

ARAPAWA GOAT BREEDERS ASSOCIATION – USA

Mission

Our mission is to protect and promote the genetics, identity, and versatility of the endangered Arapawa Island Goat through collective conservation efforts, member and public education, networking and collaboration with like-minded individuals and organizations, and maintaining an association with accurate pedigree registry and breed standards.

BY-LAWS

Article 1 - Name

1.1 The name of the organization shall be the Arapawa Goat Breeders Association – USA hereinafter called “AGBA” or the “Association”. The address of the Association shall be that of the current Registrar.

Article 2 - Membership

2.1 There are two types of membership: ‘Owners’ and ‘Associates’. Owners must hold one or more registered Arapawa goats. For purposes of voting, each premise will have a single vote. Associates are those dues paying people interested in supporting the purposes of the Association. Any person who has been accepted as an Owner may continue to be a member so long as he or she does the following:

2.1.1 Pays all dues in such amounts and at such time as set by the Board of Directors.

2.1.2 Continues to hold at least one registered Arapawa goat in the case of Owner members.

2.2 Applications for membership shall be addressed to the Treasurer accompanied by the annual dues.

2.3 Annual dues are due in January for the calendar year.

Article 3 - Organization

3.1 Policies and procedures will be created and managed by a Board of Directors elected by the Owners class of membership. There will be 4 to 6 Directors who are elected for staggered 2-year terms. Vacancies on the Board of Directors will be filled by election at the Annual Meeting. The Board of Directors may fill vacancies that occur between Annual Meetings. As soon as practicable after the Annual Meeting, the reconstituted Board will elect from among the elected Directors: a President, Vice President, Secretary, and Treasurer who will serve for one-year terms, but may continue with the approval of the Board. The position of Webmaster may be appointed by the board to serve indefinitely.

- 3.2 An Annual Meeting of Owner members will be held at a time and place determined by the Directors to review progress, policies, and to plan future events. Associate members are welcome but without voting privilege. It may be necessary to meet to conduct business by email, mail, video chat or conference phone given the geographic dispersion of the membership. Proxy votes are proper and will be accepted in all votes involving the full membership. Members wishing to vote by proxy must notify the Secretary two weeks prior to the voting deadline and either include their voting preference or name a Director to vote in their place. Naming a proxy must be done explicitly for each separate vote. The Secretary will give notice of the Annual Meeting at least 30 days in advance. A simple majority will rule in all matters except amending the by-laws (see Article 5).
- 3.3 Special meetings may be called by the President or any three members of the Board of Directors by a notice communicated to the membership in the usual manner at least fifteen days before the date set for the meeting.

Article 4 - Duties and Responsibilities

4.1 Owner Members -

4.1.1 Owner members accept the responsibility for registering all intact purebred Arapawa goats eligible for breeding.

4.1.2 It is the responsibility of the seller to complete the transfer of registered goats. Seller will submit papers to Registrar for transfer promptly after sale is complete. Seller may provide a copy of the papers to new owner for their records until the originals are received.

4.1.3 Support the Association Mission.

4.2 Directors - In the management of the organization's policies and procedures, the Directors will be guided by the Association Mission. Proposed changes to the Mission statement will be referred to the membership for ratification. The Board will meet as often as necessary to carry out the business of the organization including the following:

4.2.1 Elect the President, Vice President, Secretary, and Treasurer. The Secretary and Treasurer positions may be combined.

4.2.2 Appoint a Registrar or agency to perform the duties of the Registrar.

4.2.3 Appoint a Webmaster or agency to perform duties of Webmaster.

4.2.4 A vacancy on the Board may be filled by appointment by the Board until the next meeting of the membership.

4.2.5 Set the time and place and/or method for the conduct of an Annual Meeting.

4.2.6 Prepare an annual financial budget.

4.2.7 Set the amount and due dates of annual dues and other assessments that are determined necessary.

4.2.8 Collect and share breed census data annually with the membership.

4.2.9 The Board of Directors will communicate with the membership on a regular basis.

4.2.10 Establish affiliations with organizations having like purposes.

4.2.11 Appoint a standing committee of three Owners to administer the preservation and disposition of the bank of semen imported in 2006 for the purpose of broadening the genetic base of the US herd.

4.2.12 All other business not specifically noted.

4.3 President -

4.3.1 Chair the Annual and Special meetings of the membership.

4.3.2 Call and chair meetings of the Board of Directors.

4.3.3 Appoint ad hoc committees as needed.

4.3.4 Direct the Board in the discharge of their responsibilities and in the formation of long-range objectives for the organization.

4.3.5 The President may not cast a vote except to break a tie.

4.4 Vice President -

Preside over meetings in the absence of the President.

4.5 Secretary -

4.5.1 Maintain the records of the organization.

4.5.2 Record notes of meetings and disburse to the appropriate parties.

4.6 Treasurer –

4.6.1 Collect and disperse funds authorized by the Board of Directors.

4.6.2 Maintain a book of accounts for the organization.

4.6.3 Receive and process applications for membership.

4.6.4 Oversee the preparation of an annual budget for the Directors' action.

4.7 Registrar -

4.7.1 Maintain a Breed Registry of all certificated purebred Arapawa goats with sufficient data to assist breeders in the management of their herds.

4.7.2 Process applications for goat certification issuing formal Registration Certificates.

4.7.3 Record transfers of ownership.

4.8 Webmaster -

4.8.1 Oversee the maintenance of the official website – www.arapawagoatsusa.org

4.8.2 Help the Registrar with online memberships and registrations.

4.8.3 Run social media platforms or appoint someone to assist in running social media platforms.

4.8.4 Collect and condense information for annual census.

4.8.5 Handles fundraising for the Association.

Article 5 - Amendments of By-Laws

5.1 These by-laws may be added to, amended, or repealed by an affirmative vote of two-thirds of the Owner members present at an Annual Meeting or Special meeting of the members, provided notice of the proposed changes is contained in the notice of the meeting.

5.2 Any member may propose an amendment to the by-laws. A proposed amendment must be in writing and contain the exact language to be considered. Proposals must be submitted to the Secretary at least 45 days prior to a scheduled meeting. The Secretary will include the proposal as submitted in the meeting notice to members.

Article 6 - Ethics

6.1 The success of the association depends upon the strict ethical behavior of all of its members.

Possible potential ethical violations include: misrepresentation of pedigree, commercial use of the association name, misrepresentation of the breed for personal gain, selling or trading unhealthy goats or misuse of association assets. They will be reviewed by the

Board of Directors for appropriate sanction. Complaints of ethical impropriety should be directed to the President and/or the Vice President for action.

Article 7 - Fiscal Year

7.1 The fiscal year for the Association will be January 1 to December 31.

Article 8 - Registration of Animals

8.1 The Association shall only accept purebred animals.

Purebred animals will be identified by appropriate tattoo and other documented identifying marks (clear registration photographs).

It is the responsibility of the breeder to keep accurate records and submit paperwork to the best of their knowledge.

8.2 In the event an animal, or group of animals is discovered without registration paperwork, but with oral history, provenance, and sufficient evidence of pedigree or genetic purity to satisfy a unanimous vote of the Board of Directors, these animals *may* be admitted on a case by case basis.

Article 9 - Disposal of Assets

9.1 If the Association is dissolved and no action is taken to revive it, any assets remaining after all obligations are resolved will be transferred to The Livestock Conservancy or another like-minded organization.