

**BYLAWS of the**  
**ELGIN LIVESTOCK SHOW ASSOCIATION**

**A NON-PROFIT ORGANIZATION**

**ARTICLE I**

NAME, PURPOSE and ADDRESS

**SECTION 1. NAME**

The name of this non-profit organization is: **ELGIN LIVESTOCK SHOW ASSOCIATION (ELSA)**. The ELSA is recorded by the State of Texas as a 501c3 non-profit organization titled THE ELGIN LIVESTOCK SHOW ASSOCIATION.

**SECTION 2. PURPOSE**

The purpose of this organization is to promote the selection, ownership, and care of high quality livestock and/or the creation of youth fair projects to exhibit and sell through the 4-H and FFA Programs in Bastrop County, Texas and surrounding areas as identified by the association.

**SECTION 3. ADDRESS**

The address of the ELSA shall be the address of PO Box 1056, Elgin, Texas 78621.

**ARTICLE II**

OFFICERS

**SECTION 1. OFFICERS**

The Elected Officers of this organization shall be a President, a Vice President, and a Secretary, and a Treasurer and shall be elected by the members of the association annually. Only paid ELSA members in good standing are eligible to be elected into office. Officers shall take office at the time of their election.

**SECTION 2. DUTIES**

The duties of each officer shall be those customarily exercised by those offices and as prescribed.

a. **PRESIDENT:** The President is the executive officer and in general charge of the execution of the rules of the ELSA. The President shall preside at all meetings of the members and perform duties as prescribed.

b. **VICE PRESIDENT:** The Vice President shall, in the absence of the President or if requested, perform the duties of the President or such duties as the President may designate. The Vice President shall perform duties as prescribed.

c. **SECRETARY:** The Secretary shall, in the absence of the President and Vice President, perform the duties of the President or such duties as the President may designate. The Secretary shall perform duties as prescribed.

d. **TREASURER:** The Treasurer shall, in the absence of the President and Vice President, perform the duties of the President, or such duties as the President may designate. The Treasurer shall perform duties as prescribed.

### SECTION 3. VACANCY

If the Presidency is vacated, the Vice President shall become President. The Vice President's office shall then be filled by a majority vote of the members of the association. Any officer elected to fill a vacancy shall be elected for the unexpired term of his or her predecessor in office.

### SECTION 4. APPOINTED REPRESENTATIVE

The Elected Officers may appoint a representative for the youth fair branch of the association to perform duties as assigned by the Elected Officers.

## ARTICLE III

### MEMBERSHIP

UPDATED!

### SECTION 1. TYPES

Persons interested in the purpose of the ELSA are eligible for an annual membership. Membership is granted after completion and receipt of a membership application and annual fees, if applicable. These shall include:

- a. **FAMILY:** Families participating in the Elgin Livestock Show & Youth Fair must apply for an ELSA membership. An ELSA member(s) must be active member(s) of the ELSA and have a paid membership. An active member is defined as having attended 3 or more meetings and leading/serving actively on a committee or serving in a role that leads or assists with a task for the organization. Families are eligible for two voting members. Voting members must be 18 years of age or older and cannot be an exhibitor or participant in the livestock show and youth fair.
- b. **INDIVIDUAL:** Individuals who do not have children participating in the Elgin Livestock Show & Youth Fair and have an interest in helping promote the youth in the community with livestock and youth fair projects must also apply for an ELSA membership. An ELSA member must be an active member of the ELSA and have a paid membership. An active member is defined as having attended 3 or more meetings and leading/serving actively on a committee or serving in a role that leads or assists with a task for the organization. Individuals are eligible for one voting member. Voting members must be 18 years of age or older and cannot be an exhibitor or participant in the livestock show and youth fair.

SECTION 2. APPLICATION

Membership applications on the appropriate form may be submitted to any Elected Officer.

SECTION 3. ANNUAL MEMBERSHIP FEE

Annual membership fees shall be set by the Elected Officers.

**ARTICLE IV**

MEETINGS

SECTION 1. MEETINGS

Regular meetings of the association members shall be held monthly, at a time and place designated by the Elected Officers. Ten (10) members of the association shall constitute a quorum. Meetings shall be conducted according to Roberts Rules of Order.

SECTION 2. SPECIAL MEETINGS

Special meetings may be called by the Elected Officers. Members shall receive notification of a special meeting one (1) week prior to the date and time set for the meeting.

SECTION 3. VOTING

UPDATED!

Any issues to be voted on in committees or as identified by ELSA Officers shall be decided by a simple majority of those present at the meeting in which the vote takes place. Voting members must be in good standing and meet the specified requirements of membership in order to vote.

**ARTICLE V**

COMMITTEES

SECTION 1. STANDING COMMITTEES

There is one standing committee – Executive Committee.

- a. EXECUTIVE COMMITTEE: The Executive Committee shall consist of the President, Vice President, Secretary, and Treasurer. This committee shall be an advisory committee and shall assist the President in developing meeting agendas, monitoring progress, and plan development. The Executive Committee may in extenuating situations represent and act upon business arising and requiring immediate attention, including financial decisions not to exceed \$500. Such actions taken by the Executive Committee shall be presented to the association for ratification at the next regular meeting.

SECTION 2. OTHER COMMITTEES

The President shall appoint other committees as needed. Such committees may include (but are not limited to) bylaws, livestock show, youth fair, auction, premium fund, and fundraising. The term of the committee chairman shall be at the discretion of the ELSA Officers. Recommendations from committees must be presented to the Elected Officers which must pass it by a majority before being presented to the active membership.

### SECTION 3. EX-OFFICIO

The President is an ex-officio member of all committees.

UPDATED!

## ARTICLE VI

### RULES

The ELSA Livestock Show Rules and Youth Fair Rules may be reviewed on an annual basis. The solicitation of recommendations and/or comments from the full membership will occur at the request of the Livestock and Youth Fair Committees. All recommendations received will be reviewed and/or amended and voted upon by majority vote from members serving on the said committees. Committee approved amended rules will be presented to the Executive Committee for final approval and adoption.

## ARTICLE VII

### FUNDRAISING

#### SECTION 1. FUNDRAISING

All fundraising events are subject to a full review and approval of the ELSA Officers and membership to ensure ELSA is utilizing existing financial resources and the support of local businesses efficiently.

UPDATED!

## ARTICLE VIII

### BY-LAW AMMENDMENTS

It is the charge and oversight of the Executive Committee to review and/or approve any amendments of the ELSA by-laws. The ELSA Bylaws may be reviewed on an annual basis or as designated by the Executive Committee. The by-laws may be amended by a proposal from active association members to the Bylaws Committee for review and consideration. Any proposals received will be reviewed and/or amended and voted upon by majority vote from members serving on the said committee. Committee approved amended bylaws will be presented to the Executive Committee for final approval and adoption.

## ARTICLE IX

### TRANSACTIONS OF THE ELSA

#### SECTION 1. CONTRACTS

The Elected Officers may authorize or authorize a member of the ELSA to enter into a contract or execute in the name of and on behalf of the ELSA. This authority may be limited to a specific contract or it may extend to any number and type of possible contracts.

#### SECTION 2. DEPOSITS

All funds of the ELSA shall be deposited to the credit of the ELSA or other depositories that the Elected Officers select.

### SECTION 3. GIFTS

The Elected Officers may accept on behalf of the ELSA any contribution, bequest, or device for the general purposes or for any special purpose of the ELSA. The Elected Officers may make gifts and give charitable contributions that are not prohibited by the bylaws, the articles of incorporation, state law, and any requirements for maintaining the ELSA's federal and state tax status.

### SECTION 4. POTENTIAL CONFLICTS OF INTEREST

The ELSA shall not make any loan to an officer or association member of the ELSA.

The Elected Officers or association members may transact business with the ELSA, except as otherwise prohibited by the bylaws, articles of incorporation, and all applicable laws. Such a person transacting business with the ELSA has the same rights and obligations relating to those matters as other persons transacting business with a member or officer, of the ELSA unless the transaction is described fully in a legally binding instrument and is in the best interest of the ELSA.

The ELSA shall not borrow money from or otherwise transact business with a member of the ELSA without full disclosure of all relevant facts and without the approval of the Elected Officers not including the vote of any person having a personal interest in the transaction.

### SECTION 5. PROHIBITED ACTS

As long as the ELSA is in existence, and except with the prior approval of the Elected Officers, no officer or member of the ELSA shall:

- a. Act in violation of the bylaws or a binding obligation of the ELSA.
- b. Act with the intention of harming the ELSA or any of its operations.
- c. Act to make it impossible or unnecessarily difficult to carry on the intended or ordinary business of the ELSA.
- d. Receive an improper personal benefit from the operation of the ELSA.
- e. Use the assets of the ELSA, directly or indirectly, for any purpose other than carrying on the business of the ELSA.
- f. Wrongfully transfer or dispose of ELSA property, including intangible property such as good will.
- g. Use the name of the ELSA (or any substantially similar name) or any trademark or trade name adopted by the ELSA, except on behalf of the ELSA in the ordinary course of the ELSA's business.
- h. Disclose any of the ELSA's business practices or any other information not generally known to the business community to any person not authorized to receive it.

Any violation of the above prohibited acts should be reported to an ELSA Officer. Violation of these acts may result in disqualification, forfeiting funds, and/or removal from the ELSA for a temporary or permanent timeframe.

**ARTICLE X**

YEAR

The year of the ELSA shall begin on the first day of June and end of the last day in May in the following year.

**ARTICLE XI**

DISSOLUTION

Upon the dissolution of ELSA, all assets remaining shall be donated to a public charity for the exclusively continued use for the charitable purpose.

AMENDED AND APPROVED by the members of the Elgin Livestock Show Association on this  
5<sup>th</sup> day of June, 2018.

Tana Keeling  
President, 2018-2019

Debby Fisher  
Secretary, 2018-2019

Dan Brandt  
Vice President, 2018-2019

Cara Carter  
Treasurer, 2018-2019