

CONSTITUTION

last modified Dec. 31, 2000

Article 1

A. Name of Club: The name of this organization is the National Toggenburg Club.

B. Objectives:

1. To popularize the Toggenburg breed through the spreading of information about the breed and constantly seek methods of improving the Toggenburg breed.
2. To enjoy an organization of people grouped together to further the interest of the Toggenburg breed, rather than individual accomplishment.
3. To publish and distribute to members a periodic newsletter which will contain articles of interest and events to Toggenburg enthusiasts.

Article II - Membership

Any reputable person genuinely interested in the promotion of the Toggenburg of dairy goat is eligible for membership upon payment of dues.

Article III - Officers

Officers of the club shall be a President and Vice President. In addition, there shall be a Secretary-Treasurer to be elected from the active membership of the club; in which event the member elected shall, by virtue of the office, have the same voice as a director.

Article IV - Meetings

The annual meeting of the club shall normally be held during the Annual Convention of the American Dairy Goat Association (ADGA), unless the Board of Directors, by a majority, vote otherwise. Five (5) members of the club shall constitute a quorum. Action by any quorum shall be submitted to all members of the club by mail for a majority vote of approval.

Article V – Amendments

Amendments to this Constitution shall be made as follows:

1. If proposed, in writing, to the Secretary-Treasurer by five (5) or more members of the club and submitted to the membership by the Secretary-Treasurer by mail and receives a majority of votes favoring the amendment
2. By a two-thirds (2/3) vote of members present at the annual meeting, prior written notice having been given, and/or published in two (2) issues of the NTC newsletter a quorum being present.

Article VI – Dissolution of the Club

In the event that this non-profit organization shall be dissolved, funds left in the Treasury, after all debts have been paid, shall be donated to any reputable group engaged in animal research, which preference given to those engaged specifically in dairy goat research, donee to be determined by the Board of Directors or a majority of the existing membership if the Board of Directors has ceased its duties.

By-Laws

Article I – Classes of Membership

Section 1 – Regular members as in Article II of the NTC Constitution

Section 2 – Honorary Life Members shall be those members who have evidenced great devotion to the objectives of this club. Any member may propose that any other member for this honor and it shall be validated by a two-thirds (2/3) majority vote of the Directors. Honorary Life Members shall have the rights and privileges of membership but shall not be required to pay dues.

Article II – The Board of Directors

Section 1 – Powers: The Board of Directors shall have the general administration, management and director of the club.

Section 2 – Number of Directors: There shall be six (6) Directors; (or seven if the Secretary-Treasurer has been appointed by the Board of Directors.)

Section 3 – Term of Office: Each Director shall serve for three (3) years, the election so staggered that two (2) new Directors shall be elected each year.

Section 4 – Qualification of Director: A Director must be a member in good standing, committed to the objectives of the club.

Section 5 – Election of Directors: For the election of Directors, the Secretary-Treasurer and two (2) members constitute an election committee. This committee shall serve until the election tabulation is completed. It shall be the duty of the Election Committee to:

1. Nominate from the list of members, two or more candidates for each director to be elected.
2. Receive nominations made on a petition in writing by five or more members or from the floor at the annual meeting
3. The Secretary-Treasurer immediately following the annual meeting shall prepare ballots. Space shall be provided on the ballot for members who wish to write in names of any other candidate(s) for whom they prefer to vote. Ballots shall be mailed to the membership not later than thirty (30) days after the annual meeting and shall be returned in an envelope marked “ballot” to the Chairman of the election committee not later than six (6) weeks after the ballots are mailed. Mailing date of the ballots shall determine the final date for the receipt and counting of ballots. Ballots returned in unmarked envelopes shall be nullified; and
4. Tabulate the votes following their receipt and announce the results to the membership in the club’s publication as soon after the tabulation is complete.

Section 6 – Ties: In the case of a tie vote, the candidate who has had the longest continuous membership in the club shall be declared elected.

Section 7 – Vacancies: Vacancies occurring in an office shall be filled by the Board of Directors and such appointee shall serve as above to fill the unexpired term, if any.

Section 8 – Board of Directors Quorum: Four members of the Board of Directors shall constitute a quorum.

Article III – Duties of the Offices:

Section 1 – President: It shall be the duty of the President to maintain a general knowledge and supervision of the affairs of the club; to appoint necessary committees from among the membership and Directors; to report annual to members; and to make suggestions and recommendations to the members and

Directors. The president shall preside at all meetings of the members and Directors, and shall call meetings of the Directors when it is deemed necessary.

Section 2 – Vice-President: The Vice-President shall perform the duties of the President in the absence of the President, and the duties of the Secretary-Treasurer in the absence of the Secretary-Treasurer.

Section 3 – Secretary-Treasurer: The Secretary-Treasurer shall be the corresponding officer of the club; except applications for membership; issue notices of meetings; and execute all order of the President and Board of Directors; shall have custody of all monies; collect dues; and pay bills of the club; and present a detailed report on the office at the annual meeting every year. The home of the Secretary-Treasurer shall be the business office of the club.

Section 4 – Corresponding Secretary: At the discretion of the Board of Directors, and upon request of the Secretary-Treasurer, a Corresponding Secretary may be appointed to serve from time to time to assist the Secretary-Treasurer in the performance of any or all duties related to that office.

Article IV – Dues

The dues shall be established each year at the annual meeting by a majority vote – a quorum being present. In the absence of a quorum, the prior year's dues shall prevail unless the Board of Directors feels that a change is required, in which case, the membership shall be polled by mail through the club's publication, and a majority vote of those replying shall prevail. Memberships are due November 1. Dues will be prorated as follows: February – April, May – July, August – October. (Modified 2001)

Article V – Rules of Order

All meetings of the club and of the Board of Directors and Committees shall be conducted in accordance with **Robert's Rules of Order**, latest edition unless specified otherwise by the Constitution or By-Laws.

Article VI – Amendments to the By-Laws

These By-Laws may be added to, altered, amended or repealed (wholly or in part) by a majority vote, a quorum being present, at any annual meeting, or by a majority vote to those replying to any written poll, by mail.

Article VII – Fiscal Year

The National Toggenburg Club uses the fiscal year of September 1 through August 31