

AMERICAN JUNIOR ABERDEEN ASSOCIATION

BY-LAWS

ARTICLE I

OFFICES, RECORDS, AND PURPOSES

1. **Offices.** The principal office and location of the American Junior Aberdeen Association (AJAA) shall be in Parker, Colorado.
2. **Records.** The Association shall keep correct and complete books and records of account, and shall also keep the minutes of its board of directors and committees having any of the authority of the board of directors. All books and records of the Association may be inspected by any member, or his agent or attorney, for proper purpose at any reasonable time.
3. **Purpose.** This organization (heretofore and hereinafter referred to as the "Association") exists solely as an educational and youth activity and is an unincorporated joint program activity of the American Aberdeen Association and every provision of these Bylaws shall be construed consistent with this declaration. The purpose of this Association is both educational and charitable, including improvement and development of the capabilities of youth, both individually and through group participation, in breeding and raising Aberdeen cattle, and developing leadership abilities along with participation of youth interested in promoting Aberdeen cattle. The Board of Directors of the American Junior Aberdeen Association shall serve as a communication link between the AJAA membership and the American Aberdeen Association Board of Directors and Staff.
4. No member of this Association can legally bind, or act in the name of, the American Aberdeen Association without written prior consent of the American Junior Aberdeen Association.

ARTICLE II

MEMBERSHIP

As a condition of membership in the Association, each member shall agree to conform to and abide by the by-laws, rules and regulations of the Association, and amendments or modifications thereto, which may from time to time be adopted.

1. **Qualification of Members.** As stated in the by-laws of the American Junior Aberdeen Association, applicants for junior membership must be under 21 years of age and be residents of the United States, including its territories and possessions. Junior membership shall be issued only to an individual and shall expire upon the attainment of age 21. Participation is acceptable through the calendar year of the individual's 21st birthday. Junior membership may be converted to a Regular membership upon payment of a regular membership fee. Members shall be subject to classification as Active or Inactive. Active and Inactive members are defined as follows:
 - a. A Junior member shall be considered active if he/she is engaged in the registration of Aberdeen cattle within the last six years.

- b. A Junior member shall be considered inactive if he has not registered any animal for six or more consecutive years. Such Inactive member shall be reinstated upon the resumption of the registration of animals.
 - c. Membership in the association shall cease upon the death, resignation, or expulsion of a member, except as may otherwise be provided in the rules and regulations of the association.
 - d. Junior membership is open to all youth through the calendar year of their 21st birthday. A member must not have reached their twenty-first birthday before January 1 of the calendar year.
 - e. Junior membership is open to all youth without regard to race, color, creed, religion, national origin, sex, marital status, disability, or public assistance.
 - f. All Junior members must pay annual dues.
2. **By-laws of Organizational Members.** All state or regional Junior Aberdeen Associations must operate under state by-laws that are in accordance with the by-laws of the American Junior Aberdeen Association. These must be on file with the American Junior Aberdeen Association in Parker, Colorado.

ARTICLE III

MEETINGS OF MEMBERS

1. **Place of Annual Meeting.** The annual meeting of members shall be held in conjunction with the American Junior Aberdeen Association Junior National show each year.
2. **Time of Annual Meeting.** The annual meeting of the organizational members shall be held on a date that is concurrent with the annual meeting date of the membership of the American Junior Aberdeen Association each year, at a time designated by the Junior Board of Directors.

ARTICLE IV

BOARD OF DIRECTORS

1. **General.** The Board of Directors shall develop and carry out all programs as directed by the general membership. In addition, the Board of Directors shall serve as a communication link between the AJAA membership and the American Aberdeen Association Board of Directors and Staff. Each director shall represent not a particular state or region, but all AJAA members.
2. **Numbers, Terms, Qualifications, and Selection of Directors.** The directors of the Association shall be seven (7) in number. Directors shall serve for a two-year term. Candidates for director positions shall submit an application and be interviewed by a committee of three qualified industry leaders. The interview committee shall submit their selections to the junior board advisors. To be eligible for consideration, board candidates must not have reached their twenty-first birthday before January 1 of their application year and must be at least 15 years of age at the time of the application.
3. **Resignation.** Any member of the board of directors may resign at any time by giving written notice thereof to the remaining members of the board of directors. Such resignation shall take effect at the time specified

therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

4. **Vacancies.** Vacancies in the membership of the board of directors resulting from any cause may be filled by a majority vote of the remaining members of the board of directors at their next regular meeting or at a special meeting called for that purpose. A member appointed to fill a vacancy created by any reason, shall serve for the unexpired term of his predecessor in office and until his successor has been elected and qualified. The member filling the vacancy shall be eligible to run for election to serve an additional term.
5. **Meetings.** The AJAA board will meet in conjunction with the following events unless otherwise agreed upon: (1) a regularly scheduled meeting of the American Junior Aberdeen Association Board of Directors; (2) the Junior National Aberdeen Show; and (3) any meeting held at the discretion of the Board of Directors as determined by resolution, or written consent of all members of that board.
6. **Annual Meeting.** The newly elected members of the Junior Board of Directors, together with the previous seven board members shall meet following the annual meeting of members.
7. **Regular Meetings - Notice.** Regular meetings of the Junior Board of Directors shall be held without notice at such time and place as shall from time to time be fixed by resolution of the Junior Board of Directors. Any business may be transacted at a regular meeting.
8. **Quorum.** At all meetings of the Junior Board of Directors, a majority or more of directors shall constitute a quorum for the transaction of business, and the act of a majority of the members present at any meeting at which there is a quorum, shall be the act of the Junior Board of Directors.
9. **Committees.** The Board of Directors may, from time to time, appoint standing or special committees that may include non-members of the Board of Directors. Standing or special committees appointed by the Board of Directors shall be charged with and limited to such responsibilities as the Board of Directors shall set forth by resolution.
10. **Expenses.** When the Junior Board of Directors meet for the transaction of Association business, their lodging expenses incurred for such meetings shall be paid from the funds of the American Junior Aberdeen Association (Junior funds), with prior approval of the Board and Junior Advisors. Lodging expenses shall be reimbursed for other activities approved by the Junior Advisors. Expense reports must be submitted within 30 days of the event at which expenses are incurred.
11. **Budget.** The AJAA board shall develop an annual budget for all junior activities.
12. **Conduct of Directors.** All board members should conduct themselves in a businesslike manner at all Aberdeen functions. The Advisor of Junior Activities has the power and duty to issue warnings to board members when needed. Warning may be issued 1) when a board member is not willing to perform an assigned task without a good reason, or 2) for general lack of cooperation by a board member. When a member receives two (2) warnings, it is grounds for removal from the board. 3) Conduct unbecoming of a junior board member or behavior disregarding the code of conduct or the bylaws will be grounds for immediate removal by the AJAA board of directors with proper discussion and a two thirds majority vote of directors at a regular meeting, or a special meeting called for that purpose. Behavior unbecoming of a board

member shall include: public displays of affection, profanity, illegal behavior of any kind, or use of alcohol, or tobacco products at any junior event regardless of age.

ARTICLE V

OFFICERS

1. **General.** The officers of the Association shall consist of President, Vice-President, Secretary, Treasurer, Social Media Director. All officers shall be members of the junior board of directors. The officers shall be elected each year by a majority vote of a quorum of the board of directors of the current year. The term of all officers shall be one year.
2. **Election of Officers.** Directors serving in the second year of their two year term will be accepted for officer nomination one month prior to the annual board meeting. Following the close of nominations, the nominees will be asked to leave the room and return individually with a brief summary of their plans and objectives for the AJAA and aspired office. Followed by discussion from the floor on behalf of that director, votes will be cast by secret ballot. This election procedure will be followed for each office. The order of elections will start with President, Vice-President, Secretary, Treasurer and Social Media Director.
3. **Removal.** Any officer so elected may be removed by a two-thirds majority vote of the directors present at any regular meeting or special meeting called for that purpose, at which a quorum is present, provided that such removal shall be without prejudice to the contract rights, if any, of the person removed.
4. **Vacancies.** Vacancies caused by the death, resignation in capacity, removal, or disqualification of an officer of the Association shall be filled by a majority vote of the Junior Board of Directors at any regular or special meeting called for that purpose and such person so elected to fill any such vacancy shall serve at the pleasure of the board until the next annual meeting of the American Junior Aberdeen Association when his successor will be duly elected and qualified.
5. **President.** The President holds the following responsibilities: organize and lead meetings; appoint committee members; attend at least one American Aberdeen Association board meeting as an official representative; hold monthly conversations with the AJAA Junior Advisors; and co-chair the by-laws committee.
6. **Vice-President.** The Vice-President holds the following responsibilities: oversee committee operations and structure; assist in meeting planning and operations; attend at least one American Aberdeen Association board meeting; serve in the absence of the President; co-chair the by-laws committee; handbook revision, record book distribution and revision, publication of any promotional materials, and technology based information.
7. **Secretary.** The Secretary holds the following responsibilities: board editor of the newsletter (with the assistance of the Aberdeen Ledger); organize the minutes of the meetings for emailing after each meeting; organize official board correspondence and letter writing to others; and chairman of the communications committee.

8. **Treasurer.** The Treasurer holds the following responsibilities: in charge of Junior Association Funds and membership documentation. The treasurer shall coordinate fundraising and promotional activities of the AJAA.
9. **Social Media Director.** The Social Media Director holds the following responsibilities: in charge of recognition awards, online presentation of all things related to the AJAA social media pages.
10. **Junior Advisors.** The Junior Advisors shall consist of three members selected by the Junior Board of Directors.
11. **Advisory Board.** The Advisory Board shall consist of three members serving a three year term each. The board will rotate with one new member each year to be selected by the junior board. The advisory board will work with the Junior Advisors and Junior Board of Directors to guide the American Junior Aberdeen Association. The advisory board will consist of one American Aberdeen senior board member, one at-large American Aberdeen senior member and one American Aberdeen Junior Committee member. The advisory board members are encouraged to attend at least one junior Aberdeen board meeting per year.

ARTICLE VI

MISCELLANEOUS

1. **Amendments.** The by-laws of the Association may from time to time be altered or amended in any respect or repealed in whole or in part, by voting members of the Association, which power may be exercised by a vote of two-thirds of the delegates present at any annual or special meeting at which a quorum is present or by a majority vote of the American Junior Aberdeen Association Board of Directors and will be effective until the first annual meeting following these changes, after which they must be approved by a two-thirds vote of the official delegates representing a quorum at that meeting to remain in effect. All by-law changes must be presented in written form to the delegates prior to voting.