

CONSTITUTION

ARTICLE I -TITLE_

Ohio County and Independent Fairs – Brown County is an unincorporated nonprofit association, commonly known by and doing business as Brown County Agricultural Society (hereinafter, the “Society”).

ARTICLE II - PURPOSE_

Section 1— The purpose of the Society is for the improvement of agriculture, domestic, industry, public schools and other interests such as the ~~board~~Board of ~~directors~~Directors may deem proper.

Section 2— The Society is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 3— No part of the net earnings of the ~~corporation~~Society shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the ~~corporation~~Society shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the ~~corporation~~Society shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the ~~corporation~~Society shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the ~~corporation~~Society shall not carry on any other activities not permitted to be carried on (a) by a -corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 4— Upon the dissolution of the ~~corporation~~Society, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the ~~corporation~~Society is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Section 5— The Society shall make an annual record of the names and addresses of the members duly elected and serving on the Board of ~~Trustees~~Directors of the Society and shall be deemed an integral part of the Society's governing documents.

ARTICLE III - MEMBERSHIP

Section 1— Any person eighteen years of age or over and a resident of Brown County may become a member of the Society by paying an annual membership fee which, in addition to entitling said person to all other incidents of membership in the Society, shall provide said person ~~and his or her motor vehicle~~ to free admission to the Annual Brown County Fair each day it is in progress. This also entitles said member to exhibit. All such membership certificates shall comply with the laws of Ohio, this ~~constitution~~Constitution and the rules of the Department of Agriculture of the State of Ohio.

Section 2— Memberships shall be placed on sale at least two weeks before the old memberships expire and shall remain on sale at least thirty hours each week at a place or places specified by this Society, at least until five days before the annual fair of the Society. Notice of the days, hours, when memberships can be purchased and the place where they may be purchased shall be announced in the annual premium list and in at least one newspaper of general circulation in Brown County twice during the period of sale – once when they go on sale and again no less than seven days before the sale is terminated but not earlier than twenty-one days before the sale is ended. Membership certificates shall bear dates (day and year membership begins and day and year membership terminates) denoting periods of membership in the society, ~~it~~the member's name, and a place for the signature of the person holding said membership.

Section 3— No person shall pay for or secure more than one membership certificate and that shall be for himself or herself.

Section 4— No membership certificate shall be issued to corporations, organizations, partnerships, or firms. All membership certificates shall be issued in the name of the individual who has paid the required fee and only the person whose name appears on the membership certificate shall have the right to vote at the annual meeting of the ~~society~~Society or hold office.

Section 5— Any former ~~living-director~~Director or former officer living in Brown County who has been granted Honorary Directorship status by the Brown County Agricultural Society Board of Directors shall have free lifetime admission to the Brown County Fair.

ARTICLE IV - DIRECTORS

Section 1— The ~~board~~Board of ~~directors~~Directors shall be comprised of township members and at-large members, as follows:

- A. Township Members. The ~~board~~ Board of ~~directors~~ Directors shall consist of one (1) member from each of the sixteen (16) Brown County townships. The term of ~~the~~ office of ~~director for a township member~~ Township Members shall be for three (3) years so arranged that the term of office of one-third of the Township Members of the Board of Directors shall expire annually.
- B. At-Large Members. The ~~board~~ Board of ~~directors~~ Directors shall consist of three (3) ~~at-large members.~~ At-large members Large Members. At-Large Members may be from any Brown County township and the ~~at-large director~~ At-Large Member positions shall be known as At-Large 1, At-Large 2, and At-Large 3. When appointed or elected, the ~~at-large members shall have the same voting powers as township members~~ At-Large Members shall have the same voting powers as Township Members. Except as set forth below, the term of office of At-Large Members shall be for three (3) years so arranged that the term of office of one-third of the At-Large Members of the Board of Directors shall expire annually.
- C. Appointment/Election Procedure. For the elections occurring in September 2025 and thereafter, a person interested in being elected to the Board of Directors ~~to~~ as a Township Member for a term commencing November 1 of the election year, or as an At-Large Member for a term commencing November 1 of the election year, shall submit a completed petition on or before the date that is ten (10) days before the annual election as otherwise set forth in this Constitution. Election results will be tallied, and candidates shall be elected, as follows:
1. Township Vacancies. The eligible candidate receiving the highest number of votes for a balloted Township Member vacancy shall be elected as Township Member to fill such vacancy; and
 2. At-Large Vacancies. After all Township Member balloted vacancies have been filled in the ordinary course of election, the At-Large Member vacancies shall then be filled by the three (3) remaining candidates who received the highest number of votes, regardless of township affiliation, without having been elected to a balloted Township Member vacancy and, of those three (3) candidates:
 - a. The person receiving the highest number of votes shall be elected as the At-Large 3 Member ~~whose term expires.~~ Notwithstanding the term specified in B above, the term of the At-Large 3 Member elected in 2025 shall expire October 31, 2028; and
 - b. The person receiving the second highest number of votes shall be elected as ~~the~~ At-Large 2 Member ~~whose~~ Notwithstanding the term expires specified in B above, the

term of the At-Large 2 Member elected in 2025 shall expire
October 31, 2027; and

- c. The person receiving the third highest number of votes shall be elected as the At-Large 1 Member ~~whose term expires.~~ Notwithstanding the term specified in B above, the term of the At-Large 1 Member elected in 2025 shall expire October 31, 2026.
 - d. Provided, however, that in the event there is a tie in the number of votes candidates receive, then the Board of Directors serving at the time of such election shall determine which candidates shall be elected to ~~each~~the At-Large Member ~~positions~~position(s) and the decision of such Board of Directors shall be final.
3. Interim Vacancies. Any vacancy of a Township Member position or an At-Large Member position resulting in an unfulfilled term shall be filled pursuant to Article V, Section 6 of the Society's Constitution.

Section 2— The county agents, county school superintendent, and other such persons as the ~~board~~Board of ~~directors~~Directors may, by a majority vote, be designated as honorary ~~directors~~Directors of the ~~society~~Society with no voting power.

ARTICLE V - ELECTION

Section 1— The annual election of ~~directors~~Directors shall be by ballot on Friday evening of the annual fair. The ~~secretary~~Secretary shall give notice of the ~~directors~~Directors elections for three weeks prior to the holding thereof in at least ~~two newspapers of opposite politics~~one newspaper in the county or by letter to each member.

Section 2— The casting of votes for ~~director~~Director by proxy is not to be permitted.

Section 3— Members of ~~society~~the Society shall declare their candidacy for the office of a ~~director~~Director of the Board of Directors by filing with the ~~secretary~~Secretary of this Society a petition signed by ten or more members at least ten days before the annual election of ~~directors~~Directors is held. Only regularly nominated candidates who have met the filing requirements will be eligible for election as Directors. Filing requirements for the office of ~~director~~Director and information on how these may be fulfilled shall be announced in the annual premium list and twice in at least one newspaper of general circulation in the county. Said newspaper announcements shall be made no earlier than six weeks and no later than two weeks before the annual election of Directors.

Section 4— Qualifications necessary to become a candidate: Must be 18 years of age or over, a resident of Brown County, and must hold a current membership certificate in the Society.

Section 5— The annual election of the ~~society~~Society shall be held by three judges and two clerks appointed by the President of the Society who are members, but not candidates at said election. The polls shall be open from ~~44pm~~ to 8 pm- on the Friday of the Brown County Fair.

Section 6— Any vacancy caused by death, vacancy, resignation, refusal to qualify, removal from township, or other causes, may be filled by the ~~board~~Board of Directors until the next annual election, when a ~~director~~Director shall be elected to fill the vacancy for the unexpired term.

Section 7— The terms of the office of the retiring ~~directors~~Directors shall expire, and ~~that~~ the ~~director-elect~~Directors elected shall begin, on and at the regular meeting of the Board of Directors in December, or when their successors are qualified.

ARTICLE VI - MEETINGS

Section 1. The annual meeting of the Society shall be held at the time of the election of ~~directors~~Directors or at such time and place as determined by the ~~board~~Board of ~~directors~~Directors.

ARTICLE VII - ORGANIZATION

Section 1— The Board of Directors shall, at the call of the President, any time after the annual election, but no later than the first Saturday of January, meet and elect a President, Vice President, Secretary, and Treasurer. The election of these officers shall be by written ballot.

Section 2— The President, Vice President, and Treasurer, shall be elected to serve terms of one year, and Secretary elected to serve ~~not to exceed a term of~~ three years, as the Board of Directors may determine, and until ~~their successor is re-elected~~ and to office or their respective successors are qualified- and elected to office.

Section 3— All officers shall be members of the Society. The President and Vice President shall be ~~directors~~Directors. The Secretary and Treasurer may or may not be Directors.

Section 4— Before the election of officers, the newly elected Directors shall qualify by taking the following oath (or affirmation) before a competent authority. "I do solemnly swear (or affirm) that I will support the Constitution of the United States, the Constitution of the State of Ohio, laws of Ohio and regulations of the ~~department~~Department of ~~agriculture~~Agriculture of Ohio pertaining to agricultural societies, and to the best of my ability perform the duties of the ~~director~~Director of the Brown County Agricultural Society, so help me God."

ARTICLE VII - CONSTITUTION

Section 1— The ~~constitution~~Constitution and ~~by-laws~~By-Laws of this Society shall not be amended except by a majority vote of the membership voting at the annual election of the Board of Directors of the Society. Amendments to the ~~constitution~~Constitution or ~~by-laws~~By-Laws may be proposed by:

~~A.~~ A. A majority of the Board of Directors at a scheduled meeting voting in favor of placing an amendment on the ballot; or

~~B.~~ B. Filing a petition with the Secretary of the Society at least 14 days prior to the annual election of the Board of Directors of the Society. Said petition must set forth the proposed amendment and be signed by not less than 25 members of the Society.

Section 2— Any amendment proposed as set forth in ~~a.~~A or ~~b.~~B above shall be submitted to the membership at the annual election of the Society. Said amendment shall be published in at least one newspaper of general circulation in Brown County no less than three but not more than ten days before it is voted on. When more than one amendment shall be submitted at the same time, they shall be submitted to enable the members to vote on each amendment separately.

ARTICLE IX - ADOPTION

Section 1— The rules governing the operation of County Agricultural Societies by the Ohio Department of Agriculture are hereby adopted.

BY-LAWS

ARTICLE 1-

Directors of this Society shall receive an amount not exceeding the rate as published by the Ohio ~~revised code~~Revised Code 901-5-109 plus reimbursement on a per mile basis from the ~~director's~~Director's residence to the meeting and return for attending up to twelve meetings of said board, each calendar year. All reimbursements for expenses of travel and other expenses shall be governed by the rules of the Ohio Department of Agriculture concerning agricultural societies.

ARTICLE 2-

The President shall appoint three ~~directors~~Directors as an auditing committee to inspect and audit the accounts and books of the Secretary and Treasurer and report to show an itemized statement of receipts and expenditures for the year. Said report shall be made part of the record and a summary of same shall be published in ~~two newspapers of opposite politics~~a newspaper of general circulation in Brown County, Ohio and marked copies of same mailed to the Director of the Ohio Department of Agriculture not later than January 10. All books, accounts, records, etc., shall be open to public inspection at all times during reasonable hours.

ARTICLE 3-

~~This Agricultural~~The Society shall not grant any person or persons or permit in any manner the privilege of selling, dealing, or bartering spirituous, vinous, or malt liquors in or about any buildings or anywhere on the fairgrounds at any time. This Agricultural Society shall not in any way grant the privileges of, or allow, or tolerate immoral shows, lottery devices, -

games of chance or gambling of any kind, including pool selling, paddle wheels, in or about any building or anywhere on its fairgrounds at any time.

ARTICLE 4-

Every species of gambling, whatever name, is strictly forbidden on the grounds ~~of the~~Society. Parties violating this rule may expect to be prosecuted according to the law.

ARTICLE 5-

Any officer of the fair who may become intoxicated or who is guilty of acting in an unbecoming manner, or who fails to discharge the duties in accordance with the rules of the Society, shall be subject to reprimand or discharge by the Board of Directors.

ARTICLE 6-

The Brown County Commissioners ~~of the county~~ shall insure the buildings on the grounds of the Brown County Agricultural Society for the benefit of such Society.

ARTICLE 7-

Any person may purchase a season ticket which will entitle the purchaser, ~~also his auto,~~ to admission to the grounds. If purchaser desires to leave the grounds during the session, he must ~~procure a stamp to return~~ present his season ticket for readmission.

ARTICLE 8-

There will be a season ticket required of all except one day event exhibitors. There will be no helpers' tickets given out.

ARTICLE 9-

The Secretary shall furnish a card to exhibitors showing entries made.

ARTICLE 10-

All exhibitors who may interfere with the judge during his deliberations will forfeit any and all premiums which may be awarded them.

ARTICLE 11-

No person shall be permitted within the exhibition ring except authorized personnel.

ARTICLE 12-

All awards shall be made by an expert judge, selected by the Board of Directors; or by someone appointed to take his place when circumstances demand it.

ARTICLE 13-

No exhibit can be removed from the fairgrounds until the time designated in the annual premium list except by permission of the Superintendent of the department.

ARTICLE 14-

When an animal or article is not worthy of a premium, the judge shall so report and no premium shall be awarded.

ARTICLE 15-

All stock must be in the ring within the time designated by the ~~superintendent~~ Superintendent of the department, after which no additional stock will be permitted.

ARTICLE 16-

No officer or ~~director~~Director shall compete for premiums but may offer articles for display only.

ARTICLE 17-

~~Judge~~Judges shall consider blemishes on stock, except special road ring.

ARTICLE 18-

To prevent mistakes and save time, exhibitors who have many entries to make, should examine the premium list and write down in their classes all articles they wish to enter and send a list to the Secretary before the fair.

ARTICLE 19-

Diligence will be used by the ~~Fair board~~Board of Directors of the Society to prevent injury of any nature to persons or property while on the grounds and will positively not be responsible for any such injury, damage, or loss that may occur.

ARTICLE 20-

No persons connected with tent shows or other privileges shall be admitted to the grounds without paying regular admission fee at the gates, except by contract.

ARTICLE 21-

Persons renting the privileges of show, swings, tents, and other stands, will be required to pay in advance or secure payments and enter into contract to neither sell nor give away intoxicating liquors of any kind. Stands cannot be sublet without the ~~consent~~written approval of the ~~party in charge~~Board of Directors of the Society.

ARTICLE 22-

The gates will open at the times specified for each day in the annual premium list, and at that time all gate workers and officers shall be at their assigned posts.

ARTICLE 23-

Exhibitors misrepresenting their animals on exhibition as to age, qualities, breed, or ownership, shall forfeit premiums on the same.

ARTICLE 24-

Entries on hogs, sheep, cattle, and other livestock must be made on or before the deadline specified for the appropriate department in the annual premium list. All livestock

must remain on the fairgrounds until the time designated in the annual premium list or the conclusion of the fair, except by permission of the ~~superintendent—in charge~~Superintendent of the department.

ARTICLE 25-

Stall fees must be paid in advance by check or money order for stall reservations.

ARTICLE 26-

Floral Hall entries must be made as described in the annual premium list.

ARTICLE 27-

All premiums not called for within ~~30~~90 days of the closing date of the fair will be forfeited.

ARTICLE 28-

No person shall be permitted to examine the records of the Secretary for the purpose of determining the number of entries in any class or classes.

ARTICLE 29-

Any person, group, business, or organization that rents a booth or display area may not solicit more than four feet beyond the display area. Also, no soliciting of any kind may be done on the grounds outside of a properly rented display area or booth with the exception of those who have contracted with the Brown County Agricultural Society as a roving vendor.

ARTICLE 30-

No person shall cry, hawk, sell or expose for sale any merchandise upon any public road at any point within one thousand feet of any entrance or exit of the fairgrounds at any time during the fair.

ARTICLE 31-

No roving vendor or solicitor acting either for a profit or non-profit organization or on his or her own behalf shall be permitted on the fairgrounds except within the grandstand, bleacher, or other viewing areas, but only those who have contracted with the Brown County Agricultural Society shall have such privilege.