

BY-LAWS OF THE ARKANSAS 4-H FOUNDATION, INC.

ARTICLE I - BOARD OF DIRECTORS

Section 1. Authority. The business, assets and property of the corporation shall be managed and controlled by a Board of Directors of not less than 27 members in staggered three (3) year terms and eligible for immediate re-election.

Section 2. Qualifications. The members of the Board of Directors must be voting members of the Arkansas 4-H Foundation in good standing.

Section 3. Voting. Members of the Board of Directors shall be entitled to one (1) vote at any regular or special meeting. Voting may be in person, by telephone or by proxy.

Section 4. Meetings. The annual meeting of the Arkansas 4-H Foundation shall be held in Little Rock during January. Additional meetings will be scheduled on a quarterly basis. The exact date and place of such meeting(s) shall be determined by the President. Notice of said meeting(s), written or printed, for every regular or special meeting, shall be prepared and mailed to the last known post office address of each member not less than thirty (30) days nor more than sixty (60) days before any such meeting. If for a special meeting, such notice shall state the object or objects thereof. No failure or irregularity of notice of any regular meeting shall invalidate such meeting or any proceeding there at. Special meetings may be called by the President or by resolution of the Board of Directors. Meetings shall be conducted according to Roberts Rules of Order.

ARTICLE II - QUORUM

A quorum for any meeting shall consist of at least fifty (50) percent plus one on the current Board. A majority of a quorum shall decide any question that may come before the meeting.

ARTICLE III - AMENDMENTS OF BY-LAWS

These by-laws may be amended at any meeting of the Board of Directors by a vote of at least two-thirds (2/3) of the directors in attendance, but no such amendment shall change substantially the original purpose of the corporation.

Any proposed changes for the by-laws shall be mailed to all Board members at least thirty (30) days and not more than sixty (60) days before the meeting at which these proposed changes are presented.

ARTICLE IV - HONORARY and EMERITUS MEMBERSHIP

Honorary and emeritus memberships will be given to business corporations, agricultural and professional associations, state civic organizations, and other individuals that sponsor state 4-H activities, awards, or scholarship programs. These honorary members shall have no voting rights.

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ARTICLE V - OFFICERS

Section 1. President. The President shall be elected by the Board of Directors and shall serve for one year and shall preside at all meetings, shall have general supervision of the affairs of the corporation, shall make reports to the directors and members, and perform all such other duties as are incident to the office or are properly required by the Board of Directors.

Section 2. Vice President. The Vice President shall be elected by the Board of Directors and shall serve for one year and shall assist the president whenever necessary and preside in the absence of the President.

Section 3. In the absence or disability of the President and the Vice President, the President or Vice President, if the President is unable, may designate a member of the Board of Directors to exercise all functions.

Section 4. Secretary. The Associate Director-Family, Youth and 4-H Education of the Cooperative Extension Service shall serve as Secretary. The Secretary shall issue notices for all meetings, shall keep the minutes, shall have charge of the corporate records, shall sign with the President such instruments as require such signature, and shall make such reports and perform such other duties as are assigned to the office or are properly required by the Board of Directors.

Section 5. Treasurer. The Board of Directors shall have the authority to elect a Treasurer. If the person is an employee of the Cooperative Extension Service, approval by the Associate Vice President for Agriculture - Extension is required. The Treasurer shall have the custody of all moneys and securities of the corporation, shall keep regular books of account of receipts and disbursements, and shall balance said books each month. The Treasurer shall sign or countersign such instruments as require a signature, shall perform all duties as are assigned to the office or that are properly required by the Board of Directors, and may give bond for the faithful performance of duties in such sum and with such sureties as may be required by the Board of Directors.

Section 6. Executive Director. The Board of Directors shall have the authority to employ an Executive Director for the Arkansas 4-H Foundation, Inc.

The Executive Director shall be responsible to the Board of Directors and shall maintain a close and direct working relationship with the Associate Vice President for Agriculture - Extension of the Cooperative Extension Service to assure that the objectives and purposes of the Arkansas 4-H Foundation are in accord with the objectives and purposes of the 4-H program as conducted by the Cooperative Extension Service.

The Executive Director shall be authorized to sign or countersign all certificates, contracts and other instruments of the corporation as authorized by the Board of Directors, shall make reports to the Board of Directors and perform all other duties that are properly required by the Board of Directors.

Section 7. Term of Office. All elected officers shall serve for one year.

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ARTICLE VI - FINANCE

The moneys and other securities of the corporation shall be deposited in the name of the corporation in such banks or trust companies as the Board of Directors shall designate and shall be drawn out only by check signed by the Treasurer or someone designated by the Treasurer and countersigned by the Secretary and/or the Executive Director, or others approved by the Board of Directors.

Monies and other securities disbursed by the Arkansas 4-H Foundation, Inc., will be eligible to persons regardless of race, color, national origin, religion, gender, age, disability, marital or veteran status, or any other legally protected status. The Arkansas 4-H Foundation, Inc. is an equal opportunity employer.

ARTICLE VII - STANDING COMMITTEES

Section 1. Executive Committee. The President shall appoint an executive committee which shall consist of seven (7) members; the President, Vice President, Secretary of the Foundation, the Associate Vice President for Agriculture - Extension, and additional members from the Board of Directors. The members of the executive committee shall serve for one-year terms.

The executive committee shall be authorized to act on behalf of the board and report their actions at the next board meeting.

Section 2. Nominating Committee. The President shall appoint a nominating committee of six (6) members of the Board to develop a slate to fill retiring members of the Board and all elective offices.

Section 3. Audit Committee. The President will appoint an Audit Committee of three (3) members from the Board of Directors who shall examine all financial reports on an annual basis and report to the Board of Directors.

ARTICLE VIII - OTHER COMMITTEES

Section 1. The President may appoint, with the approval of the Board of Directors, other standing or special committees as may be deemed necessary or desirable to further the purposes of the Foundation, such as, Building and Grounds, Finance/Budget, Policy, Legislative, Long Range Planning, Development, etc.

Approved April 27, 2000

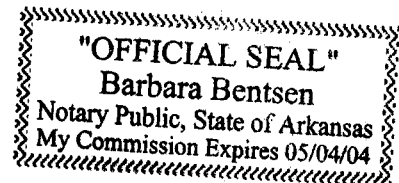
Jack & Justus
President

July 12, 2000
Date

Barbara Bentsen
Secretary

July 12, 2000
Date

Subscribed and sworn to before me this 12th day of July, 2000. My commission expires



May 4, 2004

Notary Signature Barbara Bentsen