

Aquatic Livestock Alliance

BY-LAWS

ARTICLE I.

Corporation Name

The name of the corporation is “Aquatic Livestock Alliance”

ARTICLE II.

Purpose

The Aquatic Livestock Alliance exists for the purposes of promoting the interstate commerce of aquatic livestock.

ARTICLE III.

Finances

1. The corporation is organized upon a Nonstock basis.
2. The corporation is to be financed by Membership Fees

ARTICLE IV.

Members and Membership

Membership shall be any active individual, family or other entity who pays annual membership fees but limited to aquatic livestock private/public producers, agriculture/natural resource regulators, licensed health professionals and assistants, and representatives of diagnostic laboratories. Every member in good standing shall have the right to participate in activities open to the membership of the Alliance. Only paid Active members shall be eligible to hold any office in the Alliance and shall have voting rights as provided in the by-laws. There shall be two classes of membership: **Active and Affiliate.**

ARTICLE V.

Meeting and Voting

Section 1. Place for holding meetings: The first meeting of the membership shall be in such place within any of the following States: Michigan, Ohio, Pennsylvania, New York, Wisconsin, Minnesota, Illinois, Indiana, Iowa, Missouri, Kansas, North Dakota, South Dakota and Nebraska and shall be designated in the notice of meeting issued by the Board of Directors of the Alliance.

Section 2. There shall be an annual meeting of the membership, for the purpose of electing directors of the Alliance, for receiving annual reports, and for the transaction of business. Notice of such meetings, signed by the Secretary-Treasurer, shall be mailed or emailed to each member not less than 30 nor more than 60 days before the date of the meeting. The first annual meeting shall be held on Date to be determined by the Board of Directors, 20__ and thereafter between the period beginning January 1 and ending April 1 of each year. The exact dates, place and times are to be determined by the Board of Directors.

Section 3. The order of business for all meeting shall be:

1. Registration of members
2. Proof of notice of meeting
3. Reading and disposal of all unapproved minutes
4. Annual reports of officers and committees
5. Election of officers and committees
6. Unfinished business

7. New business

8. Adjournment

Section 4. The order of business may be altered or suspended at any meeting by a majority vote of the active members present.

Section 5. The Board of Directors when necessary may call special meeting of the membership. The notice provisions for calling the annual meeting shall apply to calling a special meeting.

Section 6. A quorum of the membership at meetings, annual or special, shall be the number of paid Active members present.

Section 7. Every Active member in good standing, one who has paid annual membership fees during the current fiscal year, which begins on January 1, is entitled to vote on Alliance affairs. Voting on Alliance affairs shall be conducted as follows: All members in good standing shall receive notice of all meetings by mail at least 30 but not more than 60 days prior the meeting. All elections/resolutions shall be determined by a majority of Active members present at the meeting.

ARTICLE VI.

Board of Directors

Section 1. The Initial Board of Directors will consist five original incorporators filling the positions of President, Secretary-Treasurer and three at large Directors. Upon the first annual meeting of the Alliance membership the positions will be as follows: **The Board of Directors** shall consist of a combination of five Active members elected by ballot at the annual meeting. The President and one Director shall be elected for a one year term initially, and thereafter for a two year term. The Vice-President, the Secretary-Treasurer and one Director shall be elected for a two-year term.

Section 2. The Board of Directors shall have and may exercise all the powers of the Alliance, except as are conferred upon the members and the officers by law, by the Articles of Incorporation and by these by-laws.

Section 3. Regular meetings of the board of Directors shall be held a minimum once a year, unless the Board shall otherwise deem necessary. The President and the Secretary-Treasurer shall determine the exact time, date, and place of meetings.

Section 4. Special meetings of the Board of Directors may be called by the President or by a majority of the Board. No business except that mentioned in the call for a special meeting shall receive final action at such a meeting, unless all of the members of the Board are in attendance.

Section 5. A quorum at any meeting of the Board of Directors shall consist of a minimum of three Directors. A simple majority of the votes cast shall decide the issue under consideration at any meeting of the Board.

Section 6. There shall be no proxy vote on the Board of Directors.

Section 7. There shall be no compensation for members of the Board. However, Board members shall be entitled to reimbursement for special expenses incurred in directing the business of the Alliance when such expense is authorized by a majority of the Directors.

ARTICLE VII.

Officers

Section 1. The Initial Offices of the Alliance shall be a President, Secretary-Treasurer and three at large Directors. (After Annual Meeting) The officers of this Alliance shall be a President, a Vice-President, Secretary-Treasurer and two Directors. The officers shall be elected from the Active membership of the Alliance. No person shall hold more than one office.

Section 2. The names of the present officers and directors of the Alliance are as follows:

Bob Baldwin, President
Dan Longnecker, Secretary-Treasurer
Tony Forshey, Director
David Starling, Director
Rick Weidenhamer, Director

ARTICLE VIII.

Duties of Officers

Section 1. The President shall preside at all meetings of the Board and or the members. He/She shall appoint all committees and shall perform other duties that may be assigned by the Board.

Section 2. The Vice-President shall exercise the duties of the President in his/her absence and shall perform such other duties, as the President shall assign. (*Elected at first annual meeting of the membership*)

Section 3. The Secretary-Treasurer shall keep and disseminate the minutes, the financial reports and other information pertinent to the affairs of the Alliance, shall keep the financial records and shall issue all checks as authorized by the Board.

Section 4. Directors shall reflect the aquatic livestock alliance membership.

ARTICLE IX.

Committees

There shall be three committees from the membership consisting of three members each: The Nominating Committee, Audit Committee and Program Committee.

ARTICLE X.

Official Publication

A **newsletter** shall be the official publication of the Alliance. The exact format and publishing dates are to be determined by the Board.

ARTICLE XI

Internet Web Site

A web site will be constructed and maintained for information purposes for the membership.

ARTICLE XII.

Membership Fees

The annual membership fee shall be \$25.00 per year for Active members (voting) and \$20.00 per year for affiliated members (non-voting).

ARTICLE XIII.

Amendments

These By-Laws may be amended, in whole or in part, by a majority vote of the eligible voting members in attendance at a duly organized meeting of the Alliance. Written notice of the proposed amendment shall be mailed or emailed to members not less than 15 nor more than 30 days prior to the meeting.

Modified: September 28, 2009

_____, Secretary-Treasurer
Dan Longnecker