

UTAH LLAMA ASSOCIATION BY-LAWS

ARTICLE 1: NAME

The name of this association shall be the Utah Llama Association. It shall be referred to hereinafter as ULA.

ARTICLE 2: PURPOSE

The ULA exists to educate members and nonmembers about llamas, promote llama use and the llama industry in ways that place the health and well being of the animals as the highest priority, and to further member and nonmember enjoyment of camelids through fun, safe, and educational events and activities involving or relating to llamas.

ARTICLE 3: STRUCTURE

Status

The ULA is organized for non-profit purposes.

Duration

The ULA shall be of perpetual duration unless terminated by law or dissolved.

Dissolution

The ULA may be dissolved at any regular meeting of the membership upon adoption by a two-thirds vote of a Resolution to Dissolve provided that the Resolution to Dissolve has been submitted in writing at the previous regular meeting. The Resolution to Dissolve shall specify the procedures by which:

- 1) all liabilities and obligations of the ULA shall be paid, satisfied, and discharged; and
- 2) all assets shall be liquidated and distributed to a non-profit fund, foundation or corporation that is specifically related to camelids, that is organized and operated exclusively for scientific or educational purposes, and that has established its tax exempt status under Section 501(c)3 of the Internal Revenue Code or corresponding section of any future federal revenue code. The specific organization shall be specified in the Resolution to Dissolve.

Fiscal Year

The fiscal year of the ULA shall be from January 1 to December 31.

ARTICLE 4: MEMBERSHIP

Any individual, family, farm, or corporation shall be eligible for membership. Annual dues, to be determined by a majority vote of members, must be paid in full at the time of application for membership and are due annually on January 1 of each year thereafter. Membership is non-transferable and membership fees will not be pro-rated. All members shall be added to the ULA membership directory and the ULA website.

Members who have not paid the required dues by March 31 shall automatically be dropped from membership in the ULA.

ARTICLE 5: OFFICERS

Officers of the ULA shall consist of a President, Vice-President, Secretary, and Treasurer. These officers shall serve as the Board of Directors of the ULA with full authority to act therein and shall perform the duties prescribed by these bylaws, by the membership, and by the parliamentary authority adopted by the ULA.

President

The President shall be the principal executive officer of the Association and shall in general supervise and direct all of the business and affairs of the Association. The President shall preside at all meetings and may sign, with the Secretary or any other proper officer of the Association, contracts or other instruments which a majority of the members wish to be executed.

Vice-President

In the absence of the President, the Vice-President shall perform the duties of the President, and when so acting, shall have all the powers of the President and shall perform other duties as assigned by the President. The Vice-President shall also receive and present to appropriate meetings of the membership nominations for ULA officers.

Secretary

The Secretary shall keep the minutes of meetings, maintain a current directory of the membership and provide updates to the webmaster, serve as custodian of ULA records, and in general perform all the duties incident to the office of Secretary and such other duties as may be assigned by the President.

Treasurer

The Treasurer shall have charge, custody, and responsibility for all funds and securities of the ULA, as well as handle receipts, deposits, financial reports, and tax matters. The Treasurer shall provide a written report of the Association's financial standing at all membership meetings and perform other duties assigned by the President.

Elections and Term of Office

Officers shall be elected by ballot to serve for two-years or until their successors are elected. Elections for President and Secretary shall occur on even numbered years and elections for Vice President, and Treasurer shall occur on odd numbered years. Any officer may run for re-election if they so desire. The Board of Directors shall fill any vacant office by appointment. Elections shall take place at the Annual Meeting.

ARTICLE 6: COMMITTEES

Committees may be formed to address a specific issue or need as determined and approved by a majority of members at a duly publicized meeting.

ARTICLE 8: MEMBERSHIP REVOCATION

If any member is alleged to engage in conduct detrimental to the purposes and objectives of the ULA, the Board of Directors shall collect and consider evidence from all interested parties relating to the issue, including the member whose conduct is in question. The Board shall then present its findings to the membership at a duly publicized meeting and recommend appropriate action. The matter shall be decided by a two-thirds vote.

ARTICLE 10: MEETINGS

There shall be at least two regular meetings held per year, preferably at geographically alternating locations. They must be duly publicized and shall be considered as such if notice is dated and sent by the Secretary at least 14 calendar days in advance. Special meetings may be requested by the ULA officers and must be duly publicized to members, including pertinent purposes. The first meeting of the new year shall be the annual meeting.

ARTICLE 11: PARLIAMENTARY AUTHORITY

The rules contained in the most current available edition of Robert's Rules of Order shall govern meeting proceedings in all cases to which they are applicable and in which they are not inconsistent with these bylaws.

ARTICLE 12: AMENDMENTS

These bylaws may be amended by a two-thirds vote at any regular meeting, provided that the amendment has been submitted in writing at the previous regular meeting.