not accrue to the benefit of individual members. (www.national4-hheadquarters.gov/library/fs-tax_exempt_v2-08.pdf)

**Article 3
Membership**

- 3.01 Membership Qualifications
 - a. Every youth protection certified adult 4-H Leader enrolled in Sawyer County 4-H is a member. Enrollment/reenrollment is an annual requirement.

b. Every youth enrolled in the Sawyer County 4-H program is a member of the Organization. Youth enroll annually.

3.02 No Discrimination. Membership is open to all persons regardless of age, race, color, creed or religion, national origin, ancestry, gender, sexual orientation, marital or parental status, pregnancy, veterans' status, arrest or non-job program related conviction record, qualified disability or social economic level. All 4-H Clubs must comply with federal and state nondiscrimination laws, including Title VI of the Civil Rights Act of 1964, Title IX of the Education Amendments of 1972, and the American Disabilities Act. (www.uwex.edu/ces/4h/)

3.03 Membership in this organization will be terminated immediately upon separation as a 4-H Leader or 4-H Youth within Sawyer County, whether separated voluntarily or involuntarily.

Article 4 **Officers / Board of Directors / Advisors**

4.01 Board of Directors. The Board shall consist of elected officers (Pres., V.P., Sec., Treas.), the General Club Leader or a designated alternate from each chartered 4-H Club/**group/committee** and the State 4-H Adult Leader Council Representative. The 4-H Youth Development Educator is an ex-officio with no vote. Each Club is encouraged to designate a youth, grade 7 and above, to partner/participate with their General Club Leader in the monthly meetings of the Organization. Each Club/**group/committee** will have one vote.

4.02 Duties of the Board of Directors. The Board shall conduct, manage and control the affairs and business of the Organization. Responsibilities include:

- a. Develop an annual budget and handle all financial transactions including the annual audit.
- b. Set the agenda for all meetings and prepare draft policies for items on which the Organization needs to make a decision.
- c. Suspension/Expulsion – the Board of Directors shall utilize the Sawyer County Behavior Agreement Form, as adopted, when making decision about suspension or expulsion.
- d. File reports to the Secretary of the State and other officials annually or otherwise required by law.
- e. **In the absence of all elected officers, the Board of Directors, by consensus of those present, will appoint a member to preside over the meeting and a member to record the minutes.**

4.03 Nominations for office. The Nominating Committee will recruit and present the candidates for office. Nominations will also be taken from the floor at the meeting immediately preceding the annual meeting. Candidates will be members in good standing who have served as an adult leader at least one year, immediately preceding the elections.

4.04 The Sawyer County 4-H Youth Development Educator will serve as advisor to the Sawyer County 4-H Clubs, Inc., with no voting power.

4.05 Election of Officers. The officers shall be elected by the membership at the annual meeting. Voting shall be done by ballot. A majority vote from members present, as described in Article 5.05. The UW-Extension Family Living, Agricultural and Community Resource Development Educators will serve in an advisory capacity in their fields of study. These positions hold no voting power.

4.06 Term of office. The officers shall be elected for a two-year term. The President and Treasurer will be elected on the even numbered years and the Vice-President and Secretary on odd numbered years. Each officer shall take office at the first meeting following their election. Officers may be re-elected to succeed themselves upon completing their elected two-year term with maximum of 2 consecutive terms. Whenever any vacancies occur by separation, resignation, death or otherwise: the position will be filled by majority vote of the Board of Directors to complete the un-expired term of office at the next regularly scheduled meeting.

4.07 Duties of Officers.

- a. President. Shall preside at all regular, board and special meetings of the Organization; shall work with the board and the UW-Extension 4-H Youth Development Educator to set the agenda for all meetings; shall act as chairperson of the board of directors; shall also be an ex-officio member of all standing or appointed committees; shall work with the UW-Extension agent to act on Organization situations which in their judgment would not require board action.
- b. Vice-President. Shall preside in the absence of the president and take care of all the duties of the president during the president's absence; shall serve as chair of the Nomination committee.
- c. Secretary. Shall keep an accurate record of the proceedings of all Board and organization meetings; shall work with the UW-Extension Office to get out all organization correspondence and communications; shall send minutes of meetings to UW-Extension Office within seven working days after a meeting. **In the absence of the President and Vice President, the Secretary shall preside over all meetings of all regular, board and special meetings of the Organization. Under this circumstance, or in the event the Secretary is not present, the board will designate a member to record the minutes of the meeting.**
- d. Treasurer. Shall collect and care for all funds taken in by the Organization; shall keep accurate up-to-date records of all monies received and paid out; shall pay only those bills as authorized by the Organization and/or the Board; shall prepare a monthly financial statement for review by the Organization; shall have financial records audited annually using procedures authorized by the board of directors; receive and file evidence of chartered 4-H Clubs audits annually. The treasurer serves as the chair of the Finance Committee. **In the absence of the President, Vice President and Secretary shall preside over all meetings of all regular, board and special meetings of the Organization.**

Article 5 **Meetings**

- 5.01 Organization Meetings. The Organization will hold meetings quarterly. The meetings will be schedule at the first meeting held after the Annual Meeting.
- 5.02 Board of Directors Meetings. The Board of Directors will meet monthly, excluding December. For those months designated as Quarterly meetings of the Organization, the Board will meet prior to the Quarterly meeting. All members are encouraged to participate in all meetings of the Organization.
- 5.03 Special Meetings. ~~The Executive Board~~ **25% of the Board of Directors** or 4-H Youth Development Educator may call a special meeting. Advance notice and the purpose, date, time and place of meeting will be specified.
- 5.04 Annual Meetings. The fiscal year of the Organization shall be January 1st through December 31st. The Organization will hold the annual meeting in January. The purpose of the annual meeting will be to elect officers, review committee reports, adopt the annual budget, and schedule the calendar of events for the coming year.
- 5.05 Notice. Notice of meetings shall be given to the membership not less then 5 business days nor more than sixty (60) days before a meeting of the Organization. Notice will be given via 4-H newsletter, mail, telephone or email.
- 5.06 Quorum and Voting.
 - a. A quorum shall be reached when ~~at least three (3) Officers (Pres., V.P., Sec., Treas.)~~ **and a majority of the Board of Directors, as defined in article 4.01, from at least 25% of chartered clubs** are present.
 - b. Voting. If a quorum is present when a vote is taken, the affirmative vote of a majority of directors present is the act of the board unless the **Articles of Incorporation** or the Bylaws require the vote of a greater number of members. At the Annual meeting, all members who have met the minimum requirements in their project area may vote.

Article 6

Committees

- 6.01 Standing committees are created by the Board of Directors as deemed necessary to promote the purpose of the Sawyer County 4-H program.
- 6.02 Special committees are created for a specific purpose and are dissolved when the work of the committee is completed. Special committees shall be created by the Board as deemed necessary to promote the purpose of the Sawyer County 4-H program.
- 6.03 Management committees are non-project committees formed by the Board of Directors for the purpose of managing tangible assets owned by Sawyer County 4-H Clubs, Inc.
- a. Finance Committee. Membership in the committee shall include the Organization Treasurer (chair), President, Board member, representative from the fundraising committee, Financial Advisor, 4-H Youth Development Educator (non-voting). The role of the Finance Committee is to:
1. Review the fiscal responsibilities of the Organization and make recommendations to the 4-H Board of Directors.
 2. Budget, development and implementation, verify annual audit completion, provide recommendations for bookkeeping and reporting procedures and provide leadership for long-range security for the Organization.
 3. Work with fundraising committees as they set their annual goals.
 4. Set up funding application guidelines for annually inviting requests and application from 4-H committees, the 4-H Leaders Organization and Extension. The committee will review requests and make recommendations for fund disbursement to the Board of Directors for final approval.
- b. 4-H Endowment Fund Committee. The committee will be appointed by the Board, consisting of the Organization Treasurer as Chair, a board member, a youth member (if none are eligible the committee will operate without), representative from the fundraising committee, a Financial advisor or counselor, the UW-Extension 4-H Youth Development Educator. The committee will set up grant guidelines and annually invite requests from 4-H Projects, 4-H Clubs and the Sawyer County 4-H Youth Educator.
1. The Sawyer County 4-H Clubs, Inc. Endowment Fund is established through the Wisconsin 4-H Foundation.
 2. The purpose of the fund shall be to receive gifts and bequests to support, expand and promote the Sawyer County 4-H program.
 3. The earnings of the Sawyer County 4-H Clubs, Inc. Endowment Fund are to be used for innovative/educational programs that support strengthening and expansion of the Sawyer County 4-H program. The Endowment Committee will recommend requests for disbursement with final approval from the Sawyer County 4-H Clubs, Inc. Board of Directors.
 4. The earnings of the Fund are not to be used for current operating expenses of the Organization.
 5. No earnings will be withdrawn or disbursed from the Fund until the principal has reached a minimum of \$20,000.
 6. The Committee will assist the Organization in creating awareness of the Sawyer County 4-H Endowment Fund and its benefits.
 7. The Committee will direct the solicitation of funds through donations of cash or property from various sources including gifts, bequests and memorials.
 8. The Fiscal year for the Fund is January 1 through December 31.
- c. Property Management Committee. The committee shall be chaired by a member of the Board of Directors and consist of at least (2) 4-H Leaders and one youth member (if no youth is eligible, the committee will operate without), representatives as stated in the Property Deed, and the UW-4-H Youth Development Educator serves as ex-officio. The committee will honor all restrictions on the Property Deed dated September 3rd, 2008 between Sawyer County and Sawyer County 4-H Clubs, Inc. The committee will:
1. Work with the County Forestry Administrator to insure that the long range management plan for the parcels is carried out as recommended.

2. File an annual report with the Ag & Ext. Committee, the County Board of Supervisors identifying projects being carried out on said parcels. The Property Management Committee will report to the membership at the annual meeting.
3. The property will not be sold in whole or part without written authorization by Ag. & Ext. Committee and County Board of Supervisors.
4. Continue to investigate ways to develop the property to support and expand the 4-H program in Sawyer County.

6.04 The Board of Directors shall oversee all committees.

Article 7 **Parliamentary Authority**

- 7.01 Rules of Order. The Organization and the Board of Directors meetings shall be conducted in accordance with and governed by Robert's Rules of Order (latest revised edition) except as otherwise stated in the Bylaws.
- 7.02 Observance of the bylaws adopted by the Organization is essential for orderly conduct of business. Officers, Board members and members should be familiar with the rules they have accepted. A copy of the bylaws of the Sawyer County 4-H Clubs, Inc. should be available at every meeting. This is the responsibility of the secretary.

Article 8 **Amendments of Bylaws**

- 8.01 The by-laws may be amended at any regular, special or annual meeting of the Organization by a two-thirds vote of the members present and voting, provided notice of the proposed amendment have been presented at the previous meeting, and through notification by mail and/or e-mail ten (10) days before the vote and provided the amendment is not in conflict with the Articles of Incorporation.
- 8.02 The By-laws of this Organization shall be deemed to be part of the Articles of Incorporation.

Article 9 **Dissolution of Organization**

- 9.01 Upon the dissolution of the Sawyer County 4-H Clubs, Inc., any assets remaining shall be conveyed to a 4-H Youth Development Program or Wisconsin 4-H Foundation as selected by the affirmative vote of the majority of the members entitled to vote.

Revised 09/17/09.

Adopted 11/20/08.

