

Bylaws of the Kansas Crop Improvement Association

Article I. Membership

- 1.1 Any person interested in the production and utilization of quality seed and plant parts shall be eligible for membership in this association
- 1.2 Members of the association are those individuals or businesses with currently paid membership dues.
- 1.3 Members may be suspended or expelled upon a majority vote of the Board of Directors. Members will be given such notice in writing. Requests for a hearing or appeal must be made in writing within 30 days of notification.
- 1.4 Honorary membership may be conferred upon a majority vote of the membership present at any annual or special meeting of the association.

Article II. Membership Meetings

- 2.1 An annual meeting shall be held during the first quarter of the year at a place designated by the Board of Directors.
- 2.2 Special meetings may be called by the President, majority of the Board of Directors or by a written petition of twenty percent (20%) of the membership.
- 2.3 Notice of the time and place of all annual business meetings and of the time, place and purpose of all special meetings shall be distributed to each member at least fifteen (15) days before such meeting. Notification may be by US mail, fax, phone or e-mail.
- 2.4 The President shall preside at all membership meetings. In the absence of the President, the Vice President of Research shall preside. In the absence of both the President and the Vice-president of Research, the Vice-president of Standards shall preside.
- 2.5 At membership meetings, each member shall be entitled to cast one vote in person.
- 2.7 The rules contained in Roberts' Rules of Order Newly Revised (9th edition) shall govern the parliamentary procedure in all cases to which they are applicable and in which they are not in conflict with these bylaws.

Article III. Directors

Adopted: January 27, 1998; amended February 9, 2005

3.1 Governance of the association is the duty of the Board of Directors. There shall be ten elected directors, two ex officio directors and one appointed director. One director will be elected from each of the following described ten districts:

Northwest District 1: Cheyenne, Decatur, Gove, Graham, Logan, Norton, Rawlins, Sheridan, Sherman, Thomas, Trego and Wallace..

Southwest District 2: Clark, Finney, Ford, Grant, Gray, Greeley, Hamilton, Haskell, Hodgeman, Kearny, Lane, Meade, Morton, Ness, Scott, Seward, Stanton, Stevens and Wichita.

West-at-Large: From District 1 and 2.

North Central District 3: Clay, Cloud, Jewell, Mitchell, Osborne, Ottawa, Phillips Republic, Rooks, Smith and Washington.

Central District 4: Barton, Dickinson, Ellis, Ellsworth, Lincoln, Marion, McPherson, Rice, Rush, Russell and Saline..

South Central District 5: Barber, Butler, Comanche, Cowley, Edwards, Harper, Harvey, Kingman, Kiowa, Pawnee, Pratt, Reno, Sedgwick, Stafford and Sumner.

Central-at-Large: From District 3, 4 and 5.

Northeast District 6: Atchison, Brown, Doniphan, Douglas, Geary, Jackson, Jefferson, Johnson, Leavenworth, Marshall, Nemaha, Pottawatomie, Riley, Shawnee, Wabaunsee, and Wyandotte.

Southeast District 7: Allen, Anderson, Bourbon, Chase, Chautauqua, Cherokee, Coffey, Crawford, Elk, Franklin, Greenwood, Labette, Linn, Lyon, Miami, Montgomery, Morris, Neosho, Osage, Wilson, and Woodson.

East-at-Large: From District 6 and 7.

3.2 Ex officio voting members shall be the Head of the Agronomy Department and the Director of Extension at Kansas State University or their designees. The Kansas Seed Industry Association may also appoint a director with voting privileges.

3.3 Elected directors must be nominated from the membership and shall be nominated for a three year term. They may serve a maximum of three consecutive three year terms. Directors shall hold office until a successor is in place.

3.4 A board nominating committee may present at least one candidate for each open position at the annual membership meeting. Additional nominations from the floor may be accepted.

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- 3.5 Elected director vacancies may be filled by appointment by the President with ratification by the Board of Directors for the remainder of the unexpired term.
- 3.6 A quorum shall consist of a majority or more of the directors, but the directors present, although less than a quorum, shall have the power to convene and adjourn the meeting from day to day or to some future date.
- 3.7 Notice of the time and place of all regular and special meetings of the Board of Directors shall be distributed to each director at least fifteen (15) days prior to the meeting. Notices of special meetings shall also state the purpose thereof. Notification of meetings may be by US mail, fax, phone or e-mail
- 3.8 The Board of Directors shall select and employ an executive director to manage the day to day affairs of the association in harmony with the association mission and board policies and directives. Dismissal of an executive director shall be by majority vote of the Board of Directors.
- 3.9 The Board of Directors shall approve all programs offered by the association.

Article IV. Dues

- 4.1 Annual dues shall be set by the Board of Directors.

Article V. Officers

- 5.1 The officers shall be a President, Vice-President of Research, Vice-president of Standards, and executive director, and such other officers as the Board of Directors may from time to time deem advisable.
- 5.2 Terms of office for the President and Vice Presidents shall be for one year or until their successors are elected.
- 5.3 The President and Vice Presidents shall be nominated from the elected directors at a board reorganization meeting following the annual membership meeting. The board nominating committee may recommend candidates. The President and Vice Presidents shall retain their status as directors during their term of office.
- 5.4 The President shall preside at all meetings of the association and provide leadership in the development and implementation of board policies and directives. The President shall make an annual report to the membership.
- 5.5 The Vice Presidents shall assume such duties as assigned by the President, and serve in place of the President when the President is absent or unable to serve. In the absence of the President, the Vice

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President of Research shall preside. In the absence of both the President and the Vice-president of Research, the Vice-president of Standards shall preside.

- 5.6 The executive director shall direct the affairs of the association under the guidance of board policies and directives. The executive director shall periodically report to the Board of Directors on association accomplishments.

Article VI. Amendments

- 6.1 These bylaws may be amended at any annual meeting by a two-thirds vote of the members present. Members shall be notified of proposed changes at least thirty days prior to the annual meeting.

Article VII. Fiscal Year

- 7.1 The fiscal year of the association shall be January 1 to December 31.

Article VIII. Directors Compensation

- 8.1 Directors shall receive no direct salary or compensation for association services, however, documented expenses may be reimbursed in harmony with association board policy.

Article IX. Committees

- 9.1 The Executive committee shall consist of the President, Vice-president of Research and Vice-president of Standards. A quorum shall consist of all three members. The committee shall have the authority to conduct the business of the association in conformity with the policies and directives established by the Board of Directors. Any acts done or authority assumed by the Executive Committee not previously delegated must thereafter be ratified by the Board in order to bind the association.
- 9.2 The President may establish and disband other committees from time-to-time as deemed necessary.