

Oklahoma Brangus Association

BYLAWS

Name:

The name of the association shall be the 'Oklahoma Brangus Association' abbreviated OBA referred to hereafter as the Association.

Objectives:

- 1) To increase Brangus market share in the southern plains region through focused and unified Brangus promotion and sales in Oklahoma.
- 2) To serve the entire state as equitable as possible.
- 3) To improve the effectiveness and timeliness of efforts to provide and support programs for young Brangus breeders directed toward developing their knowledge of sustainable cattle breeding, being a well rounded citizen, and conducting themselves with the highest of ethics.
- 4) To provide a process whereby the membership majority annually establishes the organization's strategy and financial constraints that are implemented by the organizations leadership.
- 5) To provide an environment conducive to the social exchange of ideas among the membership to the greatest extent possible.

A) Organization Structure:

Officers: All officers shall be elected by the membership at the annual meeting. If their term is to be extended, that shall also be determined at the annual meeting. All officers of the Association shall be residents of the State of Oklahoma.

The Officers and committee members of the Association shall be held harmless from and indemnified by the Association against any and all claims or demands of any party arising out of the performance of their duties conducted for or in behalf of the Association including, but not limited to, attorney's fees, costs and expenses incurred in the defense of any litigation resulting therefrom.

President: Elected for a one year term, extendible by vote for one additional year. The president shall have been a member in good standing of the Association for no less than five years prior to their election and shall have held at least one other officer position in the Association. The president shall be responsible for:

- a) ensuring the association's leadership complies with the by-laws, strategy, and budget by line item,
- b) coordinating the efforts of each of the vice-presidents and secretary/treasurer,
- c) calling or approving the calling of meetings,
- d) being the Association's primary interface to IBBA and the Oklahoma IBBA Board of Directors.

Sales Vice-President: Elected for a one year term, extendible by vote for ~~one~~ additional terms. The sales vice-president shall have been a member in good standing of the Association for no less than two years prior to their election. The sales vice-president shall:

- a) coordinate all sales approved by the membership at the annual meeting,
- b) present at the annual meeting recommended sale guideline revisions, sale date(s), recommended facility, consignment goals, advertising budget, and all other sale related items.

Promotions Vice-President: Elected for a one year term, extendible by vote for one additional term. The promotions vice-president shall have been a member in good standing of the Association for no less than three years prior to their election. The promotions vice-president shall:

- a) place advertisements for the association,
- b) work with the sales manager for sale related advertisements,
- c) identify new or under-utilized promotional areas and techniques,
- d) work toward increasing membership.

Junior Breeder's Vice-President: Elected by the membership annually for a one year term, extendible for one additional term. The junior breeder's vice-president ideally shall function as the junior advisor to maximize coordination of junior events, IJBBA coordination, membership, and related functions. The Oklahoma Junior Brangus Breeders Association shall remain a separate entity from the Association.

Secretary/Treasurer: Elected for a one year term, extendible for one additional term. The secretary/treasurer shall have been a member in good standing of the Association for no less than two years prior to their election. The secretary/treasurer shall:

- a) maintain the membership records,
- b) issue membership renewal notices,
- c) record minutes of all meetings providing the membership timely copies thereof,
- d) maintain the association financial account(s),
- e) issue all checks approved by the president or vice-presidents. Payment of normal association operating expenses (postage, copying, etc.) requires no prior approval,
- f) provide financial status to the general membership no less than four times a year,
- g) ensure no expenditure(s) shall exceed the budget established by the membership at the annual meeting by no more than ten percent.

Officer at Large: Elected for a two year term, extendible for one additional term. The officer at large shall have been a member in good standing of the Association for no less than one year prior to their election. The officer at large shall:

- a) as requested by the president, provide assistance periodically to the other officers,
- b) in the event an officer is incapable of fulfilling their position or is removed by the

- membership, the officer at large shall assume the vacant position until filled by a vote of the general membership,
- c) chair the nomination committee for the next year's vacancies.

B) Procedural:

1) Meetings shall be conducted under Robert's Rules of Order. A quorum for the transaction of business shall consist of not less than ten percent of all active members, then in good standing, present in person and voting.

2) Agendas of proposed meeting items shall be mailed via postal delivery, electronic mail, Facebook or possibly the OBA website. Members without computer capabilities or those that would rather decline electronic notification will still receive the information via postal mail. If the Secretary does not have a valid email address for any member, information will be sent via postal mail to the general membership no less than ten days before the meeting date. (revised 6/12/2010; 12/13/2014).

3) The Association shall operate revenue neutral, i.e. expenses shall equal projected income. To address unforeseen cash flow emergencies and unique opportunities, an Association account balance approximately equal to one year of income shall be maintained.

4) At the annual meeting the Association shall approve a budget proposed by the current president, for the up-coming year comprised of no less than the following line items:

- a) income from: 1. dues, 2. sales, 3. other,
- b) expenses incurred from 1. sales, 2. promotions, 3. juniors, 4. misc. operating expenses

5) One membership shall entitle the member, member and spouse, or member and their ranch manager to one vote. No member's proxy or substitute representative's vote shall be accepted.

6) The Association shall accept membership from individuals residing in Oklahoma, or the states adjoining Oklahoma who are members of the International Brangus Breeders Association. The annual membership dues of this Association shall be \$70. **(Revised 11-02-07)** The Association shall revise, if deemed necessary, the membership dues at the annual meeting.

7) A nomination committee, charged with putting forth the next years slate of officers at the annual meeting, shall be chaired by the officer-at-large. Officer nominations will be presented by the Officer-at-large at the annual meeting. The president shall also accept nominations from the floor at the annual meeting. The majority vote of the membership present at the annual meeting shall elect the officers for the next year. The officers' term shall run from January 1st through December 31st.

8) In the event an officer fails to fulfill their position's responsibilities or adequately serve the membership's needs, the membership may remove the individual from office by a majority vote of the membership present at any meeting called by the president or secretary with a minimum of ten days advance mail notice.

9) The By-Laws may be amended at any regular meeting of the membership, or at any special meeting called for that purpose, by an affirmative vote of two-thirds of the members there present in person: provided, however, that any proposed amendment shall be reduced to writing and be filed with the Secretary or President of the Association, at least thirty days prior to such meeting. Any such proposed amendment shall clearly and concisely set out all amendments sought and a copy thereof shall be sent to each active member of the Association, then in good standing, not less than ten days prior to the regular or special meeting at which same is to be voted upon.

C) Meetings:

Annual Meeting: To be held in December on a date, at a time, and a place determined appropriate by the members present at the Fall meeting and conducted by the president. (Revisions 11/3/2001; 12/13/2014).

Sales Meeting(s): Shall be scheduled in the town of the scheduled sale(s), conducted by the president. The date of the sales meeting shall be the Friday night prior to the sale at 6 p.m. A minimum of ten days mail notice of the meeting shall be provided to the full membership.

Mid-Year Meeting: The Mid-Year Meeting will be an OBA Field Day &/or Picnic meeting with the location, date and time to be arranged by the OBA officer team and presented to the membership at the Annual meeting or no later than the Spring sales meeting. The president and all vice-presidents shall provide a summary of activities completed, their outcomes, and of upcoming events. (Revised 3/10/2000;12/13/14)

Other Meetings: The president may call, or approve the calling by one of the vice-presidents, a meeting to address issues requiring membership attention or action, earlier than the annual or mid-year meetings. A minimum of ten days notice shall be provided to the general membership.

D) Sales:

All sales shall be advertised as "Indian Nation Brangus XXXX Sale" followed on the next line of the advertisement, in one half the prior line's font size, "Sponsored by the Oklahoma Brangus Association", The 'XXXX' in the prior sentence of this paragraph shall describe, as appropriate, the sale i.e. 'Spring', 'Fall', etc.

Consignors shall be a member of the Association prior to acceptance of the consignments. All consignments shall conform to the Association sales guidelines.

The auctioneer for all sales taking place during a one year period of time, starting June 1st of the next year, shall be proposed by the sales vice-president to the membership for approval at the current year's annual meeting.

The association shall conduct a registered bull and female sale, in accordance with the Association's Sales Rules and Guidelines, The location(s), time(s), and auctioneer(s) of each sale shall be as proposed and approved by a vote of the membership at the annual Association Meeting. The Association also approves, a commercial Brangus sale, according to the Association's Sales Rules and Guidelines, immediately following the Registered Sales. (Revised 11/02/07; 12/13/14)

Proposed changes 12-13-14 @annual OBA Meeting

Danny Wells, President 2014

Approved: _____ *Danny Wells* _____