GOAT BREEDERS ASSOCIATION OF ZIMBABWE

CONSTITUTION

OF THE

GOAT BREEDERS ASSOCIATION OF ZIMBABWE

The governing document of the Association, as supplied by the Goat Breeders Association of Zimbabwe

ARTICLES	16
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Transcribed from the association's scanned constitution (12 pages). Wording is reproduced as in the source. Obvious scan artefacts (split words, stray characters) were corrected; clause labels that the source leaves blank or repeats are given their implied sequence number. Paragraph breaks inside a clause are marked with a blank line.

ARTICLE 1

1. NAME AND STATUS

An Association is hereby established which shall be known as the GOAT BREEDERS ASSOCIATION (herein after referred to as the Association) which shall be a body corporate with perpetual succession having an existence apart from its members and which shall be capable of suing and of being sued or holding property apart from its members and of performing all such acts as bodies corporate may by law perform.

ARTICLE 2

2. AFFILIATION

The Association shall apply for membership of the Zimbabwe Herd Book (hereinafter referred to as ZHB) and upon such membership being granted, the members of the Association shall be subject to the rules and regulations of ZHB in regard to all matters concerning the registration of their pure-bred livestock as designated under the Registration of Pedigree Farm Livestock Act.

ARTICLE 3

3. AIMS AND OBJECTS

i) To promote the production of Goat Breeding in Zimbabwe.

ii) To increase and stimulate knowledge of Goat production by organising meetings, field courses, etc.

iii) To liaise with Show Societies in respect of goats.

iv) To encourage the development of the breeding of goats.

v) To undertake any project considered to assist the development of Goat Production in Zimbabwe in close co-operation with Agritex and the Department of Research and Specialist Services.

vi) To achieve, as far as possible, countrywide representation on the Executive Committee, and encourage interest from International Breeders.

vii) To incorporate credible representatives from goat breeders onto the Executive Council of the Goat Breeders Association so as to create a bond between breeding and production.

viii) To provide expertise in the commercial management of specific breeds of goats to farmers.

ix) Generally, to do all such things as are incidental or conducive to the attainment of the foregoing objects or any of them, or which are calculated, directly or indirectly, to further the overall interests of the industry, but the Association shall not participate in or concern itself in party politics.

x) To study, explore and conduct research into the development of new improved breeds of goats in Zimbabwe.

xi) To encourage food production by the breeding of goats and to improve and develop the purity of the breed.

xii) To foster the registration of approved animals throughout Zimbabwe and or its affiliates.

xiii) To establish a standard of excellence.

xiv) To investigate and decide any cases of doubt and registers; to settle differences and disputes in connection with the breeding and purity of goats in conjunction with the ZHB.

xv) To secure government support of the aims and objects of the Association.

xvi) To make rules to govern the showing of goats, to appoint judges and utilise funds of the Association for prizes at shows or elsewhere.

xvii) To make publicity for and stimulate interest in the breed by means of shows, sales, lectures and articles indicating the virtues of the breed.

xviii) To give assistance, support and advice to any individuals who are breeding goats in order to develop a desirable type and provide training material.

xix) To acquire land, buildings and/or other possessions on behalf of the Association for its use or for sale in the interest of the Association.

xx) To appoint and discharge officials for the execution of the services of the Association.

xxi) To undertake any other functions in order to achieve the objects of the Association.

xxii) The Association shall operate for its own advancement and the control of its members and other similar purposes and any receipts and accruals, whether current or accumulated, may not be divided amongst or credited against or ensure to the benefit of any member other than by way of remuneration for services rendered.

ARTICLE 4

4. MEMBERSHIP

Membership is open to all persons or bodies as may be agreed by the Executive Committee on such application being made.

Potential membership of the Goat Breeders Association of Zimbabwe shall be registered goat breeders, stakeholders in the goat value chain, organisations of goat farmers, scholars and government organisations.

Any person can be a member provided that they meet the requirements set out in the Constitution and the approval of the Executive Committee. A joining fee and annual membership fee for Ordinary, Non-voting and Life Members shall be paid as determined by the Executive Committee from time to time.

An up-to-date list of members with their correct postal addresses shall be maintained by the Secretary of the Association.

The minimum requirement to join the Association shall be as follows:

Ordinary Members

Application for membership shall be made to the Secretary of the Association and subject to the rules

and regulations of the Association. Such members shall be allowed to vote at all General meetings.

i) **Commercial Producer**
A potential commercial producer who owns a goat unit which comprises one buck and fifty breeding females.

ii) **Stud Breeder**
A potential stud breeder must own not less than one registered buck and twenty-five registered does. These goats must be registered with ZHB through the Association. However, for the period 2018 and 2019, a member may register as a stud breeder if they have one registered buck and five registered does. Thereafter, this shall revert to the required amount of one registered buck and twenty-five registered does with effect from 1st January 2020.

Associate Members

i) **Goat Associations**
These Associations shall be entitled to vote but shall have only one single vote.

ii) **General Associate Members**
General Associate members are non-voting members. This shall be open to all persons, including schools, who are not registered breeders who wish to receive the newsletters from the Association, attend field days and courses.

Honorary Membership

Officials of any government department, bodies and institutions who are interested in the affairs of the Association may be elected as an Honorary member of the Association with the approval of the Executive Committee. Honorary members shall be non-voting members.

Life membership

This shall be conferred upon members who have played a pivotal role in the Association. Life members shall have the right to vote.

Non-transferable Membership

The rights and privileges of every member of the Association shall be personal to themselves and shall not be transferable or transmissible, either by his own acts or by operation of law.

Removal of Members

Any member may be removed from the membership register of the Association by a resolution to that effect, passed by a majority of at least two-thirds of the members of the Executive Committee, present and voting. Thereafter, such members shall forfeit their membership and cease to enjoy the rights thereof and especially the right to register their goats with ZHB or other records connected to or controlled by the Association should they:

i) be in arrears with payment of any monies due by them to the Association; or contravene any rule or by-law of the Association; or should their conduct in the opinion of the Executive Committee be dishonourable or derogatory to the character or prejudicial to the interests of the Association.

ii) Give false information to the Association, judges at shows or officials of the Association regarding the breeding or records of their animals.

iii) Alter an animals body in such manner as to mislead persons on ordinary examination as to the true value and natural conformation of the animal.

iv) The Executive Committee may, in addition to removing any members in terms of these rules, remove from ZHB and cancel the certificates of all animals bred by such member at the date of their expulsion from the Association.

Rights of Appeal

Members have the right of appeal according to the procedures laid down in all matters concerning the recording and registration of their pedigree and appendix goats.

Process of Appeal

The aggrieved party may appeal to ZHB for arbitration. If no resolution is possible, the decision made by the Executive Committee shall be final.

Resignation

Any member may at any time resign from membership of the Association by giving the Executive Committee notice to this effect. Unless such notice is given before the 31st December in any year, the resigning member shall be liable for subscription in the next ensuing year in addition to any other amounts which may be owed by him to the Association or ZHB.

ARTICLE 5

5. VOTING

Voting shall be open to paid up Ordinary and Life members. All questions and matters brought before any General Meeting shall be decided upon by a majority of the votes of the members actually present, and in the case of an equality of votes, the Chairperson shall have a second or casting vote in addition to the deliberate vote.

Voting by Proxy

Members shall have the right to vote by proxy upon all subjects specified by the Executive Committee in the form of a proxy. All proxies duly completed must be in the hands of the Secretary three clear days prior to the date of the meeting.

ARTICLE 6

6. FINANCES

i) Every member of the Association shall pay every membership fee, annually in advance, as may be determined at the Inaugural meeting, or from time to time by the majority of numbers present and voting at an Annual General Meeting or Special General Meeting of the Association.

ii) If any member fails to pay his membership fee for any year within three months of the beginning of the financial year, his membership of the Association shall lapse, but he shall be eligible for re-admission upon payment of all arrears due by him.

iii) The funds of the Association shall be derived from Membership fees, and any monies derived from donations, gifts, or from any other source.

iv) The financial year of the Association shall end on 31st December in each year.

v) The funds of the Association shall be banked in the name of the Association at such bank or building society as the Executive Committee shall from time to time decide and such account shall be operated by any two of the signatures from a panel of names approved by the Executive.

vi) The Secretary shall maintain proper accounts showing details of all income and expenditure, together with detailed records or members subscriptions.

vii) The Auditor shall be appointed at the Annual General Meeting.

viii) All money received on behalf of the Association shall be deposited at an appointed financial institution or such other bank or branch or institution as the Association may from time to time determine. All disbursements shall be made by the Secretary, Treasurer or Secretary/Treasurer and shall be countersigned by the Chairperson of the Association or duly appointed Executive Committee member.

ARTICLE 7

7. MANAGEMENT

i) The Management of the Association shall be vested in an Executive Committee, who shall have power and authority to carry out and give effect to the aims of the Association and perform such functions as may be requisite and necessary for that purpose and for giving effect to the other powers, authorities and duties vested in and imposed upon it by the Constitution and any rules framed thereunder.

ii) The Executive Committee shall consist of not less than five and no more than eight voting members, including the Chairperson and Vice Chairperson. The first Executive Committee shall be elected by those present at an Inaugural Meeting and shall hold office until the first Annual General Meeting of the Association. A Secretary/Treasurer shall be appointed by this Committee and shall not be entitled to vote unless an elected member of the Committee. The Committee shall appoint advisors or stakeholder representatives to sit in meetings but who shall not have the right to vote. Representatives of member organisations shall be elected by that member organisation and their names forwarded to the Executive Council.

iii) The Executive Committee shall elect its own Chairperson and Vice Chairperson who shall have a single vote when presiding at Executive Committee Meetings. The Chairman so appointed shall, if present, preside at all meetings of the Association. In the absence of both the Chairman and Vice-Chairman, a Chairman shall be appointed for that meeting by the members present, who must be from the Executive Committee.

iv) The term of office for any official shall be for two years but these members may be eligible for re-election. The Chairperson and Vice Chairperson will not be allowed to hold office for more than two years in the same capacity in any consecutive period of five years. Initially, the order of retirement shall be decided by ballot and thereafter in rotation.

ARTICLE 8

8. POWERS OF THE EXECUTIVE COMMITTEE

The Executive Committee shall be responsible for the general administration and management of the affairs of the Association and shall have the following special powers:

i) to pay all the costs and charges in connection with the administration and management of the affairs of the Association;

ii) to appoint and, at its discretion, to remove and suspend such managers, secretaries, treasurers, auditors, clerks and other officials engaged for permanent temporary or special services as the Executive Committee may from time to time think fit, and to determine their powers and duties, and to fix their salaries and emoluments;

iii) to receive and consider applications for membership, to accept the application of any person and to admit to membership any such person as the Executive Committee in its discretion think fit, and also to refuse the application of any person who, in the opinion or discretion of the Executive Committee, is not a fit and proper person to become a member of the Association;

iv) to institute or defend the rough the Executive Committee, any legal proceedings by or against the Association;

v) From time to time to provide for the management and affairs of the Association in such manner as it may think fit and in particular, to appoint any persons to be the attorneys or agents of the Association with such powers and upon such terms as it may deem fit;

vi) To appoint inspectors for the examination of goats submitted for registration at ZHB or to be recorded in the breed records of the Association and to give such inspectors, instructions and powers and regard to their work in order to secure as far as possible, uniformity in the quality of animals passed for registration at ZHB and recorded in the breed records of the Association and to adopt and pass rules, by-laws, regulations and conditions upon which inspection and administration to registration and recording shall take place and to impose fines and penalties for contravention of any such rules, by-laws, regulations or conditions;

vii) To grant a leave of absence to any member of the executive Committee for a period not exceeding six months;

viii) To grant leave of absence to any officials of the Association;

ix) To convene general meetings of the Association;

x) To frame, alter and rescind rules, regulations or by-laws for conducting business and carrying out the objects of the Association, subjects in all regards to the special provisions of these articles;

xi) To purchase, hire or lease for the purposes of the Association, any land, tenements, hereditaments or chattels and to sell, let or dispose of the same;

xii) To borrow money or fundraise for developmental purposes from development partners, corporate partners and any other stakeholders for the benefit of the goat industry;

xiii) To place the surplus funds of the Association on deposit with a bank or other financial institution, or in such manner as the Executive Committee may deem from time to time;

xiv) To raise any levy and to recover such levy from the members of the Association and to amend the quantum of the levy from time to time at its discretion;

xv) To revoke membership of any person in accordance with this Constitution;

xvi) To do all things as prescribed in the Constitution, rules, by-laws and regulations and as the Executive Committee may deem desirable in the interest and welfare of the Association.

ARTICLE 9

9. MEETINGS

(i) **Annual General Meeting**

The Annual General Meeting of the Association shall be held once in every calendar year on such date and at such time and place as may be determined by the Executive Committee.

At least 21 clear days' notice of any General Meeting, including the Annual General Meeting shall be given to each member. At the Annual General Meeting the Executive Committee shall submit a report and a financial statement relative to the operations of the Association during the past year. The new members of the Executive for the ensuing year shall be elected by ballot after due nomination.

Nomination for election to the Executive Committee shall only be valid if signed by two members of the Association in good standing and placed in the hands of the Secretary at least 24 hours before the meeting commences.

(ii) **Extraordinary General Meeting**

Extraordinary General Meetings of members may be convened in the same manner as the Annual General Meeting, and the business of the meeting shall be precisely stated in the notice convening it. A special meeting shall also be called at any time upon requisition, signed by not less than one-fourth of the total members of the Association. A notice of 4 days specifying the purpose of the meeting shall be required to convene an Extraordinary General Meeting.

(iii) **Executive Committee Meetings**

The Executive Committee shall meet no fewer than three times a year in addition to the Annual General Meeting. Such members shall be called at the instance of the Chairperson, giving at least 14 days' notice in writing and stating the venue.

All questions and matters brought before any properly constituted meeting shall be decided by consensus and where that is not possible, by a simple majority vote.

Any member of the Association which is a company or other body of persons shall nominate in writing to the Secretary, an authorised person to represent its membership.

At any meeting of the Association only those members of the Association present who are not in arrears with their subscriptions to Association may vote.

Voting at General Meetings may be given personally or by proxy. The instrument appointing a

proxy shall be in writing under the hand of the appointer and shall be attested by at least one witness. No person shall be appointed a proxy who is not a member of the Association. Proxy voting will not be allowed at any meeting of the Executive Committee.

ARTICLE 10

10. QUORA

i) **General Meeting**

The quorum for all General Meetings shall be 55% of its members. In the case of an Annual General Meeting, should there be no quorum within 45 minutes of the advertised time of the meeting, the meeting shall be postponed and reconvened at a time and place to be announced in the press.

Where an Extraordinary General Meeting has been called by the Executive Committee and no quorum is present within 45 minutes of the advertised time, the procedure shall be the same as for an Annual General Meeting.

If there is no quorum within 45 minutes of the advertised time of an Extraordinary General Meeting which has been requisitioned by members, the meeting shall be cancelled.

ii) **Executive Committee Meetings**

The quorum for a meeting of the Executive Committee shall be two thirds of the members of the Committee.

ARTICLE 11

11. INDEMNITY

No Trustee or member of the Executive Committee of the Association shall be liable for the acts of omissions of any other Trustee or member of the Executive Committee of the Association whether by reason of his having joined in any receipt of money not received by him personally or for any loss of accounts or defect or title to any property acquired by the Association or, on account of the insufficiency of any security in or upon which any monies of the Association shall be invested or, on account of the insufficiency of any security in or upon which any monies of the Association shall be invested, or for any loss incurred through the act or default of any banker, broker or other agent or upon ground whatsoever, other than his own wrongful and unlawful acts, omissions or negligence.

ARTICLE 12

12. RECORDS

The Secretary shall maintain the minutes and proceedings of each meeting of the Association and carry on the correspondence of the Association and superintend the keeping of the Association's records, papers and correspondence.

ARTICLE 13

13. AMENDMENT OF THE CONSTITUTION

This Constitution may be amended, altered or added to from time to time by any Annual or Extraordinary General Meeting of the Association provided:

i) that notice convening the meeting states the full details of the proposed amendment; and

ii) that such amendment is approved by a majority consisting of not less than 55% of members.

ARTICLE 14

14. DISSOLUTION

i) The Association may be dissolved whenever a resolution has been passed in favour of dissolution by a majority of not less than 55% of members at an Extraordinary General Meeting for which 21 days clear notice, specifying the intention to propose such a resolution, has been given.

ii) Upon dissolution, the property of the Association not consisting of money shall be sold and the proceeds, together with so many thereof as shall consist of money, shall be applied in satisfaction of the debts and liabilities of the Association, and subject thereto, any remaining balance shall be disposed of as determined by the Extraordinary General Meeting at which the resolution of dissolution shall have been passed.

iii) When a resolution in favour of dissolution of the Association has been carried and funds of the Association, after the sale of any property of the Association, are insufficient to meet its debts and liabilities, the act of dissolution shall be postponed until such time as sufficient funds have been derived from sources referred to in Clause 6 (iii) hereon, to meet full debts or liabilities.

ARTICLE 15

15. BREED STANDARDS AND BY-LAWS

i) The Association shall incorporate all breeds of goats, including breeds such as Boar Goat, Kalahari Red, Savannah, various dairy breeds and the indigenous breeds of Zimbabwe as well as any foreign or regional breeds.

ii) Stud breeding shall be permitted to members who have one registered stud buck and twenty-five registered does. These goats must be registered through the Association and a special breeders number shall be issued and registered with ZHB. Animals shall be inspected and records maintained and presented to the Association on a regular basis according to the by-laws of the Association.

iii) All regulations governing the recording, breeding and registration of goats shall be covered in the by-laws of the Association.

iv) The by-laws of the Association will be made available to members upon request.

ARTICLE 16

16. INTERPRETATION OF THE CONSTITUTION

The Executive Committee shall be the final arbiter as to the meaning of any provision of this Constitution.

OFFICIAL CONTACT DETAILS

Contact the Association

Questions about this Constitution, membership, registration of animals or the by-laws of the Association may be sent to the office.

Goat Breeders Association of Zimbabwe

WhatsApp	+263 77 196 7856
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The Association registers pedigree goats through the Zimbabwe Herd Book, the statutory registrar under the Registration of Pedigree Farm Livestock Act. Enquiries about registration are handled by the Association's office.

This booklet reproduces the Constitution of the Association as supplied by GBAZ. The interactive version, with a table of contents and expandable articles, is published on the GBAZ website under Resources.