

The MBGA, Inc. Policy's & Procedures

The following is a Policy & Procedure to enact into Business of the Michigan Boer Goat Association, Inc. The MBGA, Inc. has a set of By Laws in effect; these Policies & Procedures will work as a legal guide and shall be attached to the By-laws. (Referred Sections below relate to the actual section of the By-Laws that the P&P refer to) The Articles and section numbers below correspond with the specific articles and sections of the by-laws.

Article 2 Section 2.1 of By-laws, Members:

Annual Dues are due January 1st of the current year in the amount as approved by the BOD . There are 2 types of memberships, farm membership or youth membership, all membership shall be paid in full with no proration's and no refunds. In the event that an application is received without payment, application will be held until payment is received, application will not be approved until payment is paid in full. In the event that a payment is made via PayPal or any other means without completed application and required signatures, payment will be held until application is received. If application is not received with in 30 days, then payment shall be refunded.

Article 2 Section 2.2 of By-Laws, Admission of Members

Members are accepted upon receipt of application along with dues paid.

"Farm membership"

- Cost is \$30.00 Annually
- Must be applied by an Adult or a minor with parental approvals
- 1 (One) Voting Right per "Farm membership only"
- Quarterly Newsletter
- Annual Listing of Farm on Web Site

"Youth Membership"

- Cost is \$10.00 Annually
- Must have parental permission
- Mailings of Youth Activities
- Youth Scholarship Application
- No Membership Voting Privileges
- No Web Site Listing

The BOD reserves the right to approve or disapprove a membership application, if the BOD feels that it is in the best interest of the MBGA, INC that a proposed membership application may need to be denied without prejudice and dues will be refunded with a written denial of membership from the Board of Directors within 30 days.

Article 2 Section 2.3 of By-Laws, Termination of Members

The BOD of directors of the corporation may Terminate a members membership at any time by the majority of the vote of the BOD present at meeting, if it has been determined that the member is not acting in the best interest of the Association. In the event there is a termination of membership by the BOD of the Association, there will be no refund of membership Dues.

Article 2 Section 2.4 of By-Laws, Place of Meetings

General membership meetings shall be published on the MBGA, Inc. web site no less than 10 days prior to the said meeting.

Article 2 Section 2.5 of By-Laws, Annual Meeting

The Annual Meeting shall be held in the 4th quarter of each year at the annual fall goat roast. If that day is not a legal holiday, and if a holiday, then on the first following day that is not a legal holiday. If any annual meeting is not held at the designated time, the meeting shall be held as promptly as practicable thereafter at a time to be determined by the Board of Directors.

Article 2 Section 2.7 of By-Laws, Notice of Meetings

Only farm membership paid dues are allowed (1) one vote per Farm. In the event that a membership meeting gets out of control for whatever reasoning's, it may be legally adjourned by the President or acting chair and any decisions related to the situation will be resolved with a special BOD meeting, it will be up to the BOD to resolve any issues that could not be resolved within the membership meeting and its resolved decision will be publicized in the next scheduled news letter to all members with in a timely matter as determined by the BOD. The BOD will act in the best interest of the Corporation.

Article 2 Section 2.9 of By-Laws, Proxies.

If a member is voting via Proxy vote, the proxy form shall be in writing and returned by the deadline requested or within 10 days prior to meeting's announced. If a members Proxy vote is not returned in a timely matter as required, it will not be allowed in the voting process.

Article 2 Section 2.10 of By-Laws, Voting

Only "Farm Memberships" are allowed 1 "one" vote during voting process's. Youth Membership dues will not be allowed voting privileges.

Article 3 Section 3.2 of By-Laws, Board of Directors Number, Election and Terms

The Secretary of the Association is to assure proper notices to members via web site, news letter or by special mailings at a minimum of 10 days prior to the Annual meeting of the current Director positions available. The BOD will accept nominations in person or by proxy up to time of said meetings and present to members.

It is so noted as voted and duly adopted by the board of directors that the Founder of the MBGA, Inc., not for profit Corporation shall maintain a Director Position of the Corporation indefinitely, so long as the corporation remains a Corporation. Terri Fryman, founder of the The MBGA, Inc. shall maintain a voting Director position permanently and shall be notified of any member, director, committee or special meetings with in a 10 day period.

All Nominations must be accepted by the nominee and the nominated person(s) shall be present members of the MBGA, Inc. After Nominated and accepted nominees the quorum of members present at annual meeting will vote. Voted and approved directors shall begin their terms on January 1st following the annual meeting.

Effective January 1st. 2014 all Directors are required to attend all said BOD Meetings. No less than 4 (Four) per year, of which there shall be a minimum of 2 (Two) meetings that the BOD

shall meet in person and 2(Two) via teleconference director meeting via telephone conference. Directors may appear at a meeting of the Board by means of telephone conference or similar communication system whereby all persons participating in the Meeting can hear each other, and participation in a meeting in this manner shall constitute presence in person at the meeting. Furthermore, a director appearing at the board meeting via telephone conference shall also be allowed to vote. All BOD Present at said meetings shall constitute a quorum of the meeting in to continue the business issues at said meetings.

Article 3 Section 3.7 of By-Laws, Committee's:

Currently there are the following committee's:

Membership Committee, Educational Committee, Show Committee, Web Site Committee, Scholarship Committee.

Each Committee shall be filled with volunteers at annual fall membership meetings. Those Volunteers must be members within the Association. All committee members/volunteers shall appoint a Chairman to be in charge of each said committee. Each chairman shall be present at BOD Meetings to report to the BOD any actions/updates necessary, if the chairman is unable to attend said meetings, then he/she shall appoint a committee person to attend to give such reports necessary to the BOD. Committee's shall prepare each calendar year a prospective plan for the upcoming year of events/activities on behalf of the MBGA, Inc. The following information will be required with in the first quarter of each year and reported to the BOD.

A budget; Income and expenses report(s) in writing to be presented to the BOD and approved by the BOD.

Any/all forms necessary for activities to be approved by the BOD (Any and all documents must be approved by the BOD prior to distributing to the public).

Committee's shall appoint a committee sub-treasurer, which shall keep full and accurate accounts of receipts and disbursements and to provide any and all such documents, and accurate reports to the BOD Treasurer of the corporation. All Funds must go through the Corporations bank account and monies shall be disbursed through proper paper trails through the treasurer of the corporation, via approval of the Board of Directors. Such Committee Sub-Treasurer shall provide a yearend report to the Treasurer of BOD 15 (Fifteen) days prior to the corporation's annual fall meeting. Committee's shall prepare a report for the news letter. All reports shall be emailed to both the President of the BOD and to the Newsletter Committee Editor on a timely basis in order to meet editing deadlines. (Four reports annually)

Article 4 Section 4.1 of By-Laws, Officers

In order to be duly qualified, a successor must be educated of his or hers duties, such duties shall be handed down from his/her predecessors. The previous Officer for each position will be required to educated properly his/her successor and report to the BOD that this has been completed prior to turning over appointed positions to newly elected officers.

Article 4 Section 4.3 of By-Laws President Duties

President shall preside at all meetings of the members and directors at which he or she is present. The President shall perform such duties as the BOD may prescribe and shall see that all orders and resolutions of the Board are carried into effect. The President shall execute bonds, mortgages and other contracts requiring a seal, under the seal of the corporation, except where permitted by law to be otherwise signed and executed and except where the signing and execution thereof shall be expressly delegated by the Board of directors to some other officer or agent of the corporation. The president has such rights to adjourn any disorderly meetings of the member or directors in the case of and out of control act, he or she will in this event reschedule such adjourned meetings at the earliest convenience in order to complete Corporations such business. The President shall act as the mediator between the members and the directors.

Article 4 Sections 4.4 of By-Laws, Vice Presidential Duties:

In the absence of the President, the Vice President shall preside at all meetings of the members and directors. In such case that the president is not able to fulfill his or hers duties for any reason the Vice President shall full fill all of the Presidential Duties. The Vice President shall be responsible for putting together a committee to review the By-Laws and Policies & Procedures of the Corporation, make recommendations and bring to the BOD such recommendations to propose amendments of such By-Laws or Policies & Procedures, in order to better serve the Corporation and its members. The Vice President shall perform such other duties as may be prescribe by the Board of Directors.

Article 4 Section 4.6 of By-Laws, Secretary Duties:

The Secretary shall keep or cause to be kept a record of all meetings of the members and the Board of Directors and record all votes and the minutes of all proceedings in a book to be kept for that purpose only. The Secretary shall give, or cause to be given, notice of all meetings of the members and special meetings of the board of directors, and shall perform such other duties as may be prescribe by the Board of Directors or the President, under whose supervision the Secretary shall be. The secretary shall keep safe custody the seal of the Corporation and shall affix the same to any instrument requiring it. In the event that the Secretary is unable to attend to keep minutes at any meetings of the members or Directors, he/she shall appoint someone to fulfill as an assistant for such meetings and assure that all minutes of in proper form for those meetings and the corporate records.

Article 4 Section 4.7 of By-Laws, Treasurer Duties

The Treasurer shall have custody of all the Corporate funds and securities, shall keep full and accurate accounts of receipts and disbursements in books belonging to the corporation, shall deposit all moneys and other valuable effects in the name and to the credit of the corporation in such depositories as may be designated by the Board of Directors and shall perform such other duties as the Board of Directors may prescribe. The Treasurer shall disburse the funds of the corporation as may be ordered by the President and the Board of Directors, taking such vouchers for such disbursements, and shall render to the President and directors, at the regular meetings of the Board, or whenever they may require it, an account of all his/her transactions as treasurer and the financial condition of the corporation. If required by the Board of Directors, the treasurer shall give the corporation a bond in such sum and with such surety or sureties as shall be satisfactory to the Board of the faithful performances of the duties of his or her office and for the restoration to the corporation, in case of his death, resignation, retirement or removal from office, of all books, paper, vouchers, money, and other property of whatever kind in his/hers possession or under his/hers control belonging to the corporation.

RESOLUTION OF THE BOARD OF DIRECTORS:

The MBGA, Inc. Board of Directors by resolution shall reserve for its sole decision the enactment of writing the above Policies & Procedures.

These Policies & Procedures will remain as a part of the By-Laws for the purpose of explanation of operating procedures accepted by unanimous vote at a Special Meeting of the Board of Directors on November _____, 2013.

By signing below you accept the Policy's and Procedures as written.

Director _____ Terri Fryman

Director _____ Tina Esham

Director _____ Kelli Davis, Secretary _____ Kelli Davis

Director _____ Lisa Stack

Director _____ Tim Stack

Director _____ Tammy Spicer

The above constituting the entire current acting Board of Directors of the Corporation.

