

BYLAWS OF THE INTERNATIONAL FOUR-H YOUTH EXCHANGE (IFYE) ASSOCIATION

ARTICLE I: NAME AND OFFICES

Section 1: The corporate name shall be the International Four-H Youth Exchange Association of the United States of America (hereafter referred to as the Association).

Section 2: The Principal office of the corporation shall be:

State 4-H Office
Colorado State University
Fort Collins, CO 80523

ARTICLE II: PURPOSE AND MISSION

Section 1: The Association mission is to engage in charitable, educational and fund development activities that further world understanding through 4-H and other international exchange programs.

Section 2: The Association shall operate in accordance with the Colorado Nonprofit Corporation Statutes as set forth in Title 7, Articles 121-137 of the Colorado Revised Statutes (or any corresponding future provisions).

Section 3: The Association shall carry out only those activities permitted by an organization exempt from federal income taxes under Section 501 (c) (3) of the Internal Revenue Code.

Section 4: The Association through support of its membership and the IFYE Foundation of the USA will:

- A. Promote growth and provide support for 4-H and other international educational exchange programs.
- B. Provide recognition for outstanding service and contributions to 4-H and other international programs and cross-cultural educational programs.

Section 5: IFYE Association Members are encouraged to participate in state and national associations and /or be involved in cross-cultural learning activities at local, county, state, regional, national and international levels.

ARTICLE III: FISCAL YEAR

The fiscal year of the Association and the Board of Directors shall be the calendar year.

ARTICLE IV: POLICIES AND PROCEDURES MANUAL

The Association shall have a Policies and Procedures Manual, updated as needed by the board of directors.

ARTICLE V: MEMBERSHIP

Section 1: Membership is encouraged from all participants of any cultural exchange and shall be open to all persons interested in 4-H and other international exchange programs.

Section 2: Payment of the current fiscal years dues or life membership constitutes active membership.

- A. Each member shall be entitled to one vote on each matter brought before the membership as outlined in the Policies and Procedures Manual.
- B. Each member shall receive all general Association mailings.

ARTICLE VI: BOARD OF DIRECTORS

The Association shall be governed by a Board of Directors (hereafter called the Board).

Section 1: Officers and Directors

A. All members of the Board shall be active Association members.

B. The Board shall consist of:

1. Twelve elected active members and the immediate past president.

2. Nonvoting ex-officio members:

a. The IFYE Foundation President or a designee

b. The Newsletter Editor

c. The Association's Investment Advisor

C. The selection of board members and their responsibilities shall be as outlined in the Policies and Procedures Manual.

D. The officers of the Association must be members of the Board of Directors and shall consist of President, Vice President, Secretary, and Treasurer. Duties of the officers are as outlined in the Policies and Procedures Manual.

E. The Board shall elect officers during a meeting of the Board at a time and place set by the Board. Nominations shall be made by a nominating committee.

F. At the discretion of the Board, consultants or members with expertise, as needed, may carry out particular responsibilities of board members under the supervision of the Board of Directors.

ARTICLE VII: COMMITTEES

Section 1: The President shall name a standing finance committee.

Section 2: The President shall name special or ad hoc committees.

ARTICLE VIII: MEMBERSHIP DUES

Section 1: The Association shall have annual and life memberships as outlined in the Policies and Procedures Manual. Life membership dues are payable in one payment.

Section 2: Changes in dues shall be recommended by the Board and require the approval of the membership at the annual Association meeting.

Section 3: Dues for participants in any 4-H and other international exchange program shall be half of the annual dues for the first calendar year following completion of their program.

ARTICLE IX: ANNUAL ASSOCIATION MEETING

Section 1: An annual meeting of the Association will be held during the National Association Conference.

Section 2: A majority of the active members registered at the annual conference shall constitute a quorum for the annual meeting of the Association. There shall be no voting by proxy.

Section 3: The site of each annual conference shall be decided two (2) years in advance at the annual Association meeting by a majority vote of active members attending the conference. States shall submit bids for the conference site in accordance with guidelines as outlined in the Policies and Procedure Manual.

Section 4: The Board has the discretion to schedule an annual meeting of the Association during the year of a World IFYE Conference.

Section 5: Membership may be polled between annual meetings as outlined in the Policies & Procedures Manual.

ARTICLE X: WORLD BOARD REPRESENTATIVE

Upon invitation to participate on the World Board, the President of the Association, and the Board of Directors, will appoint a representative to the World Board Committee. The term length will be from one world conference to the next. The representative will be responsible for time and financial obligations, within reason attend all committee meetings, and serve as the Association's voting delegate to the World Conference. An alternate may also be named.

ARTICLE XI: MEETINGS OF THE BOARD OF DIRECTORS

Section 1: The new Board shall meet in person or by conference call in January. Board members serve a term of three calendar years.

Section 2: The President may call meetings of the Board of Directors at any time deemed necessary or upon written request of any three (3) members of the Board made to the President or Vice President.

Section 3: The expenses of the members of the Board shall be paid for meetings held at times other than the annual National IFYE Conference or a World IFYE Conference as stipulated in the Policies and Procedures Manual.

Section 4: Two-thirds of the Board of Directors in office shall constitute a quorum.

Section 5: The annual meeting of the Board shall be held at the time of the annual Association Conference. Board members will organize meetings as outlined in Article IX Section 4 during the World Conference.

Section 6: Special and regular meetings shall be held at the time and place to be determined by the Board or via a conference call. Notice of such meetings describing the date, time, place, and purpose of the meetings shall be delivered in a fair and reasonable manner not less than ten (10) working days prior to the special meetings. The president shall offer several choices of dates in order to have a quorum available at the time of the conference call.

ARTICLE XII: CORPORATE INDEMNITY STATEMENT

This Association shall indemnify its Officers and Representatives to the fullest extent allowed by current or future Colorado law.

Article XIII: PROCEDURE FOR CONDUCT OF MEETINGS

Robert's Rules of Order Newly Revised shall be followed in conducting all business of the Association except where specifically stated otherwise in the Bylaws.

ARTICLE XIV: AMENDMENTS TO BYLAWS

Section 1: The Board, at regular or special meetings, shall recommend amendments or revocation of the Bylaws by a majority vote.

Section 2: All proposed amendments and revocations shall be presented to the membership at least 30 days prior to the annual meeting. Ratification requires a two-thirds majority vote of the members in attendance at the annual meeting.

Section 3: The Bylaws, as amended or revoked, shall become effective immediately upon ratification.

ARTICLE XV: IN THE EVENT OF DISSOLUTION

Section 1: Should the Board of Directors deem dissolution necessary, each member must be given due and proper notice six calendar months prior to the next annual meeting that dissolution shall be considered. A vote of two-thirds majority of active members present at such a meeting will dissolve the association. It shall be the duty of the current officers to

enact the requirements of these Bylaws and of the State of Colorado to dissolve this corporation.

Section 2: Should the Association disband, it is not liable to reimburse any lifetime member dues.

Section 3: All directors of the Association shall be deemed to have or have expressly consented and agreed that upon such dissolution or winding up of the affairs of the Association, whether voluntary or involuntary, the assets of the Association after all debts have been satisfied then remaining in the hands of the Board of Directors shall be distributed, transferred, conveyed, delivered and paid over to the IFYE Foundation of the USA, or if not in existence, an organization or organizations closely related in purpose or function to this Association, which organization or organizations receiving said assets shall at the time qualify as exempt from taxation as an organization or organizations under Section 501(c) (3) of the Internal Revenue Code of 1954, or the corresponding provision of any future Internal Revenue law as the Board of Directors may determine.

IFYE Association Bylaws Adopted August 1976
Revised 1976, 1980, 1982, 1986, 1989, 1990, 1991, 1992, 1994, 1995, 1996, 2000, 2003, 2007, 2010 and ratified at West Virginia Conference Annual Meeting.