



By Laws of the Cascade Boer Goat Association

Adopted May 2009
Amended August 14, 2018

Article I: Organization:

The association shall be known as the Cascade Boer Goat Association (CBGA), a non-profit organization registered in the state of Oregon. All branding of the CBGA must be distinct and not contain same or similar graphics of another entity.

Article II: Location:

The address of this association shall be that of the current Board chair.

Article III: Purpose and Objectives:

- 1) Purpose: To promote close fellowship, cooperation, and education among Boer goat owners and enthusiasts in the northwest through meetings, correspondence, and exchange of useful knowledge and ideas.
- 2) Objectives:
 - A. To provide educational programs and advice to newcomers to the industry and to our fellow members.
 - B. To foster and promote the public exhibition of Boer goats through shows, fairs, and Boer goat educational programs.
 - C. To educate the public on the utility and value of Boer goats and meat goat products.
 - D. To foster development of the meat goat market in the northwest.

Article IV: The CBGA will be governed by a Board of Directors:

It is the duty of the Board to adhere to the by-laws of the CBGA

- 1) The Board shall be comprised of 7 CBGA members, elected by the membership, except that when there are not sufficient volunteers, the board may operate with less than 7. (see Article IV: 9)
- 2) Open Board seats will be voted on in December of each year, and those elected shall take their positions on January 1 of the following year. Board members must have current membership during their tenure.
- 3) Board positions are limited to one position per household.
- 4) Members wishing to serve on the Board will submit their names to the existing governing body by December 1 (see Article V. 4. A.).
- 5) An elected Board member will serve a term of 2 years, except that the retiring chair will attend and conduct the first meeting of the new Board expressly for the purpose of electing a new chair, after which the retiring chair will step down.
- 6) The Board will elect the Chair, Vice Chair, and Secretary from among the Board as the first order of business at the 1st meet in January. These positions will serve a 1-year term.
- 7) The Board will appoint a Treasurer. The individual appointed to this position must be "membership current" and in good standing with the CBGA. The prospective candidate may or may not be a current Board member. The Treasurer and Chair may not be from the same household. The Treasurer will serve a 2-year term.
- 8) In the event of a Board officer (President, Vice-President, Secretary), stepping down from the position, the Board will select another to finish the officer's term
- 9) Should vacancies occur on the Board, the membership will be advised, and applicants solicited to fill the empty seat for the balance of that term. The new Board member(s) will be elected by a membership vote as described in Article V. The process for filling a vacancy should be completed as soon as practical.
- 10) Removal from positions: The Board may remove a Board officer or a Board-appointed position from those positions whenever, in its collective judgment, the best interests of the CBGA are not being served. This requires a 2/3rds majority vote of the Board. Removal from those positions does not remove that person from the Board. A separate 3/4 majority of the Board is required to remove any Board member from his/her Board position. The individual in question will not be allowed to vote and will not be

counted as part of the denominator for determining 3/4; e.g. if there are 7 on the Board and one is being considered for removal, it would require approval of 5 or more of the 6 Board members not up for removal.

The Board Chair:

- A. Shall preside at all meetings of the association;
- B. Shall recommend committee's and committee chairs, which will require a majority vote by the Board for approval.
- C. The Chair of the Board has the same voting rights as any other member of the Board.

The Board Vice Chair:

- A. If for any reason the Chair is unable to perform his/her duties, the Vice Chair shall occupy that position and perform the duties of the Board Chair.

The Secretary:

- A. Shall carry on the necessary correspondence, make proper recording of the business and act as recording historian for the association.
- B. Shall prepare detailed minutes of all meetings, submit the minutes to the Board for approval, and then cause the minutes to be posted for viewing by the membership.
- C. Shall keep a current list of the memberships that are in good standing, which shall be provided by the treasurer as members join or pay their dues.

The Treasurer:

- A. May attend Board meetings, but will not have a voice or a vote other than that of a regular member unless he/she is serving as a current Board member.
- B. Shall collect all dues and monies due the association and report the same in detail at a regular business meeting.
- C. Shall provide a financial report to the general membership on a semi-annual basis.
- D. Shall prepare and maintain a current list of paid memberships and provide this list to the secretary and the webmaster.
- E. Shall submit the financial records whenever an audit is requested by the Board.
- F. Shall disburse or cause to be disbursed the funds of the association as may be directed by the Board, taking proper vouchers for such disbursements.

Article V: Membership and Voting:

- 1) A member shall be anyone paying dues to the association. A membership may be held by an individual, family, or partnership.
- 2) Each membership is entitled to one vote. If more than 1 member of a family or partnership wants to vote he/she must pay for an additional membership. Voter must be 18 years of age or older. Proxy voting is not permitted.
- 3) Membership voting shall be by written or electronic ballot.
- 4) The issues that will be determined by membership vote are:
 - A. Board positions:
 - 1. Board members will be elected by the majority vote of those members who cast a vote.
 - a. When the number of applicants does not exceed the number of positions, a vote is not required.
 - 2. A ballot of eligible Board applicants shall be made available to the general membership on or about December 1, and each membership may place one vote for each open seat available.
 - 3. Ballots must be received by December 14. The eligible applicants with the highest number of votes will fill the open Board positions.
 - 4. In the event of a tie for the final seat, the tied candidates will be voted on again by the membership. Should another tie occur, the tie will be broken by a vote of the existing Board.
 - B. Amendments to the by-laws shall be voted on by the membership and require 2/3 of the votes cast (see Article XI.).
 - C. The Board may ask the membership to decide other issues by a majority vote of votes cast. In addition, the membership may be polled or otherwise asked for direction on certain issues.

Article VI: Dues:

Memberships are due on January 1st. Paid memberships run from Jan 1 to Dec 31, and shall not be refunded nor prorated, with the exception of refunds should the Association be disbanded. Only paid members in good standing will be allowed to belong to the Facebook group, vote, or receive other membership benefits.

Article VII: Fiscal Year:

The fiscal year shall be from January 1st to December 31st.

Article VIII: Meetings and Quorum:

- 1) The Board shall meet quarterly and by special arrangement. Meetings may be held by teleconference or other electronic means.
- 2) A quorum is met if 50% of the Board members are present.

Article IX: Committees:

- 1) The Board may designate certain committees, either as standing committees, or as the need arises.
- 2) Committees are to report to and make recommendations to the Board, but shall not take action without Board approval. The Board may give committees authority to make certain decisions without coming to the Board for every issue.
- 3) Committee chairs will be selected and approved by the Board with a simple majority vote.
- 4) Each Chair must select members from the CBGA membership to assist with responsibilities.
- 5) Committee chairs will serve for one-year terms with the exception of the by-laws chair and show committee chair, which will serve for two-year terms.
- 6) All committee chairs and members must be membership current and in good standing with the CBGA.
- 7) Committee chairs may be removed from position by a majority vote of the Board.

Article X: Dissolution:

- 1) If the Board finds merit in dissolving the CBGA, the membership will be advised of the reasoning, as well as any actions by the membership necessary to avoid such dissolution. The board will give a reasonable deadline for those actions to be completed.
- 2) If the Board finds that conditions needed for survival of the CBGA are not met by the reasonable deadline, the Board will vote on the dissolution. Dissolution of the CBGA requires a unanimous decision by the Board members.
- 3) In the event of dissolution of the CBGA, the net assets of the organization shall be distributed as follows:
 - A. After adequately providing for the debts and obligations of the association, the remaining assets will be used to refund the current year membership dues to paid members; if funds are not sufficient to repay current year dues, assets will be split equally among all paid members.
 - B. If assets remain after refunding all current year membership dues to paid members, the remaining assets will be distributed equally between Washington State University and University of California at Davis to be used for goat research.
 - C. If neither is in existence, the remaining assets will be distributed to a non-profit fund, foundation or corporation which is organized for the furthering of animal sciences and which has established its tax-exempt status under Section 501(C)(3) of the Internal Revenue Code.

Article XI: Amendment to the By Laws:

- 1) These bylaws may be amended at any time the need arises. Recommendations for amendment may be made at any time.
- 2) A by-law committee will be convened and will write and present the amendment to the Board. The Board will then vote on the amendment, and after approval to move forward by the Board, the amended by-laws will be presented to the general membership for voting.
- 3) The vote to amend the by-laws must be by 2/3 of votes cast.