

# Minnesota Association of Credit Specialists of the USDA – Farm Service Agency

## *Constitution and By-laws*

### **ARTICLE I – NAME**

This organization shall be known as the Minnesota Association of Credit Specialists of the USDA-Farm Service Agency.

### **ARTICLE II – OBJECTIVES**

- A. To expand, improve, and expedite the services of USDA Agencies to Rural America.
- B. To promote the social, economic, professional and vocational skills, civic and personal welfare of all USDA-Farm Service employees to:
  - 1. Ensure equal status and privileges with other federal and non-federal employees.
  - 2. Improve morale and efficiency by giving suitable recognition both to individual employees and to USDA – Farm Service Agency field offices whose performances are outstanding.
  - 3. To collect and disseminate information relating to items 1 and 2 listed above and to use such information for the general good without favoritism, bias, or prejudice.
- C. To cooperate and affiliate with other organizations whose objectives are similar and compatible with those to this organization.

### **ARTICLE III – MEMBERSHIP**

- A. Membership shall consist of **six** kinds:
  - 1. **REGULAR – MANAGERIAL** -Membership shall be those field employees not including political appointees, involved in farm loan program services who have supervisor and/or program management responsibilities, who pay annual dues, and agree to abide by the Constitution and By-laws of this Association. Members shall affiliate with and pay annual dues to NACS.
  - 2. **REGULAR – SUPPORT** – Membership shall be those field employees, not including political appointees, involved in farm loan program services that have non-supervisory program support and/or delivery responsibilities, who pay annual dues of this Association and agree to abide by the Constitution and By-laws of this Association. Members shall affiliate with and pay annual dues to NASE.
  - 3. **ASSOCIATE** – All individuals who have an interest in the objectives of the Association but do not qualify for regular membership, who pay dues, and agree to abide by the Constitution and By-laws of this Association.
  - 4. **RETIRED** – All retired employees of the USDA Agencies shall be eligible for retired membership by payment of annual dues and agreeing to abide by the Constitution and By-laws of this Association.

5. **HONARY** – Any person who the Board of Directors shall recommend and receives a 2/3 vote from the regular members in attendance at the annual meeting.

6. **REGULAR - MANAGERIAL TRAINEE** – Membership shall consist of those field employees involved in farm loan program services that are in the Farm Loan Training program and have not received loan approval authority, who pay annual dues, and agree to abide by the Constitution and By-laws of this Association.

B. Regular membership only, shall carry with it the privilege if holding any office to which they may be elected or appointed and can represent the state if appointed a delegate and have voting privileges on matters brought before the Association.

C. Membership in this organization will be free of discrimination in terms of membership or treatment because of race, color, religion, sex, national origin, or age.

## **ARTICLE IV – GOVERNMENT**

### **A. Officers**

Officers of this Association shall be a President, Vice-President, Secretary, and Treasurer, who shall hold office for one year, or until their successors are duly elected and qualified.

### **B. Board of Directors**

The Board of Directors shall consist of the newly elected officers, the retiring president, the district representatives and the NACS/NASE State Contact person.

C. The four officers, NACS/NASE State Contact, and past president shall be the Executive Committee.

### **D. Manner of Election**

1. The election of a president, vice-president, secretary and treasurer shall be from the regular membership of the Association.

2. Election shall be by ballot. The candidate receiving a majority vote of regular members present at the annual meeting shall be declared elected. If no candidate receives a majority, the two candidates receiving the most votes shall again be voted on.

3. A vacancy in any office shall be filled by a majority vote of the Board of Directors. The appointee shall serve until a successor is elected at an annual meeting. A vacancy in any District Representative position shall be filled by a special election to be held within 30 days of the vacancy in that area. The person elected shall serve out the remaining term of the vacant position.

4. Each District shall elect one member to the Board of Directors. Initial term for odd numbered Districts shall be one year and even numbered Districts for two years. Terms shall be two years thereafter.

5. Initial District boundaries to correspond to District Ag Credit Specialist service areas. Any changes to the District Representatives boundaries are to be made by the Board of Directors and all members notified no later than 5 days prior to the annual meeting.

E. Newly elected officers and representatives shall be installed following election at the annual meeting.

F. The NACS/NASE State Contact shall be appointed by the President, upon the advice and consent of the elected Board of Directors. The NACS/NASE State Contact must be a regular

member of the Association but must not hold the same NACS/NASE membership as the President.

## **ARTICLE V – DUTIES OF OFFICERS AND BOARD OF DIRECTORS**

- A. The duties of the officers shall be those normally developed upon such positions.
- B. The NACS/NASE State Contact shall serve as liaison to the respective National Association and shall advise the Executive Committee and Board of Directors.
- C. The President, with the advice and consent of the Board of Directors, shall appoint such standing committees deemed necessary, and shall be a member ex-officio of all committees.
- D. The Executive Committee shall:
  - 1. Have power to transact all business of an emergency nature that may arise between annual meetings.
  - 2. Act as a program committee, appointing sub-committees from among the membership as necessary.

## **ARTICLE VI – MEETINGS**

- A. Annual meetings shall be held at a time and place designated by a majority vote of the Executive Committee.
- B. The elected District Representatives shall meet with their district members no less than two times annually. District Representatives may designate an alternate to assist in meeting with members not located within the Representatives home FSA District.
- C. Meetings of the officers and Board of Directors shall be at the call of the President or by a majority of the Board of Directors, not less than two meetings annually. No meeting of the Board of Directors shall be held without due notice to all members thereof.

## **ARTICLE VII – AMENDMENTS**

- A. The constitution may be amended at any membership meeting by a three-fourths vote of those present, provided notice of the proposed amendment is sent to all members no later than five days prior to the meeting.

## **BY-LAWS**

### **ARTICLE 1 – DUES AND FISCAL YEAR**

- A. Annual dues shall be determined by the Board of Directors.
  - 1. Dues shall be due and payable before January 1<sup>st</sup> of each year.
- B. The fiscal year shall be October 1<sup>st</sup> through September 30<sup>th</sup>.

### **ARTICLE II – QUORUM**

- A. The members present at any meeting shall constitute a quorum.

### **ARTICLE III – FINANCES**

- A. No debts shall be contracted or liabilities incurred by or on behalf of the Association in excess of cash on hand.
- B. Bills shall be paid by the Treasurer, on the approval of the Board of Directors, and the minutes shall reflect such approval.
- C. The Treasurer shall give financial reports at annual, special, and Board of Directors meetings.
- D. The books of the Treasurer shall be audited annually by a committee appointed for that purpose.
- E. Net earnings shall not be distributed for the benefit of any one member.
- F. Should dissolution occur, all remaining funds in the Treasury shall be distributed as determined by a majority vote of the members present at the annual meeting.

### **ARTICLE IV – AMENDMENTS OF BY-LAWS**

- A. Amendment of the By-laws shall be done in the same manner provided amending the constitution.

### **ARTICLE V- MEETINGS**

- A. Conduct of meeting – Roberts Rules of Order, latest edition, shall govern the conduct of all meetings and proceedings.
- B. Order of Business
  - Roll Call
  - Reading, correction, approval of minutes of last meeting
  - Reports of officers
  - Reports of committees
  - Old Business
  - New Business
  - Election of Officers
  - Miscellaneous Business
  - Installation of new officers and board members
  - Adjournment

## Article VI – Association Records

- A. Financial/Treasurer records shall be retained as prescribed by IRS requirements.
- B. Official records of the Association shall be retained indefinitely and consist of:
  - a. Annual meeting minutes
  - b. Board/Executive committee meeting minutes
  - c. Annual consultative meeting minutes
  - d. Issue or Position Papers
  - e. Organizational documents consisting of the constitution, bylaws, and consultative agreement.
- C. An Annual Report of the Association shall be prepared for the specific year, be retained for five years and consist of:
  - a. Copies of current official records
  - b. Roster of MACS Board Members
  - c. MACS Newsletters
  - d. Adopted Budget
  - e. Treasurer's Annual Report
- D. Records may be kept in paper or other electronic media as appropriate.
- E. Treasury records shall be kept in the custody of the Treasurer. All other records shall be kept in the custody of the MACS President.

Adopted: October 12, 1996

Amended: October 24, 1998; October 1, 1999; July 21, 2006, July 18, 2008