

**BY-LAWS**  
**OF THE**  
**KONA COUNTY FARM BUREAU**

(Amended on August 27, 2004 by the Voting Membership at the 2004 Annual Meeting)

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# KONA COUNTY FARM BUREAU BY-LAWS

## ARTICLE I

### NAME

The name of this organization shall be the Kona County Farm Bureau.

## ARTICLE II

### PURPOSES

The purposes for which this organization is formed are:

(a) to work for the solution of the problems of the farm, the farm home and the rural community by use of the recognized advantages of organized action, to the end that those engaged in various branches of agriculture may have the opportunity for happiness and prosperity in their chosen work.

(b) to represent, protect and advance the social, economic and educational interest of the farmers of North and South Kona.

## ARTICLE III

### MEMBERSHIP

**SECTION 1. MEMBERS.** The classes of members of the Kona County Farm Bureau shall be as follows:

**1. ACTIVE MEMBERS.** Active members shall be persons who are directly engaged in the agricultural industry. Such persons may be either independent farm producers or be serving as employees of entities, such as agricultural businesses, corporations, cooperatives or associations.

Kona County Farm Bureau members shall pay the annual Hawaii Farm Bureau

Federation, American Farm Bureau Federation and Kona County Farm Bureau dues for membership.

Active members shall have the rights and privileges of benefits and have the power to hold office and to vote, provided, however, that in the case of active members only one active member from each entity shall be eligible to hold any office at the county level.

**2. ACTIVE MEMBERS RETIREES.** Active members retirees shall be persons who have been active members for not less than five (5) years and retirees from the pursuit of agricultural production for health, medical reasons or by reason of advancing years, and upon application with and approval by the Board of Directors, shall have the privileges and rights of active members, provided that dues and assessments shall be paid by him or her.

**3. ASSOCIATE MEMBERS.** Associate members shall be persons, partnerships, corporations, cooperatives, associations or students, who are interested in the aims and purposes of the Kona County Farm Bureau and who shall pay annual Hawaii Farm Bureau Federation, American Farm Bureau Federation and Kona County Farm Bureau dues. An associate member shall not have the power to vote or hold office.

**4. HONORARY LIFE MEMBERS.** Honorary life members shall be persons upon who such membership are conferred by a majority of the voting members at any annual meeting. Honorary life members shall not be assessed any Kona County Farm Bureau, Hawaii Farm Bureau Federation or American Farm Bureau Federation dues. Honorary life members shall have all the rights and privileges of active members.

**5. AFFILIATE MEMBERS.** Affiliate members shall be any association, company or organization who supports the purposes of the Kona County Farm Bureau. Affiliate members shall not have the power to vote and hold office. Nor will their employees or members be eligible for the full privileges accruing to active, associate or honorary members of the Kona County Farm Bureau.

**SECTION 2. ORGANIZATION.** The Kona County Farm Bureau shall derive its authority from, and be representative of its membership. In no event shall the Kona County Farm Bureau be considered to be regularly organized unless it is composed of twenty (20) active members.

Membership in the Kona County Farm Bureau shall consist of all members within the boundaries of North and South Kona. Dues paid by an individual shall cover the membership of the immediate family, consisting of husband, wife and children under eighteen (18) years of age.

**SECTION 3. CERTIFICATE OF MEMBERSHIP.** Certificates of membership signed by the President and the Secretary of the Hawaii Farm Bureau Federation shall be issued to each member.

**SECTION 4. BIG ISLAND FARM BUREAU.** The Kona County Farm Bureau may be an

active member of the Big Island Farm Bureau. The Board of Directors may appoint representatives to the Big Island Farm Bureau as is required.

## **ARTICLE IV**

### **MEETINGS OF MEMBERS**

**SECTION 1. ANNUAL MEETING.** There shall be an annual meeting of the members of the Kona County Farm Bureau at a time and place designated by the Board of Directors. The general policies of the Kona County Farm Bureau and the general activities to be carried on by said organization shall be determined at the annual meeting, except where subsequently modified or changed at any special meeting of the members.

**SECTION 2. GENERAL MEMBERSHIP MEETING.** A general membership meeting may be called by the President, with the approval of the Board of Directors.

**SECTION 3. SPECIAL MEETING.** A special meeting of the members may be called at any time by written request signed by at least ten (10) active members, with the approval of the Board of Directors.

**SECTION 4. QUORUM.** At any meeting of the members, a quorum shall consist of 10% of the total number of active members in the Kona County Farm Bureau. A majority vote of such a quorum shall be necessary for the transaction of official business of the Kona County Farm Bureau. For adoption of an amendment to the By-Laws, a two-thirds (2/3) majority vote of such a quorum shall be necessary.

**SECTION 5. NOTICE OF MEETING.** Notice of each regular or special meeting of the members shall be in writing and shall state the time and place thereof, and in the case of a special meeting, shall also state the objectives and purposes thereof. Such notice shall be mailed by the Secretary to each active member at least ten (10) days before the date of any such meeting or duly published in the West Hawaii Today newspaper prior to the date of any such meeting.

**SECTION 6. NOMINATION OF BOARD OF DIRECTORS.** The President, with the approval of the Board of Directors, shall appoint a Nominating Committee of active members for the purpose of making the required nominations of directors. Such nominations shall be presented to the members at the annual meeting. Nominations may also be made from the floor at the annual meeting.

**SECTION 7. ORDER OF BUSINESS.** The order of business at a meeting of the members shall be as determined by the Board of Directors.

## ARTICLE V

### HOUSE OF DELEGATES

**SECTION 1. DELEGATES AND ALTERNATE DELEGATES.** Delegates and Alternate Delegates to represent the Kona County Farm Bureau in the House of Delegates at the Hawaii Farm Bureau Federation annual meeting shall be selected by the Board of Directors. All such delegates must be active members in good standing according to Article III, Section 1, Subsection 1.

## ARTICLE VI

### BOARD OF DIRECTORS

**SECTION 1. DUTIES AND COMPOSITION.** The business and property of the Kona County Farm Bureau, and its policies and activities, as outlined by the members at the annual and special meetings, shall be administered by a Board of Directors. Said Board shall be composed of the President, Vice-President, Secretary, Treasurer, Hawaii Farm Bureau Federation Representative and up to six (6) Directors from diverse agricultural commodities. The elected directors of the Board shall serve terms of one (1) year.

**SECTION 2. REGULAR AND SPECIAL MEETINGS.** The Board of Directors may provide by resolution the time and place, within the State of Hawaii, for holding of regular meetings of the Board without other notice than such resolution. Special meetings of the Board shall be held on the call of the President, or upon written request of any three (3) Board members, and shall not go beyond the scope of the published special meeting agenda.

**SECTION 3. NOTICE OF SPECIAL MEETINGS.** Written, verbal or electronic notice of at least five (5) days before any such special meeting shall be given of the Board of Directors by the Secretary.

**SECTION 4. QUORUM.** A quorum, at a regular meeting shall consist of a majority of the entire voting membership of the Board of Directors. Quorum at a special meeting shall consist of two-thirds (2/3) of the entire voting membership of the Board. A majority of such a quorum shall decide any question that may come before the meeting.

**SECTION 5. ELECTRONIC VOTING.** In the event that a vote is required for a time-sensitive issue, including, but not limited to, legislative hearing testimony, the use of electronic mail or electronic facsimile in lieu of a regular meeting or special meeting shall constitute a binding action of the Board of Directors, provided that a majority of the total number of directors vote in favor of the action.

**SECTION 6. VACANCY.** In case any office of the Kona County Farm Bureau becomes vacant by death, resignation, retirement, disqualification, in any other cause, the majority of the directors then in office, although less than a quorum, may elect an officer to fill such vacancy, and the officer so elected shall hold office and serve until the first meeting of the Board of Directors after the annual meeting of members next succeeding and until the election and qualification of his/her successor.

## **ARTICLE VII**

### **OFFICERS**

**SECTION 1. OFFICERS AND ELECTION.** The officers of the Kona County Farm Bureau shall consist of a President, a Vice-President, a Secretary, a Treasurer and a Hawaii Farm Bureau Federation Representative. All officers shall be active members as defined under Article III, Section 1. All officers shall be elected by the Board of Directors at the first regular meeting of the board and shall hold office for one (1) year.

**SECTION 2. PRESIDENT.** The President shall be the executive head of the organization and shall preside at all meetings of the members and directors. The President shall appoint committees and shall be a member ex-officio of all standing and special committees. The President shall make reports to the members and directors as deemed necessary or as may be required, and perform all such duties as are incident to this office, or are properly required by the Board of Directors. In the absence of the President, the Vice-President shall act as President, and in the absence of the foregoing officers, the Treasurer shall act as President. In the absence of all of the foregoing officers, the Secretary shall act as President.

**SECTION 3. VICE-PRESIDENT.** In the absence of the President or in the event of the resignation of the President, the duties of the President shall be assumed by the Vice-President.

**SECTION 4. SECRETARY.** The Secretary shall keep a record of the proceedings of the organization. The further duties of the Secretary shall be outlined by the Board of Directors and the Secretary shall work under their direction.

**SECTION 5. TREASURER.** The Treasurer shall receive the Kona County Farm Bureau membership dues, have custody of all funds of the organization, and shall make a full report at each meeting and at other such times as the Board of Directors may direct.

**SECTION 6. HFBF REPRESENTATIVE.** The Hawaii Farm Bureau Federation (HFBF) Representative shall serve on the Board of Directors of the HFBF as stipulated in Article VI, Section 1 of the HFBF By-Laws.

**SECTION 7. DELEGATION OF DUTIES.** The Board of Directors may, at its discretion, delegate duties, such as those of the Secretary and the Treasurer, to the appropriate staff people, as it may find necessary to effectively carry on the work of the organization.

## ARTICLE VIII

### REMUNERATION

**SECTION 1. FUNDS.** Subject to the provisions of the Article, all sums herein provided to be paid may be paid from the funds of the organization.

**SECTION 2. DELEGATES.** Voting delegates to the Hawaii Farm Bureau Federation annual meeting shall receive no compensation for their services as such, but while in attendance at meetings of the organization, such delegates may be paid all necessary traveling expenses, and a daily subsistence allowance as allowed by and paid for by the Kona County Farm Bureau as approved by the Board of Directors.

**SECTION 3. DIRECTORS.** Kona County Farm Bureau directors may each be paid all necessary traveling expenses and a daily subsistence allowance while in attendance at meetings of the Board of Directors and while engaged on such other business of the organization as may be authorized by the Board of Directors.

**SECTION 4. REIMBURSEMENT.** Necessary business expenses for authorized activities will be reimbursed by the organization.

**SECTION 5. PERSONNEL.** The Board of Directors may contract for the services of or employ such personnel as is necessary to administer and carry out the programs of the organization. Such personnel shall be responsible to the President.

## ARTICLE IX

### DUES AND FINANCES

**SECTION 1. REGULAR DUES.** The annual dues of the Kona County Farm Bureau shall be established by the Board of Directors as is necessary and shall be due and payable on or before the first day of the fiscal year. Members shall remit Kona County Farm Bureau dues and Hawaii Farm Bureau Federation dues to the Hawaii Farm Bureau Federation.

**SECTION 2. NEW MEMBER DUES.** New member dues may be prorated on the basis of the remaining months of the Hawaii Farm Bureau Federation fiscal year, however, not less than on a quarterly basis.

**SECTION 3. BUDGET.** A budget of all estimated income and expenditures of the Kona County Farm Bureau for each fiscal year shall be developed by the Board of Directors at the beginning of the fiscal year. All monies expended shall be in conformity with the budget as developed or amended by the Board of Directors.

**SECTION 4. AUDIT.** The Treasurer shall submit periodic summaries of all financial transactions to the Board of Directors, and show the status of cash on hand in such reports. An annual statement shall be made available to all members at the annual meeting.

## **ARTICLE X**

### **MEMBERSHIP AND FISCAL YEAR**

**SECTION 1. MEMBERSHIP AND FISCAL YEAR.** The membership and fiscal year of the Kona County Farm Bureau shall be from the first day of September to the thirty-first day of August.

## **ARTICLE XI**

### **AMENDMENTS**

**SECTION 1. AMENDMENTS.** These By-Laws may be amended at any regular or special meeting of the members of the Kona County Farm Bureau by a two-thirds (2/3) vote of the voting members present, provided that a quorum is present, in accordance with Article IV, Section 4. Provided, further, that proposed amendments shall be included with the notice of the meeting to active members, as provided for in Article IV, Section 5.

## **ARTICLE XII**

### **PARLIAMENTARY AUTHORITY**

**SECTION 1. ROBERT'S RULES OF ORDER.** Robert's Rules of Order, Newly Revised, and as may be revised from time to time shall be the authority for decisions on all parliamentary questions which may arise at any meeting of the Kona County Farm Bureau.