

Purpose;

The purpose of the Montana Association of State Grazing Districts is to provide a unified voice for all permittee members within Districts and to act on their behalf on state, regional and area issues including representation at legislative, state land board and federal actions in Montana.

In addition this association will help insure the proper use of Montana Rangeland, promote cooperation with other interests and protect Livestock grazing and private property rights.

Bylaws of the Montana Association of State Grazing Districts

Revised 9/28 /25

Article I. Qualifications for Membership, Dues, Voting

Section 1 Membership

A. Qualifications for Membership; Any state grazing district organized and operating under Chapter 208, 1937 Session Montana Laws, and amendments thereto, is qualified for membership in the Montana Association of State Grazing Districts. Other Associations organized for grazing purposes may become associate members but are not voting members.

B. Membership Dues; Any state grazing district qualified for membership under paragraph A of this section may become a member of this association by paying an annual membership dues of fifty dollars (\$50.00) to the Secretary-Treasurer of this association. Associate member dues will be set by the Board of Directors.

C. Voting; Each member District of this association shall be entitled to one vote at membership meetings. There shall be no voting by proxy. Zoom or teleconference attendance may be allowed if prior arrangements are made with the Board of Directors.

Article II. Membership Meetings

Section 1. Annual and Special meetings,

a) The first annual meeting to be held subsequent to the first organization meeting shall be held at a location in Montana as designated by a majority vote of the member districts present at such organization meeting and thereafter in a like manner at each annual meeting.

b) Annual meetings shall be held in a month designated each year by the Board of Directors, generally in summer(May or June). An additional meeting for the membership may be held for industry updates.

c) Notices of each membership meeting shall be mailed or E-mailed at least 30 days prior to the meeting date. Such notices shall be sent to the Secretary and President of each member District, including the date, time, location and agenda.

d) Special meetings of the membership shall be held at such times and places as may be designated by the President or a majority of the Board of Directors. Notices covering special meetings shall state the purpose for which such meeting is called, and no other business shall be transacted at that time.

Section 2. Quorum,

No vote of the member districts shall be taken at any membership meeting unless a quorum of said members entitled to vote upon the issue are present. A quorum shall consist of the member districts present at the time of the meeting. When Financial or Bylaw issues are to be voted upon a quorum will be at least Six, (6) districts in attendance.

Article III. Board of Directors, Election of Officers and Directors Meetings,

Section 1. Board of Directors

The Board of Directors shall consist of up to seven members; Three officers, (President, Vice-President and immediate Past President), and four elected board members. Any permittee member of a State Grazing District is qualified to serve on the Board of directors upon election, but not more than one director and one officer from any one state Grazing District may serve at the same time.

Section 2. Director Districts.

Two directors shall be elected from that area of Montana lying north of the Missouri River and two directors shall be elected from that area lying south of the Missouri River.

Section 3. Election of Directors.

Nominations for the office of Director shall be made by the member districts from the floor and elected by ballot with a majority vote of member districts. Elections for Directors are held at the annual membership meeting.

At the first organization meeting two directors shall be elected for a one- year term one of whom shall be from the south and one from the north, and two directors shall be elected for a two -year term, one of whom shall be from the south area and one from the north area. Thereafter, directors shall be elected in a like manner for a three -year term. Directors may serve three consecutive terms but must set out a year before serving on the board again, unless the board appoints that person to fill a temporary vacancy. Vacancies on the Board of Directors shall be filled by appointment by the remaining members of the Board to serve until the next annual meeting.

Section 4 Election of President and Succession of Vice-President to President.

Any permittee of a State Grazing District is qualified to serve as President of the Association. The office of president is a fully qualified member of the Board of Directors. The president shall serve a two-year term and the Vice-President of the association shall automatically ascend to the Presidency of the Association for a two- year term following their service in the Vice President office. If for any reason the Vice President cannot succeed the president then an election for the president position will be held at

the annual meeting. Nominations for the office of President shall be made by member districts and election by majority ballot of those member districts at the annual membership meeting. The outgoing President shall remain a voting member of the Board of Directors for the next two years. If the outgoing president position becomes vacant the Board of Directors may appoint any other past president to fill the rest of the term.

Section 5. Vice-President , Qualification and election

Any Permittee of a State Grazing District is qualified to serve as Vice-President of the Association. The office of Vice-President is a fully qualified member of the Board of Directors. A Vice-President serves a two- year term and may not succeed his/her self. Nominations are taken from the floor from member districts at the annual membership meeting and election is by majority ballot from the member districts. A Vice-President may ascend to the President position by giving notice to the Board of Directors of his/her intent immediately prior to the end of his/her two- year term. If election of any officer creates a vacancy on the board of directors then the director position needs to be filled according to the nomination and election process presented in Article III section 3 of these bylaws.

Section 6. Secretary-Treasurer

The Secretary-Treasurer of the Association shall be chosen and serve at the discretion of the Board of Directors. Compensation will be determined by the Board of Directors or by a Memorandum of Understanding approved by the Board of Directors. The Secretary-Treasurer may be bonded in an amount determined by the Board of Directors.

Section 7 Compensation of Officers

The Directors and officers of the association may be allowed reimbursement for expenses while attending association business meetings. The President will decide compensation if any for those participating in these meetings.

Section 8 Meetings

Board of Directors Meetings may be called by the President or by the Vice President when the President is unable, or a majority of the Board of Directors. Notices of such meetings must be given to all board members at least 7 days in advance of meeting date and include date, location, time and agenda. If all members agree a shorter notice is allowed. Teleconference meetings are permissible If all members agree and all business and discussion is heard by meeting members before voting.

Quorum; A quorum for the Board of Directors Meetings shall be 5 members and a majority vote for all actions of the Board requires 4 votes.

Article IV Duties of Directors and officers

Section 1 Duties of Directors .

The Board of Directors shall;

- a) Manage and conduct the affairs of the association, to carry out the purposes and directives of the membership of this association.
- b) Levy assessments upon the member districts within the limitations prescribed in these bylaws
- c) Formulate policies consistent with the recommendations of the majority of the membership in order to properly carry out the purposes of the association.

Section 2. Duties of the President

The President Shall;

- a) Preside over all meetings of the Association and, as an ex-officio member of the Board of Directors, preside over all meetings of the Board.
- b) Call special meetings of the membership and of the Board of Directors.
- c) In cooperation with the Secretary-Treasurer, direct the affairs of the association, subject to the control of the Board of Directors.
- d) Perform all other acts and duties usually required of an executive and presiding officer subject to the directives of the Board of Directors..

Section 3. Duties of the Vice-President

The Vice-President shall perform all acts and duties of the President in his/her absence or inability to act.

Section 4. Duties of the Secretary-Treasurer.

The Secretary-Treasurer Shall;

- a) Keep a complete record of all meetings and conduct all correspondence of the association and the Board of Directors.
- b) Receive and disburse all funds and be the custodian of all property of the association according to the directives of the Board of Directors.
- c) Keep a complete record of all business of the association and make a full report of all matters and business pertaining to his/her office to the Board of directors at any time requested and to the members of the association at their annual meeting.

d) Perform such other duties as may be required to properly fulfill the usual duties of this office, subject to the control of the Board of Directors.

Article V Finances

Section 1. Fiscal Year

The Fiscal Year shall start on the first day of October and end on the last day of September of each year.

Section 2. Membership Dues

Each member District shall pay an annual membership dues of Fifty Dollars to the association.

Section 3. Assessment. An annual assessment not to exceed ten cents (\$0.10) per animal unit month of livestock permitted by each member district may be levied by the Board of Directors against said member districts for the purpose of defraying expenses of the association. Assessments are in addition to the funds derived from membership dues.

The Board of Directors may consider a special assessment of not more than two cents (\$0.02) per animal unit month permitted by each District for a specific project to benefit the membership any fiscal year. Any special assessment exceeding two cents (\$0.02) will require consent of two thirds of the current member districts. Action for this process may utilize electronic and Certified U.S. mail to communicate with the member districts if a copy of the proposed action is included in the communication.

Section 4. Disbursement of Funds.

All monies collected by the association from membership dues and assessments shall be placed in a general fund of the association and shall be disbursed by the Secretary-Treasurer in a manner authorized by the Board of Directors.

Section 5. Annual Statements.

An annual financial statement of the association shall be rendered by the Secretary-Treasurer and such statement shall be subject to the approval of the Board of Directors. Such statement shall set forth an itemized account of all receipts and disbursements. A copy of such statement shall be furnished to each member district of the association at each annual meeting.

Section 6. Audit

The Board of Directors shall approve a certified public accountant or other qualified auditor to conduct an annual compilation or audit of the financial books and records of the association..

Article VI Amendments

Upon proposal by the Board of Directors, these bylaws may be amended, in whole or in part, by a majority vote at the annual meeting of the association ; provided that a copy of any amendment proposed for consideration shall be distributed to all member districts at least thirty days prior to the date of the annual meeting. Special meetings may also be called for this purpose. Any member District may propose an amendment to the bylaws by presenting it to the Board of Directors.

This draft revision for the MASGD Bylaws is submitted by the Bylaw revision Committee Sept 28 2025

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