

ARTICLE I – NAME

The name of this association shall be TEXAS AGRICULTURAL IRRIGATION ASSOCIATION, INC.

ARTICLE II – PRINCIPAL PLACE OF BUSINESS

The principal office of this association shall be located in the city which is the office of the Chairman of the Board or elsewhere at the discretion of the Board of Directors.

ARTICLE III – OBJECTIVES AND PURPOSES

This association is a non-profit organization whose principal objective is to enhance agricultural irrigation which shall include:

- a) Promoting standards for proper design, installation and management of irrigation systems.
- b) Promoting water and soil conservation through efficient irrigation practices.
- c) Communicating information to farmers and the general public about agricultural irrigation.
- d) Encouraging cooperation among all segments of the industry.
- e) Promoting a closer liaison with financing agencies.
- f) Promoting ethical business practices within the industry.
- g) Establishing of approved chapters.
- h) Cooperating with agencies and organizations in the efficient use of water.
- i) Exercising all privileges and powers and procedures authorized by state and federal law.
- j) Interacting in the legislative and regulatory process.

ARTICLE IV – MEMBERSHIP AND VOTING RIGHTS

Section 1

Dues and assessments will be set by the Board of Directors annually.

Section 2

Membership shall consist of those persons, firms, or corporations active in agricultural irrigation and certified by the Board of Directors as eligible.

Section 3

There shall be four dues paying categories of membership: Regular, Associate, Supporting and Technical.

Regular membership shall be available to irrigation equipment manufacturers, distributors, dealers and installers, registered engineers and/or engineering firms, companies that design irrigation equipment, manufactures representatives and other organizations supporting agricultural irrigation activities.

Associate membership shall be available to additional employees or Regular member firms. A company, organization, agency or individual may have no more than one regular membership.

Technical membership shall be available to individuals employed by local, state, or federal governmental agencies.

Supporting membership shall be open to individuals having interest in the Texas Agricultural Irrigation Association, Inc., but not meeting the eligibility requirements of the other membership grades. The Board of Directors has the sole responsibility to determine membership eligibility.

The Board of Directors shall have the right to appoint Honorary, Complimentary, Press and other non-dues-paying memberships at its discretion.

Section 4

Voting Rights: Each Regular Member shall be entitled to one vote in all membership meetings and shall designate the individuals authorized to cast its vote in person or by written proxy.

Technical, Supporting and Associate members shall not be entitled to vote.

ARTICLE V – EXPULSION

The Board of Directors shall have the right and the responsibility to rescind the approval of a membership or a Chapter whenever it is found that a member or a Chapter has failed to operate faithfully in accordance with these bylaws and the rules and regulations of the Association.

ARTICLE VI – OFFICERS, THEIR POWERS AND DUTIES

Section 1

The Secretary-Treasurer and members of the Board of Directors of the Association shall be elected by a simple majority of the membership present at the annual meeting.

Section 2

The officers of the Association are a President, Vice-President, a Secretary, and a Treasurer. However, one person shall hold the office of the Secretary-Treasurer. The Secretary-Treasurer of the Association shall serve one year as Secretary-Treasurer or until the next annual membership meeting. The year following, such Secretary-Treasurer shall assume the responsibilities and office of Vice-President as a matter of right until the next annual meeting of the membership. Thereafter, the Secretary-Treasurer shall assume the office of President until the next annual meeting of the membership.

Section 3

Duties of the Secretary-Treasurer. The Secretary-Treasurer shall have general supervision over the finances of the Association. He shall receive and have custody of all moneys and securities belonging to the Association. He shall, once a year, or more often, if requested, make a report to the membership and perform such other duties relating to the Association finances as may be directed. The Secretary-Treasurer shall not have the authority to sign checks that obligate the Association in any way for a sum in excess of

\$250.00 without the express approval of the President, who shall determine the necessity of the approval of the Board of Directors as to such transaction. Further, he shall keep full and accurate minutes of all meetings of the Association and handle correspondence as directed by the President. He shall send to each member a written notice stating the time and place of meetings. He shall be custodian of the records of the Association.

Section 4

Duties of the Vice-President. In the absence of the President, the vice-president shall preside at all meetings, and shall otherwise assume the duties of the President.

Section 5

Duties of the President. The President shall be the chief executive officer of the Association and shall preside at all meetings. He shall have the authority to appoint committees subject to the approval of the Board of Directors and to assign additional duties to the other officers. He shall perform such other duties as may be assigned by the Board of Directors. It shall be the responsibility of the President to present to the membership the Annual Report.

Section 6

Board of Directors. The Board of Directors shall consist of ten (10) individuals. Four (4) of such shall represent each quadrant of the State of Texas. Such quadrants shall be defined by the Board of Directors but shall conform as closely as possible to the following geographical segregation:
North Plains, South Plains, South and West Texas, and East Texas.

Two (2) members of the Board of Directors shall be elected at large. In addition to the Board of Directors who shall be elected, the Secretary-Treasurer, Vice-President and President shall be members of the Board of Directors. Additionally, the past President of the Association shall be a member of the Board of Directors, but shall have no vote.

- a) Non-Officer Directors shall hold staggered terms of two years. At the first annual meeting of the membership, the six (6) Directors shall be elected. Three, (2 from geographical areas and one at large) shall be elected for a one-year term and the same composite of the three remaining Directors shall be elected for a two-year term. After the expiration of the one-year terms, all Directors shall hold their office two years from the date of the election so that they shall have staggered terms.

Section 7

The Board of Directors shall appoint a Nominating Committee consisting of three (3) or more Regular members. This committee shall nominate eligible members for each of the offices of the Board of Directors requiring new Election and Secretary-Treasurer. The nominating committee shall be appointed at the annual meeting. They shall report to the Board not later than one month before the next annual meeting the recommended nominees that the Board shall present to general membership.

If a vacancy should occur among any of the Officers, or the Board of Directors during the year, the Board may fill such vacancy. A simple majority of the Board will constitute acceptance.

Section 8

The Board of Directors may appoint Educational Advisors.

Section 9

The Board of Directors may establish adjoining state chapters and elect their directors as needed.

ARTICLE VII – MEETINGS

Section 1

There shall be one Annual Meeting of the Association and at least two (2) meetings of the Board of Directors during each calendar year. The annual meeting will be held in January or such date determined by the Board.

Section 2

Special meetings of the Board of Directors may be called by the President or a majority of the Board of Directors. When special meetings are called, members shall be notified four (4) weeks in advance as to the content of the proposed agenda.

Section 3

Special meetings of the general membership shall be considered a quorum for Board meetings.

ARTICLE VIII – CHARTER MEMBERS

Jim Bordovsky
Walt Clark
Dr. Guy Fipps
Tom Joseph
Marion Miller
Leon New
Roger Schultz
Nick Smith
Robin Spain
Mike Stephens
Agricultural Products, Inc.
American Valley, Inc.
Armin Poly Pipe
ATS Irrigation
Bowsmith, Inc.
Claude Laval Corp.
Diamond Plastics Corp.

Equipment Supply Co., Inc.
Franse Irrigation
Fresno Valves & Castings, Inc.
Great Plains Meter, Inc.
Hi-Tech Irrigation, Inc.
I-E "Top-O-The-Line" Pumps
Lake Company (The)
Lindsay Manufacturing Co.
Lockwood Corporation
Marion Miller & Associates
Master Manufacturing Co.
Mesa Irrigation Co.
Nelson Irrigation Corp.
Rainbird Sales, Inc.
Senninger Irrigation, Inc.
SWISH, Inc.
Valmont Irrigation, Inc.
Valley Ag Electric
Waterman Industries Sales
Weather-Tec Corp.
Western Ag Sales Co., Inc.
Weather-Tec Corp.

ARTICLE IX – APPROVAL AND AMENDMENTS

Section 1

The Bylaws of the Association may be altered, amended or repealed by a two-thirds vote of the Regular membership present and voting at any legally constituted meeting of such membership provided that written notice of the proposed alteration, amendment, or repeal shall have been sent to the membership with the call for such meeting at least four (4) weeks prior to the date of said meeting.

Section 2

The Board may recommend change of the Bylaws to the general membership which must approve such change by a two-thirds (2/3) vote as above provided or by a two-thirds (2/3) vote of all registered members by mail.

Section 3

These Bylaws set forth in the foregoing paragraphs are subject to ratification by a two-thirds (2/3) majority vote of those present at the first general meeting of the Association.

Section 4

On any matter which these by-laws fail to address, the Board of Directors may be guided by state law in their activity and Robert's Rule of Order.

ARTICLE X – SPECIAL PROGRAMS AND FINANCES

Section 1

Scholarships: There shall be a separate bank account designated for scholarships. The Board of Directors will develop a scholarship policy and application. The Board will determine annually the amount of money to transfer from the general fund into the scholarship account. Additional money contributed specifically for scholarships shall be placed in the scholarship account.

The Board of Directors shall appoint a scholarship committee chair at each annual meeting. The committee chair will select a minimum of two additional TAIA members to serve on the scholarship committee. The scholarship committee will determine the recipient of each scholarship awarded based on the scholarship application and policy.