

CALUMET COUNTY 4-H LEADERS COUNCIL, INC.
BY-LAWS
Approved April 21, 2021

ARTICLE I: NAME

The name of this council is the Calumet County 4-H Leaders Council, referred to in this document as “Leaders Council” or “Council.”

ARTICLE II: PURPOSE

Section 1. The purpose of this council shall be:

- A. To assist the County Extension Office in planning, implementing, and evaluating the year’s 4-H Youth Development program.
- B. To bring up for discussion problems and ideas of the community 4-H clubs and their leaders.
- C. To arrange for project education and leadership development training.
- D. To further in all ways the 4-H Development program in Calumet County.
- E. To accept funds for the advancement of the 4-H development program, educational activities, and awards.
- F. Calumet County 4-H Leaders Council follows the Wisconsin 4-H policies.

ARTICLE III: MEMBERS

Section 1. Leaders Council membership shall include:

- A. Every certified adult leader
- B. Youth in 9th grade or higher

Section 2. The County 4-H Youth Development Agent is an ex-officio member.

ARTICLE IV: MEETINGS

Section 1. Number. The Council shall have not less than two meetings of the membership during the year.

Section 2. Special Meetings.

- A. The president may call a special meeting of the Council upon giving not less than 7 days notice to the members and the notice shall specify the purpose of the special meeting.
- B. Upon written demand signed by at least twenty percent (20%) of the members, the president shall call a special meeting for the purpose to which the demand relates, in the manner described herein.
- C. Discussion at any special meeting shall be limited to the purpose/agenda of the special meeting.

Section 3. Quorum. The number of members necessary to constitute a quorum at a meeting of the council shall be at least five percent (5%) or 15 members.

Section 4. Voting. Each member is entitled to one vote on each question. Voting by proxy is not allowed in the Council; members who must be absent from voting may submit a signed vote on a ballot which sets forth exact question to be voted upon.

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Section 5. Meetings

- A. Order of Business. The order of business at annual meetings and so far as applicable at other meetings of the members, shall be substantially as follows:
 - 1. Roll call or registration.
 - 2. Proof of due notice of meeting.
 - 3. Reading and approval of unapproved minutes.
 - 4. Reports of officers and committees.
 - 5. Unfinished business.
 - 6. New business.
 - 7. Election of Directors.
 - 8. Adjournment.
- B. Rules of Order. *Roberts Rules of Order Revised* shall govern this Council in all cases to which they are applicable and in which they are not in conflict with these by-laws.

ARTICLE V: BOARD OF DIRECTORS

Section 1. Qualifications. It is strongly recommended that individuals be a member of the council one or more years prior to being elected to the Board of Directors.

Section 2. Elections. Board members shall be elected at the Council's annual meeting by a plurality of the total ballot votes cast.

- A. Nine adult Board members shall be elected for three year terms. Any adult directors who have served a full term are not eligible to succeed themselves for re-election, but may fill a vacancy until the next annual meeting.
- B. Three youth Board member shall be elected for one year terms, with a maximum of three year consecutive terms.

Section 3. Nominations. A nominating committee shall be made up of out-going board members. Additional nominations may be accepted from the floor at the annual meeting.

Section 4. Vacancies. Vacancies occurring on the Board of Directors may be filled by the remaining Directors or through an appointment by members of the Board of Directors until the next election of the Leaders Council.

Section 5. Ex Officio Directors. The Calumet County 4-H Youth Development Agent shall be an ex officio Director without voting rights at all meetings of the Board of Directors.

Section 6. Officers.

- A. The Directors, at their July meeting, shall elect from their number a president and a vice president, a secretary, and a treasurer. In regards to treasurer, if no interested/nominated candidates come forward, the position may be appointed by the board for a one year term.
- B. Youth directors may serve in the positions of vice-president and secretary, if they served on the Board the previous year.
- C. Duties.
 - 1. The principal duties of the **president** shall be to preside at all meetings of the members and of the Board of Directors, and with said Board to have general supervision of the affairs of the Council. He/she shall sign all contracts and other instruments.

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2. The principal duties of the **vice-president** shall be to perform the duties of the president in the event of the absence or the disability of the latter.
3. The principal duties of the **secretary** shall be to keep a true and correct record of the proceedings of all meetings of the members and of the Board of Directors, to countersign and affix the seal of the Council to all papers and documents pertaining to the business of the Council as may be assigned to him/her by the Board of Directors. The secretary shall submit a copy of the minutes to the 4-H Youth Development office to be distributed with the agenda prior to the next meeting.
4. The principal duties of the **treasurer** shall be to have custody of the Council's funds and securities; to keep full and accurate accounts of receipts and disbursements; to render, as may be required, true accounts of financial transactions of the Council and accurate statements of the financial condition of the Council. An appointed treasurer does not have to attend monthly meetings as long as a report is prepared in advance. Attendance at annual and semi-annual council meetings is requested. The Leaders Association reserves the right to remove the treasurer for just cause. This may include but not be limited to inappropriate use of funds, inaccurate reports and/or not fulfilling any of the duties identified in the treasurer's job description.

Section 8. Compensation. Each Director shall serve this Council as a Director without compensation or reimbursement for travel to and from meetings.

Section 9. Special Compensation. The Directors may vote reimbursement for pre-approved expenses actually incurred by a Director for special assignments important to the welfare of the Council.

Section 10. Board of Directors Meetings.

- A. Number. The Board of Directors will meet at least eight times per year.
- B. Time. The president may call an additional meeting at any time and shall do so upon the demand of a majority of the Directors.
- C. Notice of all Board meetings shall be given to each Director via the 4-H Newsletter or by email or a meeting may be held on written waiver of notice signed by all the Directors.
- D. Quorum. A majority of the total Board of Directors shall constitute a quorum at a Board meeting.

Section 11. General Powers and Duties; Management; Records; Reports. The Directors shall conduct, manage, and control the affairs and business of the Council. They shall have installed and maintained an adequate accounting system and require proper records of all business transactions to be kept and internally audited, and reports to be made to the Secretary of the State and other officials annually or otherwise as required by law. The Board of Directors may approve routine bills and requests for funds within the limits of the budget (under \$500 per line item; except in the case of Trip Scholarships, which will be left to the board's discretion). All checks issued will be void after 180 days.

- A. Informal Action Without Meeting - Any action required or any provision of law to be taken by the Board of Directors, may be taken without a meeting if a consent is in writing, setting forth the action so taken, shall be signed and effect as a unanimous vote at a meeting
- B. Emergency Funds – Any financial action required to be taken by the Board of Directors prior to the next scheduled meeting, may be taken without a meeting if a consent is in writing, setting forth the action so taken, shall be signed and effect as a unanimous vote at a meeting. This may include emergency purchase items up to \$1000. Whereas the Division of Extension will need to authorize any purchase of \$1000 or more.

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ARTICLE VI: COMMITTEES

Section 1. Executive Committee. The Executive Committee of the Board consists of the elected officers of the Council.

Section 2. Special Committees. The Board of Directors may select, from annual volunteer committee sign-up lists, standing and special committees to conduct any activity in agreement with the purpose of the Council.

Section 3. Committee Structure. All 4-H Standing (including project and activity) Committees will, annually, by December 1st, complete an overview of their committee structure and plans and submit that plan to the Board of Directors. Such plans will include:

1. An educational purpose statement
2. Year's goals/objectives
3. Structure of the committee
 - a. Explanation of how committee members are selected
 - b. Leadership name(s) and addresses
 - c. Youth participants
 - d. A designated liaison to the Board
 - e. Term lengths, if appropriate
4. Who (if appropriate) is the financial manager/treasurer?
5. List of any tangible assets of the committee.
6. Other information specific to the committee.

ARTICLE VII: CAPITAL STRUCTURE

Section 1. All contributions shall be income to the Council.

Section 2. All earnings from group effort shall be income to the Council.

Section 3. The fiscal year of the Council shall end June 30th of each year.

ARTICLE VIII: AUDITS

Section 1. The Council will conduct semi-annual internal audits of all Council financial records.

Section 2. Audit Committee: shall be made up of two Board members plus two Council members.

ARTICLE IX: AMENDMENT OF THE BYLAWS

Section 1. Amendments to the bylaws may be proposed by any member at a Council or Board of Directors business meeting and then discussed at that business meeting.

Section 2. These by-laws may be amended at any Council meeting by a 2/3 majority of the members present after notice to the full Council membership has been made by mail or email, at least 10 days prior to the meeting at which a vote is to be taken.

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ARTICLE X. MOTTO

The motto of the Calumet County 4-H Leaders Council shall be the 4-H Club Motto, "To Make the Best Better."

ARTICLE XI. DISSOLUTION CLAUSE

Upon dissolution of the Council, any assets remaining shall be conveyed to a 4-H Youth Development program or 4-H Youth Development Foundation as selected by the affirmative vote of a majority of Council members entitled to vote.

Approved by Calumet County 4-H Leaders Council, April 21, 2021.