

By-Laws

PERCHERON HORSE ASSOCIATION OF AMERICA

16402 Village Parkway; P. O. Box 141
Fredericktown, Ohio 43019
Phone 740-694-3602
(A non-profit organization)
(Formerly Percheron Society of America)

These By-Laws are made for the purpose of regulating the affairs of the Association and its Members. Any Member who conducts his affairs honestly need not fear the effect or the operation of the By-Laws herein contained. It is the desire of the Association that every Member receiving a certificate from this Association on an animal registered therein is, with every degree of certainty, assured that he is receiving a purebred animal.

It is the duty of every owner of a purebred Percheron, Member or non-member, who enjoys the benefits that come from having an animal which belongs with a certificate of pedigree, issued and backed by this Association, to do everything within his power to live up to the rules and regulations as provided in these By-Laws. Failure to live up to the requirements of these By-Laws works to the financial disadvantage of the Association and the owner of purebred Percheron horses, and tends to destroy the high standing and integrity of the pedigrees and transfers issued by your Association.

Adopted November 5, 1983

Amended

Nov. 3, 1984; Nov. 1, 1986; Nov. 3, 1988; May 6, 1989; Nov. 2, 1989; Sept. 1, 1990; Apr. 27, 1991; Apr. 25, 1992; Oct. 27, 1994; Apr. 28, 1995; September 9, 1995; Apr. 26, 1996; Oct. 25, 1996; Oct. 24, 1997; Apr. 24, 1998; Apr. 28, 2000; Apr. 27, 2001; Oct. 27, 2001; Apr. 26, 2002; Oct. 23, 2003; Apr. 29, 2005; Apr. 29, 2006; Apr. 27, 2007; April 26, 2008; Oct. 25, 2013; Apr. 24, 2015; Oct. 30, 2015; April 29, 2016; Oct. 28, 2016; April 21, 2018, Nov. 16, 2018, Oct. 11, 2019, October 29, 2021

ARTICLE I

TITLE, LOCATION, OBJECT AND CORPORATE SEAL

Section 1, Title—The name of the Association is the PERCHERON HORSE ASSOCIATION OF AMERICA (PHAoA).

Section 2, Location—The location of the principle office of the Association shall be at 16402 Village Parkway, City of Fredericktown, County of Knox, and State of Ohio.

Section 3, Object—The Association is organized for the purpose and with the object of the preservation, recording, certifying and publishing of pedigrees of Percheron Horses and for promoting and maintaining the purity of the Percheron breed.

Section 4, Corporate Seal—The Association shall have a corporate seal, which shall have subscribed thereon the name of the Association, the words "Corporate Seal" and "Chicago, Illinois."

ARTICLE II – MEMBERSHIP, FEES, AND DUES

Section 1, Membership—Any person who is the owner or importer of Percheron horses, or who is financially interested in Percheron horses, or any college or colleges having an agricultural department or any representative of such institutions or any person who is interested in the promotion of the Percheron breed may become a member of this Association. Joint Memberships are limited to two persons. Corporate Memberships, are limited to two designated signing representatives, as appointed by the corporation.

Section 2, Membership Fee—There shall be charged against and collected from each applicant for membership as a membership fee, the sum of \$10, which shall be paid at the time of making such application for membership.

Section 3, Membership Dues—There shall be charged against and payable by all members of the Association, except those who have paid for a lifetime membership, annual dues,

the amount to be set by the Board of Directors, which shall be due and payable in advance on the first day of November in each year. The same shall become delinquent December 31, of that year. Failure to pay said dues shall automatically constitute the person so in default, an inactive member. Members, who remain inactive for more than one year, may be restored upon the payment of all delinquent dues; or a reinstatement fee of \$10, and the current years dues; provided that during such period of delinquency, said member shall have conducted his business in accordance with the rules and regulations of the Association. Members who pay membership dues after January 1, for the current year will be charged a late fee, in an amount set by the Board of Directors.

Section 3 (a), Lifetime Membership—Any person who qualifies for membership under section I of this article, and who wishes to be a Lifetime Member of the Association, may do so by paying a one-time fee set by the Board of Directors. Lifetime members pay no annual dues and the membership is paid for the natural lifetime of the person(s) named on the membership application. Lifetime memberships are non-transferable and Article II, sections 2, 3, 4, and 5, do not apply to lifetime memberships. Lifetime Membership may be held jointly between two parties in a legally recognized marriage, domestic partnership, or civil union.

Section 4, Inactive Members—An inactive member shall not be entitled to the recording privileges at member's rates or to vote at any of the meetings of the membership, so long as he remains an inactive member, and shall not be eligible to hold office in the Association. Any member who shall continue as an inactive member for a period of three (3) consecutive years shall, at the end of said period, cease to be a member of this Association.

Section 5, Transfer of Membership—Memberships in this Association are non-transferable except when the owner is in good standing; and then only between members of the same family, partners, by estates of deceased members, from a corporation to one of its members or from a member of a corporation to the corporation of which he is a member, upon payment of a transfer fee of \$10.00. Such transfers, however, must be acceptable to the Board of Directors. Transfer of memberships by estates of deceased members shall be submitted to the Secretary of the Association for recording within two (2) years from the date of death of such member, in default of which said membership shall lapse and the certificate evidencing the same shall be null and void.

Section 6, Quorum—The number of members present shall constitute a quorum for transaction of business at any regular or special meeting of members.

Section 7, Voting—Each membership is entitled to one vote. Domestic members will submit nomination and voting ballots by USPS mail-in ballot or an electronic ballot, as outlined by the parameters that are set forth in Article III, Section 4. The PHA-OA office will confirm the electronic mail (email) address of each international member upon membership application and renewal. Each international member will receive and submit nomination and voting ballots by electronic ballot, as outlined by the parameters of Article III, Section 4. All nomination and voting deadlines will remain the same for international and domestic PHAOA members.

ARTICLE III – MEETINGS AND ELECTIONS

Section 1, Time and Place of Meeting—The Annual Meeting of the members of this Association shall be at its place of business or at such place as the Board of Directors may designate. The Annual Meeting will be held on the last Saturday of October in each year or, on any other date as determined by the Board of Directors. At such Annual Meeting, the members shall transact business within their power deserving attention. In all matters concerning the affairs of the Association and requiring the voice of its members, each member shall be entitled to one vote. The Annual Meeting of the Board of Directors shall be held on the same day and immediately after the aforesaid election of the members thereof. If an in-person meeting of the membership will be prevented due to circumstances outside the

control of the PHAOA or its Board of Directors, including, but not limited to natural disaster, pandemic, war, or government restrictions, then an electronic meeting of the membership shall be called and conducted by the Board of Directors.

Section 1(a), Special Question – A special question may be submitted to the membership for vote between annual meetings. Said question may be added to the nomination or election ballot for vote by the membership.

Section 2, Special Meetings—A special meeting of the members may be called at any time for any purpose by the President or the Board of Directors, or may be called by the representation of a majority of the members.

Section 3, Notice of Meetings—Notice of the Annual Meeting of the members and of any special or other meeting of the members, shall be given in writing to each member entitled to receive the same, by delivering personally or depositing such notice in the United States Mail, postage prepaid, and addressed to such respective member at the address of such member as shown by the books of the Association, not less than ten or more than sixty (60) days before the said meeting. The notice of any special or other meeting shall briefly state the place, day, hour and purpose or purposes thereof.

Section 4, Election of Directors—Directors shall be nominated and elected by a USPS mail-in ballot or an electronic ballot. All current members of the association who maintain a valid email account, previously transmitted by the member to the association, will only receive an electronic ballot emailed to the voting member's email address of record held by the association. Such procedure shall be initiated and conducted by the association via an online balloting system chosen by the association. The deadline for the receipt of such electronic votes, cast by the Membership, shall be governed by the same rules as for USPS Mail voting set out below in Article VI, Section 6, et al. An electronic notice shall be emailed to the member, directing the member to the online balloting system, at the same time the USPS Mail ballots are mailed to the membership. A CPA shall be designated to receive the electronic ballots for tabulating. The CPA shall be the only entity to have access to the online balloting system's results module. Furthermore, the CPA shall be instructed to tabulate all electronic votes with the USPS Mail-in votes on the date of the election voting deadline. Voting for Director by members at the Annual Meeting is not permitted.

ARTICLE IV -- BOARD OF DIRECTORS

Section 1, Number of Directors—The property, funds, and affairs of the Association shall be managed and controlled by a Board of Directors consisting of eleven (11) members, each of whom shall be an active member of the Association. The number of said Board of Directors may be changed at any Annual Meeting of the Association or special meeting of the Association called for such purpose. The term of each Director will be three (3) years. Each Director is eligible to serve three consecutive terms. Upon completion of three consecutive terms, a Director is not eligible to seek election, nor be appointed to a partial term, for one, full three-year term. Each of the said Directors will hold office until his successor is duly elected or qualified. It shall be expected of all Directors that they shall attend all meetings, be willing to give freely of their time and effort in helping to solve the problems of the Association; and that they be continually conscious of their responsibility toward the membership which they represent; to the end that they do everything within their power to push the breed forward wisely; and to help maintain the highest possible standard of integrity for the records of the Association. In the event any Director fails to live up to these standards, they may be removed from office by a two-thirds majority vote of the Board of Directors at any Annual Meeting. In the event of a vacancy on the Board of Directors due to a death, resignation, and removal or for any other reason, the President shall appoint a Member to fill the un-expired term.

Section 1(a), Qualifications to seek appointment for Election as Director — Only active members who are 21 years of age, citizens or permanent residents of the United States of

America, whose membership dues have been paid in full by November 1st of the year previous to the current year of nomination and election, and who is a member in good standing may participate as a candidate for director of the Association.

Section 1(b), Number of Directors from one State—The number of members from any one state who may serve as Director, at the same time, shall be limited to two (2). The number of members from any one state whose name may be placed in nomination for Director shall be limited to two (2); and that number shall be reduced by the number of sitting Directors from that same state.

Section 1(c), Number of Directors from one Household – The number of members from any one household who may serve as Director shall be limited to one (1). The number of members from any one household whose name may be placed in nomination for Director shall be limited to one (1); and that number shall be reduced by the number of sitting Directors from the same household. Members of household include, but are not limited to, spouse, common-law spouse, and cohabitants.

Section 2, Regular Meetings—Regular meetings of the Board of Directors shall be held from time to time as the Board may by resolution determine.

Section 3, Special Meetings—Special meetings of the Board of Directors may be called by the President or by a majority of the Board, giving reasonable notice to each Director, either personally, by e-mail, mail or by telephone. The Board of Directors may hold a meeting and conduct Board business by a phone conference or via electronic methods at any time a quorum is met, provided reasonable advance notice is given to all directors and a recording Secretary is part of the conference call.

Section 4, E-Mail voting by Directors—In the event that the President and the Secretary, or the Executive Committee, shall feel it necessary to obtain the vote of the Directors of the Association upon a matter which requires immediate attention; said question may be submitted by the President and the Secretary or by the Executive Committee, to the members of the Board by e-mail, with the request that said member return their vote by e-mail to the Secretary or the Executive Committee; their vote for or against said question. The vote of a majority of the Members of the Board of Directors so received by e-mail, shall be conclusive upon said question and the result of said vote shall be reported the next Annual Meeting of the Board of Directors, and duly recorded in the minutes thereof. Provided, however; that this section shall not apply to any action which is specifically required by the by-laws of the Association to be taken at a meeting of said Board of Directors.

Section 5, Notice of Meeting—Notice of regular meetings shall be communicated to each Director by the Executive Director of the Association, at least five days prior to the date of said meeting. But any meeting of the Board of Directors at which all of the Directors are present, shall be as valid as if called pursuant to proper notice.

Section 6, Quorum—A majority of the elected and acting Members of the Board of Directors shall constitute a quorum for the transaction of business at any meeting.

Section 7, Executive Committee acting as Board of Directors—In the event that a regular scheduled meeting of the Board of Directors shall be held and the number of Directors present be less than that specified as a quorum, the Executive Committee, as hereby constituted, shall have full power and authority to conduct all of the business of the Association including the electing of officers for the ensuing year; and such election so held, shall be held to be the act of the Board of Directors, provided that all of such actions of the Executive Committee shall within ten (10) days be submitted to each member of the Board of Directors in writing.

ARTICLE V – OFFICERS AND DUTIES

Section 1, Officers—The Officers of the Association shall be a President, Vice President, Secretary, and Treasurer, who shall be elected by the Board of Directors, and such Officers shall hold office for the period of one (1) year and/or until their successors are elected and qualified except the Secretary and/or

Treasurer, who may be elected for a longer period of time not to exceed three (3) years. Such Officers shall be elected from the Board of Directors except the Secretary and Treasurer, who need not be Members of the Board. The same person may hold the offices of Secretary and Treasurer.

Section 2, President—The President shall be the Chief Executive Officer of the Association; and shall preside at all meetings of the members of the Association and of the Board of Directors. He shall see that the by-laws, rules and regulations of the Association are enforced, and shall perform all other duties that may be prescribed from time to time by the Board of Directors. He shall be ex-officio member of all committees. In case of death, failure, refusal or inability of a member of any committee to act, such vacancy shall be filled by appointment by the President for the un-expired term.

Section 3, Vice-President—In the absence of the President, the Vice-President shall have the powers and shall perform the duties of the President and such other duties, as may be prescribed by the Board of Directors.

Section 4, Secretary—The Secretary shall keep the minutes of all

Members and Directors Meetings. He shall be the custodian for the safe keeping of all documents and records of the Association and authority for pedigrees. He shall execute the certificates of pedigree demanded and proper to be issued by this Association; and shall keep a record of the same. He shall collect all monies due the Association for registration and certificates or otherwise and pay there from the expenses of his office, and give the balance thereof to the Treasurer. He shall edit and compile for the Association the "Stud Book of the Percheron Horse Association of America." He shall be ex-officio Secretary of all committees appointed by the President or the Board of Directors. He shall make a report of his office to the Board of Directors when demanded and to all the Annual Meetings of Members.

Section 5, Treasurer—The Treasurer shall receive the proceeds from the Secretary and all other monies. He shall disburse the same only upon itemized demands and upon the order of the Board of Directors. He shall account for all of the same by itemized statements in detail to each Annual Meeting of the Members and to the Board of Directors when demanded.

Section 6, Auditing of Accounts—Accounts of this Association shall be audited by a certified public accountant or a Committee appointed by the President and confirmed by the Board of Directors. This audit shall be reported to the next Annual Meeting after its completion.

Section 7, Surety Bonds—The Treasurer and all other Officers or employees or members of the Association whom may have the handling of any funds of the Association shall each give a surety bond to be furnished at the expense of the Association for the faithful discharge of his or her duties, if so required by the Board of Directors, which bond shall be in such amount and with such sureties as the Board of Directors shall direct and approve.

Section 8, Vacancies—All vacancies in the offices of the Association caused by death or otherwise shall be filled by the President. No vacancy shall be filled to a time extending beyond the next succeeding Annual Meeting.

ARTICLE VI – COMMITTEES

Section 1, Standing Committees—The Association shall have standing committees appointed by the President and confirmed by the Board of Directors and to be known as, and with duties as follows. Each committee shall serve at the pleasure of the Board of Directors, shall act only in the intervals between meetings of the Board of Directors, and is subject to the control and direction of the Board of Directors.

Section 2, Finance Committee—The Finance Committee shall consist of three members and shall have full charge and control of the investments of the Association with full power and authority to invest or direct the investments of its funds in such securities and in such manner and amounts as it may deem advisable, and for the best interests of the Association; and shall direct and advise the Secretary-Treasurer to hold such sums on hand, in cash, as it may deem advisable.

Section 3, Signature and Transfer—The signature of the President or the Secretary-Treasurer only shall be required for the transfer of funds, stocks, securities, or certificates of any nature held by the Association. The President or the Secretary/Treasurer must first obtain an authorization from a majority of the Finance Committee before making any change in the investment portfolio. Authorization may be obtained by telephone but must be confirmed in writing. No broker, bank, custodian or registrar of securities shall be required or obligated to inquire into the authority of the President or the Secretary-Treasurer to make transfer or sale of any stocks, securities, or certificates of any nature owned by the Association, or to make any change in said investment portfolio, but the signature of the President or the Secretary-Treasurer alone shall be sufficient authority to such broker, bank, custodian or registrar of securities to make such transfer, sale or change in investment portfolio.

Section 4, Pedigree Committee—The Pedigree Committee shall consist of not less than four (4) members of the Association, one of whom shall be the Secretary of the Association. One shall be a Director, and the other two will be members at large. It shall be the duty of such Pedigree Committee to investigate all applications referred to it by the Secretary; or to investigate any case where doubt has been raised as to the correctness of any pedigree. It shall have power and authority to employ assistants in making investigations or otherwise in the discharge of its duties. It shall have power to reject any application for pedigree when in the judgment of the Committee the same is based upon misrepresentation or is in any respect irregular or wrong; provided, in case of rejection of questioned pedigree, the applicant may appeal to the Board of Directors. **NOTE—For powers of Pedigree Committee, see Article XI, Section 5.**

Section 5, Advisory Committee—Such a Committee, which will serve in an advisory capacity to the Association, may include former Directors of the Association with powers and duties to be prescribed by the Board of Directors from time to time.

Section 6, Election Committee—At each Annual Meeting of the Board of Directors of this Association, the President shall with the approval of the Directors of the Association, appoint three members of the Association, one of whom shall be a Director of the Association and two of whom shall be members at large.

Section 6 (a)—The Election Committee shall, working through the Executive Director, on or about **June 15**, email or mail to all members who have paid their current year's dues, a letter asking for nominations for Directors, along with online balloting instructions or a return envelope addressed to a Certified Public Accountant appointed by the President, designated by the President of the Association. These nominations must be returned to the Certified Public Accountant or Counting Committee, **before 1 PM on a weekday, as specified on the ballot, on or about July 15**, to be counted.

Section 6 (b)—The CPA, appointed by the President, shall count the nomination ballots and give the results of the count to the Executive Director. Any questionable nominations or ballot-associated issues shall be brought to the immediate attention of the President, who in turn will invoke the input of the entire Board to resolve said issues. The Executive Director shall make up an election ballot containing two (2) more names than the number of Directors whose term is expiring. (Five (5) names when three (3) Directors terms are expiring and six (6) when four (4) Directors terms are expiring.)

Section 6 (c)—The Executive Director will then mail this ballot or email to each member the electronic address of the online balloting system, on or about August 15, along with a return envelope addressed to the CPA to all members who have paid their current years dues. The ballot must be returned and received by the CPA, **before 1 PM, on a weekday, as specified on the ballot on or about September 15.**

Section 6 (d)—The CPA shall count the ballots, as soon as possible after the return date, and report to the Election Committee Chairman and Executive Director on the count and any questionable ballots. Immediately after the ballots are counted, the Chairman of the Election Committee shall notify all candi-

dates of the results of the election. The members shall be notified of the election results at the Annual Meeting.

Section 6 (e)—Each member who is nominated and has their name placed on the ballot for the election of director shall write a letter to the members containing 300, or less words. These letters must be in the hands of the Executive Director prior to **August 1st**. The letters are to be typed uniformly, in the Executive Director's office, printed, and mailed to each member along with the election ballot or distributed electronic with the digital election ballot.

Section 7, Executive Committee—The Executive Committee shall consist of the President, Vice-President, Secretary and Treasurer, and one additional member of the Board of Directors of the Association. Such Executive Committee is empowered to exercise the powers of the Board in accordance with the policy of the Association during intervals between Board meetings, except in such matters, as the Board of Directors shall from time to time by resolution reserve for its own action. The Executive Committee shall make a full written report of its acts and doings at each succeeding meeting of the Board of Directors.

Section 8, Offices of Committees—The Offices of the Association shall be the offices of the several committees. Any communication or information received by the Secretary of such committees shall be forwarded to the Chairman of the proper Committee.

Section 9, Quorum—A majority of any standing Committee shall govern in all transactions of such committees.

ARTICLE VII --REGISTRATION AND RECORDS

Section 1, Individual Records—Every breeder must keep an adequate record of his Percheron breeding operations including: List of all purebred mares bred and the breeding dates of same, this list must contain both the mares which the breeder owns and those of others bred on his farm. Every breeder must also keep a list of every foal born, this list must contain the foaling date and the name and number of the sire and dam. A report of all purebred Percheron mares bred or exposed to a stallion during a calendar year must be made and filed with the secretary of the Association not later than January 31st., of the following year. Stallion reports postmarked later than January 31st., will be billed a fee for each mare served or exposed. The fee will be set by the Board of Directors and may be changed by the Board at any time.

Section 1 (a), DNA Marker Requirement of Breeding Stallions on Record—All Percheron stallions used to breed registered Percheron mares after December 31, 1998, must be DNA typed and recorded. To qualify for registration in the Percheron Horse Association of America, all foals born after December 31, 1999, including those imported from other countries, must be sired by a DNA typed sire, with the type markers on file with the Percheron Horse Association of America; further, all horses in the pedigree of the applicant for registration, born after December 31, 1999, must be sired by a DNA typed sire. DNA Markers of All Females registered after December 31, 2007 must be on Record—After December 31, 2007, the applicant for registration must pay an additional fee, as set by the Board of Directors, for sampling and recording the DNA of all females and matching them with their sire. The fee for the DNA is to be included with the registration fee accompanying the application for registration of a female. The Association will then send the applicant the materials necessary to complete the DNA sampling. It is the responsibility of the applicant for registration to collect and process the DNA sample as instructed by the association. The association will not issue a certificate of pedigree for any female until parentage has been verified by the testing laboratory. In cases where DNA markers are recorded on both the sire and dam of a female to be registered, that female must be matched to both sire and dam prior to the issuance of a certificate of pedigree.

Section 2, Cancellation of a certificate of Pedigree—The certificate of pedigree must be mailed to the Secretary for cancellation when a registered Percheron horse dies. The certificate of pedigree must be mailed to the Secretary for cancellation, before a registered Percheron horse can be sold as a grade,

without the certificate transferred to the new owner. A letter giving the date of death or the date the horse will be sold without papers and the name of buyer, if known, must accompany the certificate. If for some reason the breeder wishes, the certificate may be returned to him after it has been cancelled and noted on the records of the Association.

Section 3, Penalty—Any Member or non-member who fails to keep a record substantially as provided in the preceding sections shall be subject to such penalty as the Board of Directors may see fit to impose.

Section 4, Correspondence—Any breeder, member or non-member, who purposely refuses or neglects to furnish the Association information upon request bearing on his business with the Association with transfers or registrations or such other matters involving said breeder, shall be subject to such penalty as the Board of Directors may see fit to impose.

Section 5, Requirements—Anyone demanding registration of animals must conform to all of the requirements, rules, and regulations of the Association pertaining thereto.

Section 6, Application—Before any animals shall be recorded in the Stud Book of the Percheron Horse Association of America, an application shall be made on blanks furnished by the Association, the application must contain the following information. The sex, name, foaling date, color, description (both written description and drawing), the name and address of the breeder, the name and address of the present owner of the dam, the name and number of the sire and dam, the breeding date of the dam (if pasture bred the dates which the mare was with the stallion must be given), statement as to whether the breeding was artificial or natural, (for rules on artificial insemination write the Secretary), signature of the applicant, signature of the owner of the sire, dates when signed and such other information as the Board of Directors may from time to time require. When the proper showing has been made as herein required, and the said animal has been accepted for registration and the certificate of pedigree of the Association has been issued with the seal of this Association and the signature of the proper Officers attached, such registration and certificate shall be binding upon this Association. At no time thereafter shall such registration and certificate of pedigree be called in question by the Percheron Horse Association except when clear and convincing evidence is adduced as provided by the By-Laws of the Association showing fraud in the issuance of said certificate of registration. In no case shall any pedigree that has been issued in conformity with the By-Laws of this Association be set aside or cancelled until all parties known to be interested have been served with notice and given a hearing as provided in the By-Laws of this Association. The Association and its Officers shall use diligence in securing true information in connection with the registration of any and all animals recorded by it; but neither the Association nor its Officers, or Directors, shall be answerable in damages for the issuance of any certificate of pedigree made in conformance to information furnished by the applicant for entry.

Section 6 (a), Owner at foaling must register—The owner at foaling must either complete and mail the application for registration directly to the Secretary or pay a penalty of \$25.00 in addition to the regular registration fee. When an application for registration is received from any consignment sale or subsequent owner, anyone other than the owner at foaling, the \$25.00 penalty will be billed to the owner at foaling. The first owner of a purebred Percheron, (owner at foaling), must apply for registration. Applications for registration will not be accepted from anyone other than the first owner.

Section 7, Registration Classification—Purebred Percheron horses within any of the following classes are eligible for entry and registration in the Stud Book of the Percheron Horse Association of America under the following rules and regulations.

Section 7 (a) American bred animals—Any animal that is born in the United States out of a mare and sired by a stallion, which are both recorded in the Stud Book of the Percheron Horse Association of America.

Section 7 (b) Born in the United States—Any animal born in the United States out of a Percheron mare which has been recorded in the Stud Book of the Percheron Horse Association

of America and the sire of which is registered with a Percheron Association which is recognized by this Association.

Section 7 (c) Foreign born animals—Any Percheron, which is recorded and registered with a Percheron Association which is recognized by this Association are eligible for registration. Foreign born animals whose sire and dam are registered by the Percheron Horse Association of America, or an association recognized by the Percheron Horse Association of America, are eligible for registration by the owner at foaling, providing they meet all other requirements of registration. Animals born under the ownership of a resident of Canada, must first be registered in Canada.

Section 7 (d)—Applications for registration of horses, which are received in the office of the Association, after the horse has passed the age of three (3) years, with the exception of those already registered by another association, may, at the discretion of the Secretary, be referred to the Pedigree Committee, for approval, before registration. The Pedigree Committee may, at it's option, require information in addition to that which is normally required on the application for registration, for any horse which has passed the age of three (3) years.

Section 7(e) Eligible to Register—The Association recognizes that there are instances where an individual would like to retain and possess the purebred progeny of a registered Percheron horse that he/she owns, but not register that progeny in his/her name until the horse is sold or transferred. Any person in good standing with the Association, may choose to suspend the registration of a purebred animal foaled by them, by indicating on the registration application that the foal shall be "**Eligible to Register**." The applicant will be required to complete a DNA marker for the animal and pay the appropriate "Eligible to Register" application fee. An official registration certificate will not issue for said "Eligible to Register" animal until the Association receives a properly executed eligible to register transfer form, signed by its owner, requesting that the animal be transferred and the official registration certificate be issued to the transferee. The animal may not be used for breeding purposes prior to issuance of the official registration certificate and the subsequent removal of the "Eligible to Register" designation by the Association. The Board shall approve specific rules and procedures for "Eligible to Register" applications with detailed instructions as to how to transfer an "Eligible to Register" foal and shall set the applicable fees charged for this service. Upon approval by the Board, said rules and procedures shall be kept in the custody of the Secretary and made available upon request.

Section 8, Registration Fees—Registration fees will be set by the Board of Directors and may be changed at any time by the Board of Directors. All fees must be paid in advance. No application will be processed until it has been paid for in full.

Section 9, Forfeiture of Fees—Fees on applications for registry or transfer, or any other work which is pending correction or completion to be made by the applicant over twelve months shall be forfeited. Such applications shall each require an additional fee **equal to the fee in effect at the time the applicant, decides to complete his application**, which fee shall be paid in advance of issuance of the certificate.

Section 9 (a) Overpayments, Credits and Refunds—Overpayments will be credited to the account of those making the overpayment and will be refunded on request. Refunds and credits for payments for cancelled registrations, transfers, memberships, membership dues, advertising and advertising errors, and the return of products or services sold, are the responsibility of the Secretary/Treasurer, who shall have discretion to use his judgment in all such matters. The Secretary may apply administrative charges, handling fees, fees for work performed or restocking charges in the case of returned merchandise to any refund or credit. However, any member may appeal to the Board of Directors, which shall have final authority in all cases of a dispute over any refund or credit. The appeal must be made in writing and in the office of the Association within ninety (90) days of issuance of the refund or credit or 90 days from the date the dispute occurred.

Section 10, Association Not Liable—The filing of an application for registry of a pedigree or of a transfer of ownership

accompanied by the proper fees therefore shall not constitute a liability on the part of this Association and there shall be no return of fees to the applicant upon applications for registry or transfer or on any other work which remains incomplete 12 months from date of filing or which is finally rejected after 12 months from date of filing.

Section 11, Special Rules Regarding Registrations—A complete chain of transfers must be furnished in all cases, from the breeder or importer down to the present owner. Each change in ownership must be represented by a separate transfer application, together with the required fee for each transfer.

Section 12, Foundation Stock—All animals recorded in the registry of the Percheron Society of America or its predecessors, prior to October 19, 1910, shall be considered as foundation stock, and all pedigrees heretofore issued by the Percheron Society of America or its predecessors, prior to October 19, 1910, are hereby approved and confirmed and said pedigrees will be recognized by the Percheron Horse Association as final, absolute, unimpeachable and incontestable.

Section 13, Dealing in Pedigrees Prohibited—Any member of this Association or any Percheron breeder or dealer who sells or offers for sale or exchange, or gives away, any Percheron certificate of registry, or any person who purchases or accepts or uses such a pedigree, shall, regardless of whether or not he is a member or non-member of this Association, be immediately and automatically barred from transacting any further business with this Association until and unless he is reinstated by the Pedigree Committee or the Board of Directors of this Association.

Section 14, Penalty for False Statements—Any person who willfully misrepresents the age of an animal, the color or description, the owner of the sire or the dam or both, the owner of the animal at the time of registration, or who makes any other misrepresentation not herein enumerated in connection with the

registration or transfer of an animal shall be deemed guilty of misconduct affecting the purpose and good name of the Association. Any person found guilty of such misconduct shall be denied the privileges of the Association and if a member of the Association may be suspended or expelled from the Association and he shall be subjected to such other penalty as Board of Directors may impose.

ARTICLE VIII --TRANSFERS

Section 1, Application for Transfer—A record of all changes in ownership must be made on the records of the Association. It shall be the duty of the seller of any animal to promptly forward transfer along with the certificate of pedigree and the proper fees, directly to the Secretary of the Association. The seller must fill in the name and address of the actual buyer and the date of contract for sale. Such application for transfer shall be signed in ink on a form furnished by the Association, which when received by the Secretary shall be entered on the records if found to be regular. Every space on the transfer blank must be filled out in full, where necessary, in order to make the transfer acceptable. **Penalty**—Any breeder or owner who willfully refuses or neglects to transfer on the records of the Association, any animal sold, shall be subject to such penalty as the Board of Directors may see fit to impose.

Section 1(a), Seller must transfer—The seller must mail the transfer application and the certificate of pedigree directly to the Secretary as specified in Section 1 above. A penalty of \$25.00 will be billed to the seller when an application for transfer or certificate of pedigree is given to the buyer, or received by the association from the buyer. This penalty shall be in addition to the regular transfer fee and any other penalty imposed by the Board of Directors. Sellers will be permitted to give a transfer application and certificate of pedigree to an authorized consignment sale, when a registered Percheron is consigned to a sale authorized to handle Percheron transfers. Transfer applications given to consignment sales or agents to sell; must first be completely filled out, with the exception of the name of the buyer, and signed by the seller. In no case shall a seller sign a transfer in blank, the date of sale, name of consignment sale

or selling agent must be filled out on the application. It is the responsibility of the seller to see that sale transfers are mailed to the Secretary and not given to the buyer.

Section 1(b), Consignment Sales and Agents—All consignment sales and agents for the seller or buyer of registered Percheron horses who handle certificates of pedigree and transfer applications must mail these transfer applications and certificates of pedigree directly to the Secretary of the Percheron Horse Association of America. Any consignment sale or agent who gives a certificate of pedigree or an application for transfer to a buyer, shall be subjected to such penalty as the Board of Directors may see fit to impose, and, at the discretion of the Board of Directors, may be barred from handling Percheron certificates and transfers.

Section 2, Transfers Signed in Blank—Any member issuing a transfer in blank or having a transfer signed in blank in his possession shall be deemed guilty of misconduct affecting the purpose and good name of the Association and may be expelled from the Association or subject to such other penalty as the Board of Directors may impose.

Section 3, Neglect or Refusal to Transfer—In case of willful neglect or refusal of a seller to give a transfer without reason satisfactory to the Association, the record of change of ownership may be made by the Secretary upon written approval of the majority of the Pedigree Committee on satisfactory evidence of sale and delivery.

Section 4, Progeny—No animal owned in the United States will be recorded which is the progeny of a mare or stallion which is not properly transferred on the records of this Association.

Section 5, Transfer Fees—Transfer fees will be set by the Board of Directors and may be changed at any time by the Board of Directors. No animal will be transferred on the records of this Association until the transfer fee has been paid in full. When title on an animal has been received by inheritance, on application made and satisfactory evidence furnished, such title shall be transferred on the records of the Association to the person or persons inheriting such animal or animals, upon payment of a fee of \$2.00 to Members and \$3.00 to non-members for each animal so inherited.

Section 6, Penalty for False Statements—In case of a transfer furnished which does not represent a true transaction, either in the date of sale, the name of the purchaser, or which contains any material misrepresentation, the seller who signs such transfer, as well as, the purchaser who accepts such transfers, knowing that certain misrepresentations were made, may be charged with misconduct affecting the purpose and good name of the Association. Any person who shall report to this Association, for the purpose of publication in the Percheron News, any false or fictitious price alleged to have been obtained for any animal sold, or shall otherwise procure the publication of such false or fictitious price in the Percheron News, shall be deemed guilty of misconduct affecting the purpose and good name of the Association. Any person found guilty of such misconduct shall be subject to such penalty as the Board of Directors may impose.

ARTICLE IX – REWRITTEN PEDIGREES

Section 1, Correction or Alteration—Any person who makes alterations or changes in a certificate of pedigree issued by this Association, or who has in his possession a certificate of pedigree which bears evidence of change or alteration, or who requests the Association to change its records and to rewrite a pedigree in order to make said certificate fit an animal in age and color and description that does not belong with such pedigree, shall be deemed guilty of misconduct affecting the purpose and good name of the Association; and shall be subject to expulsion or such other penalty as the Board of Directors may impose. A certificate of pedigree bearing alterations or amendments shall not be recognized by the Association, but shall be subject to cancellation, and no transfer shall be accepted in case the animal is sold; and the progeny of such animal denied registration or transfer until upon proper identification, such certificate has been reissued by the Secretary.

When an animal registered in this Association shall have changed color, or when error has been made in the original reg-

istration of an animal, upon application of the owner of record, and upon satisfactory proof being made, such change shall be made, or error corrected on the records of the Association; and the certificate of pedigree shall be rewritten to show proper description. A fee, the amount of set by the Board of Directors, shall be charged, for correcting the records and issuing a rewritten certificate of pedigree.

ARTICLE X – DUPLICATE PEDIGREES

Section 1, Duplicate of Lost Certificate—Duplicate of lost or destroyed certificates of pedigree will be furnished by the Secretary upon satisfactory proof of loss of the original, and upon payment of a fee, the amount of to be set by the Board of Directors.

ARTICLE XI – SUSPENSION AND EXPULSION

Section 1, Duty to Report Misconduct—All reports of irregularities, regardless of nature of the same, that come to the attention of any member of the Association or non-member, should be called at once to the attention of the Secretary. The Association and its Officers will take every precaution to see that false charges shall not be received, entertained, or filed against any innocent member. However; the Association, its Officers and/or Directors shall not be liable in damages to any member against whom charges have been filed, and received in good faith, whether such member shall be found innocent or guilty of said charges.

Section 2, Charges of Misconduct—If any member of the Association, or other party in interest, charges another who is a member of this Association with misrepresentation or misconduct which in any manner involves the purpose and good name of the Association, said charges shall be referred by the Secretary to the Pedigree Committee. Charges or complaints, which do not involve Percheron horses or Percheron pedigrees, shall be referred directly to the Board of Directors. If any facts or evidence clearly indicating misrepresentation or misconduct involving the purpose and good name of this Association, brought to the attention of said Committee or Board, shall, in the judgment of said Committee or Board require investigation, such Committee or Board may investigate or authorize an investigation of the facts and circumstances bearing upon the case. Said Committee or Board having the matter in charge, after such investigation, shall report its findings to the Board of Directors, who shall then hear such charges made, and, if sustained, may suspend or expel such offender or impose such other penalty as they may decide proper in the premises, and deprive him of all privileges of membership in this Association and the right to record pedigrees and transfers in the Stud Book of the Association. The said Board of Directors, if, in its judgment deemed wise, after hearing the charges and the evidence bearing upon such charges, may report its findings to a meeting of the members of the Association for such action as the members may see fit to take in the premises.

Section 3, Charges—How Made—No charge or accusation against a member of the Association shall be entertained by the Board of Directors, or any Committee or Officer of the Association, for final hearing and determination by the Board, until said charges have been reduced to writing and filed with the Secretary, and in all cases where charges are made, such charges must be reasonably certain and specific, stating wherein the party accused has made misrepresentation or been guilty of misconduct. It shall, however, be within the authority of the Board of Directors to take cognizance of any charges or complaints, either oral or written, that may be made to such Board and to initiate an investigation of the same, and to take such action as they deem wise, to be for the best interests of this Association and members thereof not inconsistent with the By-Laws.

Section 4, Filing of Charges—All charges against members must be in the first instance filed with the Secretary of the Association, and when any charges are so filed, it shall be the duty of the Secretary to refer the same to the Pedigree Committee or, cases not involving Percheron horses or pedigrees, to the Board of Directors. It shall also be the duty of the Secretary of the Association to initiate charges of misconduct when such mis-

conduct is found during the course of conducting the duties of his office. It shall then be the duty of said Committee or Board to investigate the charges, or have same investigated, and if after such investigation they have reason for believing the charges to be true, they shall report the facts and their findings and recommendations to the Board of Directors. The said Pedigree Committee or Board may act collectively on such cases as a result of being called together in a meeting for such a purpose, or they may review the evidence individually and then submit in writing their decision to the Secretary or the Board of Directors. The Board of Directors shall then assume jurisdiction of the matter. They may consider the recommendations of the Pedigree Committee, individually by correspondence or collectively at a regular or special meeting called for such a purpose. It shall be the duty of the Board of Directors to give at least ten (10) days notice to the party accused of the time and place of hearing on said charges and he shall be furnished with a copy of the same. Any member or non-member against whom charges have been filed with the Secretary shall file written answer to the same with the Secretary within ten (10) days after a copy of the charges has been served upon him, either in person or by placing same in the mail, properly stamped and addressed to his last known residence, and in case of his failure to file such answer within the time specified, said charges shall be taken as confessed and the Board may proceed as if the charges had been admitted by the person so charged.

Section 5, Powers of Pedigree Committee—The Pedigree Committee or Board of Directors, to which charges when filed are referred by the Secretary, shall have full power and authority to require any member of the Association to appear before it and make full statement with respect to the subject matter of said charges, or said Committee may, in its discretion, require any member of the Association to make in writing, a full statement with respect to the subject matter of said charges and mail the same to the Committee.

Section 6, Penalty for Refusing to Give Information When Requested—Any member of the Association who, after being requested by the Pedigree Committee to appear before it, shall fail to appear before the Committee and to make full statement as such member may be interrogated by the Committee; or any member who after like request shall fail to make full written statement with respect to the charges being investigated by said Committee; shall be subject to suspension from the privileges of membership in the Association; and to deprivation of all privileges of membership in the Association by the Board of Directors during such time as may to the Board of Directors seem proper. The Board of Directors shall have full power to require like attendance and statement of any member of the Association when reaching final determination as to such charges, or like written statement from such member of the Association; and shall have full power to suspend from the privileges of membership in the Association, during such time as in its discretion may seem proper, any member who after being requested by said Board of Directors to do so shall fail or refuse to appear before the Board of Directors and make such statement or who may refuse to furnish to the Board of Directors such written statement with respect to charges being heard by said Board.

Section 7, Hearing—The Board of Directors, sitting as a body, shall be the sole judge of the rules and procedure to be adopted at such hearing and trial; and shall determine the truth or falsity of the charges made, and in reaching final determination, may take testimony in any manner they may see fit. In the event any accused member or non-member shall desire to contest such charges, he must appear in person at such hearing, in which event he shall also have the right to be assisted by counsel. Unless said accused shall appear in person or shall submit an explanation for such failure to appear which is satisfactory to the Board of Directors; the charges shall be taken as confessed. In case the Board of Directors finds the accused guilty of the charges made; penalty may be imposed as the Board of Directors may deem proper under all the circumstances in the case, provided, however; that if said member shall appear before the Board and make answer to said charges he shall have the right to appeal to the next succeeding Annual Meeting of the Members.

In case notice of such appeal shall be filed in accordance with Section 8 of this Article XI, said members shall then assume the jurisdiction of the matter and shall then, or at any adjourned meeting, investigate the charges made and hear the evidence already presented for and against the accused, together with such additional evidence as may be offered and admitted by said member; thereupon, if the accused shall fail to appear before said Annual Meeting or unless two-thirds of the members represented at such meeting, expressed by vote, shall vote to dismiss such charges, or to change or modify the findings from which said appeal was taken, said charges shall be sustained and the action of the Board of Directors shall be considered final. Such member so suspended or expelled, may, however, be reinstated by the Board of Directors upon his compliance with the conditions imposed.

Section 8, Appeal—Notice of appeal and specifications setting forth the grounds for the same, must be filed by the accused with the Secretary within ten (10) days after the mailing of the findings of the Board by the Secretary to the accused or the delivery of the same to him in person. Failure to give notice and to file such specifications within the time required, shall deprive the accused of the right of appeal.

Section 9, Identification—The Secretary or the Pedigree Committee may, at any time he or it deems advisable, or upon complaint of any member; inspect or have inspected the animals of any breeder for the purpose of obtaining whatever information is desired. For the purpose of identifying Percheron horses with the pedigrees which belong with them or application for pedigree, such horses may be inspected upon the premises of the owner or wherever such horses may be located; and it shall be the duty of such owner or owners to locate and point out to the Secretary, Committee, or inspector, the animal which corresponds with the pedigree in question and to afford every facility for such identification.

Section 10, Refusal to Assist Committee—Any breeder who fails or refuses to assist the Secretary or the Pedigree Committee, or its representative investigating the animals of any breeder; or who fails to locate the animal which corresponds with the pedigree in question or who makes misrepresentations as to the identity or breeding of any animal owned by him or under his control; or who makes misleading or erroneous statements for the purpose of deceiving said Committee, or its representative, in the identification of animals owned by him or under his control, or withholds from said representative or Committee information necessary to properly identify the animals belonging to such member or non-member; shall be deemed guilty of misconduct affecting the purpose and good name of the Association; and upon hearing as provided herein, being found guilty of such misconduct, shall be subject to expulsion from the Association and deprived of the privileges thereof or subject to such penalty as the Board of Directors may see fit to impose.

Section 11, Failure to Show Animal—Any member or non-member of this Association who holds a certificate of registration without a purebred animal to correspond with the same; or who fails upon request to exhibit such animal; shall be deemed to hold such certificate unlawfully and the registration of the animal evidenced by said certificate shall, by the Secretary, be cancelled upon the records of the Association; and the member holding such certificate and failing to exhibit to the Pedigree Committee or investigator for the Association the animal corresponding to said certificate; may be penalized by expulsion from the Association or such other penalty imposed as the Board of Directors may by its action determine.

Section 12, Order of Procedure in Handling Cases Charging Misconduct: 1—Complaint must be filed with the Secretary. If verbal, complaint must be reduced to writing by the Secretary. 2—Secretary must refer complaint to Pedigree Committee or Board of Directors. 3—Pedigree Committee or Board of Directors, in session or by correspondence, may determine the seriousness of the charges and direct investigation. 4—Results of investigation shall be reported to the Pedigree Committee or Board of Directors for further consideration, together with copy of formal charges filed against accused. 5—Pedigree Committee in session or by correspondence may recommend to the

Board of Directors that the accused be cited to appear for trial. 6—Board of Directors in session, or reviewing the evidence by correspondence and acting through the President, shall then authorize the Secretary to notify the accused of the date, at least ten (10) days in advance of hearing, that he appear for trial before the Board of Directors. 7—The accused must file with the Secretary, written answer to the charges within ten (10) days after copy of the charges has been served upon him. 8—Board of Directors, sitting as a body, shall consider the evidence. 9—The accused shall be notified of the action taken by the Board of Directors. 10—The accused shall have the right of appeal to the next succeeding Annual Meeting, provided he has appeared before the Board of Directors for trial. The accused must file notice of his intention to appeal, with specifications setting forth the grounds for same, with the Secretary within ten (10) days after the mailing of the findings of the Board of Directors or the delivery of the same to him in person.

ARTICLE XII – OTHER PENALTIES

Section 1, Business Stopped—When at the discretion of the Secretary or of the Pedigree Committee, in cases where misconduct or misrepresentation is charged, a member or non-member may be refused the right to register animals from the date of filing of the complaint or charge and refused the privilege of recording or transferring animals until such time as said charges are disposed of. In cases where charges of misconduct are upheld by the Board of Directors the right to register and or transfer may be reinstated by the Board of Directors with special restrictions, limitations or qualifications as the Board of Directors may see fit to impose.

Section 2, Accused Must Pay Cost of Investigation—Any member or non-member found guilty of violation of any of the By-Laws of the Association, wherein the Association has incurred any expense in investigating the matters involved, shall pay the expenses and costs of such investigation and all costs of the Association in connection therewith, and such member so found guilty shall remain suspended from the Association and deprived of all its privileges until such costs and expenses are paid.

Section 3, Pedigree—When Set Aside—When a member or non-member is found guilty of misconduct affecting the purpose and good name of the Association, he may be penalized, in addition to such other penalty as the Board may see fit to impose, by having all pedigrees set aside for horses which he owns and which do not agree with their pedigrees in age, color and description.

Section 4, Misrepresentation at Shows—Any member who exhibits an animal under false representation at any fair, show, or exposition, shall be deemed guilty of misconduct affecting the good name and purpose of the Association; and shall be penalized for the first offense not to exceed the sum of five hundred dollars (\$500.00); and shall remain suspended from membership in the Association until such penalty is paid; and upon second offense shall be expelled from the Association.

Section 5, Publishing Names of Dishonest Breeders—For the protection of the Association, its members, non-members and the breed, the Board of Directors may at its discretion, notify all members and non-members of the Association through the Percheron News, or by letter through the office of the Secretary, of action taken by it against any member found guilty of violating any of the By-Laws of the Association.

Section 6, Fines—A penalty may be imposed in the form of a cash fine for violation of any of these by-laws.

Section 7, Non-Members—Any non-member found guilty of making willful misrepresentation affecting the purpose and good name of this Association shall be subject to whatever penalty the Board of Directors may see fit to impose. Such action may take the form of a fine or a penalty, which will forever bar the accused from transacting any further business with this Association. The Association shall be the sole judge of the persons, firms or corporations, not members of the Association, for whom registrations are made and to or from whom pedigrees may be transferred, and shall be the sole judge as to what acts of fraud or misconduct shall be deemed sufficient reason for

the refusal to register or to transfer a pedigree to or from any person, firm or corporation.

Section 8, Penalty for Other Violations—For the violation of any of the By-Laws wherein a penalty is not provided, a member may be expelled, suspended or subjected to such other penalty as the Board may impose, and the member so penalized shall remain suspended until such fine or penalty has been satisfied.

Section 9, Multiple penalties may be imposed—When the Board of Directors is empowered to impose penalties for any violation of these By-Laws; the Board may impose any one or more of the penalties enumerated in Article XII. Penalties enumerated in Article XII may be imposed in addition to any specific penalty provided for in any section of these By-Laws.

Section 10, Restoration of Membership—Notwithstanding anything in these By-Laws contained to the contrary, the Board of Directors may restore to good standing any person who, by action of the Board, has been deprived of the privileges of the Association and of the right of registration and transfer of animals therein by reason of expulsion, suspension, or otherwise, upon such member complying with such requirements as the Board may see fit to impose.

ARTICLE XIII – RULES OF PROCEDURE

Section 1, Order of Business—The regular order of business at all meetings of the members or of the Board of Directors, except at the Annual Meeting, shall be as follows:

- 1—Meeting called to order
- 2—Roll call
- 3—Reading of minutes of last meeting
- 4—Report of committees
- 5—Consideration of special or unfinished business
- 6—Consideration of general business

Section 2, Order of Business at Annual Meeting of Members or of Board of Directors

- 1—Meeting called to order
- 2—Roll call
- 3—President's address
- 4—Reading and approval of minutes of preceding meeting
- 5—Report of Secretary
- 6—Report of Treasurer
- 7—Report of Standing Committees, the first of which shall be the report of the Chairman of the Finance Committee
- 8—Election Committee report of election of Directors
- 9—Unfinished business
- 10—New business
- 11—Consideration of general business
- 12—Adjournment

Section 3, Procedure—Roberts Rules of Order shall govern the meetings when not inconsistent with these By-Laws; however, special rules of order for the government of meetings of members or the Board of Directors may be made at any time by the Board of Directors. Any motion or resolution offered for consideration shall, at the request of any member, be reduced to writing before it is acted upon.

ARTICLE XIV – AMENDMENTS

Section 1, By Board of Directors—Any By-Law may be repealed, modified, altered or amended, or new By-Laws adopted at any regular or special meeting of the Board of Directors, by a majority vote of the members of the Board.

ARTICLE XV FROZEN/CHILLED SEMEN AND EMBRYO TRANSPLANTS

Section 1, Rules and Procedures—The Pedigree Committee shall draft rules and procedures governing the collection, use, and storage of chilled/frozen semen and embryos. Said rules and procedures shall be submitted to the Board of Directors for approval. Upon approval, said rules and procedures shall be kept in custody of the Secretary and copies of said rules and procedures shall be made available upon request.