

BY-LAWS
U.S. Durum Growers Association

Amended – 11.12.12

Amended – 7.16.13

Amended – 11.10.14

Amended – 11.6.17

Amended – 11.6.18

ARTICLE I – Name

The name of the organization shall be The United States Durum Growers Association

ARTICLE II – Purpose

The purpose of this organization shall be to promote the production and marketing of durum wheat and semolina. The association shall also lobby on domestic policy issues that affect the durum producer.

ARTICLE III – Membership

Durum wheat growers or any individual vitally interested in the production of durum are eligible for membership.

Honorable membership may be conferred by unanimous vote of the directors upon any person who is recognized as having performed some single service for the durum wheat industry.

ARTICLE IV – Annual Meeting of Members

The annual meeting of the membership shall take place at the International Durum Forum each year. The annual meeting location and time shall be set by the executive committee by August 1st of each year and notice sent to the membership at least 30 days prior to the meeting date. Directors will be elected by the general membership at the annual meeting. The nominating committee shall submit a list of potential member candidates to be mailed with the meeting notice. Members may be nominated from the floor at the annual meeting. One director from each North Dakota District will be elected each year at the annual meeting for a three-year term.

Each member shall have one vote. At all meetings all questions shall be determined by a majority vote of the members present in person.

ARTICLE V – Officers

The Board of Directors consisting of (12) members: (2) from the Northwest North Dakota district, (2) from the Southwest North Dakota district, (1) from the East North Dakota district, (1) from Montana, and (6) at large appointed by the USDGA Board of Directors, which may include a representative from another durum-producing state. The Board of Directors shall elect from their members a President, Vice President, and 2nd Vice President. An Executive Secretary/Treasurer shall be appointed by the board of directors. The Executive Committee of USDGA shall consist of the President, 1st Vice President, 2nd Vice President, Secretary/Treasurer, and immediate Past President. The immediate Past President must be a qualified Director on the USDGA Board to be part of the Executive Committee. The President, Vice President, 2nd Vice President shall not hold the same office for more than three (3) consecutive years.

ARTICLE VI – Directors and Meetings

The affairs of this Association shall be under the management of its Board of Directors and such officers and agents as said Board may elect or employ. All meetings will follow Roberts Rules of Order.

The qualifications of a Director are: (1) Must be a member of the Association in good standing: (2) Must be a bona-fide durum wheat grower: Whenever a director ceases to be a member, he shall cease to be a director. There shall be 3 director districts in North Dakota and one in Montana.

The Northwest North Dakota district shall include everything west of Highway 83 and North of Highway 2. The Southwest North Dakota district shall include everything west of Highway 83 and South of Highway 2. The East North Dakota district shall include everything east of Highway 83.

One director from each district will be elected each year at the annual meeting for a three-year term. A nominating committee from each district shall be made up of the directors from that district. Each nominating committee shall have a chairman, whom shall be the director whose term will be up the following year, to organize and report to the full board. They are to meet at least 2 months prior to the annual meeting to nominate members to serve on the board of directors for their district. All contacts and commitments shall be made by each nominating committee and reported to the executive board no later than 45 days prior to the annual meeting. The nominating committees shall strive to have two members running for each director position. Nominees for each position, from each district may be nominated from the floor at the annual meeting. The nominees from each district receiving the highest number of votes from those present will be placed on the USDGA Board of Directors. USDGA Board Members shall serve for three (3) years or until their qualified successors are elected. Directors shall not serve more than three complete, consecutive terms.

Directors shall be replaced for failure of attending three (3) consecutive Board of Director meetings. All Board of Director replacements will be chosen by the Executive Committee. All directors appointed by the executive committee will serve until the next annual meeting, at which time the membership will elect a qualified director to fill out the remaining term. The districts may be re-adjusted from time to time by the Board of Directors.

A quorum will consist of one member more than half the USDGA Voting Board of Directors.

Special meetings of the members may be called at any time upon order of the Board of Directors. Written notice of such meeting shall be mailed to each member. The Board of Directors shall hold its election of officers meeting immediately following the close of the annual meeting of the Association. The Board of Directors shall hold regular meetings upon call of the president and executive/secretary and be open to all members.

ARTICLE VII - Committees

Membership on all committees will be appointed by the President and approved by the USDGA Board of Directors. The President shall be authorized to appoint whatever committees from the membership as he deems necessary to conduct the affairs of the association. Committee appointments serve for one year:

ARTICLE VIII - Dues and Expenses

Annual dues shall be set by the Board of Directors. Travel expenses shall have approval by the Board of Directors or Executive Committee to cover costs of lodging, meals, and mileage and other necessary items, when attending official meetings or other business of the Association.

ARTICLE IX - Amendments

An amendment may be proposed by an USDGA Director or General Member by written notice to the USDGA President and distributed to the USDGA Board of Directors prior to any regular or special meeting of the USDGA Board of Directors. These by-laws may be amended by a vote of two-thirds of the USDGA Board of Directors present at any regular or special meeting of the USDGA Board of Directors.

ARTICLE X - Resolutions

Resolutions must be approved by a simple majority of the membership at the annual meeting.