

Bylaws of the Thurston County Youth Market Animal Sale (TCYMAS) Committee

PREAMBLE

The following Bylaws shall be subject to, and governed by, the Non-Profit Corporation Act of Washington and the Articles of Incorporation of the Thurston County Youth Market Animal Sale (TCYMAS) Committee. In the event of a direct conflict between the herein contained provisions of these Bylaws and the mandatory provisions of the Non-Profit Corporation Act of Washington State, said Non-Profit Corporation shall be the prevailing controlling law. In the event of a direct conflict between the provisions of these Bylaws and the Articles of Incorporation of Corporation/Organization, it shall be these Bylaws which are controlling.

ARTICLE 1 – NAME

The name of this committee shall be; Thurston County Youth Market Animal Sale Committee (TCYMAS)

ARTICLE 2 – PURPOSE

The general purposes for which this Corporation/Organization has been established are as follows: The purpose for which the Non-Profit Corporation/Organization is formed is set forth in the attached Articles of Incorporation.

The Corporation/Organization is established within the meaning of IRS Publication 557 Section 501(c)(3) Organization of the Internal Revenue Code of 1986, as amended (the "Code") or the corresponding section of any future federal tax code. The Corporation/Organization shall be operated exclusively for/to the purpose of this Committee shall be; to foster and encourage youth to gain knowledge of the raising through selection, care, and feeding of livestock to current desirable market conditions in the 4-H and FFA programs; to sponsor and operate a sale during the Thurston County Fair that will provide a special market for these animals; and to make rules for operation of this sale that are consistent with the rules of the Thurston County Fair, the Thurston County 4-H WSU Extension Office, and Thurston county high school FFA chapters.

In addition, this Corporation/Organization has been formed for the purpose of performing all things incidental to, or appropriate in, the foregoing specific and primary purposes. However, the Corporation/Organization shall not, except to an insubstantial degree, engage in any activity or the exercise of any powers which are not in furtherance of its primary non-profit purposes.

The Corporation/Organization shall hold and may exercise all such powers as may be conferred upon any nonprofit organization by the laws of the State of Washington and as may be necessary or expedient for the administration of the affairs and attainment of the purposes of the Corporation/Organization. At no time and in no event shall the Corporation/Organization participate in any activities which have not

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been permitted to be carried out by a Corporation/Organization exempt under Section 501(c) of the Internal Revenue Code of 1986 (the "Code"), such as certain political and legislative activities.

ARTICLE 3 - MEMBERSHIP

- a. The voting membership of this Committee shall be limited to 15.
- b. Voting members being absent for three consecutive regular meetings, or fails to attend a total of five regular meetings per year without an excuse or notice of resignation shall be considered to have vacated their office.
- c. Non-voting committee member are to be considered 'members at-large'. There is no limit to the number of non-voting members.
- d. Non-voting members shall attend at least three meetings and one event to maintain their membership.
- e. All members (voting and at-large) shall be residents of Thurston County.
- f. Action on membership changes by voting members will occur within 1-2 meetings of notification of desired changes.
- g. Any member (voting or at-large) desiring to resign from the Committee shall submit their resignation in writing to a voting member, who shall present it to the voting committee members for action.
- h. Upon the recommendation of one voting member, seconded by another voting member, and by a majority vote, honorary life membership may be conferred upon an adult who has rendered notable service to the Committee. An honorary life member shall have none of the obligations of membership in the Committee, but shall be entitled to all the privileges except those of making motions, of voting and holding office.
- i. This committee has no membership dues.
- j. No members shall receive compensation other than for reasonable expenses.

ARTICLE 4 - MEETINGS

- a. The regular meetings of the Committee shall be held on the last Wednesday of January, February, March, April, May, June, July, August, and September inclusive unless otherwise determined by the committee.
- b. The regular meeting in September shall be known as the annual meeting and shall be for the purpose of electing officers, amending bylaws, and for any other business that may arise.
- c. Special meetings may be called by the President or by the Executive Board and shall be called upon the written request of 3 members of the Committee. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least three days' notice shall be given.
- d. A simple majority of the current voting members of the Committee shall constitute a quorum.

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ARTICLE 5 - OFFICERS

- a. The officers of the committee shall be; president, vice president, secretary, treasurer, 4-H Liaison, and FFA Liaison and shall be elected from the current voting membership. These officers shall perform the duties prescribed by the bylaws adopted by the committee.
- b. Officers shall be elected by a simple majority vote to serve for one year or until their successors are elected, and their term of office shall begin at the close of the annual September meeting at which they are elected or are eligible to succeed themselves.
- c. No member shall hold more than one office at a time. Any two of the offices may be combined or separated at the discretion of the committee.
- d. Officer roles and responsibilities;
 - 1) The president shall preside at the meetings and refrain from voting unless a tiebreaker is needed.
 - 2) The vice-president may perform the duties of the president in case the president cannot serve.
 - 3) The Secretary shall take meeting minutes, keep records of the committee, perform all correspondence, and submit minutes of the previous meetings.
 - 4) The treasurer shall be custodian of all money, deposit monies in a bank selected by the committee, shall keep a record of all receipts and disbursements, and submit to the committee monthly financial records, and an annual report at the annual meeting.
 - 5) The 4-H Liaison shall maintain knowledge of 4-H rules and a working relationship with the county 4-H extension office.
 - 6) The FFA Liaison shall be an FFA advisor, and maintain a working knowledge of FFA rules.
 - 7) The historian shall gather and maintain records of photos and records from past sales.
 - 8) The social media manager shall create, maintain, and manage content for distribution on social media platforms.

ARTICLE 6 – EXECUTIVE BOARD

- a. The Executive Board shall be comprised of the officers of the committee.
- b. The Executive Board shall have supervision of the affairs of the Committee between its business meetings, fix the hour and place of meetings, make recommendations to the Committee, and shall perform such other duties as are specified in these bylaws. The Executive Board shall be subject to the orders of the Committee, and none of its acts shall conflict with action taken by the Committee.
- c. Special meetings of the Executive Board may be called by the President and shall be called upon the written request of any of the members of the Executive Board.

ARTICLE 7 – SUB COMMITTEES

- a. A standing or special sub committees shall be appointed by the President of the Committee or the Executive Board when deem necessary to carry on the work of the Committee.

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- b. An Auditing Committee of two members shall be appointed by the President at the Committee's January meeting, whose duty it shall be to audit the Treasurer's accounts at the close of the fiscal year and to report at the March meeting.

ARTICLE 8 – PARLIMENTARY AUTHORITY

The rules contained in the current edition of ROBERT'S RULES OF ORDER NEWLY REVISED shall govern the Committee in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of orders the committee may adopt.

ARTICLE 9 – AMENDMENT OF BYLAWS

These bylaws may be amended at any regular meeting of the Committee by a two-thirds vote, provided that the amendment has been submitted in writing at the previous regular meeting.

ARTICLE 10 - DISSOLUTION

In the event of dissolution of the committee, all assets would be liquidated and funds would be donated to the Thurston County Fair Foundation.

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