

July 30, 2002

BYLAWS
NORTH AMERICAN ALFALFA IMPROVEMENT CONFERENCE

Article 1. Name. The name of this organization shall be the North American Alfalfa Improvement Conference (NAAIC).

Article 2. Objectives. The objectives of the Conference are:

1. To provide a means for exchange of information among researchers involved in alfalfa improvement in North America and other countries around the world.
2. To serve as a voice for alfalfa scientists in matters pertaining to local, regional national, and international organizations and interests.
3. To encourage the collection, preservation, evaluation, and enhancement of cultivated and wild alfalfas and related species for use in alfalfa improvement.
4. To encourage basic research in alfalfa breeding, genetics, pathology, microbiology, entomology, physiology, production and biotechnology and the exchange of information derived therefrom.
5. To encourage production of quality seed of improved alfalfa cultivars and the maintenance of their genetic integrity.
6. To encourage the efficient production and utilization of alfalfa as a forage feed, a source of biological fixed nitrogen and for soil conservation.
7. The NAAIC is organized exclusively for educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law.)

Article 3. Membership.

1. Active membership is open to all individuals representing either public or private agencies, who are interested in alfalfa improvement. Membership is maintained by attending meetings, participating in NAAIC activities and providing the secretary with a current address. Each member is entitled to one vote at the biennial business meeting or on mail ballots.

2. Honorary membership may be conferred on individuals in recognition of outstanding contributions of alfalfa improvement during their career. Nominations may be made by any active member and submitted to the Honors and Awards Committee appointed by the President. For each biennial meeting the Committee will select the nominees, not to exceed in number 0.5% of the current membership total, and submit them to the Executive Committee for approval. Honorary membership will be bestowed at the biennial meeting includes a waiver of registration fees for participation at the biennial meetings.

Article 4. Meetings. Biennial meetings of the NAAIC shall be held in even numbered years (1998, 2000, 2002, etc.) during the alfalfa growing season at a location where alfalfa research is underway. Insofar as possible, meeting locations shall be rotated among the three Conference regions (Central, Western and Eastern Forage Improvement Conference) and Canada. A business meeting shall be held in conjunction with each biennial conference and shall include written reports from officers, committees, and regional alfalfa conferences. These reports will be published in the Conference Proceedings. A meeting quorum shall consist of a minimum of 50 active members.

Article 5. Finances. The Conference has authority to collect biennial dues and/or special assessments from its members for the purpose of financing Conference activities. Amounts of dues and/or assessments are to be determined by the Executive Committee. Fees adequate to cover costs of conducting the business of the Conference and cost of publication of Conference proceedings shall be included in the registration fees for the biennial meeting.

The Conference is the fund holder for the R.R. Hill, Jr. Memorial Fund. This fund was established for the purpose of recognizing recent, specific and outstanding achievements by a prominent alfalfa researcher at our biennial meetings. The Awards committee will be responsible for soliciting nominees and selecting the awards recipient. Recognition will be in the form of a plaque and a travel stipend which will be financed from the interest accumulated from the R.R. Hill, Jr. Memorial Fund.

No part of the net earnings of the NAAIC shall inure to the benefit of, or be distributable to its members, officers or other private persons, except that the NAAIC shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes.

No substantial part of the activities of the NAAIC shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the NAAIC shall not participate in, or intervene in (including the publishing or distribution of

statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these articles, the NAAIC shall not carry on any other activities not permitted to be carried on (a) by a corporation/organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law) or (b) by a corporation/organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law).

Article 6. Officers. The officers of the NAAIC shall be selected from the membership at large, by election at the biennial business meeting, serve from the close of one business meeting to the close of the next business meeting and consist of:

1. The President who is responsible for conducting all business meetings, appointing all necessary committees and representatives, and serving as chairperson of the biennial Conference and Executive Committee.
2. The Vice-President who shall preside in the absence of the President and be responsible for planning and executing the technical program of the biennial Conference in cooperation with the local host and arrangement committee.
3. The Secretary who is responsible for minutes of biennial Conference and Executive Committee Meetings, collecting abstracts and reports, and assembling and editing the Conference Proceedings. Nominees for secretary shall be alternated between public and private institutions. The secretary shall be elected by majority vote of the Conference and shall serve for consecutive terms as, Secretary, Vice-President and President.
4. The Executive Secretary who is responsible for general correspondence, maintaining archives, web site, and the membership list, duplicating and distributing Conference Proceedings and serving as contact person for matters concerning the NAAIC. The Executive Secretary shall serve an indefinite term, be nominated by the Executive Committee, and be approved by majority vote of the Conference.
5. The immediate Past President will serve as chairperson of the Nominating Committee.
6. The Treasurer who is responsible for maintaining financial accounts and records, and paying bills. The Treasurer shall serve an indefinite term, be nominated by the Executive Committee, and be approved by majority vote of the Conference.

Article 7. Executive Committee. The Executive Committee shall consist of the President, Vice-President, Secretary, Treasurer, Executive Secretary, Past President, Chairperson of the Industry Committee, Chairperson of the Local Arrangements Committee, Chairperson of the Central Alfalfa Improvement Conference, President of the Western Alfalfa Improvement Conference, and Chairperson of the Eastern Forage Improvement Conference. A quorum shall consist of a simple majority of the Executive Committee members.

Article 8. Committees and Representatives.

1. The President, in consultation with the Executive Committee, shall appoint any committees and their chairpersons necessary to conduct the affairs of the association and any persons needed to represent the NAAIC in outside organizations including the public scientist on the National Certified Alfalfa and Miscellaneous Legumes Variety Review Board.
2. Standing Committees shall include the Industry Liaison Committee, Alfalfa Crop Germplasm Committee, Committee on Available Breeding Lines, Standard Test Committee, Regulatory Issues Committee, Location Committee, Honors and Awards Committee, Bylaws Committee, Finance Committee, Biotechnology Committee, and Regulatory Issues Committee.
3. The Nominating Committee shall consist of the immediate Past President as Chairperson, the three regional Conference Chairpersons, Industry Committee Chairperson, and a Canadian representative.

Article 9. Vacancies. In case any office of the Conference be vacated for any reason the vacancy shall be filled by a majority vote of the Executive Committee in consideration of nominations supplied by the Nominating Committee.

Article 10. Amendments. Bylaws of the Conference may be amended at any business meeting by a two-thirds vote of the attendants provided that the membership has been advised of the proposed changes in writing at least 30 days before the biennial meeting.

Article 11. Dissolution. Upon dissolution of the NAAIC, its Officers shall, after paying or making provision for the payment of all the liabilities of the organization, dispose of all of the assets of the organization exclusively for the purposes of the organization in such a manner, or to such organization(s) organized and operated exclusively for educational or scientific purposes as at the time shall qualify as an exempt organization(s) under Section 501(c)(3) of the Internal Revenue Code (or the

corresponding provisions of any United States Internal Revenue Law), as the NAAIC Officers shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the County in which the principal office of the NAAIC is then located, exclusively for such purposes or to such organization(s), as said Court shall determine, which are organized and operated exclusively for such purposes.