

CONSTITUTION AND BY-LAWS

MISSOURI ASSOCIATION OF FSA COUNTY OFFICE EMPLOYEES

MASCOE

CONSTITUTION

Article I Name and Purpose

Section I This association shall be known as the Missouri Association of FSA County Office Employees. The office of the Association shall be maintained in the city of the Secretary.

Section II The purpose of the Association shall be to promote the welfare of the Association members.

Article II Membership

Section I To be eligible for regular membership, a person must be a leave earning county office employee of a FSA County Office in the State of Missouri.

Other FSA or former ASCS employees are eligible for Associate membership in MASCOE as provided in the By-Laws.

Section II Each individual member must show in good faith that he or she is interested in the purpose of this Association. He or she must not be a member of an organization of government employees that asserts the right to strike against the government of the United States, and during such times as he or she is a member of this Association must not become a member of an organization of government employees that asserts the right to strike against the government of the United States. Any person who belongs to any organization which advocates the overthrow of our constitutional form of government shall not be allowed membership in this Association. No officer or member of MASCOE shall use his or her office or membership for the purpose of engaging in activities other than those which conform to the stated purpose of this Association.

Article III Government

Section I The governing body of the Association shall be vested in a Board of Directors. An equal number of Directors shall be elected from each MASCOE District in a manner provided by the By-Laws. The number

and the boundaries of the MASCOE Districts shall be determined and established by the MASCOE Board of Directors.

Section II The Officers of this Association shall consist of President, Vice President, Secretary, and Treasurer, who shall be elected and serve as provided in the By-Laws.

Section III The Executive Committee shall consist of the four officers and the outgoing President who shall serve for a period of one year after the Office of President is vacated, and who in matters acted upon by the Executive Committee, shall have full rights and privileges of the other members of the Executive Committee provided his or her eligibility as a member of the Association is retained. In the event the outgoing President is not installed as a Board Member at the Board of Director's organizational meeting held after the election of the Board of Directors, he or she shall have no vote or privileges in matters acted on by the Board.

Section IV The Executive Committee shall be the executive arm of the Board of Directors. It shall consider each preceding action taken by the Board to see that such action is carried out. At each meeting the President shall report on activities of the Executive Committee. During intervals of lawful meetings of the Board, the Executive Committee may authorize acting which may be deemed necessary but which has not been considered by the Board. Such acting must be approved by a majority of the Executive Committee and must be in keeping with the policies and procedures of the Constitution and By-Laws of the Association.

Article IV Amendments

Section I This Constitution and the following By-Laws may be amended at any regular or special meeting of the membership upon approval of the Amendment by a majority of those members present provided that a copy of the proposed amendment shall have been made available to each member of the Association at least seven days immediately preceding the meeting at which the proposed amendment is voted on. For purposes of making a copy of the proposed amendment available to members of the Association it shall be deemed adequate and sufficient to provide a copy of the proposed amendment to each County FSA Office in the state which has active Association members.

BY-LAWS

Article I Dues

- Section I The annual dues of this Association shall be set by the Board of Directors based on the fiscal year July 1 – June 30 and will remain in effect until the Board of Directors takes action to change such dues. This applies to regular members and associate members.
- Section II Any member who is in arrears one month payment of dues shall be suspended from the Association and any member whose dues are in arrears for a period of three months shall automatically cease to be a member of the Association. Such suspended member must reapply to the Association for membership as provided in the By-Laws and Constitution.

Article II Membership

- Section I A person employed in leave-earning status in a County FSA Office in the State of Missouri upon payment of dues shall be an active member of the Association with all rights and privileges pertaining thereto such as the right to vote and hold office.
- Section II Any other person on the payroll of a FSA County or State Office, any person who has retired or been RIFFED from a County or State FSA or former ASCS Office in the State of Missouri or any person who has been employed by a Missouri County or the Missouri State FSA or former ASCS Office and who has transferred to another FSA position is eligible for an associate membership in the Association. Associate members are eligible to vote, but not eligible to hold office.

Article III Meetings

- Section I There shall be at least one general membership meeting of this Association annually at a time and place specified by the Board of Directors. Members must be notified at least seven days prior to the date of the meeting.
- Section II Special meetings of the membership may be called by the President or by written petition of 10 percent of the membership signed by a majority of the Board of Directors and presented to the President or Secretary. The time and place of such meeting shall be at the discretion of the President, but must be within 30 days of the date of the submission of the valid petition approved by the required number of board members. Members of the Association must be notified at least seven days prior to the date of the special meeting. For purpose

of the notification as used in this section or preceding section, it shall be deemed adequate and sufficient to provide notification in the form of a card, letter or newsletter article to each county FSA Office within the State which has active members of the Association within the prescribed time limit.

Section III Regular meetings of the Board of Directors shall be held at least (3) three times each year, at such time and place as the Executive Committee shall designate. All board members shall be individually notified at least 10 days prior to the meeting.

Section IV Special meetings of the Board of Directors may be called by the President or by written petition signed by a majority of the Board of Directors and presented to the President or Secretary. The time and place of the meeting shall be at the discretion of the President but must be within 30 days of the date of the submission of the valid petition. The Secretary shall individually notify all members of the days of submission of a valid petition. The Secretary shall individually notify all members of the Board at least 10 days prior to the time of the meeting.

Section V No proxies shall be voted. It shall be the duty of the President or the Acting President to determine if a quorum is present at any regular or special meeting of the Board of Directors.

Article IV Election of Directors and Officers

Section I Two directors both of whom must be members in good standing of the Association and both having equal authority and voting power, shall be elected from each MASCOE District annually. One director shall be an employee in a non-managerial position and the other shall be an employee with managerial responsibilities as defined by their job description. In addition to these two directors an equal number of additional directors shall be elected from each MASCOE District annually, a number that shall be determined by the Board of Directors. The date and the means by which the election is held shall be determined by the Board of Directors.

The individuals so elected shall be installed as Board members at an organizational meeting to be held within 45 days of the election and shall serve until their successors are installed. In the event that one or more of the directors or alternates cannot serve, the membership of the affected area shall hold a special election to elect a replacement or replacements.

- Section II To assure better representation from each district, an eligible alternate shall be elected for each director. Should ties result, the tie should be broken by lot. The alternate is to serve in the absence of regular Directors and shall fill a vacancy when the regular Director is unable to serve. Alternate Directors when acting as Directors shall be granted all privileges and rights of regular Directors. Directors are to advise alternates when he or she is unable to attend a meeting or function. Alternates are encouraged to attend regular meetings as an observer and mileage paid only to nearest point to ride with the MASCOE District Director.
- Section III The Directors so elected shall elect a President, Vice President, Secretary, and Treasurer at the organizational meeting after the Directors have assumed office. The officers with the exception of the Secretary and Treasurer shall be elected from the Board of Directors but must be a member in good standing of the Association. The officers so elected shall serve until their successors are elected.

Article V Officers

- Section I The President shall preside at all meetings, regular and special of the Association and at all meetings of the Board of Directors and shall perform all such duties as may be necessary to and pertaining to the office.
- Section II The Vice President shall perform the duties of the President during his or her absence and at such times as the President, at his or her discretion, may deem necessary or advisable.
- Section III The Secretary shall conduct the official correspondence of the Association. An accurate record of regular and special business meetings shall be kept. An accurate record of all correspondence of the Association shall be kept. The Secretary shall preside at meetings during the absence of the President and Vice President. The Secretary shall also perform other duties as Association Board of Directors may prescribe within the policies and provisions of the Constitution and By-Laws of the Association.
- Section IV The Treasurer shall collect dues from all members. The treasurer shall collect and disburse all monies subject to the approval of the Board of Directors. The Treasurer shall keep accurate financial records of all collections and disbursements. A report of all transactions shall be given quarterly. The Treasurer shall also perform such other duties as Association Board of Directors may prescribe within the policies and provisions of the Constitution and By-Laws of the Association.

Article VI Policies and Finances of Association

- Section I Policies of the Association shall be formulated by a majority of the members present at any general membership meeting of this Association.
- Section II The Board of Directors shall manage the policies and finances of the Association. A majority of the Board of Directors shall constitute a quorum in their meetings and a majority shall proceed with any business of the Board of Directors.
- Section III All disbursements of the Association shall be made the Treasurer, subject to the approval of the Board of Directors. The Treasurer shall at the discretion of the Board, be adequately bonded at the expense of the State Association. Funds of this Association shall be deposited in a financial institution covered by the FDIC.
- Section IV The President and Treasurer shall give an annual report to the Association.

Article VII Committees

- Section I The Board of Directors shall decide upon committees deemed necessary and proper to fulfill the objectives and purposes of the Association.
- Section II The Committee Chairperson, Vice Chairman and members shall be appointed by the President and all appointments of the President shall be subject to approval of the Board of Directors.
- Section III The President shall be an ex-officio member of all committees.

Article VIII Procedure

- Section I Robert's Rule of Order shall govern all proceedings of all regular and special meetings of the Association's general membership and the Board of Directors, and their constituent parts except as provided by these By-Laws.

Article IX Power of Delegation

- Section I Delegations or committees shall be appointed by the President subject to the approval of the Board of Directors to represent the Association at any convention, meeting or assembly as may be necessary. They shall have no authority by virtue of their appointment to obligate the Association to any expense or to concur in the action contrary to the express policies of the Association. The President or succeeding officer shall serve as Chairman

of such delegation but in the event of the Chairman's absence, the Chairman shall appoint a member to serve in his or her place.

Article X Affiliation with Regional and National Organizations

Section I The Association of the State of Missouri may affiliate itself with the Regional and National Association if such affiliation will not conflict with the Constitution and By-Laws adopted by the State of Missouri, providing such Associations are formed.

Section II This Association may endeavor and assist in the organization of the FSA Association in other States not so organized and may endeavor and assist in the organization of a Regional and National Organization.