

**OREGON DAIRY INDUSTRIES**  
**CONSTITUTION AND BY-LAWS**

**Article I** Name

This Association shall be known as OREGON DAIRY INDUSTRIES

**Article II** Objects

The Objects of the OREGON DAIRY INDUSTRIES are to promote and elevate the dairy products interest of the State of Oregon, to foster and encourage the dairy industry, to provide for and conduct an annual meeting; arrange a program for the consideration of such subjects as will tend to instruct and enlighten the members. An annual dairy products contest shall be sponsored.

**Article III** Membership

“The membership of OREGON DAIRY INDUSTRIES (ODI) shall consist of five types: (1) **Dairy Plant Membership** which includes all dairy plants engaged in processing, manufacturing, and selling dairy food products in the Pacific Northwest, (2) **Supplier Service Membership** which consists of dairy supply firms interested in the dairy industry, (3) **Associate Dairy Plant Membership** which includes all dairy plants outside the Pacific Northwest engaged in processing, manufacturing, and selling dairy food products outside the Pacific Northwest but want to submit samples for the annual dairy products quality evaluation, (4) **Associate Members** includes individual persons employed by the dairy processing plants, supplier firms and others involved in work related to the dairy industry whose company may or may not be an ODI member but want to receive personal ODI mailings, (5) **Academic/Government Members** are any member of an educational or governmental organization.

**Article IV** Executive Board and Board of Directors

“The Executive Board (Officers) of the corporation shall consist of a President, a President Elect, a Past President, a Treasurer, an Executive Secretary, a Program Coordinator and Four Executive Advisors, one of which will be a representative from the Oregon Dairy Products Commission. The President, and President Elect of the Executive Board shall be elected annually by the membership at each annual meeting and shall serve as two (2) of the sixteen (16) Directors. The Program Coordinator, Past President, Treasurer and four Executive Advisors will serve until successors are appointed by the Executive Board and Board of Directors. The Executive Secretary will serve for one year with their contract renewed at the winter ODI Board Meeting by a vote of the fifteen (15) Directors. In addition to the Executive Board, there shall be elected by the membership, at each appropriate annual meeting, six (6) directors to serve a term of three years.”

**Article V** Quorum

7 bonafide members shall constitute a quorum to do business at any regular meeting of the Association or at any special meeting called in accordance with the provisions of Article I of the By-Laws of this Constitution. All 16 members will have voting privileges.

**Article VI** Meetings

The association shall hold an annual meeting at such time and place as shall be designated by the Board of Directors, and shall hold, at the call of the President, such special meetings as may be necessary.

**Article VII** Dues

To become a member of the OREGON DAIRY INDUSTRIES the member shall pay their annual dues to the Secretary before they shall enjoy the rights and privileges of the Association.

**Article VIII** Amendments

This constitution can be amended at any regular meeting by a two-thirds vote of bonafide members present.

**Article IX** Parliamentary Authority

The rules contained in "Robert's Rules of Order, Revised" shall govern the organization in all cases to which they are applicable and in which they are not inconsistent to the By-Laws.

**By-Laws**

**Article I** Duties of the President

The duties of the President shall be to preside over all Board meetings of the Association during their term of office. They shall appoint all committees except the Executive Board. They may call special meetings whenever it seems advisable or when there is business to transact, and it shall be their duty to call such special meetings upon petition of five members of the Association.

**Article II** Duties of the President Elect

The duties of the President Elect shall be to act on all occasions in the absence of the President. They will assume the office of President the following year.

**Article III** Duties of the Executive Secretary

The Executive Secretary shall, with the advice and assistance of the OSU Campus Coordinator and the Board of Directors, prepare the plans for the annual meeting and shall have charge of all the arrangements for the meeting and for the dairy products quality evaluation. The meeting shall be under their management. They shall attend all meetings of the Executive Board and of the Board of Directors and shall keep a record of all proceedings. It shall be their duty to obtain the necessary funds for the proper functioning of the Association.

The Executive Secretary shall keep an accurate record of all the financial transactions of the Association. They shall make a complete record of all the receipts and disbursements and shall submit to the Treasurer and Executive Board and/or the Board of Directors a semi-annual financial report. They shall be the one of three of the Association's disbursing officers. The other two authorized to disburse funds will be the Treasurer and the Campus Coordinator. The Executive Secretary shall receive a salary as decided by the Board of Directors at the winter Board meeting and renewal of their contract.

**Article IV** Duties of the Treasurer

The Treasurer shall keep a backup copy of the financial records as supplied by the Executive Secretary and be familiar with the financial standing of the Association. They shall give reports semi-annually at the January Board Meeting and the May Board

Meeting. They shall offer guidance and advice in funds disbursement to the Secretary. They shall be authorized to disburse funds along with the Secretary and the Campus Coordinator.

#### **Article V** Board of Directors

It shall be the duty of the Board of Directors to perform such duties as generally devolve upon a Board of Directors and when a vacancy exists in any office of the Association, the Board of Directors shall appoint a member of the Association to serve until the following annual meeting, and such appointee shall have the same duties and the same powers as the regular selected officer.

#### **Article VI** Executive Board

The Executive Board shall have the power to transact Association business in the event of an emergency and it is not possible to have a meeting of the full Board of Directors.

#### **Article VII** Dues

Notices for the payments of dues shall be mail by the Executive Secretary during the Fall season of each year.

#### **Article VIII** Reports of Committees and Officers

The membership, Golf Outing, nominating, resolutions committees and any others as deemed necessary shall submit reports at each annual meeting.

#### **Article IX** Dairy Products Quality Evaluation

The Association shall provide for quality evaluation of various dairy products in accordance with the rules made by the Board of Directors.

#### **Article X** Amendments

These By-Laws may be altered or amended in the same manner as presented in the constitution.

Submitted for vote at the annual meeting April 19, 2002. Amended at the annual meeting April 13, 2005 to add the new associated dairy plant category. Amended at the annual meeting April 4th, 2012 to add a third advisor to the Executive Board. Amended at the April 10th, 2013 annual meeting to add a fourth advisor from the Oregon Dairy Products Commission.