

# **Lewis and Clark County 4-H Leaders Council By-Laws**

This Council recognizes that the Montana State University Extension Service 4-H/Youth Program Policy and the Montana 4-H Council Bylaws supersede the Lewis and Clark county 4-H Leaders Council Bylaws.

References: MSU Extension Service 4-H/Youth Program Policy, The New 4-H Family Handbook, Montana's 4-H Councils & Committees Guidebook, Montana 4-H Clover, Montana State 4-H Office Financial Procedures 11/02, Robert's Rules of Order, and Lewis and Clark County 4-H Operational Guidelines.

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## **Article I. NAME AND OVERSIGHT**

### ***SECTION 1.01 NAME.***

- (a) The name of this organization shall be “Lewis and Clark County 4-H Leaders Council” hereafter referred to as the “Council”.
- (b) The name associated with EIN 81-0522802 is “Lewis and Clark County 4-H Leaders Council.”

### ***SECTION 1.02 OVERSIGHT.***

- (a) The Lewis and Clark County Extension Office is responsible for overseeing the Lewis and Clark County 4-H program and is the repository of current and past bylaws, policies and guidelines, committee, club and Council meeting minutes.
- (b) All By-Laws and Policies of the Council are secondary to the policy of USDA, and the Montana 4-H Center for Youth Development, and are subject to their authority.

## **Article II. PURPOSE OF THE COUNCIL**

### ***SECTION 2.01 PURPOSE.***

The purposes of this Council are:

- (a) To maintain and strengthen the 4-H program by assisting the Montana Cooperative Extension Service.
- (b) To carry out a progressive 4-H youth program, to advocate for, and promote educational activities in Lewis and Clark County.
- (c) To help develop leadership skills and life skills in youth and adults.
- (d) To provide a channel of communication and a forum for the exchange of ideas for leaders, youth, Extension personnel and other organizations.
- (e) To work with and through the county 4-H Foundation to plan and conduct fund-raising activities necessary to carry out the work of the Council.
- (f) To hold title to any property owned by the county Council.
- (g) To set and approve the Council budget at or before the November Council meeting each year.

## **Article III. MEMBERSHIP**

### ***SECTION 3.01 COUNCIL MEMBERS.***

Council Membership is open to all Adult Leaders, parents, youth members and Extension Agent or staff.

### ***SECTION 3.02 ADULT LEADER.***

- (a) Any person ages 19 and over, is eligible for membership in this Council, if he/she meets the county requirements, and has enrolled in the Lewis and Clark County 4-H program on the appropriate forms, and is associated with a recognized Club for the current year.
- (b) Adult volunteers between ages 19-21 are not eligible to serve as chaperons for 4-H activities, events or trips.

### ***SECTION 3.03 CLUB.***

- (a) Is an organized group of youth with volunteer leaders, officers, and a planned program that is carried out throughout all or several months of the year. All organized clubs are required to have a constitution, by-laws, and a charter.
- (b) Clubs must adhere to expectations and requirements established by the Montana 4-H Center for Youth Development and managed through the Lewis & Clark Extension Office.

### ***SECTION 3.04 CLUB REPRESENTATIVE.***

- (a) Each Club may elect or appoint from their membership two representatives, preferably one Youth Member and one Adult Member to attend and vote at each Council meeting.

### ***SECTION 3.05 EXTENSION AGENT/STAFF.***

- (a) The County Extension Agent acts as a non-voting ex-officio member of the Council and all committees.
- (b) The County Extension Agent works as a resource person with the Council to develop, implement, and evaluate educational programs based on the needs of the youth and leaders of the county.
- (c) The County Extension Agent works with the Executive Board to ensure a viable Council through ongoing and open communication.

### ***SECTION 3.06 VOTING RIGHTS.***

- (a) Each club is entitled to cast two votes by the Club Representatives present. Balloting may occur at a special or regular meeting and/or by an alternate method approved by the Council, i.e., paper, or e-mail.
- (b) Absentee ballots with deadlines will be used for specific incidents as approved by Council.

### ***SECTION 3.07 DUES.***

- (a) The Council shall assess no dues, unless approved by a majority of the Club Representatives.

### ***SECTION 3.08 4-H YEAR.***

- (a) The 4-H year begins October 1st to September 30.

## **Article IV. OFFICERS AND EXECUTIVE BOARD**

### ***SECTION 4.01 OFFICERS.***

- (a) The elected Officers of the Council shall be President, Vice-President, Secretary, and Treasurer.
- (b) Terms of each office shall be for two years.
- (c) An Officer of the Council must be 19 years of age or older.
- (d) Must be a current member.

### ***SECTION 4.02 DUTIES OF OFFICERS.***

- (a) All Officers shall attend all regular and special Council and Executive Board meetings to the best of their abilities.
- (b) Shall not have voting rights at Council meetings as officers, but may vote as club representatives as authorized by their club.
- (c) Shall establish and maintain good working relationships with the Extension Office, Council and members to plan, coordinate, and execute Council activities.
- (d) All Officers shall be a signee on the Lewis & Clark County 4-H Program checking accounts.
- (e) Shall perform other duties as requested by Council.

### ***SECTION 4.03 PRESIDENT.***

The roles and responsibilities of the President shall be:

- (a) To provide vision, leadership, and unity for Council and members.
- (b) To preside at all meetings of the Council and Executive Board.
- (c) To be responsible for working with the Extension Office staff to organize the Executive Board and Council meeting agendas.
- (d) To organize an annual review of all financial records and an external audit every (4) four years.
- (e) The President shall not have voting rights at Executive or Council meetings unless to break a tie vote.
- (f) To perform other duties as requested by the Executive Board.

#### ***SECTION 4.04 VICE-PRESIDENT.***

The roles and responsibilities of the Vice-president shall be:

- (a) To assist in the execution of the vision and leadership for Council and members.
- (b) To act for the President whenever the latter is unable to attend to his/her duties.
- (c) To assist the President and County Extension Agent/staff in making and carrying out plans for Council meetings and activities.
- (d) To act as chairperson to develop the County 4-H activities and events calendar for the following year. This is to be completed at or before the November Executive Board meeting.
- (e) To perform other duties as requested by Council.

#### ***SECTION 4.05 SECRETARY.***

The roles and responsibilities of the Secretary shall be:

- (a) To provide an accurate recording of minutes of all council and executive board meetings to the Extension Office as a permanent record and for distribution including meeting hand-outs etc. as necessary.
- (b) Maintain permanent record(s) of all current bylaws, policies and guidelines in conjunction with Extension Office.
- (c) Will make available any documentation as requested by the Extension Office or Executive Council.

#### ***SECTION 4.06 TREASURER.***

The roles and responsibilities of the Treasurer shall be:

- (a) To review all receipts and dispense of all monies belonging to the Council and maintaining an accurate recording of monies thru an approved bookkeeping system/software by Council in the annual LCC manual.
- (b) To authorize bookkeeping assistance and provide oversight to any bookkeeping position.
- (c) Assist Council with preparing yearly budget and to provide monthly budget reports to Council.
- (g) Cooperate in an annual review of all financial records and an external audit every (4) four years.
- (d) The Treasurer shall comply with the Procedures and Guidelines for the 4-H council funds as recommended Lewis and Clark County 4-H Council Operational Guidelines.

#### ***SECTION 4.07 EXECUTIVE BOARD.***

The Executive Board shall have eleven members to the Board:

- (a) Four Officers;
- (b) Two 4-H Member Representatives;
- (c) One adult Northern Representative ;
- (d) One adult Foundation Representative;
- (e) One adult District 6 Representative;
- (f) Overall Indoor / Outdoor Superintendents;
- (g) Terms of each office shall be for elected term of office.

#### ***SECTION 4.08 DUTIES OF THE EXECUTIVE BOARD.***

The Executive Board shall:

- (a) Executive Board members shall have voting rights at Council meetings if they are a Club's Voting Representative.
- (b) The Executive Board when convened in a closed meeting can make a decision with consensus.
- (c) Must be a current members.
- (d) Develop the annual budget for presentation to the Council for approval at or before the November Council meeting and supervise expenditures within the adopted budget.
- (e) Shall be included in the Grievance hearing process as defined by the Lewis and Clark County 4-H Council Operational Guidelines.
- (f) Shall have supervision over matters of general interest to the Council and shall meet, as needed, to attend to business.
- (g) The Executive Board may name and appoint special committees or appointments as necessary to carry on the work of the Council.
- (h) Shall develop and update by November of each year, an organizational flow chart for the 4-H program that visually shows the relationships of the Extension Office, 4-H leaders, youth and committees and shall distribute the chart to all Committee Chairs, Council Members and Clubs.
- (i) Shall ensure that all county scholarships are executed per the terms of the scholarship.

#### ***SECTION 4.09 4-H MEMBER REPRESENTATIVES.***

Shall provide information and concerns of 4-H Members to the Council.

#### ***SECTION 4.10 NORTHERN REPRESENTATIVE.***

Shall represent the interest and concerns of the Augusta, Wolf Creek, and Lincoln clubs.

### ***SECTION 4.11 FOUNDATION REPRESENTATIVE.***

The Foundation Representative shall:

- (a) Work to provide additional resources for the 4-H program and serve as the liaison between the Montana 4-H Foundation and the Lewis & Clark County 4-H Foundation and the County Leaders and Members.
- (b) Shall work with the Council to identify areas within the 4-H program that need monetary assistance and work with Montana 4-H Foundation and the Lewis & Clark County 4-H Foundation in efforts to raise money from private sources to support the 4-H program.

### ***SECTION 4.12 DISTRICT 6 REPRESENTATIVE.***

- (a) Shall represent Lewis and Clark County at District meetings; make decisions regarding district events, such as the district leader's meetings, trainings and other activities.
- (b) The Council shall elect a District Representative at or before the October Council meeting to ensure that the County will have a Representative at the annual district meetings.

### ***SECTION 4.13 ELECTIONS.***

- (a) At the June Council meeting a nominating committee will be formed.
  - (i) Nominees will be presented at the September meeting and nominations will be accepted from the floor at that meeting.
  - (ii) A final slate of nominees will be published in the October newsletter.
  - (iii) Elections will be held at the October Council meeting.
  - (iv) In the event of a vacant seat, reference the Lewis and Clark County 4-H Council Operational Guidelines for procedure.
- (b) Elections will be held every two years for the following offices:
  - (i) President – even years (2002)
  - (ii) Vice-President – odd years (2003)
  - (iii) Secretary – odd years (2003)
  - (iv) Treasurer – even years (2002)
- (c) Elections will be held yearly for other offices:
  - (i) Two 4-H members
  - (ii) Northern Representative – by the Augusta, Wolf Creek and Lincoln Clubs
  - (iii) Foundation Representative
  - (iv) District 6 Representative

#### ***SECTION 4.14 RESIGNATIONS.***

- (a) Any Executive Board member may resign at any time by giving a written notice of such resignation to the Executive Board.
- (b) In the event of a resignation of an Executive Board member, the vacancy will be published in the next Newsletter and at the next Council meeting nominations will be taken from the floor and a vote will be taken.

#### ***SECTION 4.15 REMOVAL.***

- (a) Any Officer or Representative may be removed from office by the affirmative vote of two-thirds of the Club Representatives present at a Council meeting or special meeting called for that purpose, for conduct detrimental to the interest of the Council and 4-H program, for lack of sympathy with its objectives, or refusal to render reasonable assistance in carrying out its purpose.
- (b) An officer may be removed from office for lack of attendance of three or more meetings during the 4-H year.
- (c) If an Officer is unable or unwilling to complete duties and abide by the state and county bylaws the Executive Board may ask for their resignation.
- (d) Any Executive Board member proposed to be removed shall be in accordance with MSU Extension Policies and Procedures.

### **Article V. MEETINGS**

#### ***SECTION 5.01 ANNUAL.***

- (a) The annual meeting will be held in November at which time Council business will be acted upon including budget approval, by-law changes, rule book changes and other business as defined by the Council.
- (b) All proposed changes and recommendations to the by-laws, Lewis and Clark County 4-H Council Operational Guidelines and rule book will be published 30 days prior to the Annual meeting.

#### ***SECTION 5.02 REGULAR.***

- (a) There will be no less than six regular meetings of the Council within the 4-H year.

#### ***SECTION 5.03 SPECIAL.***

- (a) The Executive Board may call special meetings.
- (b) The Executive Board elected in October will convene prior to the annual council meeting held in November.

## ***SECTION 5.04 QUORUM.***

- (a) A quorum shall be no less than seven (7) eligible voting members.

## **Article VI. COMMITTEES**

### ***SECTION 6.01 COMMITTEES.***

- (a) Any member may volunteer or, be recruited to serve on Committees.
- (b) The President or Executive Board may appoint committees consisting of adults and 4-H members necessary to run the business and activities of the council and 4-H Program.
- (c) Committee members' shall attend all scheduled meetings and follow through on activities he/she has volunteered to do, and step down or be removed from the Committee if that person is not abiding by county policies and guidelines of proper behavior requested by Executive Board.
- (d) Each Committee must meet to elect a Chairperson and define goals and timelines.

### ***SECTION 6.02 OVERALL INDOOR / OUTDOOR SUPERINTENDENTS DUTIES.***

- (a) Any person, ages 19 and over, are eligible to be Overall Indoor/Outdoor Superintendents so long as they are current members.
- (b) Should not be biased toward any one project.
- (c) Overall Indoor/Outdoor Superintendents will be on the Executive board.
- (d) Nominations may be accepted from the floor for the Overall Outdoor Superintendent and elected by the Outdoor Committee members present at the October Outdoor Committee meeting.
- (e) Nominations may be accepted from the floor for the Overall Indoor Superintendent and elected by the Indoor Committee members present at the October Indoor Committee meeting.
- (f) The respective committees will recommend an Overall Superintendent to the Council for approval.
- (g) Prior to the October Council meeting each Overall Indoor/Outdoor Superintendents shall provide the Executive Board with an itemized budget for budget development and before disbursement of funds.
- (h) Overall Superintendents are responsible for calling Committee meetings, creating an agenda, appointing a secretary, delegating responsibilities, keeping records of the Committee and events, and updating the Council of the Committee's activities.

- (i) The Overall Indoor/Outdoor Superintendents are responsible for contacting the Council President to get needed items on the agenda, attend the monthly Council meetings and report back to their respective Committees.
- (j) The Overall Outdoor Superintendent coordinates Livestock Superintendents through the Outdoor Committee.
- (k) The Overall Indoor Superintendent coordinates Superintendents through the Indoor Committee.

## **Article VII. OPERATING POLICIES & PROCEDURES**

- (a) Lewis and Clark County 4-H Program uses two management guides for the annual programs.
  - (i) Lewis and Clark County 4-H Council Operational Guidelines consisting of day-to-day operations and rules for executing the program involving council, committees and projects.
  - (ii) 4-H and Open Exhibitors Handbook.
- (b) The guides will be used to provide more instruction and detailed guidance for the program.
- (c) Provide the structure to carry out policies, guidelines and programs of the Council and make recommendations for change when needed.
- (d) Both of these documents will be reviewed and updated annually as needed.

## **Article VIII. AMENDMENTS**

### ***SECTION 8.01 AMENDMENTS.***

- (a) These By-laws may be amended or revised in part or total at the November Annual meeting of the Council, provided the amendments or revisions have been submitted and read at the previous regular meeting. Written copies of any amendment or revision shall be mailed electronically to all voting Club Representatives and posted to the Lewis & Clark County 4-H website at least 30 days prior to voting.
- (b) By-law amendments become effective immediately upon adoption by a two-thirds vote of the Council.

## **Article IX. REVIEW OF BY-LAWS**

### ***SECTION 9.01 REVIEW OF BY-LAWS.***

- (a) The By-Laws must be reviewed annually by the Council.

## **Article X. RULES OF ORDER**

### ***SECTION 10.01 RULES OF ORDER.***

- (a) Robert's Rules of Order will govern all special and regular 4-H Executive Board, Council, and Committee meetings and a copy will be referenced in the Lewis and Clark County 4-H Council Operational Guidelines.

## **Article XI. COMPENSATION AND CONFLICTS OF INTEREST**

### ***SECTION 11.01 COMPENSATION AND CONFLICTS OF INTEREST.***

- (a) All persons associated with this chartered group are volunteers.
- (b) No adult or youth will use their position with 4-H or the knowledge gained from their position in 4-H for person financial benefit.

## **Article XII. WHISTLEBLOWERS PROTECTION**

### ***SECTION 12.01 WHISTLEBLOWERS PROTECTION.***

- (a) To maintain the highest standards of conduct and ethics, the Lewis & Clark County 4-H program will investigate any suspected fraudulent or dishonest use or misuse of resources. Any allegations of dishonesty will be handled with sensitivity, discretion and confidentiality to the extent allowed for by law. The 4-H organization will use its best efforts to protect whistleblowers against retaliation.

## **Article XIII. STATE REQUIRED SECTION INCLUSIONS**

### ***SECTION 13.01 DOCUMENT RETENTION AND DESTRUCTION.***

The following procedures for the retention and destruction of records will be followed:

- Charter - permanent
- By-Laws - permanent
- EIN Paperwork - permanent
- 990 tax returns - 7 years

- Annual and Audits - 7 years
- Bank Records - 3 years
- Donor Records and Acknowledgement Letters - 3 years
- Grant paperwork - 3 years after completion
- Minutes - 3 years
- Correspondence - 3 years
- Yearly Program Plans - 3 years

Copies of all permanent records will be kept on file at the local Extension office. The Extension offices in collaboration with the organizational leader are the designated persons to identify the records that have met their required retention time and will oversee the destruction. All destruction will be by shredding.

***SECTION 13.02 Dissolution Clause.***

Upon dissolution, this Council's assets shall be distributed to Lewis and Clark County extension or Montana 4-H Foundation or its successor, provided that this entity is recognized under § 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. If this entity is not so recognized, this Council's assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state Montana 4-H Foundation, Inc. or local government, for a public purpose. Any such asset not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the country in which the principal office of the Council is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

***SECTION 13.03 Organization.***

This Council is organized exclusively for educational and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

***SECTION 13.04 Use of Earnings.***

No part of the net earnings of this Council shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that this Council shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these By-Laws.

***SECTION 13.05 Limited Activities.***

No substantial part of this Council's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this Council shall not participate in, or

intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

**SECTION 13.06 Other Activities.**

Notwithstanding any other provisions of this By-Laws, this Council shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ADOPTION**

The Officers of the Lewis and Clark County 4-H Council has duly adopted these revised By-Laws, the 11<sup>th</sup> day of March, which are based on the original By-Laws dated May 1988.

David Amundson 3/11/2015  
President Date

Terresa Kelley 3-11-15  
Vice President Date

Karen M. Brannen 3-11-15  
Secretary Date

Michelle A. Osberg 3/11/2015  
Treasurer Date

Ellen O'Leary 3/11/2015  
Extension Agent Date