

Michigan Hereford Association By-Laws

Revised and approved January 1976, March 1976, March 1977, January 1982, March 1983, March 1995, 1999, April 2001, 2005, 2009, 2014, 2015, 2018

Section I – Name

The name of this organization shall be the Michigan Hereford Association.

Section II – Purpose

The purpose of the Michigan Hereford Association shall be to promote in all ways the interests of the Hereford breed and its breeders, to increase the numbers of breeders and cattle in its territory, to assist in furnishing an outlet for surplus breeding stock by public sale and otherwise to do any and all things in its power to advance the prosperity of the breed and its breeders. All proceedings of the Michigan Hereford Association shall be in agreement with the policies and activities of the American Hereford Association.

Section III – Membership

1. Any breeder of Hereford cattle living in the United States or Canada, upon payment of an annual \$20 membership fee, is eligible for membership of the Michigan Hereford Association. Junior membership is full membership excluding voting privileges. The board of directors can establish an additional yearly fee for membership if it feels a need for additional sums.
2. Any member not paying the annual membership fee on or before the annual meeting in each calendar year shall forfeit his/her membership.
3. Only members in good standing are eligible to vote.
4. Any member may be removed from membership by a majority vote of the members present at any annual meeting or at any special meeting called for the purpose, for conduct deemed to be prejudicial to this corporation, provided that such member shall have been served with written notice of the accusations against him or shall have been given opportunity to produce witnesses and to be heard at the meeting at which such vote is taken.

Section IV – Elections

1. There shall be a board of directors consisting of 6 members, to be elected from the membership, and by a majority vote of those members present and eligible to vote at the annual meeting.
2. The state shall be divided into four (4) districts along M-21 and US 127 and 27. Every attempt shall be made by nominating committee to select nominees to maintain representation from all districts and nominate (1) member per open position.
3. Each director shall be elected for a term of three (3) years.
4. No person shall serve more than two consecutive terms or parts thereof, a part consisting of more than one-half of a full term, on the board of directors. After one year has elapsed any former director shall be eligible to serve two more terms in succession.
5. **A.** A nominating committee appointed by the president shall recommend a list of candidates for the board of directors. **B.** The president shall also ask for additional nominations from the floor at the annual meeting.
6. Immediately after the annual meeting, the board of directors shall meet and elect, from their membership, a president, vice-president, and secretary/treasurer to serve for one year. The president shall serve only two (2) terms in succession. After one year has elapsed any former president shall be eligible to serve two (2) more years in succession.

The Board of directors shall fill the unexpired term of any director not continuing in office, such an appointment to last only until the next annual meeting. At such annual meeting, a member shall be duly nominated and elected to fill the remaining unexpired term. Any director who misses three consecutive meetings may, by the majority vote of the board of directors, be removed from the board. After two consecutive absences (from regular or special meetings), the secretary will inform the board member, in writing, the next absence may result in a vote for dismissal.

7. **A.** When electing the members to fill openings in the board of directors, votes will be cast by secret ballot, unless the members unanimously accept the slate of candidates submitted by the nominating committee. **B.** Members may vote for as many candidates as there are vacancies to be filled, but may not cast more than one vote per candidate.
8. When electing officers, the votes will be cast by secret ballot, unless the directors give unanimous approval to the first nominee.

If only two candidates are nominated for a directorship or an office, one must receive a majority of the votes to win. If three or more are nominated, the one who received the most votes is elected.

Section V – Compensation

1. The officers and directors shall receive no compensation for their services, but shall be entitled to traveling expense necessarily incurred in discharge of their duties. The decision as to the payment of said traveling expense shall be at the discretion of the board of directors.
2. The secretary-treasurer may be, at the discretion of the board of directors, compensated for his/her services.

Section VI – Reports

The secretary-treasurer shall render a full and complete report of his/her activities at the annual meeting. The report shall include a full statement, in writing, of receipts and disbursements. He/She shall also render such reports as may be required by the board of directors. The secretary-treasurer is required to forward reports to the State of Michigan and Federal Government as required by law and reviewed by board of directors.

Section VII – Duties

1. The board of directors shall dictate the policies and activities of the association.
2. The board of directors shall assume management of sales and shows held under the auspices of Michigan Hereford Association.
3. The president shall preside over all meetings of the board of directors and of the membership, supervise the work of other officers and committee, appoint special committees, serve as ex-officio member of all committee except the nominating committee, represent the Michigan Hereford Association at related cattle functions and shall perform all duties usually pertaining to this office.
4. The vice-president shall assist the president in conducting the affairs of the association and shall assume the duties of the president in case of his absence.
5. The secretary-treasurer shall keep minutes of all meetings and compile them in permanent form. He/She shall attend to the correspondence of the association. He/She shall keep the breed and farm journals informed of the activities of the association. He/She shall keep an accurate and written record of receipts and disbursements. He/She shall deposit in the name of the association all funds belonging to it in a bank acceptable to the board of directors. His/Her books shall be open to inspection at any time by members of the association. The board of directors shall approve disbursement of funds other than operating funds. At the close of each fiscal year and at other times as determined by the board of directors, the books and accounts of the association shall be carefully audited by a committee appointed by the board of directors, who shall make a detailed written report thereon.

Section IX – Committees

1. The president will select the chairman of a committee and the members.
2. Each special committee shall cease to exist after it has completed the assignment for which it was created.

Section X – Meetings

1. The regular annual meeting of the membership shall be held each calendar year in the spring. Date to be set by the board of directors.
2. The president may call special meetings of the board of directors.
3. The president shall call a special meeting of the board of directors upon written request of two directors.
4. Special or called meetings of the board of directors or the membership may be called by written request of 25% of the members in good standing.
5. Upon request, in writing, delivered to the president or secretary by any person entitled to call a meeting of the board of directors or the membership or for any other regular or called meetings, it shall be the duty of the president or secretary to give written notice to all those eligible to attend such meetings. This written notice to be mailed to the last known address at least five days prior to the date of said meeting.
6. At any regular or special meeting, a majority vote of those members present will suffice to do business in the name of the association.
7. A quorum will consist of more than 50% of the board of directors present for a regular or special meeting. When a motion is properly put forth, a board director may cast a vote by telephone or in written form directed to the president, if that director is unable to attend a regular or special meeting.

Section XI – Fiscal Year

The fiscal year of this association shall begin on January 1 of each calendar year and end on December 31 of that year.

Section XII – Amendments

These by-laws may be amended at any regular or special meeting of the association upon a majority vote of those members present.