

The Farmers Educational
and Co-Operative Union
of America:
Rocky Mountain Division

By-Laws

Rocky Mountain Farmers Union
7900 East Union Ave. Suite 200
Denver, Colorado 80237
As amended 11/20/2021

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Article I **Preamble and** **Name**

Section 1. Name. In the course of modern industrial development, we find it necessary that the farmer not only apply the principles of scientific agriculture, but that he/she systematize his/her business by cooperation and by applying the principles of scientific commerce.

Expensive and wasteful methods of marketing and vending have been a constant drain on agricultural producers. Speculation and monopoly practices have been allowed to demoralize markets and prevent the normal operation of the law of supply and demand. To enable farmers to meet these conditions and protect their interests, we have organized The Farmers Educational and Co-Operative Union of America, a Texas corporation, commonly and hereinafter known as, the National Farmers Union

Section 2. Use of Name - "Farmers Union." The Articles of Incorporation and By-Laws of the Farmers Educational and Co-Operative Union of America are hereby ratified and adopted as the national law of the State Union. "If any provision of these By-Laws shall be found to be in conflict with the Articles of Incorporation and By-Laws of National Farmers

Union, such conflicting provision shall be invalid and the provisions of National Farmers Union's Articles of Incorporation and By-Laws shall not be affected by the invalidity of such provision." This organization acknowledges that the term "Farmers Union" has been included and made a part of its corporate name by and with the consent of said The Farmers Educational and Cooperative Union of America and hereby declares it does not intend to acquire an adverse or competitive right to the use of this mark by the filing of the Articles of Incorporation to which the By-Laws are a supplement of the continuation of the use of said words or term in Colorado and all of the Rocky Mountain States or elsewhere.

The organization recognizes that its use of said mark will be on behalf of and for the benefit of said Farmers Educational and Co-Operative Union of America in accordance with standards outlined and approved by said Farmers Educational and Co-Operative Union of America and hereby declares its willingness and intention to discontinue the use of "Farmers Union" whenever said Farmers Educational and Co-Operative Union of America so requests, and not to adopt any term or words or marks deceptively similar to the aforementioned registrations.

Article II **Purpose**

We declare the following as our purposes and as our methods for their realization, through programs of Education, Legislation and Cooperation:

1. Make maximum use of our productive abundance in agriculture to advance the cause of peace and freedom throughout the world.
2. Make wiser use of our food surpluses as a weapon against hunger, poverty and disease.
3. Encourage the highest type of family farm stewardship of the nation's land and water resources.
4. Seek a balance between farm marketing and consumer demand that will avoid waste of our resources and will insure full parity income for the nation's farm families.

5. Encourage the development of human resources and the renewal and strengthening of our rural communities.
6. Permit producers of all commodities to effectively bargain for a fair and equitable price for their products.
7. Establish a strong system of farmer-elected committees at local, state and national levels to administer all farm programs.
8. Provide national farm credit in adequate amounts and on a sufficiently long-term basis necessary to assist family farmers and groups of farmers in strengthening their competitive position in both the production and marketing of their produce.
9. Establish and conduct educational programs for members, youth and the general public and develop leadership training for family agriculture.
10. Develop legislative proposals, through study and discussion, which will be favorable to family agriculture and to cooperatives, and oppose laws and proposed laws adverse to such interests.
11. Promote marketing and value-added cooperatives through which the producer may market his products; purchasing cooperatives through which we may secure farm equipment and supplies; cooperatives to provide insurances, credit and savings facilities, health and renewable energy services; and secure a direct exchange of goods between the members and cooperative business organizations of consumers.

Article III

State Union

Section 1. Composition. The Farmers Educational and Co-Operative Union of America, Rocky Mountain Division, commonly known as the Rocky Mountain Farmers Union and hereinafter designated as the State Union or RMFU, shall be composed of all its officers and

members. It shall meet in Delegate Convention at least once each year.

Section 2. Membership. No person shall be disqualified for membership on account of their age, race, color, religion, national origin, ethnicity, citizenship, immigration status, gender expression, marital status, source of income, military status or disability or any other status protected by applicable state or local law. Members can designate any active Local or County Union/Chapter which may or may not be their place of residence.

Section 3. Regular Membership. Any person 16 years of age or over (a) who derives an appreciable portion of his or her income from the production and marketing of food or fiber, or (b) who supports the mission and philosophy of the Union, and who fulfills the additional requirements for membership as prescribed in the Articles of Incorporation and By-Laws of National Farmers Union, may be admitted to regular voting membership upon compliance with the requirements of Article IV of these By-Laws. No person is eligible for membership who is engaged in an occupation or business inconsistent with and injurious to the interest or welfare of family type farming

Section 4. Associate Membership. The Board of Directors may establish the category of associate membership for persons who are not otherwise members but who have an interest in the organization. The Board shall establish the dues levels for this category of membership.

Associate members shall have neither the right to vote at, nor the right to serve as a delegate to, state or national conventions. They may vote and serve as appointed or elected officers (except for President) in the county or local unions.

Associate members shall receive such other benefits as determined by the Board of Directors.

Section 5. Honorary Membership. Any person eligible to become a regular or associate member of this organization may be admitted to honorary membership by action of the State Board of Directors.

Honorary members shall not be required to pay dues, and shall have no right to vote or to hold office.

Section 6. Family Membership. The spouse of a regular dues-paying member and each of his or her unmarried children 16 years of age or over and who have not reached their 21st birthday, and any dependent parent residing in the same household shall be a regular member of this organization without payment of additional membership fees, dues or subscription charges and they shall be entitled to all the rights and privileges of the dues-paying member in good standing.

Section 7. Student Membership. Any person 16 years of age or over who is: (a) involved in a full-time or part-time learning position that limits his or her income, including but not limited to: apprenticeships, internships, high school or college enrollment; or an AmeriCorps volunteer position or equivalent volunteer/service position; (b) who supports the mission and philosophy of the Union and fulfills the additional requirements for membership as prescribed in the Articles of Incorporation and By-Laws of National Farmers Union; may be admitted to regular voting membership upon compliance with the requirements of Article IV of these By-Laws. The Board shall establish the dues level for this category of membership. Student members shall receive such other benefits as determined by the Board of Directors.

Section 8. Dues. The Board shall establish the dues for all categories of membership.

Section 9. Expulsion. Any member may be expelled for conduct detrimental to the best interests of this association, such action to be initiated by written notification of the County or Local Union/Chapter, by a petition of ten (10) percent of the total State Union Regular voting members, or by a written notification from the State Union Board of Directors according to policies and procedures adopted by the board.

Article IV

Dues

Section 1. Annual Dues. Admittance to or renewal of other membership categories shall require payment of an annual fee for the Local, County, State and National Unions in the amount set by the Board of Directors. Regular membership dues shall include under the members' Group Accidental Death Insurance Plan and such other benefits as are available through the National and State Unions.

Admittance to or renewal of an associate or affiliate membership shall require payment of an annual fee for the Local, County, State and National Unions in the amount set by the Board of Directors.

Section 2. Lifetime Dues. In lieu of annual dues, members may, by a single payment, which shall be in an amount determined at the discretion of the Board of Directors, and which determination shall not be in conflict with any requirement of the Articles or By-Laws of the National Farmers Union, prepay all dues to which they may become subject in their lifetime and upon the payment of such amount such member shall become a lifetime member.

Section 3. Payment and Distribution of Dues. All dues for Local, County, State and National Unions shall be remitted in full to the State Union. Dues at the discretion of the State Union, may be collected on a calendar year basis or on any anniversary date basis. Any member failing to pay his dues within 31 days after the anniversary due date shall automatically become delinquent and such member shall not be in good standing until his dues are paid.

The State Union shall remit the required amount per member due to National Union and shall return to the County and Local Unions an amount based upon the accredited activity of such County or Local Union as determined by the Board of Directors.

Section 4. Suspension. Any member whose dues are delinquent shall be considered suspended and, if a regular member, shall be

ineligible to vote or to hold office while so suspended. Any member who has been suspended may be reinstated, with rights restored, by payment of current dues.

Section 5. Additional Membership

Categories. The Board of Directors may, from time to time, allow for and add additional categories of membership, with appropriate dues structures to be determined by the Board of Directors.

Article V

Directors

Section 1. Composition of Board of Directors.

The Board of Directors shall be composed of an uneven number of not less than five (5) nor more than fifteen (15) members to be elected from the membership of the State Union in good standing. The number of Directors shall be equal to the number of districts of the State Union then legally established and existing, plus the two members elected and serving on the Board as President and Vice-President of the State Union. All Directors shall be elected by voting through delegates at an annual convention, except those who may be appointed to fill vacancies pursuant to Section 4 below. No two Directors shall be residents of the same district but this prohibition shall not apply to Directors, one of whom has been elected from a district at large, nor to Directors, for the remainder of their terms, who become residents of the same district as a result of boundary changes or change of residence, nor to the President and Vice-President. Each Director elected shall serve for a term of three (3) years and until his or her successor is elected and qualified; provided, however, that where a Director has been appointed to fill a vacancy until the next annual convention, a Director shall be elected at such convention for the unexpired term created by the vacancy. The President and Vice-President shall be elected and serve pursuant to Article VI.

Section 2. Meetings. A regular meeting of the Board of Directors shall be convened, without further notice, immediately following the close of each State Convention, at which time the

Board shall elect a Chairman, a Vice Chairman, other required officers and an Executive Committee of three members from among its own number. The Chairman or, in his or her absence, the Vice Chairman, shall chair meetings of the Board of Directors and any executive committee meetings. Additional regular Board meetings shall be held not less often than quarterly. Special meetings of the Board of Directors may be called at any time by the Chairman of the Board and shall be called upon the written request of a majority of the members of the Board.

Regular meetings of the Board of Directors may be held as scheduled at previous Board meetings, without additional notice. Written notice of the date, time and place of all special meetings of the Board shall be given by the Secretary or Chairman in person; by telephone, telegraph, teletype, electronically transmitted, or other form of wire or wireless communication; or by mail or private carrier. Notice of special meetings shall be given not less than two (2) days prior to the meeting. Notice may be waived.

A majority of the then existing members of the Board shall constitute a quorum for the transaction of all business including the filling of vacancies on the Board. A Director appointed to fill a vacancy shall hold office until the next annual convention.

Section 3. Powers and Duties. The Board of Directors shall have charge of the business, property and affairs of the State Union when a State Convention is not in session. It shall formulate policy and establish the general direction and activities of the State Union. The Board shall directly oversee the Executive Director of the organization and the management of any associated subsidiary entities.

The Board may remove any officer which it has elected or appointed for good cause after full hearing at which the officer whose removal is being considered shall have the right to appear and be heard, and the Board shall fill any vacancy thus created. The Board shall

require all officers and employees who handle funds of the State Union to be bonded for the performance of their duties and shall pay the costs of such bonds; may require annual financial reports to be prepared by a certified public accountant of its choice, and do any and all other things which the Board believes to be in the best interests of the State Union.

The Board may from time to time, but not more frequently than bi-annually, redefine the boundaries of the existing representative territorial districts into which the State Union is divided, giving due consideration to identifiable areas and major political subdivisions. In so doing the Board may increase or decrease the number of districts, except that any redefinition of the boundaries of districts may not constitute the basis for the election of Directors unless said boundaries of said districts shall have been redefined at least sixty (60) days before the date of an annual State Convention and a description of the districts as redefined has been supplied to the Secretary of each Local and County Union. A district at large embracing the entire geographical area of the State Union may be established or abolished whenever necessary to provide for an uneven number of Directors.

Notwithstanding any other provisions of these by-laws, the term for which a Director has been elected shall not be affected by any district boundary change or the increase or decrease in the number of districts.

Section 4. Vacancies. If a vacancy occurs in the office of President, Vice-President or other Director, the Board of Directors shall convene a meeting of the Board within thirty (30) days for the purpose of electing a person to fill such vacancy or vacancies, and the person or persons so elected shall serve until the next regular or special convention, except that the sitting Vice President may ascend to the office of President or remain the Vice-President as he/she may desire.

Section 5. Indemnification of Directors and Officers. The corporation shall, to the full

extent permitted by Colorado law, indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, whether formal or informal, by reason of the fact that he/she is or was a director or officer. Indemnification shall inure to the benefit of the heirs, executors, administrators and personal representatives of the director or officer. Indemnification is limited to reasonable expenses incurred in connection with a proceeding.

Section 6. Director Liability. No director shall be personally liable to the corporation or its members for monetary damages for breach of fiduciary duty as a director except a director may be liable to the corporation or its members for money damage under the following circumstances: breach of the director's duty of loyalty to the corporation or its members; acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; acts specified in C.R.S. Sec. 7-128-402; or any transaction from which the director derived an improper personal benefit.

Article VI

Officers and Executive Director

Section 1. Officers. The officers of the State Union shall consist of a President, a Vice President, a Secretary, a Treasurer, an Assistant Secretary and an Assistant Treasurer; provided, that the offices of Secretary and Treasurer may be held by one person and the offices of Assistant Secretary and Assistant Treasurer may be held by one person. The State Union shall also have an Executive Director, who shall be an employee of the Union but shall not be an officer or voting member of the Board of Directors.

Section 2. Election of President and Vice-President. The President shall be elected by the State Convention to serve for a three-year term, beginning in 2010, and until his or her successor is elected and qualified. The Vice-President shall be elected by the state Convention to serve for a three-year term,

beginning in 2011, and until his or her successor is elected and qualified.

Section 3. Election of Secretary and Treasurer. The Secretary and Treasurer shall be elected by the Board of Directors from among its members for a term ending with the close of the next State Convention.

Section 4. President. The President shall be the principal elected officer of the corporation; shall preside, as Chair, at meetings and conventions of the State Union; shall create committees for the furtherance of the interest of the State Union and appoint the members thereof; shall represent the State Union at county, local and national meetings and conventions, and to the Public, and shall have such additional authority, powers and duties as are appropriate and customary for the office and as the Board of Directors may prescribe from time to time. He/she shall be a member of the Board of Directors with the right to cast one vote on all matters acted upon by the Board.

Section 5. Vice President. The Vice President shall, in the absence, disability or failure to act, of the President, perform the duties and exercise the powers of the President and shall perform such other duties and have such other powers as the Board of Directors may from time to time prescribe. He/she shall be a member of the Board of Directors with the right to cast one vote on all matters acted upon by the Board. Should the office of the President become vacant for any reason, he/she shall serve as President until a successor to the President is elected by the Board of Directors or State Union as provided in Article V, Section 4.

Section 6. Secretary. The Secretary shall attend all meetings of the Board of Directors and Members and record all the proceedings of the meetings of the State Union and of the Directors in a book or books to be kept for that purpose and shall perform like duties for the

standing committees when required. The Secretary shall give or cause to be given notice of all meetings of the members and Directors and shall perform such other duties as may be prescribed by the Board of Directors or President, under whose supervision he/she shall be. The Secretary shall have custody of the corporate seal and shall have authority to affix the same to any instrument requiring it and when so affixed it may be attested by his or her signature.

The Board may, on an annual basis, appoint an Assistant Secretary, who shall serve to aid the Secretary. In the Secretary's absence, disability or failure to act, the Assistant Secretary shall perform the duties and exercise the powers of the Secretary and shall perform such other duties and have such other powers as the Board of Directors may from time to time prescribe, provided that the Assistant Secretary shall not by holding that office alone be a voting member of the Board.

Section 7. Treasurer. The Treasurer shall have the custody of the funds and securities of the State Union, shall keep full and accurate accounts of receipts and disbursements in books belonging to the State Union and shall deposit all monies and other valuable effects in the name and to the credit of the State Union in such depositories as may be designated by the Board of Directors. The Treasurer shall disburse the funds of the State Union as may be ordered by the Board of Directors taking proper vouchers for such disbursements and shall render to the President and Board of Directors at its regular meeting or when the Board of Directors so requires an account of all of his transactions as Treasurer and of the financial condition of the State Union. If required by the Board of Directors, he/she shall give a bond in such sum and with such sureties as shall be satisfactory to the Board of Directors for the faithful performance of his duties.

The Board may, on an annual basis, appoint an Assistant Treasurer, who shall serve to aid the Treasurer. The Assistant Treasurer shall, in the absence or disability or failure to act of the Treasurer, perform the duties and exercise

the power of the Treasurer and shall perform such other duties and have such other powers as the Board of Directors may from time to time prescribe, provided that the Assistant Treasurer shall not by holding that office alone be a voting member of the Board.

Section 8. Executive Director. The Executive Director shall be appointed and employed by the Board of Directors under such terms and conditions as may be prescribed and agreed to by the Board.

He/she shall be the principal administrative employee of the corporation. Subject to the direction and control of the Board of Directors and the President, he/she shall have general and active management of the business of the corporation and shall see that all orders and resolutions of the Board of Directors are carried into effect. He/she may negotiate for, enter into and execute contracts, as needed for the administration of day-to-day activities of the State Union and other instruments and agreements on behalf of the corporation as are necessary or appropriate or as are approved by the Board of Directors. Subject to periodic review of the Board of Directors he/she shall: (1) employ and fix the compensation of office and field employees, including for the managers of all departments, and dismiss the same for good cause, with appropriate Board oversight; (2) direct and supervise all office and field activities, including for all departments, subsidiaries or affiliated entities; (3) have general supervision over membership activities of the State Union and represent it in such activities; and (4) have such additional authority, powers, and duties as the Board of Directors or President may prescribe from time to time.

Article VII

State Convention

Section 1. State Convention. The State Union shall meet in convention annually on a day or days during the months of November or December, to be fixed by the Board of Directors. The site of the annual convention also shall be selected by the Board of Directors concurrently with fixing the time, except that such convention site shall be within the territorial boundaries of this State Union as the same exists on the date, the time and place of the convention as determined by the Board of Directors.

Section 2. Notice of Convention. The State Secretary shall give written notice of the time and place for the Annual Convention of the State Union, by U.S. mail or electronically, to the President and Secretary of each chartered Local and County Union in good standing, and to each cooperative and other entity, sponsored or under a qualifying contract with the State Union or its affiliates, addressed to each such officer, cooperative and other entity at their addresses of record, not less than 45 days prior to the date of the convention.

The State Secretary shall also give notice of the time and place for holding the Annual Convention by publication in one or more issues of the "Rocky Mountain Union Farmer" or such other paper circulated among the membership as the Board of Directors shall designate. The first publication of such notice shall be made not less than 30 days prior to the date of the State Convention.

At the time of the giving of notice of the Annual Convention to the President and Secretary of each Local and County Union, and to each cooperative and other eligible entity, the State Secretary shall give such persons written guidance and instructions for the selection of their delegates to the State Convention. Information furnished Local and County Unions shall include the number of regular dues-paying members in good standing and the number of delegates that each Local Union may be entitled to send to the State Convention. The State Secretary shall also give Local and County officers, cooperatives and other eligible entities a statement of the procedures for the submission of delegates' names, as such procedures

are reviewed by the appropriate committee and adopted by the Board on an annual basis.

Section 3. Delegates. The voting membership of an Annual Convention shall consist of the elected Board Members of the State Union and regularly selected delegates. The basis of delegate representation in the Annual Convention shall be:

(A) Every chartered Local Union will be allowed one delegate, if it has at least five dues-paying members in good standing. One additional local delegate will be allowed for each additional ten (10) dues-paying

members in good standing or major fraction thereof.

Local Unions will be allowed one (1) additional delegate, if the Local Union has a membership increase over the previous year. Local Unions will also be allowed one (1) additional delegate if the Local Union completes the following activities: a) holds an annual meeting; b) has at least one member participate in a state or national legislative activity; c) has at least one member attend a cooperative meeting; and d) hold or cosponsors a public or community meeting or event.

The activities must occur prior to December 31st of the year prior to the convention and must be reported no later than the end of the first quarter of the year in which the convention is held.

(B) Every chartered County Union/Chapter will be allowed two delegates, if it has at least five (5) dues-paying members in good standing. One (1) additional county delegate will be allowed for each additional ten (10) dues paying members in good standing or major fraction thereof, less the total number of local delegates within the County Union/Chapter, such county delegates to represent as many areas of the County Union/Chapter as possible. County Unions/Chapters will be allowed one (1) additional delegate, if the County Union/Chapter has a membership increase over the previous year. County Unions /Chapters will also be

allowed one (1) additional delegate if the County Union/Chapter completes the following activities: a) holds an annual meeting; b) has at least one member participate in a State, Regional or National Farmers Union event.

- (C) One delegate from each sponsored cooperative or other entity maintaining any type of qualifying relationship with the State Union or affiliate, with eligibility determined by the Board of Directors.
- (D) Any unchartered county or group of members from one or more unchartered counties will be allowed one delegate so long as such county or group has or represents at least five (5) dues-paying members in good standing, according to policies and procedures approved by the Board of Directors.

Each delegate to the Annual Convention shall have one vote to be cast in person on any and all issues coming before the Convention and for the election of officers and directors.

Section 4. Quorum and Voting. A quorum for the transaction of business shall consist of not less than ten percent (10%) of the total eligible delegates. The delegates must be present and voting at any time a quorum is questioned, and no vote shall be valid unless the quorum requirements are met. "Present" as used in the phrase "present and voting" means qualified delegates physically in attendance at the prescribed place during the time of voting at the Convention. "Voting" as used in that phrase shall include all votes cast in favor of any candidate, or in the affirmative or the negative on a particular issue. Abstentions, overvotes and any other improper ballots or voting, as determined by the Credentials Committee, shall not count towards the total votes cast on a particular ballot issue or for a specific candidate.

Section 5. Notice of Election. Notice of election for all open or vacant positions shall be published not later than 90 days prior to the Annual Convention in the Union Farmer or other such paper circulated among the membership as the Board of Directors shall designate.

Section 6. Eligibility for Office. No person not a regular member in good standing shall hold the office of President or Vice President of any State, County or

Local Union/Chapter, or be a delegate to a State, County or National Convention or a member of the Board of Directors. Any member to be eligible to run for the Board of Directors shall reside in the Board District in which they intend to represent except for President and Vice President who are Board members at large.

No regular member who is employed by the State Union or any affiliated or National Farmers Union entity on a salary or contract basis or as an insurance agent--including the Executive Director and any other management personnel, or through appointment as an insurance agent-- shall be eligible to hold any office in the State Union including the office of State President, Vice President or other member of the Board of Directors or to serve as a delegate at a Convention of the State or National Farmers Unions. Notwithstanding the preceding prohibition, insurance agents, if otherwise eligible, may serve as officers in County or Local Unions and may serve as delegates to State and National Conventions. In addition, State Board members shall not hold any other elective office in the State, County or Local Union. Notwithstanding these prohibitions, the Board of Directors may appoint an employee to serve as the Executive Director, the Assistant Secretary or the Assistant Treasurer.

Section 7. Nominations. Any member wishing to run for President, Vice-President or director should file a written statement of his/her intent with the state Secretary at least 60 days prior to the first day of the annual or any special convention at which an election of such officers will occur. A sample ballot will be published in the Union Farmer at least 30 days before the convention. The names and Farmers Union county affiliation of candidates who have filed a notice of such intent will appear on the sample ballot in order of date of receipt of notice by the State Secretary.

Nominations for officers and other positions, including Directors, shall be made at the time specified in the agenda for the annual convention as approved by the Board of Directors. Any person who has filed a notice of

intent to become a candidate may withdraw such notice. All nominations must be made from the floor, or a prior notice of intent shall be considered withdrawn. The names of persons nominated from the floor will appear on the final ballot if possible, or the names of such persons may be written in. Nominations for Directors shall be by districts, and any delegate may nominate one or more eligible persons for election as a Director to open seats.

Section 8. Nomination of Delegates to the national Convention. Any member in good standing wishing to run for Delegate to the National Convention shall be nominated from the floor at least 12 hours before the close of nominations and commencement of balloting to elect Delegates to the National Convention. The number of eligible Delegates to the National Convention is determined by the total membership count of the State Union as of December 31st of the current calendar year. The Delegates elected to the National Convention by the State Union shall represent an equal proportion of the total members of the State Union. If the total of Delegates elected at the State Convention are not equal to the number of eligible Delegates, the number elected will represent an equal proportion of the total membership.

If deemed necessary and the State Union desired to seat additional Delegates to the National Convention, they may be appointed by the Board of Directors. Members not nominated at the State Union Convention and desiring to become a Delegate to the National Convention will be required to submit an open letter of intention to be a Delegate to the board at least 30 days prior to the National Convention. The Board would select from these candidates any additional Delegates to be seated for the National Convention.

Section 9. Election. At least twelve (12) hours shall elapse between the close of nominations and the commencement of balloting to elect Officers, Directors and Delegates to the National Convention. The convention shall vote only upon nominees selected as provided in the preceding sections. The convention shall elect required officers and one Director for each district where the term of office of the incumbent officer of Director is about to expire.

Delegates nominated at the annual convention to attend the National Convention shall be elected by secret ballot by a majority vote of the delegates present and voting. Said election shall be by secret ballot conducted by a committee appointed by the President; except, that written ballots for Officers and Directors may be dispensed with by unanimous consent of the delegates then present and voting.

Article VIII

County and Local Unions

Section 1. Charters and Control. A County Union/Chapter may be chartered for an area consisting of an entire County or two or more Counties or defined portions of one or more Counties. Application for a Local or County Union/ Chapter charter shall be signed by not less than five (5) Regular dues-paying members in good standing.

Section 2. Name Change. Any Name Change for a County or Local Union/Chapter shall be approved and authorized by the Board of Directors.

Section 3. Meetings/Activities. County and Local Unions shall receive activity payments for holding any of the following activities: Membership meetings, social functions and other activities.

Section 4. Quorum. A quorum for the transaction of County or Local business shall consist of at least five (5) dues-paying members participating in a meeting.

Section 5. Officers. The officers of the County or Local Union shall be a President, a Vice President and a Secretary-Treasurer, or as determined by the County or Local Union. The officers shall be elected or appointed at the last meeting held during the fiscal year and shall hold their respective offices for one year and until their successors are elected and qualified.

Section 6. Duties of Officers. The elected officers of the County or Local Union shall have and discharge the same duties as assigned to similar officers of State Union, or as otherwise determined. The County or Local elected officers shall have all of the powers of the County or Local Union when the same is not in session.

Section 7. Checking Account. County and Local Unions shall have a checking account to receive and disburse funds related to their activities. Any account shall use the Tax ID number of the State Union and one of the signatures on the account shall be a State Union Employee. The other signatures on the account shall be the County or Local Union officers.

Section 8. By-Laws. Any subordinate chartered Union, including County and Local Unions, shall have the right to adopt for its own use any Articles and By-Laws not in conflict with the Articles and By-Laws of the National Union and of the State Union. Any Article of Incorporation or By-Law adopted by such subordinate Union which is in conflict with the Articles and By-Laws of the National Union or the State Union shall be invalid and void.

Section 9. Inactive Unions/Chapters. Any County or Local Union/Chapter which fails to comply with the Membership's activity schedule or other minimum requirements for two (2) years may be declared inactive by the Board of Directors according to policies and procedures adopted by the board.

Section 10. Defunct Unions/Chapters. Any Local or County Union/Chapter which has been Inactive and fails to comply with activity and minimum requirements for five (5) years may be declared by the Board of Directors to be defunct according to policies and procedures adopted by the board

Article IX General

Section 1. Geography. Until and unless otherwise changed by action of the National Farmers Union, the territorial jurisdiction of this State Union shall include the States of Colorado, Wyoming and New Mexico.

Section 2. Right of Petition and Referendum. The rights of the petition, initiative, referendum and recall are not to be denied the members of the Union. Twenty per cent of the regular members of the State Union in good standing may petition the State Board of Directors to submit to member vote any measure, or ask the recall of any officer, and upon the receipt of such petition the Board of Directors shall submit the same to a referendum vote of the entire regular membership naming a date for said election, with proper notice, not less than 30 days and not more than 60 days from the time of receiving said petition. If a majority of all the members voting on such measure or recall shall cast their votes for said measure or recall the State Board of Directors shall immediately declare the same to be in force.

Section 3. Political Candidates Not Endorsed. No officer of a State, County or Local Union shall endorse any candidate for political office or sign any literature of such candidate as a Farmers Union officer or permit the use of Farmers Union literature or stationery by any candidate for political office.

Section 4. Membership Lists Confidential. No Secretary or other member, County or State, shall furnish any list of names of any Local, County or State Union to any corporation or firm or to any person except to those authorized pursuant to lawful process or as authorized by the Board of Directors.

Section 5. Disclosure. The books and records of the Secretary and the Treasurer shall be open at all times during usual business hours to the inspection of any regular member. Members wishing to review these official records shall provide reasonable notice and shall otherwise comply with the applicable

provisions of Colorado Revised Nonprofit Corporation Act and State Union guidelines.

Section 6. Fiscal Year. The fiscal year of the State Union and of all its chartered subordinate County and Local Unions shall begin on January 1 and shall end on December 31 of each calendar year.

Section 7. Rules of Order. To the extent they are not governed by these Bylaws or by applicable rules previously lawfully adopted by that particular convention or County or Local, the parliamentary proceedings of the annual or any special State Convention and of any county or local Farmers Union meeting shall be governed by Roberts Rules of Order.

Section 8. Policies and Procedures. Any Organization Policies and Procedures are available for review upon request by any member in good standing. Members shall provide reasonable notice in requesting these materials.

Article X Amending the Bylaws

Section 1. Amendments. These bylaws may be amended, altered, or repealed and new Bylaws adopted by a two-thirds (2/3) vote of the delegates present and voting at any State Union Convention. Any proposed amendments from members shall be submitted to the board 60 days prior to the convention. The Board of Directors in the process of review and recommendation may, by a unanimous vote, reject any proposed amendment that would place the State Union in financial, legal or administrative jeopardy.

The Board of Directors may take the following action on any proposed amendments:

Present with Recommendation to Approve

Present with Recommendation to Reject

Present with No Recommendation

Any proposed amendments following review and recommendations by the Board of Directors shall be published and distributed among the membership not less than 30 days prior to the date of the State Convention. Proposed Amendments shall be presented to the State Convention with discussion before they are to be voted upon.

Amendments adopted at the State Convention shall be effective as of the close of Convention or at the time specified in the resolution of the Delegates adopting the amendments.

Technical Changes Throughout the Bylaws

Document that do not change the context of the bylaws but are clarifications or descriptions added to categories or sections:

- 1) He/She; His/Her; They/Their
Spouse/Domestic Partner
Union/Chapter; Unions/Chapters
Section Titles or numbers
Grammatical corrections
One or two words
inserted for clarity