

AMERICAN-INTERNATIONAL JUNIOR CHAROLAIS ASSOCIATION

BYLAWS

ARTICLE 1: Name and Purpose

The name of this association shall be the “American-International Junior Charolais Association” (AIJCA).

The AIJCA is a division of the AICA and shall be subject to the Constitutional rules and the Bylaws of the AICA. If there exists an inconsistency between the Bylaws of the AIJCA and the Bylaws of the AICA, then the Bylaws of the AICA shall control.

The business and affairs of the AIJCA are under the supervision of the AICA Board and the AICA Board has final authority over the AIJCA.

Subject to the supervision and authority of the AICA Board, the AIJCA will govern its own internal affairs, and the business of the AIJCA will be conducted by the Junior Board of Directors described in Article 5.

The chief purposes of this association shall be:

- A. To unite state and regional affiliate organizations.
- B. To encourage greater interest in breeding, feeding, exhibiting, and marketing Charolais cattle.
- C. To develop leadership and communication skills to enable members to become more effective leaders.
- D. To develop cooperation and responsibility in members.
- E. To encourage educational opportunities for members.
- F. To provide increased opportunities for fellowship with other youth involved in the cattle industry.

Additional purposes of the AIJCA shall be those stated in the Constitution and Bylaws of the AICA.

ARTICLE 2: Place of Business

Unless otherwise designated by the association membership or by the AIJCA Board of Directors, the principle place of business of this membership shall be in the office of the AICA, Director of Junior Activities, 11700 NW Plaza Circle Drive, Kansas City, Missouri 64153.

ARTICLE 3: Membership

As a condition of membership in the association, each member shall agree to conform to and abide by the bylaws, rules and regulations of the association, and amendments or modifications thereto, which may from time to time be adopted.

- A. *Qualification of AIJCA Members:* As stated in the by-laws of the AICA, applicants for junior membership shall be young men and women 21 years of age and younger as of January 1 each year. Junior memberships shall be issued only to an individual and remains in effect until such minors reach the age of 22 and may be converted to active membership upon application and paying the active membership initiation fee. The initial junior membership fee is \$30.

- B. *AIJCA Membership Dues*: Annual junior dues are \$25. No annual dues shall be payable in the calendar year a member pays their initiation fee. Annual dues are due December 1 of each year and considered delinquent January 1. Any inactive membership may be reactivated by paying the current year's dues.

Membership in the American-International Junior Charolais Association is completely separate from affiliate junior Charolais association membership.

- C. *Bylaws of Affiliate Organizations*: All affiliate junior Charolais associations must operate under affiliate bylaws which are in accordance with the bylaws of the AIJCA. These bylaws must be on file with the AICA Director of Junior Activities in Kansas City, Missouri.

ARTICLE 4: Membership Meetings

- A. *Place of Annual Membership Meeting*: The annual membership meeting of AIJCA members shall be held at the annual Junior National Show and Leadership Conference, or may be designated by resolution of the board of directors of the association.

1. The President shall call the Annual Membership meeting to order.
2. The Secretary shall keep an account of all matters discussed during the Annual Membership meeting.
3. Roll call of all members present shall be taken.

Only paid members of the AIJCA, Advisory Council, AICA Junior Council, and AICA Staff may be present.

- B. *Special Meeting*: Special meetings of the members may be held at any time and for any purposes at such place designated from time to time by resolution of the board of directors. Special meetings may be called by a majority vote of the board of directors.
- C. *Voting*: All members present at any membership meeting are eligible to cast one vote on all propositions submitted at the meeting. A majority vote of those qualified members attending shall decide all questions.
- D. *Parliamentary Procedure*: All annual membership meetings shall be conducted according to Roberts Rules of Order.
- E. *General Caucus*: The general caucus shall serve as a preliminary to the Annual Membership meeting. It shall be conducted according to Robert's Rules of Order. Any items to be discussed at the Annual Membership meeting must be submitted in writing and presented at the general caucus. All persons running for area directorship must announce their intentions at the general caucus. The president and board of directors shall preside at the general caucus. The general caucus shall be conducted according to the following manner:
1. The President shall call the general caucus to order.
 2. The Secretary shall keep an account of all matters discussed during the general caucus.
 3. Roll call of all members present shall be taken.
 4. The floor will be opened to business items to be discussed at the Annual Membership meeting later in the week.
 5. The floor will be opened for persons to express their intent to run for area director.
 6. The general caucus shall be adjourned following a motion and approval by the membership present.

ARTICLE 5: Junior Board of Directors

The business of this organization shall be conducted by the board of directors consisting of one director per area, four at-large directors, the president, and the immediate past president as ex-officio.

- A. *General:* Subject to the supervision and authority of the AICA Board, the business of this organization shall be conducted by the Junior Board of Directors. The Junior Board of Directors shall consist of one director per area, four at-large directors, the president, and the immediate past president as ex-officio. Each board of director area shall correspond to the geographic areas designated by the AIJCA. The board of directors shall develop and carry out all programs as directed by the general membership. In addition, the Junior Board of Directors (“board of directors”) shall serve as a communication link between the AIJCA membership and the AICA Board and Staff.
- B. *Number, Terms, Qualifications and Elections:* Each of the designated areas to be represented by one area director.
1. The directors of the association shall be one per area and four at-large directors.
 2. An AIJCA member is eligible to run for an AIJCA Area Director if his/her 16th birthday occurs on or before January 1 of the year of the election and is eligible if his/her 21st birthday falls after January 1 of the year of the election. In the event that an area director’s 21st birthday falls before January 1 of the year of his/her second year of a two-year term, he/she will be allowed to fulfill the second year of the said term. Members must also have attended at least one Junior National Show and Leadership Conference prior to election and must be present at the Annual Membership Meeting, except in an emergency situation deemed so by the board of directors, president and ex-officio.
 3. AIJCA members interested in running for area director shall complete the application provided by the association and return it to the office by the Junior National entry deadline.
 4. Area Directors shall serve a two-year-term and are eligible to be elected to a maximum of two two-year terms as a director or five years on the board as a director, with elections being held annually, alternately between the even- and odd-numbered areas during the Annual Membership Meeting. Area directors shall be elected by the AIJCA membership of each designated area in attendance at the Annual Membership Meeting. The election process for each area shall be for a director and a first, second, and third alternate. If an entire area has no members present at the Annual Membership Meeting, the person to fill this area’s directorship shall be chosen by the board of directors from the slate of area director first alternates and this area director will serve a one-year term.
 - 4a. Alternates to the board at large will be chosen from the remaining alternates after all areas are filled, in the event that an area becomes open for any given reason.
 5. Four at-large directors serving a one-year term are selected from a pool of first, second, and third alternates. The out-going board (eligible voting members) will determine the number of candidates that they wish to interview for the at-large positions. This will be accomplished by a ballot vote that will list all candidates alphabetically. Each board member will vote for a number to be determined. Top vote getters will make up the final pool of candidates. Final candidates will be interviewed by the eligible out-going board and then voted upon selecting one at-large director with each round of voting. The President-elect’s vote will break any ties.
 6. The president, vice president, secretary and treasurer shall be elected by the board from the board of directors. The officers shall be members of the board of directors and all except the president shall be entitled to vote. The president shall be entitled to vote in the case of a tie.

The area alternate shall fill the vacancy caused by the election of the new president.

7. The board of directors shall be responsible at the AIJCA Spring Board of Directors Meeting for selecting the president-elect for the coming year. He/she will assume the office of president after the next annual membership meeting and additionally, this person being elected president-elect will not have to stand re-election from his/her area for the coming year.
 8. The majority of the board of directors shall constitute a quorum for all business.
- C. *Resignation:* Any member of the board of directors may resign at any time by giving written notice thereof to the remaining members of the board of directors. Such resignation shall take effect at the time specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.
 - D. *Vacancies:* Vacancies in a board of director position resulting from any cause, shall be filled by the first alternate of that area and the second and third alternates shall be moved to first and second alternate. If no alternate exists, the position will be filled by the at large alternate of the Board of Directors.
 - E. *Attendance:* Any director who is absent at two consecutive meetings may be removed from office by the majority vote of the remaining members of the board of directors, if they find such absences were without plausible reason or excuse. Reasons for absence must be submitted prior to the AIJCA Board of Directors meeting on provided absence form. AIJCA board members are expected to place AIJCA duties above all other extra-curricular activities unless special arrangements are made with the Director of Junior Activities in advance. With the decision to become an AIJCA board member, it is agreed that AIJCA responsibilities will be given top priority over sports, social activities, camps, cattle exhibition, etc. during those times that conflicts may arise.”
 - F. *Meetings:* The board of directors shall meet (1) Fall Junior Board of Directors Meeting, (2) Spring Junior Board of Directors Meeting or Youth Beef Industry Congress (YBIC); and (3) the Annual Junior National Show and Leadership Conference. Special meetings of the board of directors may be called by the president at any time with the approval of the majority of the board of directors.
 - G. *Committees:* The board of directors shall appoint standing committees and from time to time, special committees, which may include non-members of the board of directors.
 - H. *Expenses:* Members of the board of directors shall be allowed to receive up to \$250 reimbursement for travel and lodging expenses for the three aforementioned meetings upon the approval of the AICA Director of Junior Activities. Expense reports must be submitted in writing within 30 days of the event at which expenses are incurred.
 - I. *Budget:* The board of directors is required to develop an annual budget which is subject to approval by the AICA Executive Committee.
 - J. *Conduct:* The board of directors shall conduct themselves in a businesslike manner at all Charolais functions. The AICA Director of Junior Activities has the power and duty to remove board members when needed. A board member may be removed at the discretion of the AICA Director of Junior Activities and with the approval of the Executive Vice President of AICA (1) if the board member is not willing to perform an assigned task without good reason; (2) for general lack of cooperation by a board member; or (3) for such other reason as the AICA Director of Junior Activities determines is in the best interests of the AIJCA.

ARTICLE 6: Officers

- A. *General:* The officers of the association shall consist of president, vice president, secretary and treasurer. All officers shall be members of the board of directors. These offices shall be elected each year by a majority vote of a quorum of the board of directors. The immediate past president serves as ex-officio.
- B. *Elections:* Directors who have previously served as a board member are eligible to be elected to the officer positions of Vice-President, Secretary, or Treasurer. Directors who have previously served as a board member for two years are eligible to be elected to the office of President.
- C. *Removal:* Any officer so elected may be removed by a two-thirds majority vote of the directors present at any regular meeting or special meeting called for that purpose, at which a quorum is present, provided that such removal shall be without prejudice to the contract rights, if any, of the person removed.
- D. *Vacancies:* Vacancies of an officer shall be filled by a majority vote of the board of directors at any regular or special meeting called for that purpose and such person so elected to fill any such vacancy shall serve at the pleasure of the board until the next AIJCA Annual Membership Meeting when his/her successor will be duly elected and qualified. In the event of a vacancy of the office of president, the vice president shall succeed the president.
- E. *President:* The president shall preside at all meetings of the board of directors and of the AIJCA membership. He/she shall be the chief administrative officer of the association. The president shall attend at least one AICA Board of Directors Meeting as an official AIJCA representative. The president may not succeed himself/herself, and at the expiration of his/her term, he/she shall automatically become ex-officio member of the board of directors.
- F. *Vice President:* The vice president shall perform all duties of the president in his/her absence or inability to act. He/she shall also serve as parliamentarian.
- G. *Secretary:* The secretary shall record and keep the proceedings of all board of director and membership meetings.
- H. *Treasurer:* The treasurer shall work with the AICA Director of Junior Activities on all financial transactions. He/she shall prepare a detailed report of the receipts and disbursements of AIJCA to present at each annual membership meeting.

ARTICLE 7: Committees

The following standing committees will be appointed:

- A. *Fundraising*
- B. *Junior National*
- C. *Membership*
- D. *Programs & Activities*

Four AIJCA members, which may include non-members of the board of directors, will serve on each standing committee, but will include at least one board of director. The president shall appoint the chairperson for each committee. Special committees may be appointed from time to time by the board of directors.

ARTICLE 8: Advisory Council

The advisory council shall consist of the AICA Director of Junior Activities and six members serving a three-year term each. The six members will rotate with two new members each year to be selected by the junior board. These members of the advisory council will consist of one AICA senior board member, two adult mentors (active, dues-paying AICA members, who are involved in the junior organization), two past AIJCA constitutional officers, and one AICA staff member.

ARTICLE 9: Amendments

The Junior Board of Directors shall consider amendments to these bylaws and may make a recommendation by a majority vote to the AICA Board to amend these bylaws. Adoption of the recommendation to amend these bylaws shall be subject to approval by a majority vote of the AICA Board. The AICA Board may amend or repeal these bylaws by a majority vote at any regular or special meeting, provided, however, that at least 30 days written notice of the proposed amendment shall be given to each member of the AICA Board.

Adopted November 12, 2011