

ILLINOIS MEAT GOAT PRODUCERS

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BYLAWS OF THE ILLINOIS MEAT GOAT PRODUCERS

ARTICLE I NAME

The name of the organization shall be "Illinois Meat Goat Producers". This organization is a non-profit organization.

ARTICLE II PURPOSE

The purpose of this organization shall be:

- (1) To promote a quality meat goat industry worldwide.
- (2) To provide information to members with regard to breeding raising and marketing good quality meat goats.
- (3) To conduct shows and educational meetings for the benefit of member and general public when applicable.

ARTICLE III MEMBERSHIP

SECTION 1 MEMBERSHIP. The rights of the members of each class shall be as follows:

- a. Individual and/or family unit members shall pay full dues and have full membership rights.

SECTION 2 VOTING RIGHTS Each member in good standing shall be entitled to one vote on each matter submitted to a vote of the members. The family unit equals one vote.

SECTION 3 DUES. The Board of Directors may/shall establish the dues rate and schedule of payment as set out in the operating rules of this organization.

SECTION 4 TERMINATION OF MEMBERSHIP. The Board of Directors may, by an affirmative vote of two-thirds of the members of the Board, suspend or expel a member for cause after an appropriate hearing or may terminate the membership of any member who becomes ineligible for membership or who may default in the payment of dues.

SECTION 5 REINSTATEMENT Upon written request by a former member and filed with the Secretary, the Board of Directors, may by the affirmative vote of two-thirds of the Members of the Board, reinstate such member upon such terms as the Board may deem appropriate.

SECTION 6. TRANSFER OF MEMBERSHIP. Membership is not transferable.

ARTICLE IV MEETINGS OF MEMBERS

SECTION 1 ANNUAL MEETING An annual meeting of this organization shall be held during the month of January each year, for the purpose of electing directors and for the transaction of such other business as may come before the meeting. The date, time and location to be announced.

SECTION 2 SPECIAL MEETING. Special meetings of the members may be called by the President, the Board of Directors, or not less than one-tenth of the members in good standing.

SECTION 3 PLACE OF MEETING The Board of Directors may designate any place, either within or without the state of Illinois, as to the place for any annual meeting or for any special meeting called by the Board of Directors or not less than one-tenth of the members in good standing.

SECTION 4 RIGHTS OF MEMBERSHIP Except as expressly delegated to the board, all rights of Membership as to voting for the election of officers, disposition of all or substantially all of the assets of the organization, or dissolution are vested in the voting members.

SECTION 5 NOTICE OF MEETING. Written notice stating the place, day and hour of any meeting of members shall be made upon each member entitled to vote at such a meeting, not less than fourteen days before such meeting by the secretary of the organization.

SECTION 6 QUORUM A majority of members present, in person or by proxy, at any meeting of the membership shall constitute a quorum.

SECTION 7 PROXIES At any meeting of members, a member entitled to vote may vote by proxy executed in writing by the member or his duly authorized attorney-in-fact. No proxy shall be valid after eleven months from the date of execution, unless otherwise stated in the proxy.

ARTICLE V BOARD OF DIRECTORS

SECTION 1 GENERAL POWERS. The affairs of the organization shall be managed by its Board of Directors. Directors need be residents of the state Illinois. Directors shall be members of the organization.

SECTION 2 NUMBER, QUALIFICATIONS AND TENURE The Board of Directors of this organization shall consist of a maximum of nine (9) directors elected from the membership. At the first Board of Directors meeting following the election, the officers shall be selected from among the Board Members. After the first election following the acceptance of this amendment, terms of one, two and three years will be decided by lot. Thereafter at succeeding elections, terms will be for three years. Directors may serve consecutive terms. The immediate past President of the organization shall be a nonvoting advisory member of the Board of Directors.

SECTION 3 REGULAR MEETINGS. A regular meeting of the Board of Directors shall be held without other notice than this bylaw, immediately after the annual meeting of the membership.

SECTION 4 SPECIAL MEETINGS. Special meetings of the Board of Directors may be called by or at the request of the president or any two Directors. The persons authorized to call a special meeting of the Board may fix the place.

SECTION 5 QUORUM A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board. If less than a majority of the Directors is present at said meeting, a majority of the Directors present may adjourn the meeting.

SECTION 6 VACANCIES. Any vacancy occurring in the Board of Directors and any directorship to be filled by reason of increase in number of Directors may be filled by the affirmative vote of a majority of the remaining Directors in a timely manner.

ARTICLE VI OFFICERS

SECTION 1 OFFICERS The officers of the organization shall be a President, one or more Vice Presidents(the numbers to be determined by the Board of Directors), a Secretary, and a Treasurer. The Board of Directors may elect or appoint such other officers, including one or more Assistant Secretariats, as it shall deem desirable. Any two or more offices may be held by the same person except the offices of President and Secretary.

SECTION 2 REMOVAL Any officer elected or appointed by the Board of Directors may be removed by the Board whenever in its judgment the best interests of the organization would be served. Such removal shall be without prejudice to the contract rights, if any, of the officer so removed.

SECTION 3 VACANCIES Vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of directors for the remaining portion of the term.

SECTION 4 PRESIDENT The President shall preside at all meetings of the organization, and at regular and special meetings of the Board of Directors. He shall recommend appointments and committee chairpersons and members, subject to the approval of the Board of Directors, and shall generally manage the day-to-day business of the organization. The President serves as an ex-officio member of all committees, except for nominations, and is a signor on all bank accounts.

SECTION 5 VICE PRESIDENT OR PRESIDENT ELECT. In the absence of the President or in the event of his inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. Any Vice President shall perform other such duties as from time to time may be assigned to him by the President or the Board of Directors.

SECTION 6 SECRETARY. The Secretary shall keep record of all the minutes from all meetings. Shall respond to all correspondence directed to the office of Secretary. Shall consult the Board on any matters of policy that deems advisable. Shall be custodian of all property and funds of the organization. Shall maintain record books. Review and approve minutes of last meeting at each monthly meeting.

SECTION 7 TREASURER. The Treasurer shall receive and process all applications of the membership. Shall notify all members of the expiration date of the dues. Shall consult the Board on any matters of policy that deems advisable. Shall be custodian of all property and funds of the organization. Shall make all purchases and business transactions authorized by the Board of Directors. Shall establish and maintain a bank account in an insured bank in the name of Illinois Meat Goat Producers. Shall maintain record books. Give a report at each monthly meeting of fluids on hand, expenses incurred.

ARTICLE VII STANDING AND SPECIAL COMMITTEES

The standing and special committees of this organization shall be those deemed necessary by the Board of Directors. Committee chairpersons and members shall be appointed by the President, subject to approval by the Board.

ARTICLE VIII GENERAL PROVISIONS

SECTION 1 FISCAL YEAR The fiscal year of this organization shall begin on the first day of February and end on the last day of March.

SECTION 2 PARLIAMENTARY PRACTICE. Proceedings at any meeting of the Organization shall be governed by the current edition of the Robert's Rules of Order Newly Revised.

ARTICLE IX DISCIPLINE

SECTION 1 Charges of misconduct may be filed by a member against a member, officer, or Director. Charges must be in writing and filed with the Secretary.

SECTION 2 Whom the charges have been filed against shall be furnished with a copy of the filed charges from the Secretary. They will have thirty days in which to file a reply with the Secretary.

SECTION 3 The charges and reply shall be submitted to the Board of-Directors for consideration. The Board of Directors by way of the majority vote may suspend or expel the officer, member, or director. The Board of Directors by way of the majority vote may constitute an acquittal of the charges.

SECTION 4 Any person expelled or suspended shall not be eligible for reinstatement for a period of one year.

ARTICLE X AMENDMENTS

These bylaws may be altered, amended, or repealed and new bylaws may be adopted by the Board of Directors, with an affirmation vote of two-thirds of the members of the Board. Notice of proposed amendments must be given to all voting members in good standing at least thirty days before vote is scheduled.

ARTICLE XI ORDER OF BUSINESS

The order of business at each meeting shall be:

1. Roll call of officers
2. Announce all free material that is available to anyone especially new members.
3. Correction and approval of the minutes of the last meeting.
4. Treasurers report and submit any bills.
5. Reports from officers.
6. Report on the number of new members.
7. Unfinished business.
8. New business.
9. Announce the date of the next meeting.
10. Adjourn meeting.
11. Socialize.

**I CERTIFY THE FOREGOING BYLAWS OF ILLINOIS MEAT GOAT PRODUCERS,
WERE ADOPTED BY THE MEMBERSHIP, THIS ___ DAY OF _____, 20__**

Secretary

President