



## **Rules & By-Laws**

**New Zealand Jersey Cattle Breeders Association (Incorporated)**

**Rules from June 2005  
By-Laws from January 2007**

Rules.....Page 1

By-Laws.....Page 19

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Jersey New Zealand is the trade name of New Zealand Jersey Cattle Breeders Association Incorporated

## **Rules of the New Zealand Jersey Cattle Breeders Association (Incorporated)**

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In substitution for the existing Rules of the Association already registered, and as adopted by the Association and subsequently confirmed on the 2<sup>nd</sup> day of June 2005, in accordance with the Rules of the Association.

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### **1. Name:**

- 1.1. The name of the Association is "New Zealand Jersey Cattle Breeders Association (Incorporated)."

### **2. Registered Office:**

- 2.1. The Registered Office of the Association is situated at a suitable location to be agreed by Council as it deems necessary.

### **3. Objects:**

The  
objects for which the Association is established are

- 3.1. To maintain and improve the breed of Jersey Cattle in New Zealand;
- 3.2. To purchase or otherwise acquire, whether in New Zealand or elsewhere, pedigree Jersey cattle, and to sell or otherwise dispose of the same;
- 3.3. To collect, verify and publish information relating to Jersey cattle in New Zealand;
- 3.4. To offer prizes for Jersey cattle, to ensure the representation at important shows in New Zealand or abroad of the best specimens of the breed, and to contribute from the funds of the Association towards the expense of the carriage of animals recommended for exhibition by the Association;
- 3.5. To co-operate with any other Society having similar objects, and to procure from and communicate to any such Society such information as may seem likely to promote the objects of this Association;
- 3.6. Subject to the provisions of the Incorporated Societies Act, 1908, to purchase, hire, take on lease, or otherwise acquire, for the purpose of the Association, lands, tenements, houses, parts of houses, chattels, choses in action, company shares, and all other assets and/or property of whatever nature and to sell, let and dispose of the same;

3.7. To collect subscriptions and other payments for the general purpose of the Association, and to invest the monies of the Association not immediately required, upon such securities as may from time to time be determined;

3.8. To superintend and advise upon sales privately or by auction; to make any regulations or by-laws for the government of the Association, and generally to do all other such lawful things as may be incidental to the above objects, or any of them, and may be calculated to protect and further the interest of breeders of Jersey cattle.

#### **4. Construction of Rules**

4.1. These Rules shall be construed with reference to the Incorporated Societies Act, 1908, and any regulations made thereunder, and terms used in these Rules shall be taken as having the same respective meaning as they have when used in that Act.

#### **5. Number of members**

5.1. It is declared, for the purpose of registration, that the number of members of the Association shall not be limited, but must not be less than fifteen.

#### **6. Membership**

6.1. The Association shall consist of the present members, together with such other persons as may be hereafter admitted as members in accordance with these Rules.

#### **7. Election of Members**

7.1. Any person, partnership, company or other corporate body taking an interest in Jersey Cattle, who shall signify to the Council, a desire to become a member, and who shall be proposed by some existing member of the Association, may be at the discretion of the Council, admitted as a member, and, subject to the payment of such subscription as the Council may prescribe, entered on the Register of Members. The Council may refuse to admit any party to membership without giving any reason for such refusal.

7.2. Membership shall be within one of the following categories:

- (a) Senior: Any person (aged 18 years or over), partnership, company or other corporate body, provided that the voting rights and any other

personalised privileges of any such partnership, company, or other corporate body so admitted, are vested in a particular nominee.

- (b) Junior: Any person aged 5 years and under 18 years. A Junior Member shall not be entitled to exercise any vote at any meeting of the Association nor be eligible to hold any elected office of the Association. On the 1st of April next following the member's 18th birthday, the membership status will automatically become that of Associate member unless application is otherwise made for Senior membership
- (c) Associate: Any person, partnership, company or other corporate body owning less than ten registered animals, or spouse of any senior member and the partners or associates or nominee representing a corporate membership, or any interested person or organisation not actively engaged in breeding Jersey cattle may be admitted to Associate membership. There are no voting rights nor eligibility to hold any elected office of the Association. By permission of the Chairperson of any meeting the voice may be heard. Associate members shall be entitled to receive the official publication of the New Zealand Jersey Cattle Breeders Association.
- (d) Revoked 10 June 1993.
- (e) Lifetime: Any Senior member who has been admitted to Lifetime membership by payment of a lump sum subscription prior to 10 June 1993. Lifetime membership is not transferable and for partnerships, companies and other corporate bodies, can only be enjoyed by and is thereby personalised to the nominee holding voting rights of any such body.
- (f) Revoked 10 June 1993.

## **8. Honorary Life Membership**

- 8.1. The Association may, at any Annual Meeting, upon the recommendation of Council, elect as Honorary Life Members, any member or members of the Association who has or have substantially advanced the interests and objects of the Association. Honorary Life members shall be eligible to hold any office.

## **9. Members Rights Personal**

- 9.1. The rights and privilege of each member of the Association shall not be transferable either by unilateral declaration or by operation of law.

## **10. Subscriptions**

- 10.1 Annual subscriptions shall be payable in advance on the first day of April in each year.
- 10.2 Any member whose annual subscription is in arrears for six calendar months shall not be entitled to vote on any matter at any meeting of the Association, to nominate any member for the Council, to vote at any election of members of Council, or to accept nominations for the office of Councillor.
- 10.3 Any member whose annual subscription is in arrears for two years, shall automatically cease to be a member of the Association. Any reinstatement to membership can only be made on application to Council, but, as a condition of such re-election, the Council may, in its discretion, require payment of all arrears of subscription as at the time of cessation of membership.

## **11. Retirement of member**

- 11.1. Any member may at any time retire from the Association on giving notice in writing to that effect to the Secretary, provided that if an annual member he shall be liable and be required to pay any subscription or other payment which may be due from him and unpaid at the date of his retirement.

## **12. Expulsion of member**

- 12.1. Any member of the Association or of the Council who shall fail in the observance of any lawful rule, regulation or by-law made by the Council, or whose conduct in any respect shall be, in the opinion of the Council, derogatory to the character or prejudicial to the objects and interests of the Association, may be expelled from the membership of the Association (and if a member of the Council from the Council) by resolution of the Council to that effect passed by a majority of at least two-thirds of such members of the Council as shall be present, and vote at a Special Council Meeting, of which not less than 21 days previous notice specifying the intentions to propose a motion to such effect shall have been sent to all the members of the Council, and at which not less than three members of the Council, exclusive of the member whose expulsion is in question, if he happens to be a member of the Council, shall be present.
- 12.2. Any member who shall be expelled from the Association or who shall for any other reason whatsoever cease to be a member thereof,

shall have no claim or interest to or in the property or funds of the Association.

- 12.3. In the event of any member of the Association willfully or carelessly making false records in any way connected with cattle registered or to be registered with the Association, or failing to observe in every way the by-laws for the time being of the Association in relation to cattle so registered or to be registered, or refusing to pay any subscription, fees or fines, such member shall be deemed to be guilty of conduct prejudicial to the objects and interest of the Association, and shall accordingly be liable to expulsion from the Association.
- 12.4. In lieu of expulsion of any member pursuant to subsection 12.1 hereof, the Council may in its discretion, and by similar majority, suspend such member from membership of the Association for such time and upon such terms and conditions as it shall deem fit, or it may impose a fine upon such member, and in any event the Council may cancel the registration of cattle owned by such member, and may refuse further services to such member.

### **13. Management**

- 13.1. Save as provided for in rule 18 of the Rules, the Association will be managed by a Committee of not less than four elected directors (hereinafter referred to in these Rules as the Council).
- 13.2. After the Annual Meeting in the year 2006, the directors may appoint an independent director to the Council.
- 13.3. The independent director shall be appointed for a term of two years, which may be renewed for further terms of two years each by the Council. Any renewal of an independent director's appointment shall be subject to confirmation at the Annual Meeting following the Council's resolution to renew the appointment.
- 13.4. The independent director shall become a member of the Association prior to commencing his or her term as a director of the Council.
- 13.5. The independent director shall have the same powers and obligations to the Association as an elected director.

### **14. President and Vice-President**

- 14.1. There shall be a President of the Association and a Vice-President

## **15. Officers of Association**

- 15.1. The existing Council, President of the Association, Vice-President and other officers, shall remain in office until the next Annual Meeting of the Association, or until their successors are elected in manner provided by these Rules

## **16. Election of President and Vice-President**

- 16.1. Immediately after each Annual Meeting a President and Vice-President shall be elected by members of the Council for the ensuing year. Such President and Vice-President shall be elected from members of the Council.
- 16.2. In the event of an equality of votes at Council meetings the President, and in his absence the Vice-President, shall have a casting vote in addition to the vote to which he may be entitled as a director of the Council.

## **17. Constitution of Council**

- 17.1. Subject to rule 18 of the Rules, the elected members of the Council shall be elected from the members of the Association entitled to vote, as set out in rule 7 of the Rules, and shall hold office for a term of four years, following which they shall retire. Any such retiring member shall be immediately eligible for re-election.
- 17.2. As far as possible, the Council membership shall consist of a minimum of one elected member from each of the North and South Islands of New Zealand.
- 17.3. Elected members of the Council shall be known as directors of the Council.

## **18. Transition from existing Council to new Council**

- 18.1. The members of the Council in office after the Annual Meeting in the year 2005 shall hold office until the Annual Meeting in the year of 2006.
- 18.2. At a Council meeting at least four months prior to the Annual Meeting in 2006, the Council members shall reduce the number of members from eight to three members, with the retirement of five members from the Council who shall be chosen either by agreement and failing agreement by majority decision of the Council. At the same Council meeting the three members of the Council who will be continuing

in office after the 2006 Annual Meeting shall decide by lot their retirement by rotation as follows:

- (a) The member who shall retire at the 2007 Annual Meeting;
- (b) The member who shall retire at the 2008 Annual Meeting;
- (c) The member who shall retire at the 2009 Annual Meeting

- 18.3. The retirement of the five Council members pursuant to sub-clause 18.2 shall take effect immediately prior to the holding of an election of a new director, pursuant to sub-clause 18.5 below, at the 2006 Annual Meeting.
- 18.4. All retiring members of the Council whether prior to the election of a new director pursuant to sub-clause 18.5 below, or by rotation as set out in sub-clause 18.2, shall be immediately eligible for re-election.
- 18.5. As provided for in sub-clause 18.2, the remaining three members of the Council will continue in office after the 2006 Annual Meeting and an election shall be held at the 2006 Annual Meeting in accordance with rule 20 of the Rules for a fourth member of the Council.
- 18.6. Save for any resignations or expulsions under rule 12 of the Rules and subject to rule 18.2 above (retirement by rotation); members of the Council after the 2006 Annual Meeting will be deemed to be elected for a four-year term and upon expiry of the term they shall retire. As provided in sub-clause 18.4, any retiring member shall be immediately eligible for re-election.

## **19. Vacation of Office**

- 19.1. The office of a member of the Council shall be vacated if he absents himself from two (2) consecutive meetings of the Council without special leave of absence being granted at a duly constituted meeting of the Council.

## **20. Election of Directors to Council.**

The mode of election of directors to the Council shall be as set out in this rule 20.

- 20.1. The Council shall before the annual election is held appoint a Returning Officer who shall not be a member of the Association.
- 20.2. The Secretary shall at least three calendar months before each Annual Meeting send by posted notice to each voting member of the Association notice of the intended election of a director to the Council.
- 20.3. Any member of the Association entitled to vote may nominate a member for election to the Council.

- 20.4. Nominations shall be in writing, signed by the proposing member and the member nominated and posted or handed to the Secretary so as to be received by the Secretary by a date to be fixed by the Council such date being not later than two calendar months before the date of the next ensuing Annual Meeting.
- 20.5. The Secretary shall forthwith, after closing of such nominations, cause to be prepared printed voting papers, in such form approved by the Council, and shall post one of such voting papers to each member entitled to vote.
- 20.6. The form of the voting papers shall provide for one directorship to be elected at the election and will comply with the following requirements:
- (a) That the Council membership comprises a minimum of one elected director from each of the North and South Islands of New Zealand.
  - (b) Any director elected shall ordinarily be resident in New Zealand and if the election is for a director from either the North or South Islands, the director elected must ordinarily be resident in the island for which the directorship election is being held.
  - (c) If no candidate is available or forthcoming from either the North or South Islands so as to enable the composition of the Council to comply with sub-clause 20.6(a) above, nominations may be accepted from the other Island, but every effort shall be made at subsequent elections to ensure representation on the Council by members from both the North and South Islands of New Zealand.
- 20.7. The voting paper shall be returned to the Returning Officer by a date to be fixed by the Council, such date not being less than one month before the ensuing Annual Meeting.
- 20.8. Each member of the Association entitled to vote shall have one vote.
- 20.9. Following the closing of the voting, the Secretary shall forthwith hand to the Returning Officer a list of all non-financial members of the Association. The Returning Officer shall detach and hand to the Secretary the slips attached to the voting papers bearing the members' signatures and the Secretary shall upon completion of checking of the eligibility of the members' voting report in writing to the Returning Officer.
- 20.10. Subject to the right of any candidate to a re-count, as provided for in clause 20.12 of the Rules, the Returning Officer shall not less than fourteen days before the Annual Meeting, by writing delivered to the Secretary, report the result of the election and the number of votes validly

cast for each candidate, and declare the candidate with the highest number of votes, in accordance with sub-clause 20.6 above, as a director of the Council.

20.11. The Secretary shall forthwith report in writing the result of the election to each candidate and publish the same in the official publication for the time being of the Association.

20.12. Any unsuccessful candidate may require a re-count of the votes cast at any election by delivering to the Secretary within seven days after the date of the declaration of the result of the election a notice in writing that he or she desires a re-count. The notice shall be accompanied by payment of \$50 to the Association towards the cost of the re-count. Such re-count shall be conducted as soon as possible by the Returning Officer who shall give notice to each of the candidates in the election of the time and place of the re-count. Each candidate and the Council shall be entitled to appoint their own scrutineer who shall be entitled to be present during any such re-count. In the event of a different result arising, following the re-count, the candidate with the highest number of votes validly cast for the directorship shall on the Declaration of the Returning Officer be deemed to be elected as a member of the Council, in lieu of the candidate previously declared elected, and in such event the \$50 paid to the Secretary shall be refunded to the candidate who made payment.

20.13. In the event of an equality of votes, the candidate to be declared elected as a director of the Council, shall be determined by lot by the Returning Officer.

20.14. Voting papers shall be retained by the Returning Officer for three months from the date of the election or re-count, as the case may be, and shall then be destroyed.

20.15. In the event of a vacancy arising on the Council and subject to rule 21 of the Rules, this rule 20 shall apply to any election of a new director (with appropriate amendments), except the Secretary shall at least two months before the date of the election is to be held, send notice to all members of the intended election of a director to the Council. Nominations for the election must be received by the Secretary no later than one month before the date of the election.

## **21. Vacancies in Offices**

21.1. Any vacancies which may occur in the office of President or Vice-President, or in the Council, shall be filled up by the Council, or at the discretion of the Council by an election, in accordance with these Rules. Any member so elected by the Council or by such election, as the case

may be, shall retain his office so long only as the member in whose place he is appointed would have retained it if no vacancy had occurred, when he shall retire.

- 21.2. The Council shall be deemed to be duly constituted, and shall continue to possess all the powers hereinafter mentioned, notwithstanding any vacancies in its body, but such vacancies shall be filled up as soon as, in the judgement of the Council, is possible and expedient, in the manner provided in the preceding paragraph.

## **22. Repealed**

## **23. Quorum of the Council**

- 23.1. After the Annual Meeting in the year 2006, the quorum of the Council shall be three.

## **24. Powers and Duties of Council**

- 24.1. The Council shall exercise all the powers and perform all the duties for which the Association has been established unless required to be exercised and performed otherwise by Statute, and shall have full power to do all such things as may be incidental or conducive to the attainment of the objects of the Association mentioned in these Rules.

25. In particular, but without prejudice to the last preceding Rule, and subject to the provisions of these Rules, the Council shall have and may exercise and perform the following powers and duties, namely:

25.1. ***Convene General Meetings.***

It may from time to time convene and hold General Meetings of the Association.

25.2. ***Alteration of Regulations and By-Laws.***

It may from time to time, alter and rescind rules, regulations and by-laws for registering the names and addresses of members, for conducting the business and carrying out the objects of the Association and for conducting the business of the Council. Provided nevertheless that no resolution of the Council shall be varied or rescinded unless the resolution varying or rescinding the same be passed at one meeting of the Council and confirmed at a subsequent meeting.

25.3. ***Fines.***

The Council may impose fines of not more than one hundred dollars for breach of any of these Rules or any Regulation or By-Laws or

it may require a member to pay the whole or any part of the expenses incurred prior to and at any such breach.

25.4. ***Delegate powers to Committee.***

It may delegate its powers or duties (except the appointment and expulsion of its body and of the Association) to committees of any number (but not less than three) of members of its body, and from time to time make, alter and rescind Regulations and By-laws for conducting the business delegated to such committees.

25.5. ***Acquire Pedigrees, Publications and Copyright.***

It may acquire for the Association any pedigree or publications, with the copyright therein respectively (if any), the possession of which it may deem likely to be in any way advantageous to the Association, and it may establish any new publications devoted to or bearing on any subject of the Association. The copyright of every publication acquired or established by or on behalf of the Association shall be vested in the Association.

25.6. ***Printing***

It may continue any contract with the printers or publishers of any publication acquired by the Association that may be subsisting at the date of such acquisition, and may enter into and make any new or altered contracts, or arrangements with the same, or any other printers or publishers, for the printing publication, distribution, sale or management of such acquired publication or of any publication whatsoever of the Association.

25.7. ***Regulate entries in Publications***

It may from time to time regulate the nature, form and contents of, and also the terms and conditions as to entries in, and also the time and mode and terms of issue of any publication of the Association, and all arrangements and details connected therewith, and in particular it shall have power so far as it may not be fettered by any subsisting contract or engagement, from time to time, to fix and alter the price of any publication of the Association, and the charges to be levied for the insertion therein of entries relating to Jersey Cattle and other matters.

25.8. ***Supply of Publications.***

It may accept annual or other subscriptions of money from members of the Association, or any other person or persons, in payment for the publication of the Association, and it may make arrangements for supplying any such publication to any member or other person during his life, or for any other period, on the terms of receiving a lump sum of money in advance or on such other terms as it may think fit.

25.9. ***Make levies.***

It may, subject to the approval of the Annual Meeting, from time to time levy from members for the purposes of any purpose of the Association, and in addition to the subscriptions mentioned in Rule 10 such money contributions from each member in any one year, as it may think fit.

25.10. ***Acquire property***

It may, subject to the provisions of the Incorporated Societies Act, 1908, purchase, hire, or take on lease for the purpose of the Association, any lands, tenements, houses or parts of houses and chattels, and may sell, let and dispose of the same when and as it may think fit.

25.11. ***Employ Officers. etc***

It may from time to time appoint, employ and remove a Secretary of the Association, and Editor or Editors of any publication of the Association, a Treasurer of the Association, or any other Officers, Clerks and Servants, at such salaries, wages and other remuneration respectively, and with such respective duties and spheres of employment, and generally upon such terms as it may think fit.

25.12. ***Borrow money***

It may borrow money for the purposes of the Association, at current bank interest rates, and may give security for any such monies upon any property of the Association.

25.13. ***Investment of funds***

It may place any monies of the Association not required for immediate use upon deposit at interest at any registered bank, and it may place any such monies in any investment whether by way of deposit, bond, loan, equity investment, and /or convertible note as when and where the Council thinks fit by way of unanimous vote and shall take such security for such investments as it may think fit, as it generally deal with the property of the Association in such manner as it may think fit, and may for the time being be empowered to do under these rules.

## **26. Application of Funds**

26.1. The income and property of the Association, from whatever source derived, shall be applied solely towards the promotion of the objects of the Association as set forth in these rules and no part shall be paid, or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever, by way of profit to the members of the Association or any of them. Provided that nothing herein contained shall prevent the bonafide borrowing of money by the Association from any member thereof at

current bank interest rates. No member shall derive any pecuniary gain, except as provided in section 5 of the Incorporated Societies Act 1908 where salaries or any other payments are limited to market rates.

27. In particular, but without derogating from the intention of the last preceding Rule, and subject to the provisions of these Rules, the funds of the Association may be as follows:

27.1. ***Legal expenses***

In payment of the legal and other preliminary expenses incurred in the formation of the Association.

27.2. ***Current expenses***

In payment of current expenses and other disbursements of the Council, including travelling expenses of members of the Council and Officers of the Association, in conduct of the business of the Association or in relation thereto.

27.3. ***Payment of salaries and wages.***

In payment of the salaries, wages and other remuneration of the Secretary, Editor or Editors, Treasurer and other Officers, Clerks and Servants for the time being of the Association.

27.4. ***Payment of prizes***

In payment of any award or prize given by the Association.

27.5. ***Payment of printing***

In defraying all expenses of, or connected with the printing, publication, sale and distribution of the publications of the Association.

27.6. ***Payment of purchase money, rent etc.***

In paying the purchase money or rent of any house, lands, goods, chattels, or effects purchased or hired by the Association, or any repairs or other outgoings in respect of such premises, and in paying for any other property required by the Association.

27.7. ***Payment of purchase price of cattle.***

In payment of the purchase price of cattle of any pedigree Jersey Cattle purchased by the Association, and in defraying the expenses incurred in the purchase thereof, including commission and the expenses of transport and delivery.

27.8. ***Payment of loans***

In payment of the interest and repayment of the principal of any monies borrowed by the Association, or in constituting a reserve fund to meet future contingencies, or in reducing the price charged for any

publication of the Association, or generally upon or for any object or purpose expressed or implied by these rules, but the Council shall have power (subject always to the provisions of Rule 26 hereof, and to subsisting engagements) from time to time to vary the application of the funds of the Association in such manner as it may think fit.

27.9. ***Contribution to Superannuation Scheme***

In payment of contributions to any superannuation scheme for the benefit of permanent Officers of the Association.

27.10. ***Expenses of inquire***

In defraying all expenses of, or connected with, the conduct of any inquiry under these Rules.

## **28. Annual Meeting**

28.1. The Council shall convene and hold an Annual meeting of the Association in such month, and on such day, and at such place, as it shall from time to time appoint.

## **29. General meetings**

29.1. The Council may from time to time call General Meetings of the Association, such General Meetings shall be called Ordinary Meetings, and all other General Meetings shall be called Extraordinary Meetings.

## **30. Extraordinary Meetings**

30.1. The Council may, whenever it thinks fit, and it shall, upon a requisition made in writing by not less than one-tenth in number of the members of the Association, convene an Extraordinary General Meeting.

31. Any requisition made by members shall express the object of the meeting proposed to be called and shall be left at the registered office of the Association.

32. Upon receipt of such requisition the Council shall forthwith proceed to convene an Extraordinary General Meeting. If it does not proceed to convene the same within twenty days from the date of receipt of the requisition, the requisitionists may themselves convene an Extraordinary General meeting.

## **33. Notice of Meetings**

33.1. Ten days previous written notice of all meetings of the Association shall be given by circular posted to each member. Such notice shall state the time, place, date and business of the meeting.

### **34. Accounts and Audit**

34.1. True accounts shall be kept of the sums of money received and expended by the Association, the matters in respect of which such receipts and expenditure take place, and of the assets, credits and liabilities of the Association in books of account, which shall be kept at the registered office of the Association or at such other place or places the Association thinks fit. The true accounts shall be presented to the Annual Meeting in simple form, and, if the Association should hold in excess of 80% of the ordinary shares of any limited liability company the said accounts shall be consolidated with the accounts of such company(s) and such consolidated accounts shall be presented at the Annual Meeting. At each Annual Meeting in every year an Auditor shall be appointed by resolution, who shall hold office until the next Annual Meeting, but shall be eligible for re-election. The Auditor shall audit the accounts of the Association, and any consolidated accounts (where appropriate) prior to the Annual Meeting, and a statement showing the financial position of the Association and the consolidated group (where appropriate) and examined and certified by the Auditor shall be sent to each member ten days before the day of the meeting and laid before every Annual Meeting. The financial year of the Association shall end on the 31st day of March in each year.

### **Conducting meetings**

35. Any meeting may be adjourned as the members present thereat shall resolve.

36. The President of the Association, or in his absence, the Vice-President, or in their absence, any member then elected for the purpose by the members present, shall take the chair at all meetings.

37. All questions and matters brought before the General Meetings (except the election of Members of the Council, which shall be decided as hereinbefore provided) shall be decided by a majority of votes of the members present, each member having one vote, and in the case of an equality of votes, the Chairman of the meeting shall have a second or casting vote, in addition to his vote as a member.

38.

38.1. At General Meetings of the Association twenty voting members shall form a quorum.

38.2. Voting shall be by show of hands or, on demand of the Chairman or any member present, by a poll of members.

- 38.3. In the case of an equality of votes the Chairman shall, both on a showing of hands and a poll, have a casting vote in addition to the vote he may be entitled to have as a member.
- 38.4. If a poll is demanded it shall be taken in such manner and at such time and place as the Chairman of the meeting directs, and either at once or after an interval or adjournment or otherwise, and the result of the poll shall be deemed to be a resolution of the meeting at which the poll was demanded. The demand for a poll may be withdrawn.
- 38.5. The Council may resolve to accept voting by proxy and in accordance with any such resolution members eligible to vote may vote by proxy. The form of the proxy shall be determined by the Council and proxy forms will be sent by the Secretary to members eligible to vote with the notice of the meeting as set out in rule 33 of the Rules. No other proxy voting will be permitted.
- 38.6. To determine an issue already lawfully before a General Meeting (including any amendment to these Rules) the Council may resolve to hold a postal ballot in accordance with the procedures set out in clause 38.7 of this Rule.
- 38.7. In respect of postal ballots held under this Rule:
- (a) Only financial members may vote in any postal ballot.
  - (b) The resolution to hold a postal ballot shall state a closing date and time for ballots to be received by the Secretary, but the closing date shall be no earlier than a fortnight after the date ballot papers are sent out to members (excluding the date of posting).
  - (c) In respect of any motion to amend these rules by postal ballot, the motion shall be accompanied by the reasons and recommendations and the total number of postal ballots cast by members shall total not less than 25% of the membership eligible to vote and the motion must be passed by a two thirds majority of those voting.
  - (d) Voting in a postal ballot may be by ballots returned to the Secretary by postal mail, courier delivery, or facsimile.
  - (e) The Secretary shall declare the result of the postal ballot.
  - (f) The result of the postal ballot shall be as effective and binding on members as a resolution passed at a General Meeting.

### **39. Minute Book.**

- 39.1. The minute book of the Association shall be open to the inspection of members at all reasonable times.

### **40. Notices**

- 40.1. A notice may be served by, or on behalf of the Association, upon a member personally or by sending through the post in a prepaid letter, addressed to the member at his registered place of abode.

### **41. Secretary**

- 41.1. The Secretary shall keep the books of the Association and shall conduct the correspondence, attend all meetings and receive members subscriptions and enter up the minutes of all meetings and shall forthwith bank all monies received for or on account of the Association to the credit of the Association and shall sign all accounts of the Association.

### **42. Seal.**

- 42.1. The Association shall have a Common Seal bearing the words 'New Zealand Jersey Cattle Breeders Association (Incorporated)', which seal shall be fixed to all deeds and documents required to be sealed, and to all notices required to be authenticated. Such seal, when required to be affixed to any deed or document, shall be fixed thereto by two members of the Council, in the presence of the Secretary, and such seal shall be kept at the registered office of the Association in custody of the Secretary.

### **43. Winding up**

- 43.1. Every member of the Association undertakes to contribute to the assets of the Association, in the event of the same being wound up during the time that he is a member, or within one year afterwards, for payment of the debts and liabilities of the Association contracted before the time at which he ceases to be a member, and the costs, charges and expenses of winding up the same, and for the adjustment of the rights of the contributories among themselves, such amount as may be required, not exceeding four dollars.
44. If upon winding up or dissolution of this Association there remains after the satisfaction of all debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other New Zealand institution or institutions having objects similar to the objects of the Association, to be determined by the members of the Association, at or before the time of

dissolution, or in default thereof, by such Judge of the High court as may have or acquire jurisdiction in the matter

#### **45. Alteration of Rules**

- 45.1. These Rules may be amended or replaced by resolution of an Annual Meeting or General Meeting, by a majority of those members eligible to vote and voting, in accordance with the procedure set out in sub-clause 45.3 and sub-clause 45.4 below.
- 45.2. These Rules may be amended or replaced by resolution of members eligible to vote by way of a postal ballot in accordance with sub-clause 38.7 (postal ballot) of the Rules and the procedure in sub-clause 45.3 below.
- 45.3. The Council may initiate alterations to these Rules and shall prepare a notice of motion to amend or replace these Rules. Approval of the notice of motion shall be sought from members of the Association at either an Annual Meeting, a General Meeting or by way of postal ballot.
- 45.4. A member of the Association may initiate alterations to these Rules and the member shall prepare a notice of motion to amend or replace the Rules. Three members of the Association shall sign the notice of motion to amend or replace the Rules. Approval of the notice of motion shall be sought from members of the Association at an Annual Meeting. The notice of motion shall be given in writing to the Secretary at least one calendar month before the Annual Meeting.

#### **46. Indemnity**

- 46.1. The Council and each and every one of them respectively shall be fully indemnified by and out of the funds of the Association against any loss, damage, expense or liability incurred by reason of or in connection with any legal proceedings instituted against them for any act done, omitted or suffered in relation to the performance or professed performance of their official duties.

#### **47. Regulations and By-Laws**

- 47.1. All regulations and By-Laws of the Association for the time being in force shall be deemed to form part of these Rules.

#### **48. Cases not provided for**

- 48.1. Should any case arise which is not provided for by these Rules, the same shall be dealt with in such manner as the Council shall think fit.

June 2005

BY-LAWS OF THE NEW ZEALAND JERSEY CATTLE BREEDERS  
ASSOCIATION (Incorporated 1902)

**1. Registration:**

Applications for registrations of cattle in the NZ Jersey Herd Book should be made using forms approved by the Association. At the discretion of the Association, applications via telephone instructions, email message, fax or letter may be accepted.

**2. Age limit:**

- (a) Qualifying animals of any age may be registered in the New Zealand Jersey Herd Book at the prescribed fee.

**Registry of twins:**

- (b) In any case where a heifer is a twin to a bull, registration thereof will not be effected until such time as the heifer proves to be a breeder, at which time a veterinary certificate shall be furnished by the applicant for registration.

**Service:**

- (c) When a female is serviced by a bull, which is not the property of the owner of such female, and where the mating is not recorded on the National Database, a Certificate of Service signed by the owner of the bull must accompany the application for registration of the resultant progeny.
  - (d) In the event of an inspection of any animal being deemed necessary for registration, the cost of such inspection shall be the responsibility of the applicant.
3. The council may in its discretion request a scientific test to be undertaken at the breeder's expense to establish proof of ancestry before completing registration.
  4. The granting of all applications for registration or transfer of pedigree ownership will be subject to the approval of the council, and acknowledgements for such given by the secretary shall not be binding upon the Association in case any error or mis-statements be subsequently discovered in regard thereto.

## **5. Imported cattle**

- (a) Imported cattle can be registered at any age on receipt of application accompanied by authenticated pedigree and export certificate signed by the transferor and Jersey Breed Society of the country from which the animal was shipped. The council, however, retains the right to refuse registration of any imported bull, cow or heifer whose production or conformation merit fails to comply with certain standards as may be laid down by the Council from time to time.

### **Exported cattle:**

- (b) No certificate of export shall be issued in respect of any animal to be exported from New Zealand unless the terms and conditions for export standards for the time being as laid down by the council, have been complied with. The decision of council on all inspections shall be final and binding.

## **6. Identification**

To be eligible for entry in the NZ Jersey Herd Book, the animal must be identified by the breeder within one day from the date of birth using one of the following options: -

### **(a) Ear tag method:**

By using one of the following options using ear tags:

- (i) Recommended: The use of one plastic ear tag with the participant code, year and number marked thereon, together with the bar code, to comply with the Biosecurity (Animals Identification Systems) Regulations 1999; and in addition the use of a second plastic (or brass) ear tag (with the participant code, year and number marked thereon) as a secondary ear tag for the purposes of the Biosecurity (Animals Identification Systems) regulations 1999.
- (ii) The use of two identical brass tags both with the full identification that is a participant code, year and number marked thereon to be placed one in each ear.
- (ii) The use of one brass tag with full identification, (that is a participant code, year and number marked thereon) and in addition the use of a plastic ear tag with a number recorded and referenced to the full identification as either a calf number (whereby the breeder keeps a referencing record), or a herd test number (where a reference to the full identification is recorded on the national database).

(b) Tattoo method:

- In the left ear with a Participant Code allocated by database
- In the right ear with the last two digits of the year of birth and a unique number commencing in each year. The number not to exceed four digits

#### **7. Breeder rule:**

The breeder of an animal is the owner of its dam at the time of its birth and in the case of an animal derived from embryo transfer technology, the breeder is the owner of the recipient dam at the time of its birth. In the normal course an animal should obtain registration by its breeder before any transfer is recorded unless agreed otherwise by council.

#### **8. Registration fees & Eligibility:**

- (a) Fees for registration shall be set from time to time by council and circulated to the membership.
- (b) Bulls born from dams classified "X" will not be accepted for entry in the herd book.
- (c) Upon registration members are required to indicate if the animal has a polled trait.

#### **9. Payment of fees:**

Applications for registrations will be actioned following receipt of payment for the prescribed registration fees. If any member's annual subscription or any other payments due are unpaid, the council in its discretion may refuse any application for registration, classification or otherwise from such member, or may cancel the registration of any animals owned by such member in respect of which any fees may be outstanding.

#### **10. Transfers:**

Transfers of pedigree ownership shall be actioned automatically where the change of location of a registered animal is recorded on the national database. The system will assume the owner of the new location will hold pedigree ownership of the registered animal transferred to that location. The onus is on the breeder to advise the office where an animal has changed location and its pedigree ownership is to remain unchanged.

**A.B. certificate:**

If any female has been artificially inseminated the fact thereof shall be so stated and proper record of the insemination certificate must be furnished by the transferor to the transferee if requested by the Association.

**11. Lease**

- (a) When a bull is loaned, leased to or hired by, another person for a term, the recorded owner of the bull shall notify the secretary within 60 days of such transaction. The official form of the Association must be used in all such cases, and the relevant fee paid. Certificates of Service in such cases will not be necessary when the lessee is applying for registration of stock sired by such bulls between specified dates.
- (b) In the case where a female is leased or loaned for breeding purposes, the recorded owner of the female shall notify the office within 30 days of such transaction. The official form of lease supplied by the Association must be completed and signed by both the lessor and lessee to be placed on record. Pertinent conditions of the agreement shall be disclosed on the form of lease, for which there shall be a minimum period of 12 months.

The inclusive dates for such lease must be shown. The lessee will in all cases be considered the breeder of the progeny of the leased or loaned female.

**12. Failure to sign applications:**

Whereas all members of New Zealand Jersey Cattle Breeder's Association are obliged and have accepted as a condition of the membership of the Association the responsibility to sign the appropriate applications for Registrations of any animal, in the event of the owner of the Sire or the breeder of any animal or the registered owner for the time failing, refusing or neglecting to sign the appropriate New Zealand Jersey Cattle Breeder Application for Registration of any animal, the Council may in its discretion upon satisfactory evidence being submitted to support the Registration or Transfer as the case may be, direct that the animal be registered or transferred thereof recorded as the case may be without the completion of the appropriate application as aforesaid.

**13. Responsibility of Association:**

Every certificate of registration or of change of ownership is based on statements in the application thereof and the Association assumes no responsibility for damages which may be caused by any certificate issued on erroneous or fraudulent information or damages entailed by the de-registration of any animal or its removal from the herd book.

**14. Herd prefix:**

- (a) Subject to the approval of the council and subject to By-law 14 (d), a member may on payment of the appropriate fee register any suitable name for exclusive use as a prefix for the naming of their cattle and such prefix shall not be incorporated as the first word in the name of any animal to be registered by any other member.
- (b) Members of a breeder's family may use the same prefix provided written notification specifying the names of a member's family so authorised, is filed with and approved by the Council.
- (c) The purchaser of a stud shall have no right to the previous owners stud name except with the sanction of the previous owner and with the approval of the council.
- (d) Council, in its discretion, may allow a member to register cattle using the registered prefix of another breeder provided the member is the legal owner of the cattle to be registered and the prefix nominated is the prefix of the breeder who bred the cattle to be registered.

#### **15. Names of animals:**

- (a) In selecting names, owners should refer to volume 64 and onwards in the herd books. Animals cannot be registered with names recorded on Database since 1967. In cases where names chosen by applicants are in use, the secretary will supply alternative names.
- (b) Names misleading as to sex, relationship or origin; or objectionable in any respect; or pronounced alike and/or spelt differently, cannot be allowed.
- (c) The number of letters and spaces in proposed names must not exceed twenty-five.
- (d) After a pedigree has been printed in the herd book, the name of an animal shall not be changed unless by direction of the council for the purpose of correcting an error or misprint.

#### **16. Herd records**

All members shall keep a register containing complete and proper records of their stud breeding activities, which shall be available for inspection at any time. The council may appoint a representative to inspect any registered Jersey cattle and the herd records in connection with same. In the event of the neglect or refusal of the owner of such animals to permit such inspection upon demand, being made by the council's representative, the council may refuse any application for registration or transfer thereof and/or may impose such fine commensurate with the extent of such default as it shall think fit and/or may

require the owner to pay the whole or any part of the expenses which may have been incurred by reason of any attempted inspection or inspections.

### **17. Identification**

(a) If it is ascertained that any registered animal has not been identified or there is any error or irregularity in the identification which has not been previously reported within two years from the date of birth, to the Association by the breeder or recorded owner for the time being of such animal, then such animal shall be de-registered, unless in the opinion of the council there shall exist circumstances justifying the continuance of the registration in which case permission for re- identification may be granted.

(b) In the case where an animal is sold or otherwise disposed of, and the identification is subsequently found to be faded or unsatisfactory, it shall be the duty of the transferee to re-identify the animal in accordance with registration records.

18. If any inaccuracy or omission be discovered relating to any entry or any entry shall prove to have been wrongly or incorrectly made, such entry may be cancelled by the council and the NZ Jersey cattle herd book shall be accordingly amended. In every such case, the onus shall rest with the owner to establish the accuracy of an entry.

19. Repealed 1988.

### **20. Classification of type:**

A system of classification of females already registered in the herd book, based upon type and individuality, may be maintained by the Association under such rules and regulations as may be prescribed from time to time by the council.

### **21. Sales inspection:**

The council may from time to time make rules and regulations governing the conduct of dispersal, clearing, reduction or annual sales by auction, and the inspection of animals to be sold thereat.

### **22. Breaches of classification or inspection regulations:**

In the event of a breach by any member of the Association's rules and regulations regarding classification or sales inspections the council may de-register any animal involved or may cancel any classification rating or may refuse any applications for registration or transfer thereof and/or may impose such fine as, in the opinion of the council, commensurate with such breach.

### **23. Herd book:**

The NZ Jersey Herd Book is published yearly. Such Herd Books will be supplied to members at a prescribed fee.

### **24. Mating, breeding, production, index & other information:**

- (a) All testing members of the Association shall make their final testing returns available through their respective herd tester to New Zealand Jersey Cattle Breeder's Association via the core database for publication in the annual Production Register or for statistical analysis or any other purpose the Council may in its discretion think fit.
- (b) All testing members of the Association shall agree to their factory production figures being made available via the core database where applicable to the council of the New Zealand Jersey Cattle Breeder's Association for comparative or other purposes that the Association may require.
- (c) All mating, breeding, production and index information of all Jersey animals registered in the New Zealand Jersey Cattle Breeder's Association Herd Book and animals recorded on Livestock Improvement Corporation database owned and milked in a member's herd or, located on a member's property or, owned by a member and located in a non-member's herd, shall be available to the Association at the Association's request, or through access to Livestock Improvement Corporation Database, and may be used for publication, research, or any other purpose the Association may think fit.
- (d)
  - (i) Testing records of animals registered in the NZ Jersey Cattle Breeders Herd Book will not be accepted as official or qualify for inclusion in any pedigree production listing or averages, unless there is first available for inspection by the testing officer, or by an officer of the Association, such reasonable particulars in respect of the identity of such animal as may from time to time, be required by the Association.
  - (ii) All production information of registered pedigree Jersey animals shall be made available to the NZ Jersey Cattle Breeders Association, and may be used for publication by the Association, or for any other purposes the Association may think fit.
  - (iii) All testing members of the Association shall agree to their factory production figures being made available through their Licensed Herd Testing organisation to the NZ Jersey Cattle Breeders Association, for comparative or other purposes that council may require.

- (iv) All members of NZ Jersey Cattle Breeders Association agree to the Association accessing production data pertaining to their herd, or animals in their herd, and for the Association to request the Licensed Herd Testing Organisation to carry out check testing of their herd, or animals within their herd, the cost of which will be covered by NZ Jersey Cattle Breeders Association.
- (v) The Association reserves the right to take whatever action it deems necessary, including recommending to the testing organisation, the adjustment or designating as unofficial, records of all or any of the animals in a herd, subsequent to a check test being carried out, or the refusal of the owner to accept a check test at the time specified by the Association or the testing organisation.

**(e) DNA Parentage Tests**

Where any registered animal undergoes a DNA parent verification test carried out by any DNA provider, the National Database Manager can automatically notify NZ Jersey Cattle Breeders Association of the fact the animal has failed a parentage test after which NZ Jersey Cattle Breeders Association is free to deal with the animal in any way it deems fit including deregistration.

**25. Offences**

- (a) Any member of the New Zealand Jersey Cattle Breeders' Association who contravenes the constitution or by-laws by advertising or giving incorrect or misleading information regarding the pedigree, production, show-ring performances, or classification particulars, of any registered animal or who has knowingly omitted any such information when exhibiting at any show or when advertising in any paper, periodical, pamphlet or sales catalogue shall be deemed to be guilty of conduct prejudicial to the objects and interest of the Association and shall be dealt with accordingly by the council.
- (b) Any member, who knowingly exhibits at any show or submits for classification a registered animal which has been subjected to any inference, for the purpose of concealing any defects in its natural physical conformation (except for the removal of rudimentary teats), for example, a female which has had its teats taped or interfered with in any way to attempt to deceive the natural form of the udder, or who has knowingly committed malpractice in any other way to attempt to deceive the Judge or Official Classifiers, shall be deemed to be guilty of conduct prejudicial to the objects and interests of the Association, and shall be dealt with accordingly by the council.

**26. Annual subscription:**

The annual subscription is payable in advance on the first day of April each year.

**27. Distinguished members:**

The council may in its discretion confer upon any member of the Association an award to be known as a "Distinguished Members Award" in recognition of any outstanding or meritorious service in his/her district, or at a national level (or both), in advancing the objects and interests of the Association. Any recommendation for such an award may be made by any Jersey Breeder's Club in any district and it shall be accompanied by a citation supporting the recommendation which shall be considered by the council which will set closing dates for applications each year.

Alternatively the council directly, in its discretion, may present any member with the Award. Any award made shall be announced at the next succeeding Annual Meeting, and the recipient of the award shall receive a special badge to be provided by the Association.

**28. Deceased Estates:**

The legal representative of any deceased member may, provided the full subscription is paid within one year after his/her death, register at member rates or transfer any animal owned by the said member at the time of his or her decease or that may be born within the said year from the animals so owned.

January 2007



