

BYLAWS for
CLACKAMAS COUNTY JUNIOR LIVESTOCK AUCTION, INC.

Adopted 11.15.17

ARTICLE I - NAME

The organization shall operate under the name of Clackamas County Junior Livestock Auction, Inc. (CCJLA, Inc.)

ARTICLE II - PURPOSE

The purpose of the CCJLA, Inc. shall be to help educate FFA and 4H members to produce more desirable market animals and to provide a service to market such animals; and the corporation may engage in any lawful activity, none of which is for profit, for which corporations may be organized under ORS Chapter 61.

ARTICLE III - MEMBERSHIP

The CCJLA, Inc. shall consist of any person that has an interest and desire to provide educational activities through a youth market animal auction program. Committee members are encouraged to attend the annual meeting and participate in auction activities throughout the year.

ARTICLE IV - OFFICERS AND BOARD of DIRECTORS

The officers of the CCJLA, Inc. shall consist of a Chairman, Vice Chair, Auction Coordinator, Secretary/Treasurer or Secretary and Treasurer.

The Board shall consist of nine members; three representing FFA, three representing 4H, and three representing the community at large. The three FFA and 4H representatives shall be appointed by their respective organizations and named by the annual meeting in January. If 4H and FFA do not have adequate representation, then the nominating committee will work with 4H and FFA to fulfill the positions from the at large members.

The Officers, excluding the auction coordinator, shall be elected annually from the members of the board.

The auction coordinator shall be appointed by the nine member board and approved annually.

Terms of Limits: The board of directors shall serve a three year term with one member from each category rotating off each year.

ARTICLE V - DUTIES OF OFFICERS AND BOARD OF DIRECTORS

The Chairman shall be the chief executive officer of the CCJLA, Inc. and shall preside at meetings of the Board of Directors. He/she shall direct, personally or by appointment of individuals or committees, the promotion of the auction.

The Auction Coordinator shall have the authority to run the auction with the help of the Chairman. He/she will be responsible for back-up buyers, transportation of animals, publicity, promotional advertisements and such other duties that may be required of him/her during the auction.

The Secretary shall record the minutes of all meetings and business conducted and shall conduct such correspondence as may be necessary to best serve the interest of the CCJLA, Inc. either on the basis of personal knowledge or upon the request of the Chairman. The Secretary shall also maintain the correspondence files and other records including minutes of meeting, list of members and periodic treasurer's reports.

The Treasurer shall be responsible for the operational funds of CCJLA, Inc. and shall keep adequate records of all fiscal transactions and shall make an annual report of the financial condition of the CCJLA, Inc. and more frequently when required. Two (2) board member signatures shall be required on each check drawn.

It shall be the duty of the Board of Directors to establish the overall policy and program of CCJLA, Inc. and to approve major commitments and decisions. Their duties shall include but are not limited to (1) establishing and enforcing all sale rules and requirements and (2) the operation of the auction.

ARTICLE VI - MEETINGS

COMMITTEE

The fiscal year of the CCJLA, Inc. shall be January 1 to December 31. The annual meeting shall be held at the January meeting at which time the 'At Large' board members will be elected.

Notice of the annual meeting shall be made by the Secretary with a copy of the minutes of the previous meeting at least five (5) days previous to the date of the meeting.

The Board shall determine the time and place of the regular meetings.

The Chairman or other delegated officers may call special meetings, as necessity requires.

BOARD

The board shall establish and publish an annual meeting schedule. Additional meetings may be called as needed. The board shall use the most appropriate meeting method for the agenda and issues at hand.

The board shall elect their officers at the next regularly scheduled board meeting following the annual meeting.

ARTICLE VII - AMENDMENTS

These articles may be amended at any meeting of the Board of Directors by a two-thirds vote in the affirmative, provided that notice of the proposed amendment is included in the written notice of said meeting.

ARTICLE VIII - CHARITABLE PURPOSES

This organization is organized exclusively for the charitable purpose within the meaning of section 501c(3) of the Internal Revenue Code.

Notwithstanding any other provision of those Articles, the organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax as an organization described in section 501c(3) of the Internal Revenue Code (or corresponding section of any future federal tax code.)

Upon dissolution and winding up of this organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation organized and operated exclusively for the purpose specified in section 501c(3) of the Internal Revenue Code and which as established its tax-exempt status under that section.