

# American Society of Animal Science Foundation Bylaws

Revised July 2000

- I. *Name*: The name of this organization shall be the American Society of Animal Science Foundation, hereinafter the ASAS Foundation.
- II. *Location of Record*: The address of business for the ASAS Foundation shall be the same address of the Society Headquarters of the American Society of Animal Science (ASAS).
- III. *Purpose*: The purpose of the ASAS Foundation is to contribute to human welfare by furthering the acquisition and dissemination of scientific knowledge and to support and enhance educational programs of the ASAS, especially in conjunction with the Society's annual meeting. Furthermore, the Foundation may support educational activities of the ASAS Sections.
- IV. *Organization*:
  - A. *Board of Trustees*: The ASAS Foundation shall be administered by a Board of Trustees including at least nine members to be appointed by the ASAS Board of Directors and the immediate Past President of ASAS. Trustees shall be members of ASAS. Members shall be appointed for three-year terms with maximum service of two consecutive terms. At least three appointments will be made each year. The Chair and the Vice Chair of the Board will be appointed annually, and may serve a maximum of three years.
  - B. *Officers of the Board of Trustees* shall consist of the Chair, the Vice Chair and the Treasurer, appointed by the ASAS Board of Directors, and the Secretary, elected by the ASAS Foundation Trustees. The Executive Director of the ASAS may serve as the Treasurer of the ASAS Foundation. In the absence or incapacitation of the Chair, the Vice Chair will function as Chair of the Trustees.
  - C. *Committees*
    - 1) The Executive Committee of the Board of Trustees shall consist of the Executive Committee of the Board. The Executive committee shall manage interim affairs of the Foundation with powers as delegated by the Board of Trustees.
    - 2) The Board of Trustees may appoint other committees as it deems necessary.
  - D. *Relationship to ASAS Board of Directors*: Trustees of the ASAS Foundation shall function independently of the ASAS Board of Directors but shall communicate effectively and frequently with the ASAS Board of Directors. The Chair of the Foundation shall be a member of the ASAS Board of Directors and of the Executive Committee of the Board.
  - E. *Operations*: The Trustees shall perform those functions necessary to (1) evaluate and define those activities that fulfill the purposes of the Foundation, (2) effect contributions to the ASAS Foundation sufficient to fulfill the purposes of the ASAS Foundation, (3) provide funds to ASAS Board of Directors for educational programs and for other activities consistent with the purposes of the ASAS Foundation and (4) ensure that funds are used for the approved activities. The Trustees shall report at least annually on activities of the ASAS Foundation to the Board of Directors of the ASAS.
- V. *Patron Members and Donors*
  - A. *Patrons* shall be those firms, organizations or individuals that contribute at least \$1,000 to the ASAS Foundation.
  - B. *Donors* shall be those firms or organizations that contribute at least \$250 and those individuals that contribute at least \$25 to the ASAS Foundation.
  - C. *Patrons and Donors* shall be recognized annually in the year donations are made and in the manner determined by the Trustees of the ASAS Foundation.
- VI. *Meetings*
  - A. *Frequency and Purpose*: The ASAS Foundation Board of Trustees shall meet as necessary to conduct business of the Foundation. One meeting shall be held at the time of the ASAS Annual Meeting. Two specific purposes of that meeting shall be (1) to assess

results of expenditures of funds for the current educational programs and (2) to propose a budget of expenditures for the next fiscal year.

- B. *Quorum*: A quorum shall consist of five Trustees. In the absence of a quorum in attendance at meetings, Foundation business may be conducted by a quorum by majority vote of a ballot by mail, telephone, or facsimile.
- C. *Reimbursement of Expenses*: ASAS Foundation funds may be used for reimbursement of reasonable and necessary expenses of ASAS Foundation Trustees in attendance at meetings provided no other sources of funds exist to reimburse expenses.

#### VII. *Use of Funds*:

- A. The ASAS Foundation shall prudently invest contributions made to it and shall use the interest earned therefrom, and principle from contributions as judged appropriate by the Board of Trustees, to support activities of the Foundation.

- B. The ASAS Foundation shall use restricted contributions only for the specific activity identified by the contributor.

- C. The Board of Trustees shall authorize, out of income of the Foundation, the payment of such incidental expenses as may become necessary. No member of the Board of Trustees shall receive any salary for his or her services.

VIII. *Amendment of Bylaws*: These Bylaws may be amended by two-thirds vote of ASAS members present and voting at the Annual Business Meeting of the ASAS, provided if notice has been to all ASAS members at least 60 days prior to the annual meeting, or by two-thirds vote of ASAS members responding to mail or electronic ballot.

IX. *Dissolution or Liquidation*: In the event of dissolution or liquidation of this Foundation by vote, as provided in Article VIII, the assets belonging thereto shall be assigned and turned over to any charitable or not-for-profit organization chosen by the Board of Directors of the ASAS.