

CONSTITUTION
of the
COLORADO SEED GROWERS ASSOCIATION
As Revised in 2000

ARTICLE I

ORGANIZATIONAL NAME

This organization shall be known as THE COLORADO SEED GROWERS ASSOCIATION and is incorporated under the general corporation act of the State of Colorado as a "Corporation not for profit" with the principal office located at Fort Collins, Colorado.

ARTICLE II

PURPOSE

The primary object of this Association shall be to promote the interests of agriculture in the State of Colorado through the general use of pure seed of the best varieties. These purposes shall be accomplished:

- A. By maintaining and making available to the public, through seed certification, high quality seeds of recommended varieties so grown and distributed as to insure genetic identity and purity.
- B. By cooperating with Colorado State University in the development and distribution of superior and recommended varieties and strains of farm crops.
- C. By cooperating with other Agricultural Experiment Stations in fostering and regulating the introduction and distribution of foundation stocks of superior varieties and strains.
- D. By developing and adopting standards of excellence for the various classes of seed grown by members under the rules and regulations for certification.
- E. By providing, with the cooperation of Colorado State University, an inspection service for members growing seed crops. This service shall be known as the "Seed Certification Service" and shall be under the immediate supervision of the representative of Colorado State University who is in charge of seed certification.
- F. By providing and requiring the use of uniform and distinguishing marks, tags and emblems for use on the classes of seed officially sponsored by the Association.
- G. By supporting and sponsoring such activities as local, county, state and national shows and exhibits where pure seeds are featured and where the objective is to further the agricultural interests of the state.
- H. By promoting, through advertising and other means, the sale and distribution of seed produced by members of the Association under the rules and regulations adopted by the Association.
- I. By supporting and sponsoring such activities as local, county, state and national meetings which promote pure seeds and where the objective is to further the agricultural interest of the state.

ARTICLE III

MEMBERSHIP

- A. Any resident of the United States or Canada who is a seed grower, contract grower, seedsman, or prospective seed grower, or who is interested in promoting the objects of this Association, may apply for membership in the Association.
- B. An application for membership may be accepted or rejected by the Board of Directors following investigation as to the applicant's integrity, his interest in better seeds, his ability as a seed grower and his facilities for production, care, cleaning and storage of seed.
- C. Upon acceptance of his application, the applicant shall become a member by paying the annual membership fee and by agreeing to abide by the Constitution and By-Laws of this Association.
- D. Honorary membership may be conferred upon anyone interested in progressive agriculture by a unanimous vote of the Board of Directors.
- E. The membership of this Association is strongly encouraged to attend the Annual Meeting. The voting membership of this Association at any regular or special meeting shall be limited to those

members actively engaged in the production of Certified seed during one of the last two years as evidenced by applications on file with the Seed Certification Service. Voting by proxy shall not be allowed.

ARTICLE IV

ORGANIZATIONAL STRUCTURE

- A. The direction and management of this Association shall be by a Board of Directors composed of fourteen (14) Directors; eleven (11) of whom shall be active seed producers during the year of their election; one (1) from the Department of Soil and Crop Sciences of Colorado State University, one (1) from the Cooperative Extension Service of Colorado State University, and one (1) representing the Colorado Seed Industry Association.
- B. One (1) Director shall be elected from each of the nine (9) Districts of the Colorado Seed Growers Association. The Directors shall be elected at a regular annual meeting of the Colorado Seed Growers Association and shall serve for a two (2) year term.
 1. Districts 3 and 4 shall elect a second Director to the Board for a two (2) year term.
 2. The State of Colorado shall be divided into nine (9) Districts and the counties listed under each of the Districts shall comprise the Districts as hereinafter designated:

District #1: (Northeast) Logan, Morgan, Phillips, Sedgwick

District #2: (North Central) Boulder, Clear Creek, Gilpin, Grand, Jackson, Lake, Larimer, Summit, Weld

District #3a,b: (West) Delta, Gunnison, Mesa, Montrose, Ouray

District #4a,b: (San Luis Valley) Alamosa, Conejos, Costilla, Rio Grande, Saguache

District #5: (Southeast) Baca, Bent, Cheyenne, Crowley, Custer, Huerfano, Kiowa, Las Animas, Otero, Prowers, Pueblo

District #6: (Central) Adams, Arapahoe, Chaffee, Douglas, Elbert, El Paso, Fremont, Jefferson, Lincoln, Park, Teller

District #7: (Northwest) Eagle, Garfield, Moffat, Pitkin, Rio Blanco, Routt

District #8: (Southwest) Archuleta, Dolores, Hinsdale, La Plata, Mineral, Montezuma San Juan, San Miguel

District #9: (East-Northeast) Kit Carson, Yuma, Washington
3. The Districts named may be modified or changed by a majority vote of the Colorado Seed Growers Association at any regular annual meeting.
4. Nominations for Directors of the Colorado Seed Growers Association shall be made by the members at District meetings called for this purpose by the Secretary of the Association.
5. Directors of Districts 1, 3b, 4a, 6 and 8 will be elected to a term to begin in odd-numbered years. Directors of Districts 2, 3a, 4b, 5, 7 and 9 will be elected to terms to begin in even-numbered years.
6. In the event of a Directorship vacancy, a special meeting shall be called within that District to nominate and elect a grower to fulfill the unexpired term.
- C. The Director representing the Cooperative Extension of Colorado State University shall be elected to a term that will begin in even-numbered years. The Directors representing the Department of Soil and Crop Sciences from Colorado State University and the representative selected by the Colorado Seed Industry Association shall be elected to terms that will begin in odd-numbered years.
- D. The President, Vice-President, Secretary, Treasurer and immediate Past-President shall constitute the Executive Committee.
- E. The Board of Directors shall meet immediately after the Annual Meeting to elect officers.
- F. No one member of the Board of Directors shall be elected for President or Vice-President for more than

two (2) years in succession.

ARTICLE V

EXECUTIVE DUTIES AND RESPONSIBILITIES

- A. The President shall:
 - 1. Preside over all meetings of the Association and the meetings of the Board of Directors.
 - 2. Call special meetings of the Association and of the Board of Directors.
 - 3. Appoint committees authorized by the By-Laws and Board of Directors.
 - 4. Perform all acts and duties usually required of an executive presiding officer.
- B. The Vice-President shall:
 - 1. In the absence of the President, preside and perform duties of the President.
 - 2. Serve all notices required by law and by the Constitution and By-Laws.
 - 3. Perform such other duties as may be required of him by the Association or the Board of Directors.
- C. The Treasurer and/or Manager shall:
 - 1. Receive and disburse the funds and be the custodian of all the securities of the Association.
 - 2. Keep full and accurate account of all the financial transactions of the Association in books belonging to the Association and deliver such books to his successor in office when qualified. He shall make a full report of all matters and business pertaining to the office to members at the Annual Meeting and to the Directors whenever required and make all reports required by law.
 - 3. Have an annual audit by a public accountant or audit committee appointed by the President.
 - 4. The Treasurer and/or Manager shall be properly insured, and the amount of such insurance will be determined by the Board of Directors and the cost borne by the Association.
 - 5. Implement the Association's financial matters in accordance with all of the rules set forth in the CSGA/CSU Memorandum of Understanding , and direction from the CSGA Board of Directors.

ARTICLE VI

MEETINGS

- A. The Association shall hold an Annual Meeting at the time and place selected by the Board of Directors of the Colorado Seed Growers Association. Due notice of the meeting shall be sent to each member at least ten (10) days in advance of the meeting.
- B. Special meetings of the Board of Directors shall be held at the call of the President or upon written request from three (3) or more members of the Board of Directors.
- C. The Executive Committee shall meet upon the call of the President or upon written request of two (2) or more members of the Executive Committee.

ARTICLE VII

QUORUM

- A. Five percent (5%) of the active membership or ten (10) members of this Association shall constitute a quorum for the transaction of business at any regular or special meeting.
- B. A majority of the members of the Board shall constitute a quorum for the transaction of business.
- C. Three (3) members of the Executive Committee shall constitute a quorum for the transaction of business.

ARTICLE VIII

AMENDMENTS TO THE CONSTITUTION

This Constitution and By-Laws may be amended by a two-thirds (2/3) vote of the members present at any Annual Meeting of the Association provided notice of the proposed changes are given by letter at least ten (10) days prior to the meeting.

ARTICLE IX

DISSOLUTION

In the event of dissolution of the Association, any remaining assets shall be allocated to Colorado State University to be used exclusively for research and education in crop improvement.

BY-LAWS

ARTICLE I

ELECTIONS

Each seed grower District shall nominate a director for that District. Elections shall take place at the annual seed grower's meeting and other nominations may be made from the floor. Secret ballots shall be used if more than one grower is nominated from a District. The President shall appoint a committee of three (3) to act as tellers.

ARTICLE II

MEMBERSHIP AND OPERATING FEES

- A. A member of the Colorado Seed Growers Association is anyone who has paid the annual membership fee of the Association.
- B. The annual membership fee shall be established at the Annual Meeting of the Board of Directors, of which \$3 will be refunded to the organized county or area associations upon receipt of the minutes of the last meeting held during the year. The membership fees must be paid in advance or at the time of application for field inspection.
- C. Each member having a field inspection shall pay such fees at such times in such form and calculated in such a manner as shall be determined by the Board of Directors and the Seed Certification Service of Colorado State University. These fees shall be designated to cover the cost of maintaining the Association and carrying on its objectives.

ARTICLE III

COMMITTEES

- A. The following committees shall be appointed by the President following each annual meeting:
 1. Education and Promotion
 2. Approved Conditioners
 3. Standards and Procedures
 4. Commodities
 - a. Small Grains
 - b. Grasses, Shrubs and Forbs
 - c. Beans
 - d. Other
 5. Western Colorado Premium Bean Seed
 6. Financial
 7. Other
- B. Duties of the Committees
 1. The Education and Promotion Committee shall develop program policies to aid in the sales of Certified seed and in the education of users.
 2. The Approved Conditioners Committee shall establish standards and monitor activities of approved conditioners.
 3. The Standards and Procedures Committee shall assist in changing the rules of the organization and monitor the procedures used in seed certification.
 4. Each Commodity Committee shall recommend to the Board changes in standards, and guide management and other Committees in activities concerning individual commodities.
 5. The Western Colorado Premium Bean Seed Committee shall direct expenditures of funds collected for promotion of west slope grown bean seed.
- C. Committee Membership

1. Committee members must be voting members of the Colorado Seed Growers Association with the following exceptions:
 - a. CSU Extension or Research personnel may serve on the Education and Promotion and Commodity Committees.
 - b. Approved Conditioners who do not certify seed may serve on the Approved Conditioner and Western Colorado Premium Bean Seed Committees.
 - c. Members of the Colorado Seed Industry Association may serve on the Commodity Committees.
2. The Approved Conditioner Committee shall consist of at least two Class I and one Class V conditioners and one grower who is not a conditioner.
3. The Western Colorado Premium Bean Seed Committee shall consist of the District 4 director, a representative of each Approved Conditioner who wholesales bean seed in District 4 and a representative of the Tri River Extension Area.
 - D. Terms of membership of standing Committees (not including Western Colorado Premium Bean Seed) shall consist of six members whose terms do not exceed 3 years. Terms shall be staggered so that two members are appointed each year.
 - E. A chairman shall be appointed from the membership of each committee.

ARTICLE IV

CLASSES OF SEED AND STANDARDS

- A. The Association shall recognize seven (7) classes of seed: 1) Breeder, 2) Foundation, 3) Registered, 4) Certified, 5) Tested, 6) Selected and 7) Source-Identified.
- B. The eligibility and standards for each class of seed for each crop shall be determined by the Standards & Procedures Committee and the Commodity Committee for that crop. Standards shall comply with the minimum standards of the Association of Official Seed Certifying Agencies.

ARTICLE V

INSPECTION, RESPONSIBILITIES, VIOLATIONS

- A. All seed inspected for members shall be under the jurisdiction of the Colorado Seed Growers Association.
- B. Certification of seed shall be on the basis of reports submitted by official inspectors and the Colorado Seed Laboratory or other approved laboratories.
- C. The Board in cooperation with the Seed Certification Service shall have the authority to revise annually the rules and regulations governing inspections, fees (other than membership), responsibilities and refunds.
- D. Responsibility for maintaining Certified seed standards for that seed which has passed the inspection of the Association rests with the individual grower of the seed; and thus, the grower guarantees the seed to be as identified when sold by the grower.
- E. All complaints on the use of fraudulent or other undesirable methods in the production handling, sale or advertising of Certified seed shall be referred in writing to the manager or the president of the Colorado Seed Growers Association.
- F. On proof of the use of fraudulent or other unethical methods for sale of seed, a member may be suspended by a unanimous vote of the Board of Directors; he may be expelled by a two-thirds (2/3) vote of the members present at regular meetings of the Association. If a member violates the rules and regulations of the Association or engages or persists in practices which in the judgement of the Board of Directors are likely to injure or discredit the Association, the member may be suspended or his membership may be terminated by a unanimous vote of the Board of Directors.

ARTICLE VI

TAGS AND SEALS

Each lot of Certified seed to be sold as such must bear the official tag or certificate designated by the Seed Certification Service and the Board of Directors. Any seed eligible for certification must be accompanied by labels or tags attached to the bag or a bulk sales certificate prior to shipment from the conditioner's warehouse. If not identified, the seed is no longer Certified, nor can it be recertified.

ARTICLE VII

EXPENSES

Traveling expenses shall be paid to the following for reasons stated:

- A. To members of the Board of Directors when attending official meetings of the Board.
- B. To members of the Executive Committee when attending official meetings of the Executive Committee.
- C. To members of the official committees when attending specially called meetings.

ARTICLE IX

ASSOCIATION OF OFFICIAL SEED CERTIFYING AGENCIES

The Association shall maintain membership in the Association of Official Seed Certifying Agencies. The Board of Directors of the Association shall designate the manager and one director to represent the Association at the annual meeting of the Association of Official Seed Certifying Agencies. In addition, one-half of the travel expenses of any director to attend the AOSCA meeting shall be paid by the Colorado Seed Growers Association. One of those designated to attend the annual meeting of the Association of Official Seed Certifying Agencies shall be the individual in charge of the Seed Certification program at Colorado State University, and this individual shall be an official Director in the Association of Official Seed Certifying Agencies.

ARTICLE X

INTERSTATE CERTIFICATION

Participation of the Association in the interstate production, handling, processing, blending and tagging the Colorado grown Certified seed shall conform to standards developed by the Association of Official Seed Certifying Agencies and certification agencies of other states involved.

ARTICLE XI

EQUAL OPPORTUNITY ORGANIZATION

Colorado Seed Growers Association is an equal opportunity organization, and all members agree to respect the rights granted by all Federal and Colorado laws, regulations and executive orders regarding equal opportunity and civil rights "including non-discrimination" requirements in all programs involving employees associated with the Colorado Seed Growers Association.