

CONSTITUTION AND BY-LAWS
OF THE HOLY CROSS CATTLEMEN'S ASSOCIATION

CONSTITUTION

ARTICLE I

Name

Section 1. The name of the Association shall be the Holy Cross Cattlemen's Association.

ARTICLE II

Objectives

Section 1. The objectives of the Association shall be to promote and protect the interest of those interested in the livestock business, particularly cattle; to encourage the enactment of legislation tending to stimulate, encourage, and protect the livestock industry; to assist in the prevention of livestock rustling and in the prosecution and conviction of all offenders; to lend aid in locating strays, and to generally do any and all things to aid in the improvement of the livestock business and for the mutual benefit of the Association.

ARTICLE III

Membership Dues

Section 1. Membership; Any person or firm interested in the growing, breeding, or feeding of cattle in the County of Garfield – Pitkin and adjacent territory, shall be eligible for membership in the Association.

Section 2. Dues.

- (A) All persons or firms engaged in growing, breeding, or feeding of cattle and in good standing in Colorado Cattlemen's Association (CCA) shall be designated as regular members upon paying the annual dues of this association. The annual dues are two dollars and fifty cents (\$2.50) per year. Dues are payable on or before January 1 of each year. Regular members shall have full voting power and shall be eligible to hold office in the Association.
- (B) Contributing Members. Any person, firm, partnership, corporation or association directly or indirectly interested in the promotion and protection of the cattle industry in the State of Colorado, who does not actually produce or feed cattle, and who voluntarily contributes an amount equal to this association's annual dues, it shall be optional whether or not contributing members join the Colorado Cattlemen's Association.

Section 3. Special Assessments: Special assessments necessary to raise additional funds to carry on the legitimate work of the Association not to exceed the annual dues of any member thereof, may be levied by a two-thirds vote of members in attendance at any regular meeting or special meeting.

Section 4. The fiscal period of the Association shall be January 1 to December 31 of each year. Dues shall be payable annually on or before January of each year. A member shall be in good standing until his dues shall be sixty (60) days in arrears.

ARTICLE IV

Management, Executive Committee, Board of Directors, Officers

Section 1. The management of the Association shall be vested primarily in the members of the Association and a vote of the majority of the members present at any regular or special meeting shall govern the action of the Association on any question that may arise.

Section 2. Executive Committee: The executive power of the Association shall be vested in an Executive Committee, consisting of a Board of Directors, President, Vice President, and Secretary Treasurer, who shall have full power to act for the Association between meetings of the members.

Section 3. The Board of Directors shall consist of 9 members, and shall be elected from the members of the Association by a majority vote of the members present at the annual meeting thereof. Directors will be elected for a term of three years except at the first annual meetings. Vacancies on the Board of Directors shall be filled by appointment by the remaining members of the Board. The Director or Directors so appointed shall serve until the next annual meeting.

Section 4. Officers: The officers of the Association shall consist of President, Vice President, and Secretary – Treasurer, and such officers shall be elected by the members of the Association. An Assistant Secretary may be appointed by the Board of Directors, if deemed necessary.

Section 5. Districts: The Association shall be divided into the following districts, and each district shall have representation on the Board of Directors. These districts are: (Snowmass – Aspen – Basalt) (Rifle – N. of River) (Carbondale) (Glenwood) (Silt – north river) (Alkali – Garfield – East Divide) (West Divide – Mamm Creek) (Grand Valley) (Roan Creek).

Any additional districts may be added at any regular or special meeting and shall have representation on the Board of Directors.

Section 6. Nominating Committee: The President shall appoint a Nomination Committee consisting of a Nominee from each local district to make nominations for officers and Board of Directors, who are to be elected at the annual meeting. Also, nominations from the floor may be made at the annual meeting.

ARTICLE V

Meetings, Notice, Power to Vote

Section 1. Annual Meetings: The annual meeting of the Association shall be held at the call of the Board of Directors annually on such a day as the Board shall select.

Section 2. Special Meetings: Special meetings of the Association shall be held at the call of the Board of Directors or by the Secretary upon the request of ten (10) members of the Association.

Section 3. Notice: Notice of all meetings of the Association shall be given by card or letter signed by the Secretary and mailed to each member of the association at the respective addresses furnished the Secretary not less than five (5) days before the date of such meeting.

Section 4. A majority of the Executive Committee shall be considered sufficient at any meeting of the Executive Committee for the transaction of business.

Section 5. A majority of the members present shall be considered sufficient at any regular or special meeting for the transaction of business, providing ten (10) percent of the membership in attendance.

Section 6. Power to Vote: At all meetings of the Association, all regular members who are not in arrears as to dues or assessments for over sixty (60) days shall be entitled to vote.

Section 7. A regular membership entitles the member to one (1) vote.

(A) Proxies shall not be accepted at the local Association.

ARTICLE VI

Compensation and Rewards

Section 1. Compensation: No member of the Association shall receive compensation for his services, except possible the Secretary.

Section 2. Any member may be reimbursed for the advancements or bills incurred when approved and allowed by the Board of Directors.

Section 3. Rewards: Should it appear necessary or advisable to the Executive Committee that a reward or rewards shall be offered for information leading to the arrest and conviction of any person or persons guilty of livestock theft from members of the Association, the Board shall have the power to exercise its discretion in such matters and offer such reward or rewards as it may deem suitable not to exceed one thousand (\$1,000) dollars in any one case.

ARTICLE VII

Amendments

Section 1. This constitution or any section thereof may be amended at any annual meeting of the members or at any special meeting called for that purpose by a vote of two-thirds majority of the members present.

We hereby certify that the above and foregoing Constitution was duly adopted by the Holy Cross Cattlemen's Association at The Denver Hotel
Glenwood Springs, Colorado on December 16, 1955.

Humbert Rees, President

D. Green, Secretary

BY-LAWS

ARTICLE I

Duties of Officers

Section 1. President: The President shall be the chief executive officer for the Association and shall preside at all meetings of the Association and of the Executive Committee. He shall have general supervision of its affairs under the direction of the Board of Directors. He shall appoint all standing and special committees which the members of any annual or special meeting, by a majority vote, may create.

Section 2. Vice President: The Vice President shall have all the powers and duties of the President in his absence or inability to act, and in the absence of both the President and Vice President, a temporary chairman shall be elected from the floor and he shall preside at the meeting.

Section 3. Secretary: The Secretary shall keep all records of the Association and of the Executive Committee and shall conduct all correspondence on behalf of the Association. He shall perform such other duties as shall be requested of him by the Executive Committee.

Section 4. Treasurer: The Treasurer shall have charge of all monies of the Association and be responsible therefore. He shall keep a record of all bills incurred, and disbursements made and render an account thereof at each annual meeting and at such other times as may be requested. All disbursements are to be made only upon the approval by the Executive Committee. The treasurer shall, if requested by the Executive Committee, give bond for faithful performance of his duties, the cost thereof to be borne by this Association.

ARTICLE II

General Authority

Section 1. Executive Committee: The Executive Committee shall hold one meeting each three months, the date and place of such meetings to be determined upon by the Committee. Special meetings of the Committee may be called by the President at any time upon his giving ten (10) days' notice as to the time and place of holding same, unless personally notified. Special meetings of the Committee may be called and held at any time upon the request of four members thereof, providing ten (10) days' notice thereof shall be given, unless personally notified.

- (A) The Executive Committee shall have authority to employ such persons as it may seem necessary to carry out the purpose of this organization provided bills and liabilities are not incurred beyond the annual financial income of the Association.
- (B) Limitation of Authority. No officers nor any member shall have authority to bind the Association, assume or incur any liability or indebtedness on its behalf without prior approval of the Executive Committee.

ARTICLE III

Compensation

Section 1. No member of the Association or of the Executive Committee shall receive compensation for his services, except possibly the Secretary.

Section 2. Any member may be reimbursed for advancement or bills incurred, when approved and allowed by the Executive Committee.

ARTICLE IV

Resolutions

Section 1. All resolutions presented to the Association shall be presented in writing and shall be referred without discussion to the Committee on Resolutions.

ARTICLE V

Order of Business

Section 1. The order of business at all annual and special meetings shall be as follows:

1. Call to order
2. Report of the Secretary – Treasurer
3. Unfinished business
4. Report from committees

- 5. New business
- 6. Papers on discussion
- 7. Election of officers and directors
- 8. Adjournment

ARTICLE VI

Amendments

Section 1. These By-Laws or any section thereof may be amended at any annual meeting of the members or at any special meeting called for that purpose by a vote of two-thirds of the members present.

We hereby certify that the above and foregoing By-Laws were regularly adopted at an open meeting held at _____ on _____, 19_____.

_____ President

_____ Secretary