

EMPIRE STATE COUNCIL OF AGRICULTURAL ORGANIZATIONS, INC.

BYLAWS

ARTICLE I – NAME

Section 1. The name of this organization shall be the Empire State Council of Agricultural Organizations, Inc., hereafter referred to as the “Council”.

ARTICLE II – PURPOSES

Section 1. The purposes of this Council are:

- A) To enable members of the Council to develop a united effort on fundamental economic, social, legislative, administrative or other interests affecting a viable agriculture and to present them to its key publics.
- B) To serve as an information service for the members.
- C) To carry out such other activities as the members may direct.

ARTICLE III – MEMBERSHIP

Section 1. Membership shall be available to and limited to organizations related to agriculture.

Section 2. All applications for membership shall set forth the name and address of the applicant, its form and structure, its purposes, objectives and functions and such other matters as relate to its agricultural nature, its membership, its programs and its financial responsibility.

Section 3. Applications for membership shall be subject to the approval of eighty percent or more of the whole number of members of the Council, secretly cast at a meeting or by mail ballot, and upon approval and the payment of any dues required, such applicant shall be admitted into full membership.

Section 4. Each member organization shall designate one delegate who shall be entitled to one vote in the affairs of the council. In the absence of the delegate, the designated alternate delegate, or in the absence of the alternate delegate, any member of the organization designated in writing by the organization to represent the organization may vote in place of the delegate. Voting by mail on specific questions may be permitted except on legislative proposals provided, however, that upon the latter a vote may be taken by mail ballot if the Advisory Committee determines that such is the only practical way to ascertain the wishes of the members.

Section 5. A unanimous vote of all members present at a properly called meeting shall be required to approve legislative proposals. In the event a mail ballot is used to determine the Council’s position on a legislative proposal, a date by which returned ballots must be received by the secretary must be specified in the notice that accompanies the mail ballot. The secretary must receive ballots from at least 50% of the members by the date specified in the notice and all ballots received shall approve the proposal covered by the ballot for the proposal to become the policy and/or legislative recommendation of the Council on the matter.

Section 6. Members whose dues and/or assessments are paid to date may resign at any time. Any member whose dues and/or assessments are two years in arrears shall be automatically dropped from membership.

Section 7. A member may be expelled or suspended for conduct contrary to the best interests of the Council after written notice and an opportunity to be heard, upon a vote of at least 80% of the whole number of members at a meeting duly called for that purpose.

ARTICLE IV – FINANCES

Section 1. The program of the Council shall be financed annually by the members' dues on such basis as shall be deemed by the membership equitable and adequate to meet the budget.

ARTICLE V – OFFICERS/EXECUTIVE SECRETARY

Section 1. The officers shall consist of a chairman, vice chairman, a treasurer, and a secretary. The membership may elect an executive secretary. The chairman and vice chairman shall serve without compensation. The secretary and treasurer may receive a stipend for performing the duties normally performed by such officers and such other duties as may be required by these bylaws if approved by the membership. An executive secretary may be compensated on a basis approved by the membership.

Section 2. The terms of the officers shall commence on January 1 or immediately following the meeting of their election, whichever comes later, and shall continue through December 31 of such year or until they are replaced by elections conducted by the membership. The chair and vice chair officer positions may be elected to succeed themselves no more than three consecutive one-year terms in office, for the term ending January 2019 only.

ARTICLE VI – DUTIES OF OFFICERS/EXECUTIVE SECRETARY

Section 1. The chairman shall preside over all meetings of the Council including the Advisory Committee. He shall supervise the executive secretary and direct the activities of the organization's policies and procedures. He shall cause an audit to be made of the books of the Council covering the fiscal year. He shall appoint such committees as prescribed or deemed necessary to carry out the purposes of the Council.

Section 2. It shall be the duty of the vice chairman to perform the duties of the chairman in his absence or disability.

Section 3. It shall be the duty of the treasurer to collect dues, pay bills for duly authorized expenditures according to the budget and to be custodian of the Council's funds. The treasurer may be bonded. The treasurer's duties may be performed by an executive secretary and, in such case, the executive secretary may be bonded.

Section 4. The executive secretary may be assigned the functions normally performed by the secretary and/or treasurer and such other duties as may be assigned by the chairman.

ARTICLE VII – COMMITTEES

Section 1. The Advisory Committee shall be composed of the chairman, vice chairman, immediate past chairman, secretary, treasurer, and two other persons elected by the membership at the annual meeting. The executive secretary shall be an ex officio member of the committee. The Advisory Committee shall advise and assist the chairman in planning and conducting the affairs of the Council consistent with these bylaws. It shall prepare an annual budget for consideration by the members at the annual meeting; it shall make recommendations to the membership on any persons to be employed by or have a contractual relationship with the Council, and consult with the chairman on the performance of such persons. It shall review applications for council membership and make recommendations on such applications to the membership. It shall perform such other appropriate duties as the chairman or membership may direct.

Section 2. The Nominating Committee of five members, shall be appointed by the chairman, giving due consideration to the fact that the committee shall have appropriate representation from both production agriculture and agri-business. The committee shall report to the membership at the annual meeting nominations for all offices to be elected for the following year. The committee shall give due consideration to rotating the offices among the members.

Section 3. The Screening Committee shall be composed of respondents from invitations to each member organization. The screening session is for the purpose of assisting in the review of the legislative proposals prior to presentation to the Council. Legislative proposals may also be presented directly to the Council.

ARTICLE VIII – MEETINGS

Section 1. The Association shall have an annual meeting. The exact time and location of the annual meeting shall be determined by the Advisory Committee, taking into account annual meetings of the members, but setting the date to permit meetings with government executives, legislative leaders, and administrative officials at the earliest possible time. Representatives from 50% of the member organizations shall constitute a quorum of members.

Section 2. Special meetings may be called by the chairman or by written request to the chairman by at least five (5) members of the Council. Notification may be made by telephone at least 48 hours in advance of the meeting.

Section 3. Meetings of the Advisory Committee shall be called by the chairman or upon written request of three (3) members of the Advisory Committee.

Section 4. Notice of all membership meetings shall be mailed to each member's designated delegate and each member organization's secretary 10 days in advance of the meeting, except as noted in Section 2 above and except for notices of the annual meeting which shall be mailed at least 30 days in advance of the meeting.

ARTICLE IX – FISCAL AND ADMINISTRATIVE YEAR

Section 1. The fiscal and administrative years of the Council shall commence January 1 and end December 31.

ARTICLE X – RULES OF ORDER

Section 1. Unless otherwise specified in these bylaws, the Robert's Rules of Order (revised) shall govern the conduct of all meetings.

ARTICLE XI – AMENDMENTS

Section 1. These bylaws may be amended at any regularly called meeting of this Council by a favorable vote of two-thirds of the members present provided that the proposed amendment is included in the call of the meeting and mailed at least ten days prior to that meeting.

Amended 12/14/1984

Amended 7/9/1989

Amended 2/13/2018