

CONSTITUTION

ARTICLE I: TITLE

The name of the organization shall be known as:

HEART OF OKLAHOMA LIMOUSIN ASSOCIATION, LLC

ARTICLE II: OBJECTIVES

- 1) The Heart of Oklahoma Limousin Association is a non-profit organization to improve, promote and develop the Limousin breed of cattle.
- 2) The Heart of Oklahoma Limousin Association will provide an effective organization, whereby, Limousin breeders and promoters can join together for their mutual assistance and strive to establish a better market for their cattle.
- 3) The association will conduct an active promotion and publicity campaign. These activities will be determined by the membership.
- 4) To insure continued growth and betterment of the cattle industry by:
 - a) Promotion of the Limousin breed.
 - b) Keeping informed of legislation.
 - c) Sponsoring shows, sales, and workshops which are pertinent to the industry.
- 5) The Heart of Oklahoma Limousin Association will work in conjunction with the North American Limousin Foundation and the Oklahoma Limousin Breeders Association.
- 6) The Association colors will be tan and brown.

ARTICLE III: MEMBERSHIP

Any reputable breeder or owner of Limousin cattle may, upon request, become a member of this Association.

- 1) New members' applications must be presented to the Board of Directors. The Board of Directors will then:
 - a) Receive payment of the membership fee.
 - b) Recommend the new member application for approval to the membership.
- 2) Paid members are the only persons who may vote.
- 3) One member will have one vote.
- 4)
- 5) Duration of the membership is for one year at the rate determined by the members. Junior membership is

available to the age of twenty-one at one-half (1/2) the determined rate. Memberships will be paid from January 1 to December 31 each year. There will be no proration of dues.

- 6) Membership may be suspended or revoked if a member conducts himself or herself in a manner detrimental to the organization or for nonpayment of membership dues after a period of three months.
- 7) All members are encouraged to attend HOOLA meetings and participate in the association.

ARTICLE IV: MEETINGS

1) Regular Meetings

- a) **Frequency of meetings to be determined by the membership.**
- b) Day, time, and location to be determined by the membership.
- c) When voting is conducted, over one-half (1/2) of those present will carry the motion.

2) Special Meetings:

- a) Of full membership: May be called by written notice to all members at least five (5) days prior to the special meeting.
- b) Of a group: May be called by the President or a group of three or more officers, directors or a combination thereof.

3) Board of Directors or committee meetings:

- a) The President may call a meeting of the Board of Directors at his/her discretion.
- b) All meetings are open to all members, but only the Board of Directors or committee members have voting privileges at their respective meetings.

4) Conduct of Meetings:

- a) Meetings will be conducted under Parliamentary Procedures with Robert's Rules of Order as a guideline.

ARTICLE V: ELECTIONS, OFFICERS, AND DIRECTORS

- 1) Officers and Directors shall be elected for a period of one year.
- 2) Elections shall be held annually at the November meeting and officers will take office January 1.
- 3) Officers, Directors and their duties:
 - a) Officers of this organization shall consist of: President, Vice President, Secretary, Treasurer, and Sergeant at Arms/Parliamentarian.
 - i) President
 - (1) Presides over the meetings.

- (2) Signs all certificates and documents which represent the organization.
 - (3) Represents the organization functions.
 - (4) Appoints committees.
- (5)
- ii) Vice President
 - (1) Assumes the duties of the President in his/her absence.
 - (2) Is a member of all committees.
 - iii) Secretary
 - (1) Attends and keeps the minutes of all regular meetings and makes minutes available to members.
 - (2) Attends and keeps minutes of all other meetings.
 - (3) Sends notices to all members about all meetings or special business of the organization.
 - iv) Treasurer
 - (1) Shall have custody of and be responsible for all funds, monies, and securities of the organization.
 - (2) An audit committee will be appointed by the President at the December meeting to receive the formal records of the association and to present a report at the February meeting. In the event the treasurer vacates his/her office during the year, the audit committee will review the financial records of the association at the time the office is vacated.
 - v) Sergeant at Arms/Parliamentarian
 - (1) Prepares the meeting place.
 - (2) Maintains order during the meeting.
 - (3) Insures the proper Parliamentary Procedures are used during the meetings.
 - vi) Directors
 - (1) There shall be four Directors.
 - (2) They will help conduct the business of the organization.

ARTICLE VI: BOARD OF DIRECTORS

The Board of Directors shall consist of:

- 1) President
- 2) Vice President
- 3) Secretary
- 4) Treasurer
- 5) Sergeant at Arms/Parliamentarian
- 6) Four Directors

In the event a Board of Directors position becomes open and there is less than one half (1/2) of the unexpired term remaining, the time served will not count as time in office, for the new office holder.

The Board of Directors, may remove an officer for failure to attend three consecutive meetings.

ARTICLE VII: AMENDING THE BY LAWS

These bylaws may be amended by the majority of the members at a regular meeting provided that:

- 1) The amendment was proposed at the previous meeting.
- 2) The membership was notified by letter that this vote would be taken.
- 3) The Constitution will be reviewed on even numbered years.

ARTICLE VIII: DISSOLUTION

In the event of dissolution of the association, after payment of all legitimate expenses and liabilities and receipt of all refundable deposits:

- 1) Junior Program Fund shall be distributed to satisfy commitments for show sponsorship.
- 2) Remaining monies of Junior Program Fund and all other funds shall be combined and donated to Oklahoma Limousin Breeders Association to be used for Junior Scholarship programs.
- 3) All banks accounts shall be closed.

Amended March 12, 2015