

Cherokee County Friends of 4-H Foundation, Inc.

By-laws
2009

Article One
Name and Location

- 1.1 NAME: The name of this Corporation shall be Cherokee County 4-H Foundation, Inc.
- 1.2 LOCATION: The headquarters and general offices of this Foundation shall be located at the Cherokee County OSU Extension Office, 908 S College Tahlequah, OK 74464.

Article Two
Purpose

- 2.1 PURPOSE: The purpose of this Foundation shall be to promote, encourage, support , finance, and enrich 4-H programs in Cherokee County as well as to provide a stable financial environment for these programs; to assist in acquainting the general public with 4-H and its purpose; to cooperate in every way with the State and County Extension Service in the promotion of 4-H educational and recognition programs for youth and adults; to do and perform all proper acts necessary to carry the expressed purposed into full effect.

Article Three
Policies

- 3.1 POLICIES: The affairs of the Cherokee County 4-H Foundation, Inc. shall be under the sole discretion and control of its Board of Directors with an annual report issued to the membership, upon request.

Article Four
Members

- 4.1 MEMBERS: The membership of the Foundation shall consist of persons who are interested in the work and activities of 4-H Programs. Any person may become a member by showing an interest in 4-H work.
- 4.2 ANNUAL REPORT: The annual report shall be available to the membership by the first meeting. This report shall be developed by the Secretary/Treasurer & volunteers and shall show 4-H program growth, highlight special projects, and give a comprehensive financial statement for the year.
- 4.3 VOTING: All members of the Foundation are voting members at Special Meetings and shall be non-voting members at Board meetings. Members of this Corporation shall be furnished copies of annual reports, upon request.

Article Five
Board of Directors

- 5.1 DUTIES OF DIRECTORS: The Board of Directors shall exercise all corporate powers of the Foundation; shall conduct, manage, and control the business and affairs of this Foundation.
- 5.2 NUMBER OF DIRECTORS: The business and all activities of the Foundation shall be carried on by a Board of Directors consisting of twelve (9) members made up as follows: Two members of the Cooperative

Extension Staff, one being the County Extension Director, the nine (7) remaining Board members shall be chosen from the membership.

- 5.3 ELECTION AND TERM OF OFFICE: The Seven (7) elective Directors shall be chosen for 2-year terms with three Directors rotating on and off one year and four the next. An elective Director shall be eligible to succeed himself.
- 5.4 VACANCIES: Any vacancy arising among the elected directors, by reason of death, resignation, inability to act, or any other circumstances, shall be filled for the unexpired portion of such term, by the vote of the majority of the remaining members of the Board of Directors at any regular meeting of the Board, and each person so elected shall continue as a member of the Board of Directors until the term to which such director was elected expires.
Regular vacancies, resulting from the regular rotation of Board members, shall be filled by a three member nominating committee appointed by the Board. These Board vacancies shall be filled by a vote of the membership prior to the first meeting each year.
- 5.5 MEETINGS: Regular meetings of the Board of Directors shall be held four times a year on the Second Tuesday in August, November, February, and May on the fourth Monday at a place and hour to be determined by the Board. Special meetings may be held upon the call of the president or by any two members of the Board. Notice of both regular and special meetings shall be mailed by the Secretary to each member of the Board not less than (5) days before the meeting date. Notices of special meetings shall state the purpose thereof. Five directors shall constitute a quorum and any question properly coming before the Board for decision shall be determined by a simple majority of such quorum.

Article Six Officers

- 6.1 NUMBER: The officers of this Foundation shall consist of a President, Vice-President, and Secretary-Treasurer and such other officers as the Board of Directors may from time to time deem necessary.
- 6.2 ELECTION TERM OF OFFICE: Officers shall be elected by the Board of Directors to serve for a term of one year, such election being held at the first meeting of the Board of Directors. Cooperative Extension Staff members shall not serve as elected officers of the Board.
- 6.3 VACANCIES: A vacancy in any office, because of death, resignation, removal, disqualification, or otherwise may be filled by the Board of Directors for the unexpired portion of the term of said officer.
- 6.4 DUTIES OF OFFICERS:
- President: The President shall preside at all meetings, shall have general supervision of the affairs of the Foundation, shall sign or countersign all certificates, contracts, and other documents; shall make reports to the Directors and to the membership and shall perform such other duties as are usually incident to this office and shall perform such special duties as may be required from time to time by the Board of Directors.
- Vice-President: The Vice-President shall perform the duties of the President during the latter's absence or disqualification.
- Secretary-Treasurer: The Secretary-Treasurer shall issue all notices, record and preserve the minutes of all Directors' and membership meetings. She/he shall have custody of all corporate records and be responsible for all moneys and securities of the Foundation, shall keep regular books of account and when

requested by the Board, he/she shall render detailed reports at each meeting of the Board of Directors. She/He shall sign or countersign all instruments requiring a Secretary-Treasurer's signature, shall perform all duties usually incident to his/her office and such other duties as may from time to time be assigned to him/her by the Board of Directors.

Article Seven
Finances

- 7.1 Amended at meeting 4-10-95. See previous page
- 7.2 NON-BUDGETED EXPENDITURES: Any expense, not specifically budgeted, shall be approved in advance by one Extension staff member and the officers of the Board of Directors.
- 7.3 BUDGET PREPARATION: A budget committee shall submit a proposed Foundation budget for the upcoming year by the fourth Monday in August to the Board to be approved at that regular meeting.

Article Eight
Committees

- 8.1 BUDGET COMMITTEE: The budget committee shall consist (1) chairmen- the secretary-treasurer of the Foundation and (4) Four other members to be appointed by the president. One 4-H Cooperative Extension Staff member shall also be a member of the Budget Committee.
- 8.2 NOMINATING COMMITTEE: The nominating committee shall consist of 3 members appointed by the board. They shall fill the regular vacancies resulting from the rotation of Board members' terms. These Board vacancies shall be filled from the membership prior to the first meeting of the year.

Article Nine
Fiscal Year

- 9.1 FISCAL YEAR: The Fiscal year of the Cherokee County 4-H Foundation Inc. shall begin on the first day of July and end on the 30th day of June, in each year.

Article Ten
Amendments

- 10.1 AMENDMENTS: The By-laws of this Foundation may be amended, repealed, or altered by a two-thirds vote of all Directors at any regular meeting, or at any special meeting called for that specific purpose.