

BYLAWS  
Of  
NATIONAL FARM TRANSITION NETWORK, INC.

ARTICLE I  
Name

Section 1.

The name of the organization shall be the National Farm Transition Network, Inc., doing business as the International Farm Transition Network (IFTN).

ARTICLE II  
Statement of Purpose

Section 1

The purpose of the National Farm Transition Network, Inc, (hereinafter “NFTN”) shall be “to support professionals who provide transition programs, services, and activities to farmers and ranchers.

ARTICLE III  
Membership and Dues

Section 1

Active Members are those who provide education, farm link programs or professional services to entering or exiting farmers and ranchers. Active members will pay annual dues and are entitled to vote on issues at the annual meetings.

Associate members are other members that are interested in the mission of the NFTN. Associate members will pay annual dues and will not be eligible to vote on Board policies but are encouraged to attend annual meetings.

Section 2

Dues changes will be presented to the Membership at the annual meeting for a vote. Approved changes will take effect the following fiscal year.

ARTICLE IV  
Governing Powers

Section 1

The governing powers of this corporation shall be vested in the Board of Directors.

## ARTICLE V Board of Directors

### Section 1

The duties of the Board of Directors of the NFTN (hereinafter “Board”) shall be as follows:

- a. to develop strategic plans that establish NFTN’s mission, goals and objectives;
- b. to monitor such strategic plans, mission, goals and objectives;
- c. to annually adopt a program budget and to review fiscal matters; and
- d. to hire and evaluate staff as need is determined by the board of NFTN.

### Section 2

The Board shall be composed of at least five (5), but no more than seven (7) persons selected from the active membership.

### Section 3

The initial members of the Board will serve staggered terms of one, two, and three years determined by lot. Subsequent Members of the Board shall serve a term of three (3) years beginning on the first day of the fiscal year following their election.

### Section 4

Term limits for the Board will be two (2) consecutive terms. Members become eligible for the Board again after one term off the Board.

### Section 5

Board Members will be replaced in the following manner:

- a. A Nominating Committee will be responsible for nominating candidates to fill a Board Vacancy.
- b. Board Members shall be elected by a simple majority of the membership present in a regularly scheduled annual meeting.

### Section 6

Any Board member can resign. A Board member who fails to substantially participate in Board work during a fiscal year may be removed from the Board by a majority vote of

the Board. A fourteen (14) calendar day notice must be given in writing (including email with a “read receipt”) to the Board member prior to the vote of removal. The notice provided for in this Section must be in writing and must set forth the date, time and place of the meeting.

## ARTICLE VI Meetings

### Section 1

The Board shall meet, as necessary but in no event less than two (2) times each fiscal year. Notice of such meetings shall be in a form prescribed by the Board and shall contain the date, time and location of such meetings and shall be communicated to each and every Board Member at least fourteen (14) calendar days prior to the date of the meeting. Board meetings shall be conducted face-to-face, by phone or other electronic platforms.

### Section 2

Special meetings of the Board may be convened by the Chair, or by three (3) Members of the Board. Three (3) days’ notice shall be given to Board Members prior to such special meetings. Such notice shall include the reason for calling the special meeting, and shall set forth the date, time and location of the special meeting or meetings.

### Section 3

A majority of the Board present at a regular or special meeting shall constitute a quorum and action, except as otherwise specified herein, shall be taken on the vote of a majority of the quorum present.

### Section 4

Board meetings will be conducted under Robert’s Rules of Order.

## ARTICLE VII Board Officers

### Section 1

The officers of the Board shall be the Chair, Vice-Chair, Treasurer and Secretary.

### Section 2

The officers shall be elected by a majority vote of a quorum of the Board at the last Board meeting of the fiscal year. Any officer so elected shall take office on the first day of the succeeding fiscal year.

### Section 3

Vacancies between elections shall be filled by a majority vote of a quorum of the Board of Directors

### Section 4

Officers shall serve for one (1) year from the first day of the fiscal year following their election and shall serve until their successors are elected.

### Section 5

Any Officer may resign.

## ARTICLE VIII Duties of the Board Officers

### Section 1

The Chair shall preside over all meetings of the Board. The Chair shall be an ex-officio Member of all committees. The Chair shall perform all other duties usually pertaining to that office or delegated to the Chair by the board.

### Section 2

The Vice-Chair shall act as an aid to the Chair; shall perform the duties of the Chair in the absence of that officer; and shall perform all other duties usually pertaining to that office or delegated to the Vice-Chair by the Board.

### Section 3

The Treasurer shall create regular financial statements and reports that shall be presented to the Board at scheduled meetings for approval.; shall prepare documents for an audit committee and shall perform all other duties usually pertaining to that office or delegated to the Treasurer by the Board.

### Section 4

The Secretary shall keep or ensure minutes will be kept of all meetings of the Board and annual membership meetings, shall submit minutes to the Board, and archive committee meeting minutes; and shall perform other duties usually pertaining to that office or delegated to the Secretary by the Board.

## ARTICLE IX Committees

### Section 1

Standing committees of NFTN shall be determined and established by the Board.

### Section 2

Members of committees shall be appointed by the Chair and such appointments shall be approved by the Board.

### Section 3

Audit committee- the Board will select 3 members to review the financial documents of the NFTN and provide a report to the membership at the Annual General Meeting. The committee will be convened no less than 30 days before the Annual General Meeting. An audit must be completed no less than bi-annually.

### Section 4

Ad-hoc committees may be established by a majority vote of a quorum of the Board.

## ARTICLE X Fiscal Year

### Section 1

The Board shall have a fiscal year beginning on July 1 and ending on June 30 of the succeeding year.

## ARTICLE XI Amendments

### Section 1

These Bylaws may be amended or enlarged only by a simple majority vote of the Membership present at an annual meeting. Notice of a vote for a proposed amendment or enlargement of these Bylaws must be sent to the Membership at least fourteen (14) days prior to the meeting at which the vote on the proposed amendment or enlargement is to be taken. This notice shall contain a copy of the proposed amendment or enlargement and shall set forth the date, time and location of the meeting at which the vote is to be taken.

APPROVED by the NATIONAL FARM TRANSITION NETWORK, INC. BOARD OF DIRECTORS at a regular meeting on \_\_23rd\_\_ day of \_\_\_\_\_June\_\_\_\_\_, 20\_\_23\_\_