

## CONSTITUTION OF THE CLARK COUNTY AGRICULTURAL SOCIETY

(As adopted and amended at the annual meeting of the Clark County Agricultural Society on July 27, 1995.)

### ARTICLE I: Title

The name of the society shall be "The Clark County Agricultural Society."

### ARTICLE II: Purpose

The purpose of this society shall be for the encouragement and improvement of agricultural, industrial, educational and labor interests and enterprises, both youth and adult, and such other activities which, in the opinion of the Board of Directors, will promote general welfare of agriculture and industry within the county.

**Section I:** The Directors of this society are hereby empowered with the right to purchase, lease, or otherwise, all of the real and personal property necessary or convenient for use in connection with and carrying out, the general activities and business heretofore mentioned, or any part thereof, and also charged with the management of, including the right to dispose of the same, all to be in accordance with the laws of Ohio and with the rules and regulations of the State Department of Agriculture in effect at the time.

### ARTICLE III: Membership

**Section I:** Any person of legal voting age and a resident of Clark County may become a member of this society by paying the membership fee in effect at the time, as established by the Board of Directors.

**Section II:** Agricultural Society memberships shall be placed on sale at least two weeks before old memberships expire on January 1 of each year and shall remain on sale at least thirty hours each week at a place specified by the society until five days before the annual fair of the Society, when the society may discontinue the sale. Notice of the days, hours, when memberships can be purchased and the place where they may be purchased shall be announced in the general circulation in Clark County twice during the period of sale - once when they go on sale and again no less than seven days before sale is ended. Membership certificates shall bear dates (day and year membership begins and the day and year membership terminates) denoting period of membership in the society, the name of the society and a place for the signature of the person holding said membership.

**Section III:** The annual election shall take place at the Clark County Fairgrounds. Only those persons holding membership certificates on the date and hour of the election may vote. Notice of such election must be prominently mentioned in the premium list, in addition to the notice required in newspapers.

### ARTICLE IV: Directors

**Section I:** The Board of Directors shall consist of fifteen members, of which no more than four shall be residents of any one township or political subdivision of Clark County. Said Directors shall be elected for three year terms, one-third of whom shall be elected annually? The first Board of Directors, however, shall be elected one-third for a one-year term, one-third for a two-year term and one-third for a three-year term. Thereafter, the Directors shall be elected in accordance with the above provision. A newly-elected Director of the Clark County Agricultural Society shall not serve in this capacity for more than three consecutive terms (or nine consecutive years) excluding partial terms. Such Directors may be candidates again for election after one year vacancy from the Board. This amendment is to be effective in the next election year following approval by the Society.

**Section II:** The County Extension Agent, Agriculture; the County Extension Agent, Home Economics; the County Extension Agent, 4-H Youth Development; the County FFA Chairman; and County and City School Superintendents shall be ex-officio members of the Board of Directors and shall receive all notices mailed to Directors.

**Section III:** Each duly elected county Commissioner shall by the virtue of the office becomes an honorary member of the Board of Directors and shall receive all notices mailed to Directors.

**Section IV:** Ex-officio members, also honorary members, of the Board of Directors may serve on committees but have no voting power.

### ARTICLE V: Election

**Section I:** The annual meeting and election of Directors of the Clark County Agricultural Society shall be held on Friday or the next to last day of fair. Such election will be held at a designated polling place on the Clark County Fairgrounds. Such election shall be by ballot and shall be conducted under the rules set forth by the Clark County Board of Elections. Voting by proxy not permitted.

**Section II:** Order of business at meetings:

- (a) Call to order
- (b) Reading of minutes of last meeting
- (c) Communications
- (d) Report of officers
- (e) Report of standing or special committees
- (f) Unfinished business
- (g) New business
- (h) Adjournment

**Section III:** **Rules of Order**-- Meetings of the Society shall be governed by Roberts Rules of Order.

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- Section IV: Quorum** - Twenty-five members in good standing of the Society shall constitute a quorum at all meetings of members.
- Section V: Right to vote** - Each member of the Society in good standing, as certified to by the Secretary, shall be entitled to one vote at any and all meetings of the Society.
- Section VI:** Members in good standing of the Society shall declare their candidacy for office by filing with the Secretary of the Society a petition, signed by ten or more members of the Society who are residents of Clark County, at least seven days before the annual election of directors is held. Only regularly nominated candidates who have met the filing requirements will be eligible for election as director. The filing requirements for the office of director and information as to how these may be fulfilled shall be announced in the annual premium list and, twice in at least one newspaper of general circulation in the county. Said newspaper announcements shall be made no earlier than six weeks and no later than two weeks before the annual election of directors. Blank petitions shall be furnished by the Agricultural Society and shall be obtained from the Secretary of the Society. A current list of membership of the Society shall be posted in a public place and such a list will be available for inspection upon request of any member of the Society.
- Section VII:** The President shall appoint three judges and two clerks who are members of the Society, but not candidates for election to conduct the election of directors and declare the results thereof.
- Section VIII:** The terms of office of directors shall begin and expire on the first monthly meeting after the Fair as fixed by the Board of Directors or until their successors are qualified.

**ARTICLE VI:** The Board of Directors shall be the governing body of this Society.

### **ARTICLE VII:**

- Section I:** The Board of Directors shall, at the call of the President, anytime after the annual election but not later than November 1 following, meet and elect a President, Vice President, Secretary, Treasurer, and Member at Large. The election of these officers shall be by ballot.
- Section II:** The President, Vice President, and Treasurer shall be elected to serve a one-year term only, and the Secretary shall be elected to serve at the pleasure of the Directors, but not to exceed three years. All officers may be elected to succeed themselves.
- Section III:** All officers shall be members of the Society. The President, Vice President and Member at Large shall be Directors. The Secretary and Treasurer may or may not be a Director. The person elected to serve as the Secretary shall not be:  
1) The fair manager of the Clark County Fair,  
2) an office secretary of the Clark County Fair,  
3) or any other employee of the Clark County Fair or Clark County Agricultural Society.
- Section IV:** All elected Directors shall qualify for such office by taking oath (or affirmation) before a competent authority, or before the President or Vice President of the Society as prescribed by the rules of the State Department of Agriculture.

### **ARTICLE VIII:**

- Section I:** If by chance or unavoidable circumstances, a Director is prevented from carrying out the duties required of the office by the Board of Directors, or does not attend three consecutive directors meetings, or misses a total of four directors meetings during the year, or for any other reason it shall be the duty of the President to request the resignation, of such Director. Upon receipt of such resignation, they shall proceed to the election of a new Director to fill the unexpired term until the next annual election when a Director shall be elected for any remaining part of the unexpired term. In the event said resignation is not offered then such Director shall be dismissed from the Board by a two thirds vote of those Directors present at such meeting. In the event a Director submits his or her own resignation the Board may or may not elect to fill the vacant seat until the next annual election is held.
- Section II:** The Board of Directors shall hold regular board meetings at least bimonthly and on such other dates as deemed advisable by the Board of Directors, in the interest of the Society.
- Section III: Quorum** -- A quorum for the transaction of business at any directors meeting shall consist of a majority of the elected members of such Board.

### **ARTICLE IX: Duties of Officers**

- Section I:** The President shall preside at all meetings, shall perform all delegated duties and such other duties as are required of such officer by custom or by the Board of Directors.
- Section II:** The Vice President shall preside at all meetings in the absence of the president and shall perform all duties required of such officer by custom or by the Board of Directors.
- Section III:** The Secretary shall perform all delegated duties and such other duties as may be required of such an officer by the Ohio Department of Agriculture or by the Board of Directors.

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- Section IV:** The Treasurer shall keep or oversee an itemized and accurate account of all funds of the Society and disburse the same in such a manner as may be directed by the Board of Directors.
- Section V:** The Secretary and Treasurer, or either of them, shall give bond in such an amount and with such security as the Board of Directors may determine, the cost thereof to be paid by the Society.
- Section VI:** The Member at Large will serve on the Executive Committee with the President, Vice President, Secretary, and Treasurer.
- Section VII:** The President of the Society shall authorize the Treasurer to prepare an itemized statement of receipts and expenditures for the year. Said statement is to be signed and sworn to by the President and Secretary and approved by a majority of the Board of Directors. A summary of same shall be published in a newspaper which has general circulation in the county, not later than January 10. Before or during the annual meeting provided for in Section 901.06 of the Revised Code, the Society shall deliver to the Ohio Department of Agriculture (1) a newspaper clipping, properly certified under oath showing publication of summary of the statement of receipts and expenditures (2) a copy of the annual premium list and (3) a report of receipts, disbursements and other information indicated on form provided by the Ohio Department of Agriculture for such report.

### **ARTICLE X: Special Rules**

The rules governing the operation of county agricultural societies published by the Ohio Department of Agriculture are hereby adopted and the Board of Directors, of this Society, are instructed to be governed by them at all times.

### **ARTICLE XI: Special Meetings of Membership**

The President, or the Secretary upon written request of a majority Board of Directors, shall have the right to call a special meeting at any time, upon giving at least fifteen days notice to all members in good standing and the said notice shall set forth the purpose of, and actions proposed to be taken at such special meeting.

### **ARTICLE XII: Amendments**

In amending this constitution the rule Ohio Department of Agriculture of the governing such amendments shall be followed.

### **ARTICLE XIII: By-Laws**

The Board of Directors are hereby empowered to make and shall publish the necessary by-laws, rules and regulations which in their opinion, they deem necessary to govern successfully the affairs of this Society.

## CLARK COUNTY AGRICULTURAL SOCIETY BY-LAWS

(As adopted and amended at the annual meeting of the Clark County Agricultural Society on July 27, 1995)

Regular meetings of the Board of Directors shall be held on the fourth Wednesday of each month at 7:00 p.m. EST and 8:00 p.m. EDT at the fair office of the Clark County Agricultural Society.

The President of the Society shall have the right to call special meetings of the Board of Directors at any time when in his opinion it is to the best interests of the Society. In the event the President refuses to call a special meeting the Secretary shall do so when requested in writing by a majority of the Directors.

The President shall annually appoint all committees and announce their appointments. Ex-officio and Honorary members of the Board of Directors or any member of the Society in good standing are eligible to serve on committees. The President shall designate the authority and duties said Board Member in Charge shall exercise over his department.

At each regular meeting of the Board of Directors the chairman of the respective committee shall be called upon to report the progress of his committee. When a committee has failed to make a report at two consecutive meetings of the Board, the committee shall be excused by the President and new committee named to perform the duties assigned to the committee so excused. After a committee has performed the duties for which it has been named the President should declare said committee dismissed.

Board Members assigned to various departments of the Fair shall keep the premiums and other expenses of their department within the budget assigned to their department by the Budget Committee.

The Board Member in Charge of any department shall have the authority without liability or recourse to the Clark County Agricultural Society, to bar any exhibitor or his representatives, in the event of a discourteous act to a Judge, Superintendent, or an Official of the Fair, and he shall have the power to disqualify the entry of said exhibitor. In the event of such disqualification the exhibitor forfeits all entry fees, stake fees, stall fees and other charges against the exhibitor as well as all prize money that may have been won up to that time.

Every possible protection and courtesy will be extended exhibitors at the Clark County Fair, but the Board shall not be responsible for any loss of exhibits, animals, or equipment in case of fire, theft, or from loss from any other cause.

The Clark County Fair, its agents, servants and employees shall not be held liable in case of injury to exhibitors, concessionaires, or the public on the grounds or in the buildings from any cause whatsoever while on the grounds of the Clark County Fair.

Protest against animals, or articles exhibited must be made in writing accompanied by a protest fee of \$5.00. Protests must be made to the Board Member in Charge by no later than eight hours after awards have been made or if the protest is against exhibition of animals or articles then said protest must be filed at least eight hours prior to the judging of said animals or articles. All protests will be considered by the Board of Directors at their first meeting following the Fair. If the protest is sustained by the Board the \$5.00 protest fee will be returned. If the protest shall not be sustained the \$5.00 protest fee shall be forfeited to the Fair.

The Board of Directors reserves the sole right to construe its own rules and regulations to determine arbitrarily all matters and differences in regard thereto from which there is no appeal.

Liability insurance does not cover participants in any sponsored events, therefore the Clark County Agricultural Society is not responsible for any injury or death.

No person shall be permitted to make solicitations of any nature on the fairgrounds except in contracted concession or commercial rented spaces. No person shall be permitted to post or display signs, distribute hand bills or advertising material or sell or distribute free any merchandise except persons under contract.

During the Fair, operation of bicycles, motorcycles of any type, golf carts or any other type of vehicle is prohibited without the express written consent of the fair office.