

American Guinea Hog Association, Inc.
Association & Registry
Bylaws

Article I
THE CORPORATION

- 1.1 NAME: The Corporation shall be known and referred to herein as American Guinea Hog Association, Incorporated (AGHA).
- 1.2 CHARTER: AGHA shall be chartered as a nonprofit corporation under the laws of the state of Minnesota.
- 1.3 LOCATION: The principal and registered office of AGHA shall be located at such place as most recently designated by the Board of Directors of AGHA.
- 1.4 PROPERTY: The intellectual and physical property of AGHA belongs to said organization and not to any specific individual.
- 1.5 ARTICLES OF INCORPORATION: All Board Members shall be provided with copies of the Articles of Incorporation and Association Bylaws.
- 1.6 SEAL & SYMBOL: The Corporate Seal and Symbol of the Association shall be in such forms as prescribed by the Board, and then only in the presence of the persons prescribed in the resolution, or, if no persons are prescribed, in the presence of the President and one other Director. The registrar is authorized to use the seal on all official registrations as per 6.13b and c.

Article II
PURPOSE AND GOALS

- 2.1 PURPOSE AND GOALS: The purpose of the association shall be to educate the public and AGHA members about American Guinea Hogs, also known as Guinea Forest Hogs and by several other names, and:
- a) To protect the genetic diversity of American Guinea Hogs.
 - b) To promote interest and educate about the American Guinea Hog to both attract new breeders for the conservation and well being of the breed and to promote its many uses.
 - c) To register and keep pedigree records of all animals that qualify as American Guinea Hogs according to the guidelines of AGHA.
 - d) To provide technical support to a network of breeders to further their work in conserving the American Guinea Hog.

e) To maintain an internet website and a breeders directory (of breeders willing to be listed), available for interested people for the purposes of dissemination of information about American Guinea Hogs.

Article III FINANCES

3.1 FISCAL YEAR: The fiscal year of AGHA shall commence January 1 and end on December 31.

3.2 DEPOSITS: All moneys, securities, and other valuables of AGHA shall be deposited in the name of American Guinea Hog Association, Incorporated in such banks, trust companies, or safe deposit boxes as the Board of Directors shall designate, and shall be withdrawn only by check or order signed by such person as designated by the Board.

3.3 EXECUTION OF INSTRUMENTS: All instruments of assignment, transfer, conveyance, release, and contract requiring execution of the Board of Directors of AGHA shall be signed by the authorized officer or agent designated by the Board. Contracts, documents, or any instruments in writing requiring the signature of the Association, shall be signed by the President and the Secretary of the Association, or by the President and a director elected from the Board by the directors. The director elected in lieu of the Secretary shall exercise his authority of signature if the Secretary resigns, has been suspended, or otherwise is unable to exercise his authority of signature. The Vice-President shall assume the authority of signature in the event the President resigns, is suspended, or is otherwise unable to fulfill the duties of his office. The President, with the approval of a minimum of 70% of the directors, shall have the right to appoint an officer, or officers, on behalf of the Association to sign specific contracts, documents, and instruments in writing, that are deemed necessary to conduct the business affairs of the Association.

3.4 ACCEPTANCE OF BEQUESTS, DEVICES AND DONATIONS: The President, or any other officer of the Board may:

a) Accept any and all unconditional and unrestricted bequests, devices, and donations of money, property, or

b) With the prior approval of the Board, accept any other bequests, devices, or donations.

3.5 LIMITS ON EXPENDITURES: All expenditures of funds by a Board member for items in excess of one hundred dollars (\$100.00) shall require approval by a motion passed by the Board.

3.6 BORROWING: In order to carry out the purposes of the Association, the Board may, on behalf of AGHA, raise or secure the payment or repayment of money in the manner they decide. The Board shall assume no loan nor solicit any loan or line of credit.

3.7 INSPECTION OF ACCOUNTS:

- a) The financial accounts of the Associations shall be made available for inspection by members by appointment during normal working hours.
- b) The Board of Directors shall require that a yearly audit of the corporation is conducted by an independent auditor who is beyond the realm of the business affairs of AGHA, or a member who is unrelated to any board or staff member. A copy of such audit shall be available to the members of AGHA.

Article IV MEMBERSHIP

4.1 PRIVILEGES OF MEMBERSHIP: Membership in AGHA is and at all times shall be considered to be a privilege and not a right. Active members of the corporation are entitled to attend, speak, and vote at the membership meetings of the association. When the qualification for one membership has been met by more than one person (family, corporation, farm, partnership, or any other entity), all persons involved in meeting that qualification may attend and speak at the membership meeting, however, that membership shall have one vote. In addition, members in good standing shall be kept informed of the corporation's activities, shall be notified of all membership meetings, shall have annual reports, and up-to-date copies of the bylaws made available to them. All financial reports and books of the association may be inspected by any member of the association at any reasonable time, with the exception of matters relating to the hiring, firing, discipline of personnel, or personnel records.

4.2 DEFINITION OF MEMBERSHIP: Anyone may become a member in some form by presenting an application with required dues to the Secretary/Treasurer.

- a) ACTIVE MEMBER: Any person, family or corporation located in North America who owns and breeds American Guinea Hogs is eligible to become an Active Member of AGHA. Active Members must be current in their membership (in good standing) to be eligible to vote and/or hold elective office, and/or to register American Guinea hogs with AGHA.
- b) ASSOCIATE MEMBER: Any person, family or corporation interested in the promotion of American Guinea hogs may become an associate member of AGHA, and as such is entitled to all privileges of full membership except that they shall have no vote, nor shall they be eligible to hold elective office, nor shall they be eligible to register American Guinea hogs with AGHA.
- c) INTRODUCTORY MEMBER: Any person wishing to join AGHA after June 30 of the present year may be eligible for Introductory Membership.. Introductory Members are entitled to all privileges of membership, except that they shall not be entitled to vote or hold office. Introductory Membership shall be available only one time per person, farm, family or corporation. Introductory Members shall be eligible for Active Membership the following year.
- d) HONORARY MEMBER: Any person having made outstanding contributions to the establishment of the American Guinea hog breed in North America, upon nomination and election by

the Board, may become an honorary member. As such they shall not be entitled to the privileges and responsibilities of active members including the holding of elective office nor the privilege of vote.

e) **FARM MANAGER:** Any person who is 18 years of age or older, family or corporation located in North America who manages and breeds American Guinea Hogs is eligible to become a Farm Manager Member of AGHA. Farm Manager Members do not own the hogs being managed, yet make all management decisions regarding the herd as a whole as well as the individual hogs. Farm Manager Members must live in the vicinity of the herd being managed, must visit the herd at least twice a week, must be responsible for all decisions made regarding breeding and herd management, and must be responsible for all registrations and herd data submitted to ADHA as required in the bylaws. Farm Manager Members must be current in their membership (in good standing) to be eligible to vote and/or hold elective office, and/or to register American Guinea hogs with AGHA.

f) The Board of Directors may, at its discretion, establish other classes of membership.

4.3 **MEMBERS IN GOOD STANDING:** A member in good standing is one who has paid the current membership dues and is not under suspension or expulsion by AGHA. A member ceases to be in good standing upon failure to pay the annual membership and/or levy, and/or dues, or any subscription of indebtedness due to AGHA. The Board may cause the name of such a member to be removed from the register of Members. Such a member may be readmitted to the membership by the Board upon receiving such funds as they may consider reasonable and necessary or had their suspension or expulsion satisfactorily dealt with.

4.4 **MEMBERSHIP FEES AND DUES:** Annual membership fees for the above established classes of membership shall be set at the discretion of the Board of Directors. Hardship provisions could be made for current members who are having difficulty covering the fees. This would need to be approved on a case-by-case basis by the Board of Directors. Dues are not refundable.

4.5 **EFFECTIVE DATE OF MEMBERSHIP:** Annual membership shall begin January 1st and expire on December 31st.

4.6 **TERMINATION OF MEMBERSHIP:** Membership shall terminate on December 31st each year. A grace period of 45 days shall be in effect, allowing such time for members to send in membership dues. Members not paid within the grace period are stricken from membership of AGHA until dues are paid.

4.7 **SUSPENSION:** Subject to review and approval by a majority of 70% of the Board, the Secretary may be directed by the Board to suspend a member, or deny membership to a person applying for membership when such a member, or applicant for membership, has failed to fulfill financial obligations, or practice procedures that contradict or are in conflict with the Bylaws of the Association.

4.8 **EXPULSION:** Members whose conduct is considered by the Board to be contrary to the stated purposes or detrimental to the interest of AGHA, shall be asked by the Board to explain or justify their actions within a given period of thirty (30) days. If the member(s) are unwilling or are unable to do so, the Board shall:

a) Review the matter and with the approval of a 70% majority of board members voting, give notice to the member 1) asking him/her to resign; or 2) of his/her expulsion. A brief statement of the reason or reasons for the purpose of expulsion shall be given to the member(s). A statement of these reason(s) shall be available to the membership upon request.

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b) Give notice of motion of appeal by member to be considered at the next General Meeting, requesting review of their expulsion from AGHA. A written appeal by the expelled member may be made as a motion. The member(s) concerned shall be given an opportunity to explain their position at the meeting at which the motion of appeal reviewing their expulsion is considered. Approval of expulsion by the general membership shall require 50% of votes cast, and the result of the vote shall be the final decision.

4.9 REPEAL OR REPRIMAND:

a) Members that have been asked to resign or have been expelled may, after a period of one year, make application in writing to the Secretary requesting to become a member. The Board may approve acceptance of the applicant with a 70% majority of the votes cast.

b) Notwithstanding Bylaws 4.7 and 4.8, the Board of Directors may deem it more appropriate to reprimand, or otherwise deal with any member whose actions discredit the Association or its members.

Article V MEMBERSHIP MEETINGS

5.1 ANNUAL MEMBERSHIP MEETING: The members of AGHA shall meet annually at such time and place as designated by the Board of Directors.

5.2 PURPOSE OF MEETING: The Annual Membership Meeting is held for the purpose of announcing the nominations of Board members, for hearing the report of officers of the Board, for the consideration of bylaws changes, and for the transaction of any other business which may properly come before the meeting.

5.3 GENERAL NOTICE OF MEMBERSHIP MEETINGS: Written notice of the time and place of the membership meetings shall be mailed or emailed to the members and be postmarked at least 60 days prior to such meetings. Upon request, an agenda of the meeting, any ballots to be used, and any proposed changes to the bylaws shall be furnished to any member.

5.4 VOTING: Voting on issues addressed at membership meetings shall be conducted by mail ballot. No more than 30 days after the Annual Membership Meeting the Secretary of the Association

shall mail the ballots to each active member. Results of the balloting shall be counted by a person or organization designated by the Board of Directors and unaffiliated with AGHA and shall be kept in his or her custody for a period of time as determined by the Board, and be subject to inspection at reasonable times by any member of the Association. Following the vote, the voting records are to be sent to the Secretary

(see 6.11 g). The membership shall be promptly notified of the results of such balloting. The act of the majority of those voting shall be considered an act of the membership of the corporation, except when a two-thirds majority of the eligible membership is called for in these bylaws.

5.5 SPECIAL MEETINGS: Such meetings other than the above mentioned Annual Membership meeting may be called only to discuss issues and for educational and promotional purposes. Special meetings may be called by the President or by petition by a minimum of 40% of the active membership. Written notice of the time and place of the special meeting shall be mailed to the members and be postmarked at least 60 days prior to such meetings.

5.6 Quorum: The members present at any properly announced meeting shall constitute a quorum.

Article VI BOARD OF DIRECTORS

6.1 AUTHORITY: The Board of Directors of AGHA shall be the governing board of AGHA, and shall have ultimate authority over and responsibility for all corporate expenses, properties, funds, and debts. The Board of Directors shall have authority over day to day policy decisions. The board will consult with the membership on major policy initiatives.

6.2 DELEGATION OF AUTHORITY: Members, staff, directors, officers and others may act in the name of AGHA only when specifically authorized to do so by the Board.

6.3 NUMBER OF DIRECTORS: The Board of Directors shall consist of not less than three and not more than nine members at the discretion of the existing Board, subject to Article 6.8.

6.4 TERMS OF DIRECTORS:

a) Directors shall serve a term of 2 years, subject to Article 6.6a. Officers, including the President, Vice President, Secretary and Treasurer shall serve a term of 3 years, subject to Article 6.6a.

b) The President and Treasurer shall be elected in the same years (2007, 2010, etc) subject to Article 6.4d.

c) The Vice President shall be elected in 2008, 2011, etc.

d) The Secretary shall be elected in 2009, 2012, etc. In the event that the Secretary and Treasurer are combined into one position, that position shall be elected in 2009, 2012, etc.

e) Elections of Directors shall occur, subject to Article 6.8, provided that no more than two Board Members are elected in one calendar year.

f) Board Members may hold the same elected position for no more than 2 consecutive terms. Board Members may hold other positions alternately.

g) The position of Registrar, which is not an elected position, may serve a term of 4 years or longer, at the discretion of the Board.

6.5 MANNER OF ELECTIONS: The Board of Directors shall have the discretion to declare districts within the territory covered which shall promote a fair and reasonable representation of the membership.

a) In any election of directors, a majority of all votes cast shall not be required to elect directors, but the requisite number of persons receiving the highest number of votes be declared elected. In the case of a tie for first place, a run-off election shall be held among those receiving the tie vote.

b) Nominations of candidates shall be considered valid when written nomination is received from any Active Member via email or postal mail no less than 30 days prior to the current year election.

c) The Secretary of the Association shall mail a ballot for election of Directors to each active member no less than 30 days prior to the annual elections. No ballot shall be counted as valid unless such ballot shall have been postmarked prior to midnight of the designated election deadline. Results of the election shall be announced in the next newsletter, which shall be mailed to all active members.

d) No family, business partnership or farm may be represented more than once at any one time on the Board of Directors. If a second member of a family, business partnership or farm is nominated during the term of the first member, the second member's nomination must be removed. All Board Members shall be voting members in good standing with AGHA, and must have been a member of AGHA for a minimum of one year, must keep and breed American Guinea Hogs, and must be current in the registration of their American Guinea Hogs.

6.6 VACANCIES ON THE BOARD: Vacancies may occur during the term of a Board member by death, resignation, removal, disqualification, incapacitation, or by expansion of the Board at the discretion of the Board.

a) Any director may resign at any time by giving written notice to the Board through the President. The resignation of any director shall take effect upon receipt of the notice, or at such later date as shall be specified in such notice. The acceptance of such resignation shall not be necessary to make it effective.

b) Any director may be removed from the Board for just cause by the affirmative vote of 80% of the currently existing members of the Board. Any director shall have the right to speak on his/her own behalf before a vote and removal by the Board.

c) In the event such a vacancy does occur, the office, with the exception of the President, shall be filled at the time of the next Board meeting. In the event of a vacancy by the President, the Vice President shall assume the Presidency, and the position of Vice President shall be filled at the next Board Meeting. The assumed position of any office shall be for the remaining term length. Board vacancies shall be filled within 30 days after the position becomes vacant. Vacancies among directors shall be appointed by the Board of Directors for the remaining length of term vacated.

6.7 ELECTION OF BOARD OFFICERS: The Officers on the Board of Directors shall be elected for a 3 year term.

6.8 COMPOSITION AND DUTIES OF BOARD OFFICERS: The officers of the Board shall be President, Vice President, Secretary and Treasurer. The number of additional Board Members shall be determined according to the total number of members. Three Board Members, including officers, shall serve up to 35 total members. Five Board Members, including officers, shall serve from 36 to 60 total members. Nine Board Members, including officers, shall serve 100 or more total members. The Secretary and Treasurer positions may be combined into one position, at the discretion of the Board. If combined, the Secretary/Treasurer shall have no more than one vote at any meeting.

a) The Board of Directors shall be responsible for the management and administration of AGHA in all respects and for all purposes. The Board of Directors shall have the power to conduct the business of the organization except that which is retained by the membership as provided by these bylaws.

b) The Board of Directors shall be responsible for adoption of the annual budget.

6.9 PRESIDENT DUTIES: The President shall be the chief officer of AGHA and shall perform the duties of general supervision of the business and affairs of AGHA. (S)he shall preside at all meetings of the Board, and of the membership. (S)he shall be responsible for maintaining good public relations with the community. (S)he shall sign in the name of the corporation all documents or instruments which are necessary and proper to be executed in the course of the corporation's business. (S)he shall be an ex-officio participant of all committees appointed by the Board.

a) (S)he shall supply the Secretary with correspondence to the general membership and members of the Board, members of the Executive Committee, and to other persons, groups or organizations, as required;

b) (S)he shall review and approve all correspondence from the Secretary to the general membership, Board, the Executive Committee, and members of other committees; and

c) (S)he shall ensure that all policies and actions approved by the Board and by the General Assembly are properly implemented.

6.10 VICE PRESIDENT DUTIES: The Vice President shall, in the absence of the President, act in the capacity of the President, and shall serve as assistant to the President in his or her efforts for the good of the organization. The Vice President shall assume the office of the President in the event of resignation, disability or death of the President.

6.11 SECRETARY DUTIES: The Secretary is subject to the ultimate will of the Board and in compliance with the provisions of the bylaws:

a) (S)he shall record the accurate minutes of all board and membership meetings. If a meeting goes into closed session to deal with matters of personnel, the secretary shall not take minutes except as shall be ordered by the Board.

b) (S)he shall be responsible for sending to directors and appointed officers any notices of meeting or letters of appointment.

c) (S)he shall ensure that the members of the board receive a copy of the minutes within 10 days of the meeting.

d) (S)he shall be responsible for maintaining all official documents, minute books, and such other matters entrusted to the secretary's keeping.

e) (S)he shall see that all such documents are kept under proper care and safekeeping.

f) (S)he shall ensure that a register containing the names and addresses of all members is being properly kept and maintained by the Board.

g) (S)he shall record and keep a permanent file of any letter ballots received from the general membership. (S)he shall perform such other activities as may be set by the Board.

6.12 TREASURER DUTIES: The Treasurer of the Board shall:

a) (S)he shall be responsible for the financial administrative policies established by the Board and shall perform the duties of supervision over the responsibility for the funds, securities, receipts, and disbursements of the corporation. (S)he shall be responsible for the collection of dues and for the receipt and deposit of financial contributions and income into accounts at such banks and financial institutions as the Board of Directors shall direct.

- b) (S)he shall be responsible for bringing any questionable expenditure to the attention of the Board in a timely manner and shall see that a timely record of the financial activity of AGHA be properly preserved.
- c) (S)he shall be empowered (without regard to the will of the Board or the members) to require from any director, officer, staff worker, or associate of AGHA any financial documents, reports, or statements giving such true information as may be necessary with respect to any and all financial transactions of or with the corporation.
- d) (S)he shall keep records of all dues paid by members of AGHA.
- e) (S)he shall keep record of all contributions and donations to AGHA.
- f) (S)he shall deposit all monies received in a chartered bank or a credit union and make payment on this bank for all approved expenses by AGHA.
- g) (S)he shall maintain full and accurate books of the accounts and of all financial transactions of AGHA.
- h) (S)he shall report to each regular meeting of the Board of the financial accounts of AGHA.
- i) (S)he shall submit a yearly budget for adoption by the board of directors, at such time as the board of directors shall direct.
- j) (S)he shall present a financial report at the Annual General Meeting, and any consequent recommendations for changes in fees paid by members.
- k) (S)he shall file all reports and forms required to retain the nonprofit status of AGHA.
- l) Upon completion of his/her term, and within two weeks after the announcement of the newly-elected or appointed Treasurer, (s)he shall assist in the transaction of all aspects and affairs of business conducted on behalf of AGHA, and present the incoming Treasurer with all legal documents, all records, and audited reports to the end of the last fiscal year, and an up-to-date record of all assets and liabilities which shall include any uncollected revenues and accounts outstanding, and to this effect, make a written record of this transaction, signed and dated by him/her. The incoming Treasurer shall also sign this record of transaction which shall attest to his/her approval and acceptance. A copy of this record of transaction shall be sent to the President.

6.13 REGISTRAR DUTES: The Registrar is not an elected position and shall be appointed by the Board of Directors, and shall have no voting power. The Registrar shall attend all board meetings. The position of Registrar may be held by an existing Board member, at the discretion of the Board.

- a) The Board shall have the authority to adopt and amend the duties of the Registrar.
- b) The Registrar shall have custody of the Corporate Seal and the Pedigree Computer Program.
- c) The Registrar shall have the right and obligation to affix the Corporate Seal to all Registrations issued by AGHA.
- d) The registrar shall generate an updated electronic backup of the registry annually. One copy of the backup shall be distributed to each member (or just the president) of the board at the annual meeting to be stored in a different location than the working copy.
- e) The registrar shall keep all written registration records for a period no less than seven years.
- f) The length of term of the Registrar shall be determined by the Board of Directors.
- g) Upon completion of his/her term, and within two weeks after the announcement of the newly appointed Registrar, (s)he shall assist in the transaction of all aspects and affairs of business conducted on behalf of AGHA, and present the incoming Registrar with all files, records and photographs submitted to the Registrar during his/her term, the Corporate Seal, and all files backed up on disk of the pedigree program, and to this effect, make a written record of this transaction, signed and dated by him/her. The incoming Registrar shall also sign this record of transactions which shall attest to his/her approval and acceptance. A copy of this record of transaction shall be sent to the President.

6.14 SUBORDINATE AGENTS AND ADVISORS TO THE BOARD: The Board may appoint such other agents and advisors to the Board as it may deem necessary or advisable. The appointments shall be for such period and with such authority, and for such compensation and duties as the Board may determine. Such agents and advisors may not be Board members, but may be required to participate in board meetings.

6.15 COMPENSATION: Directors shall serve without compensation except that they may be reimbursed for actual expenses incurred in the performance of duties as a director or officer of AGHA at the discretion of the Board.

Article VII BOARD MEETINGS

7.1 BOARD MEETINGS are held for the purpose of conducting corporate business and shall be held once every three months. Board meetings may be held by personal attendance of the Board members and/or by participation via conference call or electronic media. The time of the meetings shall be set by the President with the approval of the Board.

7.2 GENERAL NOTICE OF THE UPCOMING BOARD MEETINGS: Written notice of the time and place of the next board meeting will be determined at each board meeting, with the agenda to be sent out two weeks before the meeting.

7.3 EMERGENCY MEETINGS: If an emergency meeting of the board must be called, all members of the board must be notified with at least 48 hours notice, and no bylaws may be changed, added or removed at any emergency meeting.

7.4 ABSENTEE BALLOTS: Absentee ballots shall be emailed to all Board Members prior to or within a week after a Board Meeting, which the Secretary and President will keep copies for AGHA records.

7.5 ONLY BOARD MEMBERS may vote at any Board Meeting. The act of a minimum of 75% of the votes cast shall be considered an act of the Board, subject to Articles 6.6 and 10.2.

7.6 BOARD MEETINGS: Due to the method of holding AGHA Board Meetings via conference call, members of the Association or the general public may not attend meetings of the Board of AGHA. However, in order to address the board or to comment to the Board, members may submit in writing their request to any and all Board Members. Copies shall be distributed to all Board Members before the meeting and the request shall be addressed. The issue, resolved or not, shall be reported to the member. All issues not of a sensitive nature shall be mentioned in the published minutes, which shall be posted in each newsletter.

7.7 CLOSED SESSIONS OF THE BOARD: The Board shall go into closed session to deal with fiscal or personnel matters. The Board may exclude any non-board member during closed sessions.

7.8 ATTENDANCE BY BOARD MEMBERS AT BOARD MEETINGS: Absence of any Board member from two consecutive meetings shall be grounds for the removal action on the part of the Board. Extenuating circumstances shall be given consideration. Prior notification of any absence shall be favorably noted.

7.9 CONDUCTING BOARD MEETINGS: All meetings of the Board shall be conducted by the President or Vice President, or in the absence of both of the officers, by a member elected by the Board. These meetings shall be conducted in accordance with the latest revised edition of Robert's Rules of Order except as otherwise specified in these bylaws.

7.10 Quorum: A quorum must be attended by at least 60% of board members for business transactions to take place and motions to pass.

Article VIII
COMMITTEES OF THE BOARD

8.1 EXECUTIVE COMMITTEE: The executive committee consists of all officers of the Board. The President shall act as chair of the meetings of this committee.

8.2 ESTABLISHMENT OF COMMITTEES: The Board may establish committees to perform such duties and to have such powers as may be set by the Board, and these committees shall assist the Board with specialized tasks delegated to the committees. The role of the committees shall be of an advisory and assisting nature. Each committee may make its own rules of governing the conduct of its activities, provided they are in compliance with the wishes of the Board. Committees shall have no authority to exercise control over the daily management or operation of the corporation. The Board shall directly oversee all committees. Committees shall act through the authority of the Board in compliance with the bylaws. At least one Board member may serve on each committee. All committees shall be appointed, dismissed, or restructured individually by the President with the approval of the Board. Any Committee member may resign at any time, giving written notice to the Board. The acceptance of the resignation shall not be necessary to make it effective. The President, with the approval of the Board, shall have the power to change the membership of any committee, to fill vacancies, and to discharge any member of any committee.

Article IX REGISTRY

9.1 AMERICAN GUINEA HOG BREED STANDARD: The Board shall have the authority to adopt and amend the "standard of type" which shall be presented to the membership in the form of an AGHA Breed Description.

9.2 BREEDER OBLIGATIONS AND CODE OF ETHICS: Breeders are obligated to keep accurate records, to refrain from the introduction of other breeds of pigs or hogs to be presented for Registration or Progeny Testing, to practice honesty in all its forms in dealing with genetics of one's herd of American Guinea hogs and in dealing with the public and potential purchasers of one's stock, to conduct oneself with dignity and honesty at any breed organization public function in such a manner that enhances the image of American Guinea Hogs. Breeders are obligated to register their litters or submit a birth notification within 90 days of farrowing, and/or to register their eligible American Guinea Hogs with AGHA prior to sale, prior to use in breeding. Birth Notifications shall be filed with the AGHA Registrar for the purposes of adding information into the registry database. If they opt for a birth notification, Birth Notifications shall be free of charge to the breeder. As such time that the pigs would be bred or sold, an application for registration shall be filed and the adult hog registration fee would apply. All breeders shall be required to supply a signed Application for Registration with the sale of any hog that has not been previously registered.

9.3 OFFENSES AND PENALTIES: Registration or transfer of ownership of an American Guinea Hog is made on the understanding that the particulars given on the application are correct. If it is subsequently discovered that the particulars given are incorrect or fraudulent, the registration or transfer shall be suspended. AGHA reserves the right to inspect all breeding and registration records of active AGHA members. Pedigrees recorded incorrectly may be canceled and re-recorded by the owner or by the Registrar at the expense of the original applicant for registration or transfer, but it is understood that neither this Association nor the Registrar shall be held responsible for any loss or damage that may be sustained through suspension, cancellation, or corrections of any registration or transfer.

Article X
BYLAW AMENDMENTS

10.1 PROPOSED BYLAW AMENDMENTS: Proposed bylaw changes may be initiated by the Board or by petition to the Annual Membership Meeting, signed by not less than 25% of the members of the Association.

10.2 BYLAW AMENDMENTS: The bylaws, which are major policy statements of the organization, can be changed only by a vote of 66% of the participating membership at a membership meeting.