

BY-LAWS
NORTH DAKOTA WEED CONTROL ASSOCIATION

ARTICLE 1 DEFFINTIONS

SECTION 1: DEFINITIONS

NAME: The name of the Association shall be the “North Dakota Weed Control Association” (hereinafter referred to as the “Association”).

GENDER REFERENCES: The terms “he”, “him” or “chairman” shall also be understood to mean “she”, “her” or chairwoman”.

BOARD OF DIRECTORS: Unless otherwise stated the “board” hereinafter refers to the Association’s Board of Directors, which consists of the elected members and Executive Secretary described in Article V, Sections 1-11.

EXECUTIVE OFFICERS: The Executive Officers shall consist of the President, 1st Vice President, 2nd Vice President of the Association.

AREA: The “Areas” of the Association include the following counties and encompassing cities that have or will organize as weed control boards under (NDCC 63-01.1-10.1), the North Dakota Noxious Weed Law.

NORTHEAST AREA I: Counties: Benson, Cavalier, Eddy, Foster, Grand Forks, Nelson, Pembina, Ramsey, Towner, Walsh, and Wells. Cities: Devils Lake and Grand Forks.

SOUTHEAST AREA II: Counties: Barnes, Cass, Dickey, Griggs, LaMoure, Ransom, Richland, Sargent, Steele, Stutsman, and Traill. Cities: Fargo.

NORTHWEST AREA III: Counties: Bottineau, Burke, Divide, McHenry, Mountrail, Pierce, Renville, Rolette, Ward and Williams.

SOUTH CENTRAL AREA IV: Counties: Burliegh, Emmons, Grant, Kidder, Logan, McLean, McIntosh, Morton, Oliver, Sheridan and Sioux. Cities: Bismarck and Mandan.

SOUTHWEST AREA V: Counties: Adams, Billings, Bowman, Dunn, Golden Valley, Hettinger, McKenzie, Mercer, Slope and Stark. Cities: Dickinson and Hazen.

ARTICLE II MISSION

The mission of the Association is to provide the vision and leadership necessary to increase a commitment to effective weed management.

ARTICLE III OBJECTIVES

SECTION 1: To provide leadership for weed management in North Dakota.

SECTION 2: To encourage and sponsor education and awareness programs in weed management.

SECTION 3: To provide the liaison among city and county weed boards, weed control officers, groups, organizations, agencies, companies, and individuals concerned with weed management programs.

SECTION 4: To assist the North Dakota Department of Agriculture in the development of effective and efficient weed management programs for North Dakota.

SECTION 5: To develop and promote appropriate legislation pertaining to weed management.

SECTION 6: To encourage and support research on weed problems and their solutions.

ARTICLE IV MEMBERSHIP

SECTION 1: MEMBERS: All city and county weed boards, organizations, agencies, Companies, and groups interested in weed management who have paid their dues.

VOTING MEMBERS: Shall be limited to paid members present at the annual meeting or other scheduled meetings of the Association. Each city and county weed board, group, organization, agency, and company shall have one vote by designated delegate.

ASSOCIATE MEMBERS: (a) Associate members shall be any individual who wishes to join the Association, after their membership has been paid. (b) Associate members shall be non-voting and not eligible to serve on boards or as elected officers. Associate Members may serve on committees and have the floor at any meeting of the Association.

SECTION 2: MEMBERSHIP DUES: Dues shall be set annually by the Board of Directors for members and associate members.

SECTION 3: SUSPENSION OF MEMBERSHIP: (a) Membership shall be suspended from the Association for non-payment of dues. (b) All members suspended for non-payment of dues will be reinstated to full membership upon payment of current annual dues.

ARTICLE V ORGANIZATION

SECTION 1: BOARD OF DIRECTORS: (a) The Association shall be governed by a Board of Directors. (b) The Area Directors, Directors-at-Large, and Executive Officers shall constitute the voting members of the board with such answers and authorities as may be given it by the Bylaws or the Board of Directors. No more than two members of the board may be elected from persons who are not members of the county/city weed board structure. The President will cast a vote in the case of a tie. (c) If a vacancy occurs on the Board, the vacancy may be filled by any member for the unexpired term by a vote of the majority of the members present at a regular or special meeting of the Board; unless the vacancy occurs from an Area Director where that Area's elected Alternate would serve out the unexpired term.

SECTION 2: BOARD MEETINGS: (a) The annual meeting of the board shall be held during the Association's annual meeting. (b) Special meetings of the board may be called by the President or 1st Vice President upon ten days notice mailed to each director. (c) All members and associate members shall have the privilege of the floor at any meeting of the Association.

SECTION 3: EXECUTIVE OFFICERS: (a) The Executive Officers of this Association shall be the President, 1st Vice- President, Second Vice-President who shall perform the duties pertaining to these offices as set fourth in the bylaws.

SECTION 4: AREA DIRECTORS: (a) Directors will be elected at the fall Area meetings to include: one city or county weed board member or weed control officer and one alternate from each of the five areas. (b) Two board of directors will be elected from the city county weed boards for two years and the remaining three directors for one year. (c) After expiration of an initial term in office, all directors shall be elected for a two-year term. Directors shall take office immediately following the Annual Meeting.

SECTION 5: DIRECTORS-AT-LARGE: The nominating committee will nominate two names each from the members representing industry and government. These nominees will be placed on a ballot to be voted upon by the membership present at the Annual Meeting and elected for two-year term.

SECTION 6: EXECUTIVE OFFICERS: (a) The Executive Officers shall not be comprised of more than one officer from any one area. (b) The 2nd Vice-President shall be elected each year at the Annual Meeting of the Association by the members present. The 2nd Vice-President shall move into the office of 1st Vice-President the second year in office and becomes President the third year in office. (c) All Officers take office immediately following the Annual Meeting. (d) In the event the President cannot fill his term, the 1st Vice-President shall fill the unexpired term. In the case a 1st Vice-President cannot fill the term, the 2nd Vice-President shall fill the unexpired term and serves the regular term the following year. If the 2nd Vice-President vacates the office, the board shall appoint a 2nd Vice-President to serve until the next election cycle.

SECTION 7: PRESIDENT: The President shall be the Chief Executive Officer of the Association and shall have general direction and control of the affairs of the Association. He shall preside at any meeting of the Association, the Board of Directors, or the Executive Officers. The President shall initiate the nominating committee process each fall. The President shall perform such other duties as are required of the office.

SECTION 8: 1st Vice-President: The 1st Vice-President shall perform the duties of the President in the absence or inability of the President. He shall organize and plan the annual meeting of the Association. He shall perform such other duties as assigned by the President.

SECTION 9: 2nd Vice-President: The 2nd Vice-President shall be elected at the annual meeting each year from a written ballot. This officer shall also assist the Executive Secretary and perform other duties as assigned by the President.

SECTION 10: Two Immediate Past Presidents: The two immediate past Presidents of the Association will serve on the Board of Directors in an advisory capacity. They will not be able to vote on the board, but can lend their knowledge to the board, and be assigned duties by the President.

SECTION 11: EXECUTIVE SECRETARY: (a) The Executive Secretary shall be employed by the Executive Officers upon approval of the Board of Directors. The Executive Secretary shall be dismissed by the Executive

Officers, upon approval by the Board of Directors. The Executive Secretary shall attend all meetings of the membership, Executive Committee, Board of Directors and attend all Area Meetings. Full and complete records of the minutes of such meetings shall be kept and distributed in a timely manner. He shall perform such other duties as defined in the position statement. (b) The Executive Secretary shall receive and care for all the funds of the Association, shall keep an accurate account of the funds received and disbursed, and shall be required by the Board of Directors to give bond in such amount as the Board of Directors may determine. The Executive Secretary shall prepare reports regarding the funds and property of the Association, whenever required to do so by the Board of Directors or the President, making available all records necessary for an Association audit.

ARTICLE VI COMMITTEES

SECTION 1: APPOINTMENTS: The President shall appoint the members of such committees established to achieve the objectives of the Association.

SECTION 2: NOMINATING COMMITTEE: The three past president's shall prepare a written list of nominees each fall and submit them to the Executive Secretary to place on the ballot for the annual meeting. The committee shall submit a minimum of two names each for the elected officers of 2nd Vice-President; Director-at-Large representing government and Director-at-Large representing industry.

SECTION 3: BIOLOGICAL CONTROL COMMITTEE: The biological control Committee will consists of Association members who are interested in the further advancement of biological control in North Dakota. The chairman of this committee will be appointed by the President for a two year term.

SECTION 4: LEGISLATIVE COMMITTEE: The legislative committee will consist of Association members who are interested in helping to develop and promote legislation pertaining to weed control at the North Dakota Legislature. The Chairman of this committee will be appointed by the President for two year term.

SECTION 5: EDUCATION COMMITTEE: The education committee will develop plan, and conduct education programs for the Association, and to select delegates to attend The Western Weed Short Course offered by the Western

Society of Weed Science. If funding is available to send Association members. The Chairman of this committee will be appointed for a two year term.

SECTION 6: AUDIT COMMITTEE: The audit committee will consist of one member assigned by the President and the County /and or/ City Weed Board in which the annual meeting is to take place.

SECTION 7: MEMBERSHIP COMMITTEE: The membership committee will consist of the Executive Secretary, President and 2nd Vice President of the Association.

SECTION 8: AWARDS COMMITTEE: The awards committee shall consist of the Executive Secretary and two other Association members who will decide on awards, to be given out by the Association.

SECTION 9: ANNUAL MEETING COMMITTEE: The annual meeting committee will be responsible for the planning of the annual meeting of the Association. The 1st Vice President will act as the Chairman of this committee, others on the committee will include the Executive Secretary President, 2nd Vice President, the County /and or / City Weed Board in which the convention will take place, representatives from the Department of Agriculture, and the representatives from Government and Industry.

SECTION 10: RESOLUTIONS COMMITTEE: The resolutions committee will see that any resolutions that come out of Area meetings or from the Executive Board, are set forth to the membership at the Annual meeting of the Association. The two past presidents and one other Association member shall sit on this committee, with the immediate past president acting as Chair.

SECTION 11: RETAIL COMMITTEE: Will consist of the Executive Secretary and two other Association members and will be responsible for retail sales made by the Association.

SECTION 12: EXPENDING FUNDS: Committees may expend funds upon authorization by the President with consultation of the Executive Secretary.

ARTICLE VII FINANCES-RECORDS-CONTRACTS

SECTION 1: CONTROL: (a) All funds from membership dues and other income shall be placed with the Executive Secretary and shall be under the control of the Board of Directors. All funds of the Association shall be deposited promptly to the credit of the Association in such banks or other depository as the Board of Directors may select. (b) The property and business of the Association shall be under the management and control of the Board of Directors.

SECTION 2: FISCAL YEAR: The Association shall operate on a calendar year.

SECTION 3: AUDITS: The financial records of the Association shall be audited annually by a budget and finance committee selected by the President.

SECTION 4: LOANS: No loans shall be made by the Association to its members, officers, or directors.

SECTION 5: COMPENSATION OF OFFICERS AND DIRECTORS: The Executive Officers and Directors of the Association shall be reimbursed for the actual expenses incurred in the performance of their duties. Further, the Board of Directors may authorize the payment of fees to officers, directors, and individuals or agents who perform specific professional services for the Association.

SECTION 6: CONTRACTS: The Board of Directors may authorize any officer or officers, agent or agents of the Association, in addition to the officers authorized by the bylaws, to enter into any contract or execute or deliver any instrument in the number of and on behalf of the Association, and Such authorization may be general or confined to specific instances.

ARTICLE VIII STATUS AND DISSOLUTION

SECTION 1: STATUS: The Association is a non-profit organization without capital stock, dedicated to the furtherance of weed management and not for monetary profit or gain to its members.

SECTION 2: EFFECTIVE DATE: (a) Amendments to the Bylaws shall be declared in Effect upon receiving a majority of votes cast by the members present and Voting at the Annual Meeting. (b) For the purpose of this set of bylaws the Effective date will follow the Associations Annual Meeting in 1996.

ARTICLE X

SECTION 1: Roberts Rules of Order shall be followed at all meetings of the North Dakota Weed Control Association.

President, North Dakota Weed Control Association

Date

Executive Secretary, North Dakota Weed Control Association

Date