

By-Laws of the Dexter Cattle Club of Tennessee

Article I (Name and Objective)

The Club will be known as the Dexter Cattle Club of Tennessee and may also be associated as the DCCT.

The objectives of the Dexter Cattle Club of Tennessee shall be

- to promote the Dexter Breed in the State of Tennessee and throughout the surrounding States,
- to enhance the economic value and ownership benefits for Tennessee owners/breeders of Dexter Cattle,
- to explore and possibly implement group marketing services to all Members,
- to support ethical breeding and cattle keeping practices through information sharing and education,
- to support the development of youth and open opportunities to exhibit and/or compete Dexter Cattle,
- to promote the Dexter breed for the collective benefit of all Members

The DCCT is a Club organized to promote and market Dexter Cattle as a breed. The DCCT does not discriminate between Cattle that are registered or non-registered, nor promote any specific registry of Dexter Cattle, unless it is thought to be in the best interest and benefit of DCCT Members. The DCCT's activities include, but are not limited to:

- a) Providing services for its Membership enhancing and encouraging Dexter Cattle ownership.
- b) To organize and strengthen shows and other Dexter appropriate venues providing Members with marketing opportunities.
- c) To provide an online presence for the advertisement and educational enhancement of Dexter Cattle for the Membership.
- d) Sponsoring Shows, Exhibits and Educational opportunities specifically geared towards the Dexter Cattle, Beef or Dairy industries.
- e) Advise Membership of opportunities within and outside of our Club including but not limited to opportunities to compete outside of Tennessee, opportunities for youth promotion and opportunities through programs offered by any other Dexter or Cattle organization.

Article II Membership

There shall be two classes of Membership. Individual and Family Memberships. All Memberships run for 12 months from July 1 – June 30

Individual Membership Individual Membership fee (\$25) is due before July 1st of the current year and will run to June 30 the following year. This individual Member will have one vote.

Family Membership Family Membership fee (\$40) is due before July 1st of the current year and will run to June 30 the following year.

1. A Member in "Good Standing" is defined as an Individual Member or Family Member whose Membership dues are current at the time of election. Those Members not current at the time of meeting or election will not have voting privileges.

2. A Member may be expelled under procedures by the Board of Directors. However, the expulsion of a Member may be reversed by a majority vote of Members present at a Membership meeting. The Board of Directors will state the reason for expulsion and the Member expelled shall be provided the opportunity to

speak on their own behalf at the meeting of choice by designating it in writing to one of the Board of Directors 30 days prior to the next scheduled meeting.

3. Membership Dues shall be proposed by the DCCT Board of Directors. The Board of Directors will inform the Membership of the next year's proposed dues and if they are changing.

4. Any person with an interest and good will towards the Dexter breed and it's owners may become a Member of the Club by sending their name and address together with the annual Membership fee to the Treasurer of the Club or during attendance of a Membership meeting. The Membership fee is due before July 1st of the current year and will run to June 30 the following year.

Article III (Governance)

- a) The Board of Directors shall consist of the President, Vice President, Secretary, Treasurer and at least 3 (up to 6) Regional Representatives (when possible representing the 3 territorial regions specified later in these documents). In addition there will be 1 Out-of-State Representative representing those members that do not reside in the State of TN. All members of the Board of Directors shall serve without compensation.
- b) A Member in good standing shall be eligible for election to the Board. All elected Board Members shall be entitled to a vote at all Board meetings. An individual may hold more than one position pursuant to TN law governing Non-Profits but will only be allowed one vote.
- c) Because this Club is not affiliated with any of the current Dexter Registries - Members who are currently Officers or Board Members of the ADCA, PDCA or Legacy Registry may not hold a position on the Board of this Club during their term of office without the unanimous approval of such by the current Board of this Club, if this exception is not granted by the Board – that member will be welcome to be nominated and elected to the Club's Board after such term is up.
- d) The term for each Officer and Board Member will be two (2) years and may be re-elected indefinitely.
- e) If any Board Member who is physically able, fails to attend any of the regularly scheduled annual Board meetings in any calendar year or otherwise fails to perform the duties for which they were elected, the Board may, after notification to that person, remove them from office and declare a vacancy. If a vacancy develops in the Board because of death, resignation (submitted in writing) or action taken in accordance with the preceding case, it may be filled by interim appointment by the Board until the next meeting and election can take place.
- f) Election procedures. The President, Vice President, Secretary, Treasurer and Regional and Out of State Representative(s) shall be elected at the meeting determined by the Board of Directors. The votes for any elected office of the DCCT shall be decided by a majority vote counted of Members legally entitled to vote who are present and by proxy.
 - 1) Voting will be by a secret ballot and those ballots will be counted by the Secretary and at least one other volunteering Member in good standing.
 - 2) Concluding the tally, the Chairman will disclose the name(s) of the individual(s) elected to serve the next term of office.
 - 3) Nominations of Board Members shall be slated as new business on the agenda for the meeting in which an election is scheduled.

Article IV (Duties of Officers)

1. **President** The President of the DCCT is the chief executive Officer and will oversee the normal activities of the Club. First Term will end December 31 2019, and each later elected President's term will consist of 2 years . The President will perform the usual duties associated with this office. This includes but is not limited to the following:
 - a. Presiding at all general Membership meetings, special meeting and Board meetings.
 - b. The President shall ensure the Club's current By-Laws are available to all Members.
 - c. The President is responsible for assigning to the appropriate committee(s) cases of policy changes and/or cases requiring interpretation or resolution. If no committee has been set up for a particular issue, then the President should notify the Board of Directors and establish a committee.
 - d. President will oversee and work with each of the elected Officers to create the inception of Club website, and will be an administrator of the Club Facebook page.
2. **Vice-President** The Vice President will assist the President in normal duties, and shall serve in the absence or incapacity of the President. The Vice President will perform other tasks assigned by the President or Board of Directors, and oversee election procedures for all elected officials. First Term will end December 31 2018, and each later elected Vice-President's term will consist of 2 years.
 - a. Vice President will have access to the Club web page and be included as an administrator of the Club Facebook page.
3. **Secretary** The Secretary shall perform the usual duties of this office, including but not limited to the following:
 - a. Maintaining all Club and Membership records excluding those financial records maintained by the Treasurer.
 - b. Recording, Preserving and distributing minutes of all Membership and Board meetings. The method of distribution is through e-mail and through regular mail as required for those Members without internet access. Should the Secretary be unable to attend any meeting a temporary Secretary will be assigned in their absence.
 - c. Distributing required notices and announcements.
 - d. Other activities, which may be requested by the President or the Board of Directors.
 - e. Receiving and recording nominations during meetings including elections and assist Members in good standing with the counting of ballots, and presenting the results to the President.
 - f. Secretary will compile a registration of Members with appropriate contact information of each Member. This list of info should be included electronically so that it may be included on the Club website.
 - g. First Term will end December 31 2019, and each later elected Secretary's term will consist of 2 years.
4. **Treasurer**

The Treasurer shall perform the usual duties of this office, including but not limited to the following:

 - a. Maintaining the Club's bank account.
 - b. Keeping the financial record of the DCCT in an appropriate manner.
 - c. Reporting on the financial condition of the DCCT to the Board Members at Membership and Board meetings or at any time by request of the President. Proof of all bank transactions shall be included in such report.

- d. The President, Vice President and Secretary must have access to the Clubs account, and be able to monitor it at all times.
- e. First Term will end December 31 2018, and each later elected Treasurer's term will consist of 2 years.

5. Regional Representatives & Out of State Representative

The Board of Directors will include at least three (4) elected Regional Representatives to ideally include one (1) to two (2) elected Regional Representative from each of the three Tennessee Regions: East, Middle, and West Tennessee and will include one (1) Out of State Representative.

a. Regional Representatives are expected to attend and assist at Dexter shows in their region (exhibiting Cattle is encouraged but not mandatory).

b. Will help Members in their Region with questions and issues that may arise.

c. Will serve on the Board

d. Alert other Members of the Club of marketing and educational opportunities in their Region.

e. Three Regions are defined by:

East consisting of the counties of: Anderson, Bledsoe, Blount, Bradley, Campbell, Carter, Claiborne, Cocke, Cumberland, Grainger, Greene, Hamblen, Hamilton, Hancock, Hawkins, Jefferson, Johnson, Knox, Loudon, McMinn, Marion, Meigs, Monroe, Morgan, Polk, Rhea, Roane, Scott, Sevier, Sullivan, Unicoi, Union, and Washington.

Middle consisting of the counties of: Bedford, Cannon, Cheatham, Clay, Coffee, Davidson, DeKalb, Fentress, Franklin, Giles, Grundy, Jackson, Lincoln, Macon, Marshall, Maury, Moore, Overton, Pickett, Putnam, Robertson, Rutherford, Sequatchie, Smith, Sumner, Trousdale, Van Buren, Warren, White, Williamson, Wilson

West consisting of the counties of: Shelby, Tipton, Lauderdale, Dyer, Lake, Obion, Weakley, Gibson, Crockett, Haywood, Madison, Fayette, Hardeman, Henry, Carroll, Benton, Henderson, Decatur, Chester, McNairy, Hardin, Wayne, Stewart, Montgomery, Hickman, Houston, Humphreys, Dickson, Perry, Lawrence and Lewis.

6. General Board Duties

All Board Members shall be accessible to Club Members and should attend and promote as many events sponsored by the Club and Club Members as possible. The Board will act as ambassadors of the Club and are expected to maintain a high professional and ethical standard of operation. Board Members will serve a two year term.

Article V (Membership Meetings)

The DCCT shall have two Membership meetings per year. Meetings will be held at a location and date designated by the Board of Directors. Members will be informed of the meeting a minimum of 30 days prior to the scheduled date by e-mail, regular mail (as required), Text messaging or by notice on the Facebook Group Page. At least (6) eligible voting Members, present in person shall constitute a quorum.

Special Membership meetings may be held at the discretion of the Board. All Members will be notified by e-mail, regular mail as required, by Text messaging or by notice on the Facebook Group Page at least 10 days prior to the meeting date. Special business shall be mentioned in the notice of meeting. Twenty-Five

Percent (25%) of the Members in good standing may file a petition at any time demanding a special meeting and stating the specific business to be brought before the Club.

- a. Order of Business for all official (in person) Membership meetings shall be as follows:
 - President's Call to Order
 - Review of the Minutes of the previous Membership Meeting.
 - Approval vote on the minutes – Update of any Special Meeting (if any) held since the previous Membership Meeting.
 - Distribution and discussion of the Treasurers Report
 - Any Officer or Committee reports & following discussion
 - Updates to any previous (old) business
 - New business and discussion
 - The elections of those positions due to be renewed/replaced
 - Adjournment
- b. The order of business may be changed by direction of the President and by approval of the Board Members.
- c. Both Membership and Board meetings shall be conducted in an organized and professional manner. All parties present shall respect the rights of others opinions.
- d. Majority of Votes. It is defined as “more than half” of the votes cast by persons legally entitled to vote, excluding blanks and abstentions. There may be fewer votes cast than the number of Members present, since some may choose not to vote – resulting in “abstentions”. Only a majority of those actually voting is required.

Article VI (Amendments)

The By-Laws of the Club may be amended by a majority of votes of the Members legally entitled to vote who are present at any meeting of Members or voted on electronically through the Club Facebook Group. A group vote of at least six (6) eligible members present at the meeting or that take place in a vote on the Facebook Group Forum will constitute a quorum. The meeting shall be submitted in writing to the Members at least thirty (30) days prior to the date of the meeting. The Secretary shall field all amendment change requests and distribute as appropriate. Amendments of these By-Laws shall go into effect at the end of the voting of their acceptance.

Article VII (Fiscal Year)

The fiscal year for the Dexter Cattle Club of Tennessee will be January 01 thru December 31 of the same year. Membership is done on a calendar year as described above.