



Western Suppliers Association



Section 1 - Name

1. This association shall be styled and named and bear the title of :

"Western Suppliers Association."

Section 2 - Object and Reason for the group's existence.

1. The sole objective and purpose of the Association is to enhance communications and knowledge of people who have a common responsibility of maintaining, improving reliability and utilization of Surface & Underground Mining Equipment, and to promote the technology associated with such equipment.
2. The Association is not organized for the purpose of profit and no part of any support revenue of the association shall be for the benefit of any individual member.
3. Matters relative to the competitive strategies of any members or matters as to which the antitrust laws of the United States or any state may have application, including but not without limitation prices; costs; profits; product offerings; terms of sale; deliveries; production facilities or capacity; production or sales volume; market share, invitation to bid or customer supplier classification, allocation or selection; and sales territories shall not be items of business at any time.

Section 3 - Membership

1. Regular Member

A regular member shall be any individual who is employed by a company incorporated or not incorporated which is engaged in the sale of mining or construction related Products or Services.

Section 4 - Admission & Separation

1. Any membership may be terminated by vote of the active officers. A member whose expulsion is being considered shall be notified by the Chairman and shall be advised of the charges against him. If a member so desires he may request a hearing before the officers before any action is taken by the officers.
2. Any member of the association may resign his membership by written communication with any active officer of the association.

Section 5 - Dues

1. An entrance fee (Dues) in an amount determined by vote of the general membership shall be due and payable upon entrance to all scheduled meetings.
2. Applicants will be subject to the same entrance fee as regular members.

Section 6 - Officers of the Association

1. The officers of the Association shall be a Chairman; Co-Chairman; Secretary and Treasurer.
2. The term of office of the elective officers shall be for a two year term and shall run by calendar year.

Section 7 - Nomination and Election of Officers

1. Candidates for the offices of Chairman, Co-Chairman; Secretary and Treasurer shall be nominated and elected by the general membership at the first meeting of the calendar year as follow:

[a] Chairman and Treasurer elections and will be odd years {2007,2009}

[b] Co-Chairman and Secretary elections will be even years {2006, 2008}

2. The Officers will be elected by majority vote of the regular membership present at the time of the elections.
3. A vacancy occurring in an elective office of the Association during the term of an officer shall be filled for the term as follows: [a] Chairman: By the Co-Chairman, [b] Co-Chairman: By the Secretary, [c] Secretary: By the Treasurer, [d] Treasurer: By nomination and election by the membership.

Section 8 - Duties of the Officers

- 1.** The principal duties of the Chairman shall be to preside at all meetings of the members and to manage the affairs of the Association as directed by the regular members.
- 2.** The principal duties of the Co-Chairman shall be to assume the duties of the Chairman in the event of absence or disability, for any cause whatsoever, of the Chairman.
- 3.** The principal duties Secretary shall be to faithfully keep, prepare and circulate to each member within 3 days of the meeting, a record of the proceedings of the Association, and to coordinate information on upcoming meetings and events to the members.
- 4.** The principal duties of the Treasurer shall be to safely and systematically keep all books, papers, records and keep an account of all monies, credits and property of any and every nature of the Association which shall come into his hands
 - 4 [a].** All checks, drafts, or orders for the payment of money, notes or other evidence or indebtedness issued in the name of the Association, shall be signed by the Treasurer.
 - 4 [b].** The Treasurer shall be responsible to designate the bank or depository for the funds of the Association.
 - 4 [c].** The Treasurer shall be responsible for depositing membership dues and producing a Bank statement of account funds for the officer's to view.
- 5.** In the event the Association is dissolved the officers shall satisfy all outstanding obligations and wind up the business of the Association in an orderly manner and the officers shall preserve the non-profit character of the Association and consistent with Section II, Paragraph 2 of the By-laws.

Section 9 – Etiquette of Members

- 1.** All members of the Association will conduct themselves in a professional manner at all times. Members must understand that their actions not only reflect on themselves but also on the Suppliers Association.
- 2.** Termination of membership will be imposed to those who do not conduct themselves in a Professional manner.

Section 10 - Meetings

- 1.** The regular meetings of the membership will be held three times per year. The meetings shall be held at such time and place as the active officers designate.
- 2.** The rules of order to be followed during all Association meetings shall be the in accordance with Robert's Rules of Order.
- 3.** A meeting notice and detailed Agenda shall be mailed to each member 30 days prior to any meeting.
- 4.** Election to office or other matters requiring the affirmative vote of the membership shall require the affirmative vote of a majority of the members present at a meeting duly called.
- 5.** The officers shall be responsible to present to the membership at each meeting a detailed account of all association funds and financial transactions.
- 6.** Only paid members of the Association and others, approved by the officers shall be permitted to attend meetings of the Association.

Section 11 - Amendments of Bylaws

- 1.** The by-laws may be amended by a majority vote of the regular members in good Standing present and voting at any regular meeting of the association.
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