



CANADIAN MEAT GOAT ASSOCIATION

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(supercedes all previous versions of the constitution)

BYLAWS OF THE CANADIAN MEAT GOAT ASSOCIATION

ARTICLE I

NAME

The name of the Association shall be the Canadian Meat Goat Association (hereinafter referred to as the "Association").

PURPOSE

The primary purpose of the Association is the establishment of Breeding standards, the keeping of pedigree records and the carrying out of a credible system of registration for Boer Goats in Canada.

Further purposes of the Association shall be:

- to promote Boer goats as a long term, stable source of income in a diversified farming and ranching economy
- to improve Boer goat genetics by identifying superior performance
- to encourage the improvement of meat goats in general
- to enhance consumer demand for chevon (goat meat) at the retail level

ARTICLE II

OBJECTIVES

To facilitate the achievement of the primary purpose of the Association, the Association shall:

- a) contract the Canadian Livestock Records Corporation to carry out a system of registration and transfer and to keep record of the breeding and origin of all Boer goats and collect, preserve and publish data and documents relating to the same;
- b) establish standards of breeding;
- c) adopt a means from time to time to protect and assist breeders engaged in the propagation and breeding of Boer goats in compliance with the “Articles hereof”;
- d) supervise the breeders of Boer goats to detect, prevent and punish fraud;
- e) to assure that no part of the net earnings of the Association shall inure to the benefit of, or be distributed to, its members, directors, officers or other private persons except that the Association shall be authorized and empowered to pay reasonable compensation for expenses and services rendered;

To promote and develop the Boer goat breed in Canada the Association also may;

- f) compile statistics of the chevon industry and furnish official and authentic information thereto in order to provide services for the promotion, development and marketing of Boer goats and their products;
- g) educate the public and members of the Association as to the breeding, raising, care, uses and heritage of Boer goats;
- h) grant scholarships, studentships and otherwise aid in the advancement of scientific education concerning the breeding of Boer goats;
- i) institute on-going training programs for breeders and judges of Boer goat breeding and evaluations and standards;
- j) support committees staging shows and sales under the auspices of the Association;
- k) establish a classification system and service for inspecting breeder’s herds.
- l) promote all goats regardless of breed and establish working relations with all those associations actively involved in the caprine industry.

ARTICLE III

MEMBERS

Any person, partnership, or limited company incorporated under the laws of Canada or any Province or Territory of Canada, interested in advancing the purposes and objectives of the Association and agreeing to uphold and comply with these bylaws and abide by the terms of the attached Code of Ethics and attached tables of Eligibility of the CMGA, may apply to the board for membership in one of the categories described below. The Board of Directors shall at all times have the power to reject or defer any application for membership providing that the Board notifies the individual of their reasons for rejection or deferral and provide an appeal process as outlined in Article III Discipline of Members in these Bylaws. All decisions of the Board will be final. For the purpose of definition, an Active Member is a “Voting Member” or a “Junior Member”. This category of member may be accorded rights and privileges not necessarily available to other types of memberships.

VOTING MEMBERS

Any person or partnership or limited company incorporated under the laws of Canada, or any Province of Canada, shall be deemed a “voting member” provided they meet the following criteria:

- a) the member meets with, understand and agrees to abide by the qualifications of general membership (see above: Members) and,
- b) the member has paid in full the current annual CMGA membership fee as outlined in Article XXII as well as,
- c) if the member is a partnership or limited company, one individual shall be identified and designated at the time of membership to exercise the rights and privileges of their voting membership. Any change in this designation must be received in writing by the General Manager of the CMGA at least ten (10) days prior to any vote being exercised by the member. Also,
- d) the member is not under suspension nor has been expelled (pursuant to Article III-Discipline of Members). Privileges of a voting member shall include the right to vote, hold office, register and transfer animals for “Active Member” fees, as well as any other privileges that may be offered to voting members.

NON-VOTING MEMBERS

- a) **CHARTER MEMBERS:** Those members who initially paid the prescribed admission fee prior to January 31, 1994 in order to facilitate the establishment of the Association. Those members are hereby recognized for their contribution by being called “Charter Members”.
- b) **HONORARY MEMBERS:** The Association, by ordinary resolution of a general meeting may appoint Honorary Members of the Association, if the Board of Directors has, by prior resolution thereof, named the proposed member or members and recommended that such appointment be made for a term. Such members shall have no vote, no right to hold office and no right to give notice to amend these Bylaws;
- c) **ASSOCIATE MEMBERS:** Associate Members shall be those individuals, partnerships or limited companies incorporated under the laws of Canada, any Province of Canada or foreign country who apply for membership and are accepted as Associate Members by the Board of Directors and pay their membership fee. Associate Members shall act in an advisory and/or consultative capacity to the voting membership. Such membership shall have no vote, no right to hold office and no right to give notice to amend these bylaws;
- d) **JUNIOR MEMBERS:** Junior Members shall be those individuals who have not yet attained the age of 18 years (as of January 1 of the year of membership), who apply for Junior Membership and are accepted as Junior Members and who pay the prescribed membership fee. Privileges of a Junior Member shall include the right to register and transfer animals for Active Member fees as well as other privileges that may be offered to Junior Members by the Association. Junior Members are not entitled to vote or hold office or to give notice to amend these Bylaws.

MEMBERSHIP YEAR

No member whatsoever (except Honorary Members) shall be entitled to any of the rights and privileges of the Association during any year until his annual fee for that year is paid, the annual year being based on the calendar year. On March 31st in each year, all annual members who paid for the preceding year but have not paid for the then current year shall be removed from the mailing list of the Association.

GOOD STANDING

A member in good standing is one who has paid the current membership fee and is not under suspension or expulsion by the Association. A member ceases to be in good standing upon failure to pay the annual membership fee, or any subscription or indebtedness due to the Association; the Board may cause the name of such member to be removed from the register of members. Such a member may be readmitted to the membership by the Board upon their receiving such funds as they may consider satisfactory (not to exceed the member's debt). Until fees for the then current year have been paid, registration, recordations and transfers shall be at non-member rates.

DISCIPLINE OF MEMBERS

1) EXPULSION AND SUSPENSION OF MEMBERS

A) Any Member who:

- a) is in arrears of any fees owing the Association;**
- b) contravenes a by-law of the Association relating to the eligibility for registration of animals by the Association;**
- c) contravenes a by-law of the Association relating to the individual identification of animals;**
- d) contravenes a by-law of the Association relating to the keeping of private breeding records;**
- e) contravenes any provision of the Animal Pedigree Act or the regulations thereunder; or**
- f) has contravened any provisions of the Animal Disease and Protection Act or the regulations thereunder relating to the identification or testing of animals;**

May be expelled or suspended and may be denied the privilege to register and transfer animals in the herd book of the association.

B) Any member whose conduct is prejudicial to the interest of the Association may be expelled or suspended. However, such expelled or suspended member may not be denied the privilege to register and transfer animals in the herd book of the Association.

C) Upon written complaint being made against a member or upon information reflecting upon any member's conduct coming to the attention of the Executive or General Manager, it shall be the duty of same to investigate said conduct or have such conduct investigated and to satisfy themselves / himself / herself that:

- a) there has not been a breach by the member of these bylaws; or**
- b) they/he/she has reasonable cause to believe there has been a breach of these bylaws;**

If the Executive or General Manager deems that there has been a breach of the bylaws of such a character that the Association should take cognizance thereof then such complaint shall be reduced to writing and shall be heard by the Executive committee. The Executive or the General Manager shall then cause a copy of such complaint, with a notice of the time and place of hearing thereon, to be served upon such member not less than thirty (30) days prior to the said hearing and like notice may be given to any party who may have made the complaint. Such notice shall contain a statement of the purpose and scope of the hearing and the

sanctions which the Executive committee has the power to take regarding such member's membership in the Association. Such notice shall further advise such member that such member may appear in person or be represented by counsel, produce witnesses, affidavits, documents or other evidence on such member's behalf.

D) At the hearing before the Executive Committee the member against whom the complaint has been preferred, shall have the right to be heard in person or be represented by counsel, to produce whatever witness, affidavit, documentary or other evidence which such member may wish to produce and cross examine any other witnesses who appear to give evidence. At the closing of the hearing or as soon after as may be reasonably possible, the Executive Committee shall render its decision thereon, either exoneration or suspension of the member.

In the event that the Executive committee should decide to suspend the member the decision of the Executive committee shall be automatically reviewed by the Board of Directors.

Any of the Board of Directors who sat on the Executive Committee shall not be eligible to sit and review their own decision.

The Executive committee or General Manager shall then cause notice of the time and place of the Board of Directors Meeting regarding such member's membership in the Association to be served upon such member not less than thirty (30) days prior to the Board of Directors meeting and like notice may be given to any party who may have made the complaint. Such notice shall contain a statement of the purpose and scope of the hearing and the action which the Board of Directors has powers to take regarding such member's membership in the Association. Such notice shall further advise such member that such member may appear in person or be represented by counsel but no new evidence may be presented without leave of the board of Directors and the decision of the Board of Directors will be based upon the proceedings and evidence presented before the Executive committee.

The Executive committee shall transmit to the Board of Directors the evidence presented to the Executive committee and the proceedings heard before it, together with the decision thereon (hereinafter referred to as "the record"). The Board of Directors shall review the record but no new evidence may be presented without leave of the Board of Directors and the decision of the Board of Directors will be based upon the proceedings and evidence presented before the Executive committee and the submissions of the member or his/her counsel. At the close of the hearing before the Board of Directors, or as soon thereafter as reasonable possible, the Board of Directors shall render a decision upon the complaint, affirming, reversing or modifying the decision of the Executive committee, with disciplinary power in the Board of Directors to make the penalty imposed upon the member wither more severe or less severe or to order a rehearing of the complaint. The Board of Directors shall file its decision with the General Manager of the Association. The decision of the Executive committee remains in force until reversed at the time of the annual meeting.

E) The decision of the Board of Directors may be appealed to the next general meeting of the membership of the Association by the member by filing a notice of appeal within thirty (30) days after service of written notice of the decision of the Board of Directors. The notice of appeal shall set out the grounds of appeal and shall be filed with the Executive committee or General Manager of the Association. The decision of the Board of Directors shall stand and remain in force until reversed at the annual meeting. Such appeal would be heard at the next annual meeting of the membership which is held at least thirty

(30) days after the date the notice of appeal has been filed with the Executive committee or General Manager.

- F)** If an appeal is taken to the annual meeting, the Executive committee or General Manager shall provide the members at the annual meeting with the Record together with the decision of the Board of Directors. At the time of the annual meeting a hearing shall be held upon said appeal but no new evidence may be presented and the decision of the annual meeting shall render a decision of the Board of Directors. At the time of the annual meeting a hearing shall be held upon said appeal but no new evidence may be presented and the Annual General Meeting shall render a decision either to reinstate the member or to confirm the decision of the Board of Directors provided however that reinstatement by members at the annual meeting shall be only by a vote of 2/3rds of the members present thereat and voting in favour of reinstatement.
- G)** Notwithstanding the foregoing any member shall be at liberty after being expelled or suspended from the Association to apply for reinstatement of his membership before the Board of Directors provided that one (1) year has elapsed after the later of:
- a)** the date of suspension or expulsion by the Board of Directors; or
 - b)** after a failed appeal to the general meeting of the members at large

2) CANCELLATION OF REGISTRATION CERTIFICATES

- A)** If after registry of an animal in the Canadian Meat Goat Association Herd Book, information becomes available which raises doubt as to the propriety of such registration, the executive committee or General Manager shall cause the matter to be investigated and said committee or person shall have the power to temporarily suspend such registration and all offspring registered from the said animal (hereinafter referred to as an “interim suspension”) pending the conclusion of an investigation provided however that such interim suspension shall be for no greater period than ninety (90) days. The Executive committee or General Manager shall notify the owner of the animal in question by single registered mail immediately upon such interim suspension.
- B)** Within thirty (30) days of the interim suspension of the registration certificate of any animal the General Manager or Executive committee must either:
- a)** satisfy himself/themselves that the registration certificate is satisfactory and thus remove the interim suspension referred to in by-law **Article III 2(A)** above; or
 - b)** satisfy himself/themselves that the interim suspension should continue at which time the matter of such suspended registration must be placed before the next Executive committee meeting. The owner of the animal shall be given thirty (30) days notice of the meeting together with advice that he/she may attend the meeting. He/she may be represented by counsel, may call evidence or may present affidavit evidence. At the conclusion of the due hearing, the Executive committee may either:
 - i)** continue the suspension until certain conditions have been completed at which point the suspension would be removed; or
 - ii)** cancel the registration certificate; or
 - iii)** reinstate the registration certificate.

The executive committee or General Manager shall have the power to adjourn any hearing to obtain further information before reaching a decision. More than one animal may be included in any notice to an owner with respect to a hearing before the Executive Committee.

C) The decision of the Executive committee may be appealed to the Board of Directors by the owner of the said animal(s) or by any person financially interested in maintaining its/their registry. An appeal shall be initiated by written notice of appeal to the Executive committee or General Manager of the Association and must be received within thirty (30) days after a copy of the decision on registration has been mailed to the member by single registered mail. The appeal shall be based upon the proceedings had before the Executive Committee and the decision of the Board of Directors shall be based upon the evidence and proceedings taken before the Executive Committee and no new evidence may be presented without leave of the Board of Directors. The burden of proof shall be upon the party desiring to maintain the registry of the animal(s) and if such party does not sustain this burden, the decision and action of the Executive Committee shall be confirmed. The Board of Directors shall hear the appeal at its next convenient meeting and would be at liberty to either:

- i) continue the suspension until certain conditions have been completed at which point the suspension would be removed; or
- ii) cancel the registration certificate; or
- iii) reinstate the registration certificate.

D) A member shall be at liberty to file an appeal within thirty (30) days of receiving notice of the decision of the Board of Directors, with the next annual membership meeting. The terms and conditions of this appeal to the next annual membership and the vote required to reinstate a registration shall be the same as those contained in by law **ARTICLE III(1) (E) and (F)** herein with respect to an appeal of membership.

3) APPEALS

A) In the event of an appeal by a member regarding:

- i) suspension or expulsion of his membership by the Board of Directors to the next annual general meeting; or
- ii) cancellation or suspension of a registration certificate by either the Executive Committee to the Board of Directors or from the Board of Directors to the next annual meeting;

Such member appealing shall be required to deposit with the Association the sum of **ONE THOUSAND (\$1,000) DOLLARS** with each appeal taken by that member. No appeal shall be valid unless accompanied with the said \$1,000 deposit. In the event that the member had more than one animal suspended within the same decision of either the Executive committee or Board of Directors, only one \$1,000 deposit need be submitted with the appeal. In the event that a member is successful in his appeal all deposits paid shall be returned to the member provided however that in the event the member is not successful then all moneys so deposited with the Association shall be forfeited to the Association. In the event of a partially successful appeal then the matter of the reimbursement of the deposit shall be left to the discretion of the Board of Directors and their decision will be final.

4) GENERAL

- A) Service of any notice on a member shall be by single registered mail at the last address shown in the Association office for the member. Service shall be deemed to be received seven (7) days after the notice was sent.
- B) The announcement and publication of any ruling of the Executive committee, General Manager or Board of Directors shall be within the discretion of the Board of Directors.
- C) All proceedings of any of the Executive committee, General Manager, Board of Directors or the annual meeting which are not specifically provided for herein, shall be determined by either the President or Vice-President and shall be announced prior to the beginning of each such hearing.

5) LIABILITY

- A) Any breeder suspended or expelled from the Association shall have no claim against the Association or any interest in the property or assets of the Association.
- B) It is understood that this Association shall not be held responsible for any loss or damage that may be sustained through suspension cancellation or correction of any registration.

MEMBERSHIP CARD

On being admitted to membership, each member is entitled to and the Association shall, upon request, give him without charge one copy of the Bylaws of the Association. The Association shall also issue a membership card to each member in good standing.

ARTICLE IV

GENERAL MEETING

1) ANNUAL MEETING

- a) A General Meeting of the Association (to be called the Annual General Meeting or AGM) should be held once in every calendar year anytime within the first six months following the fiscal year end at such place and time as the Board of Directors designates. The time and location must be determined at least three (3) months in advance of the AGM. At least thirty (30) days written notice shall be given to members. The accidental omission to give notice to any member, or non-receipt by a member of such notice, shall not invalidate the proceedings of any Annual Meeting. The Annual Meeting may deal with the following business without being included in the Notice of the Annual Meeting.
 - 1. Reading of the Minutes of the previous Annual Meeting and any special Meeting held since.
 - 2. Consider the accounts and balance sheet and the report of the auditors thereon.
 - 3. Appointment of the auditor for the year following.
 - 4. Consider the reports of the Board of Directors, Committees, and Officers.
 - 5. Unfinished business from matters arising out of the Minutes

6. New business and correspondence.
 7. The elections of the Directors and to consider, if thought expedient the approval and ratification of the acts and proceedings of the Board of Directors and Officers.
 8. The President may direct that further matters be dealt with at an Annual Meeting and may vary the order in which the business of the meeting is conducted.
 9. Adjournment.
- b) Only Voting Members in good standing shall be entitled to vote at any meeting of the members of the Association and each Voting Member or his proxy shall have one vote. Only a Voting Member in good standing may act as a proxy for another Voting Member and no Voting Member shall vote as a proxy for more than three other Voting Members. Voting Members must submit a completed CMGA Proxy form to be received by the General Manager at least three (3) days prior to the AGM, if they wish to vote by proxy. Notwithstanding anything contained herein no individual shall be at liberty to cast more than four (4) votes (including all proxies and all designations by partnerships or limited companies) on any matter coming before a General Meeting.
 - c) For all purposes the quorum for a General Meeting shall be a minimum of 15 or 10% of voting members to a maximum of 40. No business shall be transacted by any General meeting unless the requisite quorum be present at the commencement of the meeting (except for the election of a chairperson for the Annual Meeting and adjournment or termination of the meeting).
 - d) If at any time during an Annual General Meeting, there ceases to be a quorum present, the business then in progress shall be suspended until there is a quorum present or until the meeting is adjourned.
 - e) If a quorum is not present within one hour from the time appointed for the meeting or from the time that a quorum has ceased, the meeting shall then be terminated.
- 2) In addition to the Annual Meeting, at the written request of any 40 members in good standing or 10% of the voting membership (whichever is lesser), the President or General Manager shall forthwith call a special meeting of the Association by the same notice procedure as in calling an Annual Meeting.
 - 3) Questions arising at a meeting of the board, at an Annual General Meeting or for other committees shall be decided by a simple majority vote. Voting on motions made during such meeting shall be by a show of hands unless secret ballot is requested by a motion passed by the membership. In the case of an equality of votes during such meetings, the chair shall have a casting vote, but otherwise shall not vote while in the chair.

ARTICLE V

BOARD OF DIRECTORS

1) Election

- a) A Board of Directors, who shall be Canadian residents and who shall be elected by mail ballot by voting members in good standing, shall manage the affairs of the Association.
 - i. Nominations for directors shall be submitted to the Association office or to the President and the deadline for such nominations shall be 90 days prior to the general meeting.
 - ii. Mail ballots shall be forwarded to each voting member a minimum of 60 days prior to the general meeting.
 - iii. Completed ballots shall be returned by mail to an independent third party, as designated by the Board of Directors, no less than 30 days prior to the general meeting.
 - iv. Newly elected Directors shall be announced at the general meeting each year and shall assume office upon completion of that meeting.
- b) The Board of directors shall consist of 7 members. Such Directors shall be elected for a term of 3 years.
- c) The Board of Directors shall have the power to fill vacancies which may occur among their number, providing, however, that Director so appointed shall hold office only until the next Annual Meeting of the Association, but shall then be eligible for re-election. Any Director elected by the Annual Meeting to fill a vacancy will hold office for the remaining term of the Director creating the vacancy.
- d) The Board shall administer the affairs of the Association and shall direct the policy of the Association towards the attainment of the objects herein before prescribed.
- e) The term of Office shall begin immediately after the announcement of the election results at the Annual General Meeting. Directors may serve for an unlimited number of years, providing that a Minimum of one (1) year's absence from the Board shall occur after any two (2) consecutive complete terms, excluding any partial terms that a Director has served completing the mandate of another Director. The one year absence from the Board is not required after completing someone else's term.

2) Meetings

- a) All meetings of the Board, of its officers and others committees shall be open to attendance by any member of the association in good standing, except that, in unusual circumstances, such bodies may convene in private sessions for discussion of sensitive issues, but shall take no vote except in open session. The Corresponding Secretary shall keep a complete and accurate written record (the "Minutes") of all regularly scheduled meetings of the Board. A copy of the minutes, once approved by the Board of Directors, shall be made available to the membership.
- b) The Board of Directors may delegate any of their powers to an Executive Committee as described in Article VII (1) (a) of these Bylaws.
- c) A majority of the Board of Directors shall constitute a quorum of any Board of Director meeting as long as the President or Vice-President is in attendance.
- d) The Board of Directors shall hold regularly scheduled meetings or electronic conferences at least four (4) times per year, with no more than one hundred and ten (110) days to elapse between each meeting. Directors shall receive notice of meetings of the Board by telephone, facsimile or

email at least five (5) days prior to the meeting. The notice shall specify whether the meeting is to be held in person or by telephone conference call. A meeting of the Board may be held on shorter notice, or without notice, providing all consent shall be entered in the minutes. The President or quorum of Directors may, at any time, convene a meeting or conference telephone call.

- e) The Directors shall not be liable to any member in damages or otherwise for any matter or act done by the Directors acting in good faith.
- f) All decisions made by the Board shall be made in accordance with the spirit of the principles contained in the Bylaws of the Association. The Board shall be responsible for initiating and exercising whatever actions are necessary for the promotion of the purposes of the Association.
- g) Should a perceived conflict of interest arise at any meeting of the Board of Directors on any issue that may be put to a vote, the Director(s) in conflict may speak to the issue and then shall be temporarily excused from the meeting while discussion and voting on said issue takes place. Occurrences of this nature shall be recorded in any minutes of the meeting.
- h) Any member of the Board of Directors who misses more than two consecutive meetings or a total of three meetings in any year, may be subject to immediate removal from the Board at the discretion of the remaining Board Members, based on a vote supported by a simple majority of the Board of Directors.

ARTICLE VI

OFFICERS

- 1) The officers of the Association shall be the President, the immediate Past-President, the Vice-President, the Treasurer and the Corresponding Secretary. Such officers shall be members of and elected by the Board of Directors. The Board may appoint such additional or other officers as they may see fit. Any vacancy in the above offices may be filled by the board of Directors for the remainder of the term provided that in any event the Vice-President shall succeed the President in the case of the office of the President becoming vacant. The term of office of each of the foregoing officers shall be for a period of one (1) year elected immediately after each Annual Meeting.
- 2) The President shall be the Chief Executive Officer of the Association. He shall preside at all General Meetings of the Association and shall be Chairman of the Board of Directors and do all such matters and things in addition thereto as the Board of Directors may from time to time request. He shall present at each Annual Meeting a report of the activities of the Association. He shall call meetings of the Directors when required, and in any event, upon request of a quorum of Directors.
- 3) The Vice-President will assist the President in the exercise of his duties and will perform the duties and have the powers of the President in his absence.
- 4) The General Manager shall be responsible for the correspondence, which shall include issuing notice of all meetings and having custody of all records and documents except those required to be kept by the Treasurer or the Registrar. The Secretary will keep minutes of all meetings. In the absence of the Secretary from a meeting, the President shall appoint another person to act as the Secretary at that specific meeting.

- 5) The General Manager shall keep the financial records of the Association, including books of accounts, and shall prepare an annual budget. He shall also file an annual report at the Annual General Meeting which will include a balance sheet, a statement of income and expenditure, a list of the Association's Directors and a note of the number of members. The General Manager is responsible for making available or furnishing all relevant financial information to the Treasurer. The Treasurer, with the assistance of the General Manager, shall properly maintain the Association's account books or other items generally included therein and furnish periodically a detailed financial statement and reports on other transactions in accordance with instructions from the Board of Directors or the Executive Committee.
- 6) The Board of Directors must appoint a General Manager who shall act under the control and with the approval of the Board of Directors. The duties of the General Manager shall be to attend meetings of the Association and Board of Directors and of the Executive Committee and to do other such things as may be delegated to him by this constitution, the Board of the Executive Committee. He shall keep the Articles of Incorporation of the Association, its Bylaws and any amendments thereto. If the Corresponding Secretary cannot attend a meeting of the Board, the General Manager shall fulfill this function.
- 7) The Canadian Livestock Records Corporation shall be the Registrar of this association and shall assign a person(s) to act as Registrar.

ARTICLE VII

COMMITTEES

- 1) The Board of Directors may appoint from their number and/or from other members of the Association, committees, whether special or standing, but must in all cases name one of their number as Chairman of such committee. In addition to any special committees to be appointed by the Board of Directors, there shall in any event be the following standing committees, which must be comprised of at least one Board Member and no less than two (2) additional members of the Association, to be deemed active. Exceptions to this rule will be the Executive and Advisory Committees.
 - a) **EXECUTIVE COMMITTEE:** This committee shall consist of the President, immediate Past President, Vice-President, Treasurer, Corresponding Secretary and such other directors as the Board of Directors may determine in order that a minimum of five persons shall sit on this committee. The Executive Committee shall do such things and execute such matters as outlined in these Bylaws and carry out such instructions as the Board of Directors may direct from time to time.
 - b) **ADVERTISING AND PROMOTION COMMITTEE:** This committee shall plan and develop methods of promotion to advance the Boer breed.
 - c) **BREED IMPROVEMENT COMMITTEE:** This committee shall be responsible for supervising performance and progeny tests and all programs for improvement of the breed.
 - d) **MEMBERSHIP COMMITTEE:** This committee shall design and direct all programs for enhancement of the number and activity of members.
 - e) **SHOW COMMITTEE:** This committee shall design and direct the policy and activities of the Association in the sponsorship of market goat shows and breeding livestock shows which enhance

the breed in cooperation with provincial associations and fair boards. It shall develop and appoint or nominate judges as requested from time to time.

- f) **ADVISORY COMMITTEE:** This committee shall be composed of all Past presidents actively engaged in the breeding of Boer goats. The Chairman shall be the immediate Past President. The committee shall provide to the President advice on general matters as requested by the President.
- g) **NOMINATING COMMITTEE:** This committee shall prepare a slate of candidates to fill vacancies on the Board of Directors as they may occur from time to time before each Annual Meeting. The Chairman of the Nominating Committee shall file a list of names selected by the committee for each position of Director to be voted on at the Annual Meeting. The list of names so submitted shall be included in the notice of the Annual Meeting mailed to each member of the Association. Additional nominations shall be received from the floor of the Annual Meeting.
- h) **CONSTITUTION COMMITTEE:** This committee shall examine the Bylaws of the Association and make recommendations to the Board of Directors regarding amendments needed to ensure that the Bylaws are consistent.
- i) **HARDSHIP CASE COMMITTEE:** This committee shall have the mandate and power to review all claims made in hardship cases brought before the Board. A recommendation from this committee must be presented to the Board before a decision can be rendered in any hardship case.

ARTICLE VIII

PROVINCIAL OR REGIONAL ASSOCIATIONS

Members of this Association in good standing may organize Provincial or Regional Associations under Bylaws or Constitution approved by the Board of Directors of this Association.

The activities of any Provincial or Regional Association shall be confined solely to its own interests and shall not conflict in any way with the activities of this association. No more than one provincial Association in each province shall be organized unless authorized at an Annual Meeting.

ARTICLE IX

Registration papers will be issued through the office of the Registrar under the direction of the Board of Directors of the Canadian Meat Goat Association.

ARTICLE X

FISCAL YEAR

The fiscal year of the Association shall be from January 1 to December 31. At each Annual Meeting an auditor's report shall be presented for the previous year and there shall be presented to the Annual Meeting a balance sheet and statement of the receipts and expenditures for the preceding fiscal year. The auditors of the Association shall be appointed at each Annual Meeting. The Board of Directors may fill any casual vacancy in the office of the auditors.

ARTICLE XI

NOTICES

- 1) Notice calling any General Meeting shall be mailed at least thirty (30) days in advance of the General Meeting to each of the members at his last known post office address appearing in the books of the Association. In the event of the Association publishing or recognizing an Official Organ the notice published therein shall be deemed to be sufficient, providing such Official Organ is mailed at least thirty (30) days in advance of such meeting.
- 2) Notice of meetings of the Board of Directors other than the one immediately following the annual Meeting, shall be mailed to each of the Directors at least ten (10) days before the date of the meeting at his last known Post Office address appearing on the book of the Association, or by facsimile at least seven (7) days before the date of the meeting. Notwithstanding the foregoing, a meeting of the Board of Directors may be held on shorter notice, or without notice, providing all the Directors have given their consent to the meeting to be held.

ARTICLE XII

AMENDMENTS

This constitution may be amended by a resolution at any Annual or Special Meeting of the Association by the affirmative vote of two-thirds of the members present voting in person or by proxy as stipulated in **ARTICLE IV (1) (b)**. Notice of all proposed amendments shall be given to the President and/or General Manager in writing ninety (90) days in advance of a General Meeting. All proposed amendments will then be subject to a by-law review process by the Constitution Committee which shall include, but shall not be limited to, consultations with Agriculture Canada. The Constitution Committee shall provide the Board with a report containing the results of its review and a copy of such report shall be sent to each of the said proposing members. Once reviewed and approved by the Board, in accordance with previously-established policy and procedures, amendments shall be included in the notice calling the General meeting, otherwise the meeting shall have no power to deal with same.

ARTICLE XIV

REGISTRATION OF PEDIGREE

- 1) A register shall be kept at the office of the Registrar. This register shall be known as the “Canadian Meat Goat Association Herd Book” and shall be published at such time, and in such form as may be determined by the Board of Directors.
- 2) There shall be furnished by the Registrar for all animals registered, a registration certificate or other registration documentation in the form adopted by the CMGA in consultation with the Registrar.

ARTICLE XV

REGISTRATION OF TATTOO LETTERS

A breeder may apply to the Registrar for, and be allotted letters for, the exclusive use of the breeder with which to tattoo mark animals the property of such breeder. These letters shall be tattooed in the right ear. In addition to the letters there must also be tattooed in the left ear, the herd number of the animal followed by a designating year letter to signify the year of birth. The letter “D” would signify that the animal was born in 1994 while the letter “E” should mark all progeny born in 1995 and so on, up to and including the year 2008. For the year 2009 only, the letters “V” or “W” may be used. Thereafter, the letters will follow the CLRC’s system, ie. “X” for 2010, “Y” for 2011, “Z” for 2012, “A” for 2013, etc. The letters “I”, “O”, “Q” and “V” will not be used in this system.

In the event of a change in the name of a partnership or company, or if there is a change in the constitution of the partnership, the tattoo letters may be transferred on application to the Registrar by the registered owner or by his personal representative in the event of a death. After expiration of five (5) years, tattoo letters may be forfeited if they are not used by the registered owner.

ARTICLE XVI

REGISTRATION OF HERD NAMES

- 1) A breeder may register for his exclusive use a name to be used as a prefix in naming his animals. A particular name will be allowed to one person, partnership or limited company only, except with the consent of the breeder who has the name registered.
- 2) The registered name may be transferred to another breeder on application to the Registrar by the breeder in whose name it is registered.
- 3) After the expiration of five (5) years, a registered name will be forfeited if it has not been used in registering or recording an animal by the registered owner.

ARTICLE XVII

PRIVATE BREEDING RECORDS

Each breeder shall keep an individual private record in which shall be tabulated the individual private herd number of each animal, and such other information concerning ancestors and breeding of same that will make clear and positive at all times the birth date and parentage of an animal offered for registration in the Canadian Meat Goat Association Herd Book.

Individual private herd numbers shall be given to all kids before weaning, which number shall be tattooed in the ear prior to registration. The identifying tattoo shall be unique within the Canadian Meat Goat

Association Herd Book and shall contain the individual private herd number, year letter and breeder's tattoo letters as issued by the Registrar. This record shall at all times be open to the inspection of the official and authorized representatives of the Association and officials of Agriculture and Agri-Food Canada.

When as a result of an inspection of the manner in which private breeding records are kept and the method identification practiced or used by any breeder, it is known that the rules and regulations of the Association in that regard are not being observed, the Board of Directors may immediately suspend or expel such breeder if a member, and if not a member, further registrations and transfers may be refused. If such inspection should reveal that the private breeding records and identifications as practiced by such breeder are in such a state of confusion as to raise doubt as to the identity of any number of or all the animals in the herd, the Board of Directors may suspend the pedigree of any number of or all animals involved.

ARTICLE XVIII

1) GENERAL RULES OF ELIGIBILITY

- a) Registration in the Canadian Meat Goat Association shall be granted to any foreign or domestic Boer Goat provided that it meets the appropriate Rules of Eligibility listed below.
- b) Initial Foundation Stock is defined as animals born to embryos imported prior to December 31, 1995. Animals will be recognized by country of origin and must be accompanied by a registration certificate approved by the Boer Goat Association of the exporting country at the time of the opening of the Canadian Meat Goat Association Herd Book.
- c) At the expense of the owner, a sample of DNA source material on all Foundation Stock will be sent to a lab specified by the Board of Directors of the Canadian Meat Goat Association. All moneys will be administered through the Association and the information will be kept on file by the laboratory and the Association.
- d) As part of the requirements of animal registration with the Canadian Meat Goat Association, the owner of any goats being registered under any of the Purebred Boer classifications must submit a sample of DNA source material taken from the animal to be registered, of a source approved by the Board of the CMGA (e.g. blood or hair sample). The sample must be submitted to the Registrar at the same time as the application for registration, for storage and possible use in the random DNA Parentage Verification Test described below. The Registrar must receive the DNA sample before proceeding with any Purebred Boer registration.

Beginning in 1999, the CMGA will complete a randomly selected full DNA parentage verification test on at least 1% of all Purebred animals being registered each year. This testing program will be administered as follows:

DNA PARENTAGE VERIFICATION TEST

- i) Animals to be verified will be randomly selected by the Registrar, and will consist of a minimum of 75% buck kids, and the remaining percentage for doe kids. The Registrar will inform the owner of the required test and the results. The Test will be completed as soon as possible by a lab appointed by the Board of Directors of the CMGA.

- ii) If the animal passes the test, the Registrar shall issue a registration certificate for the animal, provided all other criteria of the Bylaws of the Canadian Meat Goat Association are met.
- iii) If the animal fails the test, no registration certificate can be issued. The owner shall be informed of the results and may submit another sample of DNA source material from the same animal for re-testing, at the owner's expense.
- iv) If the animal passes a second test, registration may be granted. If, however, the animal is not re-tested or fails the second test, the owner will be informed that the animal has not passed and that the owner has the option of not registering the animal or, if one parent qualifies, registering the animal as follows: does will be registered as ½ Canadian Boer.
- v) The owner may appeal and re-test at his/her own cost, but the results of the testing must satisfy the Registrar as to the animal's eligibility before a registration certificate can be issued.
- e) The Board of Directors may direct that a breeder undertake such additional DNA verification tests as it deems necessary at the breeder's expense.
- f) In the event that blood testing is not completed by the applicant as requested, the Board of Directors shall act as it deems necessary to enforce compliance including the withholding of registrations of the request for additional full DNA parentage verification testing or suspension or expulsion from membership in the Association.
- g) Initial Foundation Stock, as defined in Article XVIII 1)b) is eligible for registration under either one of two classes:
 - i) Boer – these animals meet the minimum breed standard of a convex profile, “Roman” nose and pendulous ears.
 - ii) Traditional Boer – A Traditional Boer is required to have a white body; reddish brown on both sides of the head which is a minimum of 10cm; ears must be at least 75% reddish brown; reddish brown may extend as far as the withers and brisket; body may have a reddish brown mark but it cannot exceed 10% of area.

“Boer” and “Traditional Boer” are descriptive titles given to an animal by the breeder on the Association's Application for Registration form. The following prefixes will apply:

TR = TRADITIONAL PUREBRED BOER

R = PUREBRED

- h) All subsequent generations of goats deriving from registered initial Foundation Stock or foreign registered Purebred Boer Goats, may be granted registration provided the following conditions are met:
 - i) The animal must meet the requirements of Traditional Purebred Boer (TR) or Purebred Boer (R) as outlined in these Bylaws, and,

- ii) The owner must provide evidence at the time of application of at least three generations of complete and registered lineage in a foreign or domestic goat association approved by the Board of Directors of the CMGA in a format also approved by the Board of Directors, and,
 - iii) In all cases of Purebred Registration, a sample of DNA source material from the animal must be placed on file and stored at a lab specified and approved by the Board of Directors of the Canadian Meat Goat Association, and pass the random DNA Parentage Verification test as set out in these Bylaws, if selected for testing and,
 - iv) The animal is an imported Purebred pursuant to **Article XVIII-2), 3) or 4)** or,
 - v) The animal is born or resides outside or inside of Canada and the sire and/or dam are registered as Foundation Stock or Purebred in the Canadian Meat Goat Association Herd Book, or,
 - vi) The animal is born in Canada and both the sire and dam are registered as Foundation Stock or purebred in the Canadian Meat Goat Association Herd Book.
- i) The Canadian Meat Goat Association recognizes the following rules to facilitate the breeding up of goats of non-Boer origin to a level where they can be registered as Purebred Canadian Boer Goats.
- i) A percentage bred doe, that has either the sire or dam registered as a Purebred Boer in the Canadian Meat Goat Association Herd Book, may be registered as a one-half (1/2) Percentage Boer doe.
 - ii) Provided that a properly registered Purebred Boer buck is used as a sire, the offspring of a registered one-half (1/2) Canadian Boer doe and subsequently a three-quarters (3/4) Canadian Boer doe may be registered as three-quarter (3/4) Canadian Boer and seven-eighths (7/8) Canadian Boer, respectively.
 - iii) There is no requirement to have a sample of DNA source material placed on file nor any requirement for random DNA parent verification testing, on registered percentage Canadian Boer goats, prior to them reaching the level of fifteen-sixteenths (15/16).
 - iv) At fifteen-sixteenths (15/16), a percentage Boer doe may be registered as a Canadian Purebred Boer (CR) provided the animal satisfies the requirements of these Bylaws. If the animal fails to meet the Traditional Boer requirements of Article XVIII 1 g) ii), the animal must be registered as Recorded Canadian Purebred Boer (RCR).
 - v) At thirty-one thirty-seconds (31/32), a percentage Boer buck may be registered as a Canadian Purebred Boer (CR) provided the animal satisfies the requirements of these Bylaws. If the animal fails to meet the Traditional Boer requirements of Article XVIII 1 g) ii), the animal must be registered as Recorded Canadian Purebred Boer (RCR).

- vi)** Provided that a properly registered Purebred Boer buck (of any classification) is used as a sire, the guidelines of sections (iv) and (v) apply to the registration of the offspring of Canadian and Recorded Canadian Purebred Boer parents.
- vii)** The offspring of a Canadian Purebred or Recorded Canadian Purebred Boer parent and a Traditional Purebred or Purebred Boer parent will be registered as a Canadian Purebred or Recorded Canadian Purebred Boer provided the offspring otherwise meet the requirements of the Bylaws.
- viii)** In all cases of purebred registration, a sample of DNA source material from the animal must be placed on file and stored at a lab specified and approved by the Board of Directors of the Canadian Meat Goat Association, and pass the random DNA Parentage Verification test as set out in these Bylaws, if selected for testing.
- j)** Application for registration of an animal shall be made on a form approved by the Board of Directors of the Association or filed electronically with the Registrar in accordance with approved guidelines and signed by the owner of the dam at the time of birth. If the application is for an animal resulting from natural service, the signature of the owner of the natural service sire at the time of breeding is required. If the animal is the result of artificial insemination, the artificial insemination information is required in a form approved by the Board of Directors and a semen certificate if applicable, and the necessary signatures as outlined above.
- k)** For the purpose of this article, “Owner” shall include the purchaser of an animal under the term of an agreement providing for payment of purchase of said animal over a period of time, provided a copy of the said agreement is filed with the Registrar of the Association.
- l)** In the case of multiple ownership of an animal, each interest shall be on record in the Registrar’s office. No more than four owners may be shown on a certificate of registration issued by the Registrar and those owners must designate which owner is to receive the certificate of registration from the Registrar.
- m)** When an animal is a multiple birth it shall be so stated when applying for registration for recordation.
- n)** The breeder of an animal is the owner or lessee of the dam at the time she was served. The owner is the owner or lessee of the doe bearing the kid at the time it was born.
- o)** All names must begin with the registered herd name of the owner or lessee of the dam at time of breeding. The only allowable exceptions would be in the registration of initial Foundation Stock which has been defined previously as animals born to embryos imported prior to December 31, 1995. The owner at birth in these instances would be allowed to use their herd prefix.
- p)** Animal names shall not contain more than thirty-six (36) letters, spaces or characters, including herd number and year letter if used. Use of duplicate names shall be prohibited within herds and between herds unless 35 years have elapsed.

2) FOREIGN AND IMPORTED ANIMALS

- a) Imported and foreign animals eligible for registration are as follows:
- i) An animal registered with a minimum of three generations of recorded lineage in the Herd Book of an Association that is recognized and accredited by the Board of Directors of the Canadian Meat Goat Association and on file with the Registrar; provided that it would otherwise be eligible for registration as outlined under the General Rules of Eligibility of these Bylaws.
 - ii) An animal whose sire/dam is registered in the Herd Book of an Association that is recognized and accredited by the Board of Directors of the Canadian Meat Goat Association, and/or whose dam/sire is registered or recorded in the Canadian Meat Goat Association Herd Book.
- b) The following rules shall apply to applications for registration of imported and foreign animals
- i) An animal imported into Canada shall be accompanied by such documents issued by the Registrar, General Manager or equivalent of an approved Association of the country of origin in such form and given such particulars of breeders, immediate owners.
 - ii) In the case of a bred female, the date of service and the service sire's pedigree, with a minimum of three generations of recorded lineage in the herd book of an Association that is recognized and accredited by the Board of Directors of the CMGA will be required.
 - iii) Application for registration of animals shall be made on a form prescribed by the Board of Directors and shall be accompanied by the animal's registration certificate issued by the foreign Herd Book and showing the applicant to have ownership.
 - iv) All foreign registered imported animals must be tattooed with the herd letters and year tattoo that correspond with the foreign animal's registration certificate.

Animals born outside Canada are eligible to be registered with the Canadian Meat Goat Association provided that all the same requirements are met as what would be the case for animals born in Canada, including DNA on file at the prescribed location.

3) ARTIFICIAL INSEMINATION

- a) Boer goats that are the result of Artificial Insemination shall be eligible for registration under the same rules as natural mating provided that the reporting format has been approved by the Board of Directors and is registered in the Canadian Meat Goat Association Herd Book.
- b) The importation of semen in all cases must be in accordance with the rules and health requirements as determined by the Veterinary Director General of Canada.
- c) The importer of semen used in the production of kids otherwise eligible for registration shall provide the Registrar of the Association with a certified copy of the foreign certificate of registration and any other information required by the Registrar to prove acceptability for registration or ownership.

4) EMBRYO TRANSPLANT REGISTRATION

- a) Boer Goats that are the result of embryo transplant shall be eligible for registration under the same rules as natural mating except that an embryo transplant report of service will be required.
- b) The embryo transplant report of service shall be on a form approved by the Board of Directors and signed by:

The owner or lessee of the donor dam at the time the embryo was removed or their designated representative as approved by the Board of Directors.

The owner or lessee of the service sire at the time of the breeding or their designate representative as approved by the Board of Directors if the donor dam was bred naturally.

If artificially bred, the rules governing the use of artificial insemination in these Bylaws shall apply.

- c) All animals so registered or recorded shall be tattooed with the letters of the owner of the animal at the time of birth. The applicant must be the owner of the animal at the time of birth.
 - d) Animals propagated by embryo transplant in Canada are eligible provided that DNA source material sampling is provided and that the animal is identified with embryo transfer number on registration certificates.
- 5) The Breed Standards of this Association shall be developed outside these Bylaws and must be ratified and/or amended by a two-thirds (2/3) vote of the membership at any general meeting or mail-in vote.

ARTICLE XIX

TRANSFERS

The following rules shall apply to the transfer of ownership and issuance of certificates.

- 1) In the case of the sale of an animal or the interest in an animal, a seller must furnish the Registrar of the Association of a certificate of registration and signed transfer of said animal showing the purchaser's ownership within six (6) months of sale. Failure to do so on any pretext whatsoever (except under written contract) shall be grounds for expulsion in the case of a member, or for refusal of registration or transfer in the case of a non-member.
- 2) Application for registration of a change of ownership must be made on the forms approved by the Board of Directors, accompanied by the existing certificate of registration and must give the date of sale, name and address of purchaser. In the case of a bred female, service information must be completed, and if natural service—signature of the owner of the natural service sire at the time of breeding must be provided. If by AI service, full and complete artificial insemination information must be provided and a semen certificate, if applicable, signed by authorized agent, must be submitted. In the event the breeding

information is proven to be incomplete or in error, the owner of the doe at the time of breeding shall be responsible for correction and costs of full DNA parentage verification testing.

- 3) Change of ownership shall be recorded in the registry database and indicated on a new certificate of registration which shall be issued by the Registrar. The Registrar shall be responsible for maintaining the integrity of the records in the registry and shall be responsible for amending, transferring and cancelling certificates of registration as may be required.
- 4) Dead Animals: A notation in ink shall be placed on the face of the certificate stating that the animal died and the date. This certificate shall then be forwarded to the Registrar.
- 5) Animals sold for Slaughter: "Sold for Slaughter" as well as the date of sale is to be indicated on the certificate which is to be returned to the Registrar.
- 6) Animals sold without Certificates: "Sold as Grade" as well as the date of sale is to be indicated on the certificate which is to be returned to the Registrar.
- 7) In the case of transfers in any of the following situations where no financial consideration is involved, the transfer fee shall be the actual cost to the Association to produce the transfer:
 - a) father and/or mother to son or daughter
 - b) son or daughter to father and/or mother
 - c) husband to husband and wife
 - d) wife to husband and wife
 - e) individual company in which he or she has an interest within a joint venture
 - f) husband to wife and wife to husband

ARTICLE XX

LEASING

In case a male or female is leased or loaned for breeding purposes, a form of lease approved by the Board of Directors shall be signed by the lessor and forwarded, together with certificate of registration, to the Registrar to be placed on record. The lessee will in all cases be considered the breeder of the progeny of leased or loaned females.

ARTICLE XXI

REPLACEMENT CERTIFICATES

A replacement certificate may be issued if the registered owner or his authorized agent applies on a form approved by the Board of Directors showing in a satisfactory manner that the original is lost or destroyed.

ARTICLE XXII

FEE SCHEDULE

The membership year shall run from January 1st through December 31st within the same calendar year. Membership dues are payable effective January 1st of each year. The fees and membership dues of the Association are set annually by the Board of Directors and subject to ratification by the membership at the Annual General Meeting. Fees and dues shall be payable to the Registrar.

ARTICLE XXIII

HARDSHIP CASES

In cases of proven hardships to a member, the Board of Directors, may, at their discretion, instruct the Registrar to proceed with the registration or transfer of any animal without meeting all the rules and regulations spelled out in the above Bylaws and in granting such relief the Board of Directors may impose such terms and conditions as to costs, payment of fees and all other matters as the Board of Directors sees fit. Any case that involves a deficiency of pedigree or registration must be reviewed by the Hardship committee, the Board of Directors and the Minister of Agriculture. If permitted, any exceptions may involve special conditions as directed by the Board and the Minister. The Board shall not accept any hardship cases that involve eligibility and pedigrees of animals in the Certified Breed Standards Program, as developed and attached to these Bylaws.

The Board has no authority to authorize the registration of any animal that does not meet the eligibility or pedigree requirements of these Bylaws. The Board of Directors shall appoint a committee to investigate all claims made in hardship case. The facts pertaining to a hardship case shall be outlined in the minutes of any Board meetings addressing the case, in order that all members shall have the opportunity to understand the issue. Before the Board can render a decision on any Hardship case, the committee must develop and present a recommendation to the Board for evaluation.

ARTICLE XXIV

AMALGAMATION

A proposal to amalgamate must be received by the General Manager and signed by 40 members in good standing or 10% of the voting membership (whichever is greater). Within sixty (60) days of the receipt of such a proposal a ballot shall be mailed to the general membership for approval or rejection and must be returned within thirty (30) days for counting by the President and General Manager.

Articles of Amalgamation must contain a statutory declaration attesting that the members of each of the Associations that desire to amalgamate have been consulted in writing in the above described manner in relation to the proposed amalgamation and that, with respect to each Association, twenty-five percent (25%) or more of the members have responded in writing to the consultation and that at least two-thirds (2/3) of the members who responded have approved the proposed amalgamation.

ARTICLE XXV

TERMINATION

The Minister may, by order, declare the corporate powers of any Association to be terminated in any of the following circumstances. On petition therefore by the Association supported by a resolution to that effect passed by at least two-thirds (2/3) of the members of the Association after a similar consultation process as described in **ARTICLE XXIV AMALGAMATION** above.

ARTICLE XXVI

MISCELLANEOUS

Wherever the singular or masculine is used throughout these bylaws the plural or feminine or a body corporate shall be implied wherever the context so requires.