**Mission Statement:** To provide registration services along with promoting and celebrating all facets of the Suffolk Breed.

Fully recognizing the importance of all interests in the culture of Suffolk Sheep, and for having a reliable record which shall be accepted as the "Final Authority" in question of pedigree. With the desire to unite the experience and interest of all in guarding and perpetuating the purity of their flocks, we unite in organizing this North American Suffolk Sheep Society.

# **BYLAWS**

## Art. 1. Name:

The name of this registry shall be <u>North American Suffolk Sheep Society</u>. Said Society is incorporated under the laws of the State of Nevada as a membership organization.

#### Art. 2. Object:

The object of this Society: To guard, maintain the purity, and encourage the breeding of Suffolk Sheep; to keep and maintain a registry for the registration of purebred Suffolk Sheep; to issue certificates of registration and transfer of same; and to do all things which may be requisite and proper in and about the carrying out the purpose and objects for which this incorporation is formed.

#### Art. 3. Members:

To become a member of the North American Suffolk Sheep Society, a person, family, partnership, corporation, or other entity must:

- Complete the application form
- Agree in principle to the purposes
- Payment of dues as established by the North American Suffolk Sheep Society set by the board of directors

## Art. 4. Members:

Owners of flocks of Suffolk sheep, or the duly authorized agents or representatives of such owners, shall be eligible for active membership in this association; provided, however, that each such owner shall be represented by one membership whether such owner be an individual, partnership, corporation, or other association, and shall have the right to one vote. If any membership shall, for a period of one year, fail to register any sheep with this association, said membership shall no longer be classified as active.

#### Art. 5. Associate Membership:

- Any person or entity agreeing with the purpose of this organization but not eligible for active membership as stated above, may become an associate member.
- These members shall be included in all communications and advertisements.
- Shall not be able to vote or hold office.

## Junior Membership:

- A boy or girl who has not passed his or her 21st birthday as of January 1
- Will be able to vote and hold office on the Junior Board only.
- Shall not be able to vote or hold office on the Senior Board.

#### Art. 6. Officers:

- President
- Vice President
- Treasurer
- Secretary
- Board of Directors

The officers of the North American Suffolk Sheep Society (who shall also serve as the officers of the Board) shall be President, a Vice-President, to be elected from the Board of Directors by the members of the Board at their Annual Meeting.

The Secretary and Treasurer shall be appointed by the Board of Directors.

Five Directors shall constitute a quorum. At the death, resignation or disability of the President, his duties will be assumed successively by the Vice-President; at the death or resignation or disability of any other officer or director, his or her place shall be filled by the officers of the Board until the next Annual Meeting of the Board.

# Art. 7. Duties of Officers:

The duties of the officers and the Board of Directors shall be such as usually pertain to such offices in the usual transaction of business. The report will be conveyed to the Society members at the Annual Meeting.

The duties of the officers shall be:

Section 1: The President

• Shall preside at all meetings of the association and the Board of Directors. He / She shall be a member of all committees and shall perform such other duties as usually pertain to this office.

Section 2: The Vice President

• Shall perform the duties of the President in the absence of the President.

Section 3: The Executive Secretary

• Shall give due and proper notice of all meetings of the association and the Board of Directors and shall record the proceedings of the same.

Section 4: The Treasurer

- Shall have general charge of the funds of this association
- Shall sign in the name of the association all checks drawn on the funds of the association.
- Shall create budget that will be reviewed and presented at that annual meeting.

• The board will review and agree upon the budget based on the data at hand. Section 5: The Board of Directors

 The Board of Directors shall consist of 9 Directors elected. The term of each Director shall be three years, and the terms of three to four Directors shall expire at the Annual Meeting each year after this year in which this amendment is passed, except every third year when the terms of four Directors shall expire. The term of the President and the Vice-Presidents shall be one year. The Board of Directors shall come from any state or providence with majority vote from all the states and provinces. **Art. 8. Meetings**—An Annual Meeting of this Society shall be held at a date and place agreed upon by the Board of Directors. The membership shall be given a 30 day notice of the time and place selected. At this meeting, at which time the directors of the Society shall be elected by a majority of the members present. No voting by proxy. Five members to constitute a guorum.

# Art. 9. Voting:

- Each Active Membership shall have one vote.
- Voting may be in person or by absentee ballot
- An absentee ballot will be used for the election of Directors, changes in the constitution, and other items of business at the annual meeting at the discretion of the Board of Directors.
- The absentee ballot will be issued by the Board of Directors to each Active Membership.
- The absentee ballot must be signed by the member.
- The absentee ballots shall remain sealed until the Board of Directors meeting prior to annual meeting or may be cast in person at the annual meeting.
- Deadline for ballots to be returned to the office is 14 business days prior to the annual meeting.

**Art. 10. Amendments:** These By-laws may be amended or altered at any annual meeting provided that a notice of the intention to amend the By-laws and the substance of such amendment have been submitted to each active member by mail or email 30 days prior to such meeting. A three-fourths majority of the active members voting at said meeting shall be required.

**Logo**—The Seal of this Society shall be a circle with the words North American Suffolk Sheep Society with an inserted cut of a Suffolk Sheep's head.

**Art. 11.** A member charged with willful misrepresentation in regard to any animal owned or bred by him, or with any dishonorable conduct, if such charge be fully sustained, the Board of Directors may suspend him until the next Annual Meeting when a full hearing of the evidence, such as offending member may be expelled by a two-thirds vote of the members voting.

**Art. 12.** A registry of Purebred Suffolk Sheep (No percentage-based registration) shall be established and kept by the Secretary subject to such rules and regulations as may from time to time be adopted by the Society.

**Art. 13.** All Members of the North American Suffolk Sheep Society can raise show and market, fitted and /or slick shorn Suffolks.

**Art. 14.** Judge selection at North American Suffolk Sheep Society sanctioned shows and sales shall be done through exhibitors of said show or sale voting unless judge selection is handled by a Sales management staff. In that case the Sales management staff shall select the judge, with suggestions from past consigners taken into considerations.

**Art. 15.** Animal presentation at North American Suffolk Sheep Society sanctioned shows and sales shall be done based on breeder preference of Fitted or Slick shorn with classes for each.

## Art. 16 Indemnification:

The Executive Committee and Board of Directors of The North American Suffolk Sheep Society shall indemnify any and all person who may serve or have served at any time as officers, directors or committee members, and their respective heirs, administrators, successor and assign, against any and all expenses including amounts paid upon judgments, counsel fees and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such person in connection with the defense or settlement of any claim, action, suit or proceeding in which they, or any of them, by reason of being having been an officer, director or committee member of the North American Suffolk Sheep Society, except in relation to matters as to which any such officer or committee director or former officer, director or committee member shall be adjudged by any action, suit or proceeding to be liable for his or her own negligence or misconduct in the performance of duty. Such indemnification shall be in addition to any other rights which those indemnified may be entitled under law, by-law, and agreement or otherwise.

#### **Registration and Transaction Rules:**

**Rule 1.** Sheep imported from England or Scotland, whose breeding will permit their registration in the British Flock Book, shall be entitled to registration upon satisfactory evidence being furnished by the Secretary of their purity. The following statement must be filed with the Secretary concerning imported sheep, 1. Name of animal to be recorded. 2. Date of birth. 3. Sex. 4. Number and initial on the ear label or tattoo. 5. Date of importation. 6. Name of vessel or port of entry. 7. Names of breeder, importer, and owner with the address of each; blanks must be signed by the importer. Usually satisfactory evidence is given in the form of a letter from the British Secretary vouching for the flock from which the importation is made.

The North American Suffolk Sheep Society has a working agreement with the Canadian National Livestock Records that Canadian sheep, registered or eligible to registry (coming into the United States from Canada) will be accepted for our records and reregistered in the American Suffolk Sheep Society at regular registration rates.

Rule 2. The progeny of sheep as indicated above shall be entitled to registration.
Rule 3. The Direct descendants of sheep registered in the North American Suffolk
Sheep Society, or the United Suffolk Sheep Association shall be entitled to registration.
Rule 4. If subsequently proven that any animal has been admitted improperly, the facts of the case shall be recorded; the animal disbarred and no progeny tracing to such animal shall be thereafter admitted.

**Rule 5.** All sheep for which application is made for registry must be labeled with an ear tag or tattoo. Should any sheep be labeled with another breeder's label it shall not be changed. If a label is lost it must be promptly replaced with a duplicate of the original. **Rule 6.** Blank application forms and breeding certificates will be furnished by the Society.

**Rule 7.** The fee for registration fees all to be captured on the Registration and Transfer Form. Animals when approved will have "Record" numbers assigned them and certificates of registry will be forwarded to the owner.

**Rule 8.** In case a ewe is bred to a ram not owned by the owner of the ewe, a certificate, signed by the owner of the ram, must accompany application for registry. Blanks will be furnished by the Society.

**Rule 9.** Transfers must be filled in and signed with pen by owner or agent making sale. Transfer of ownership shall not be considered recorded unless it shows the signature of the Secretary or this Society. Pedigrees extended to five generations and details will be furnished to members.

**Rule 10.** Certified 4-H and FFA members are accorded the privilege of membership rates in transactions with the Society office and are not required to pay the Annual Service Fee.

**Rule 11.** An annual service fee of shall be charged all members and non-members doing business with the National Office effective January 1, of the current year.