

# BY-LAWS OF THE EXOTIC WILDLIFE ASSOCIATION

## ARTICLE I OFFICES

**Section 1. Principal Offices.** The principal offices of the Association shall be as stated in the articles of Incorporation until such principal office is changed in a manner provided by law.

**Section 2. Other offices.** The Association may, in addition to its principal office, have offices at such other places within and without the State of Texas as the Board of Directors may from time to time determine.

## ARTICLE II MEMBERS

**Section 1. Active Members.** Members of the Association shall be persons approved for membership in the Association by or under authorization of the Board of Directors. Active Members shall be persons who are actively engaged as owners, agents, or managers in the handling, propagation, or care of indigenous and non-indigenous hoof stock animals as defined in these By-Laws and amendments thereof and Rules adopted and provided in accordance with Article VIII of these By-Laws. Active Members shall pay annual dues of one-hundred-fifty (\$150.00) dollars per year. Designated representatives of individuals, corporations, or associations of any kind, subject to approval of the Board of Directors, may be treated as Active Members based upon annual dues paid by their principals. Designated dealers in indigenous and non-indigenous hoof stock animals recognized in these By-Laws shall be eligible for Active Membership and shall pay dues in the amount of one-hundred-fifty (\$150.00) dollars. Only Active Members in good standing shall have the right to vote in the election of Directors or on other matters affecting the affairs of the Association.

**Section 2. Associate Members.** Persons interested in indigenous and non-indigenous hoof stock animals, who support the right to privately own, manage, and breed indigenous and non-indigenous hoof stock animals, and who support a landowner's right to control his or her own land, may become Associate Members and such members shall be entitled to attend general and special meetings of the Association but shall not be entitled to vote on any matter. The annual dues of Associate Members shall be one-hundred (\$100.00) dollars.

**Section 3. Patron Members.** Persons who qualify for Active membership may become Patron Members of the Association. The annual dues of Patron Members shall be five hundred (\$500.00) dollars. Patron Members shall be entitled to attend all general meetings of the Association, and shall be entitled to vote on any matters.

**Section 4. Lifetime Members.** Persons who qualify for Active membership can become Lifetime Members of the Association. A one-time fee of one-thousand-five-hundred (\$1500.00) dollars entitles anyone so qualified to be a Lifetime Member. Lifetime Members enjoy all the rights and privileges of Active membership for the lifetime of the member.

**Section 5. Student Members.** Persons enrolled in public or private institutions of learning are eligible to become Student Members of the Association. The annual dues of a Student member shall be twenty-five (\$25.00) dollars.

**Section 6. Sportsman Members.** Persons who support hunting and are interested in the conservation of indigenous and non-indigenous hoof stock animals can become Sportsman members of the Association. The annual dues for Sportsman Members shall be one-hundred (\$100.00) dollars.

**Section 7. Active Corporate Members.** Corporations actively engaged as owners, agents, or managers in the handling, propagation, or care of indigenous and non-indigenous hoofstock animals shall be eligible for Active Corporate Membership. Active Corporate Members shall pay annual dues of five hundred (\$500.00) dollars. The name of Active Corporate Members shall be recognized as such. Active Corporate members shall designate up to six (6) officers of the corporation to be listed individually as Active Members of the Association. Active Corporate members shall designate only one voting member to vote in the election of Directors and on other matters affecting the affairs of the Association. This singular voting right is transferable by proxy duly appointed in writing.

**Section 8. Associate Corporate Members.** Corporations interested in indigenous and non-indigenous hoof stock animals, and which support the right to privately own, manage, and breed indigenous and non-indigenous hoof stock animals, and which support a landowner's right to control his or her own land, may become Associate Corporate Members. Associate Corporate Members shall be entitled to attend general and special meetings of the Association but shall not be entitled to vote on any matter. The annual dues of Associate Corporate Members shall be two hundred (\$200.00) dollars. The name of Associate Corporate members shall be recognized as such. Associate Corporate Members shall designate up to six (6) members of the corporation to be listed individually as Associate members of the Association.

**Section 9. Honorary Lifetime Member.** A Person who has contributed to the mission of the Exotic Wildlife Association but is not actively engaged in the propagation of indigenous and non-indigenous hoof stock, and support the right to privately own, manage, and breed indigenous and non-indigenous hoof stock animals, and support a landowner's right to control his or her own land. This level of membership requires a Director's nomination and must be approved by a majority vote of the Exotic Wildlife Association's Board of Directors. Honorary Lifetime Members shall be entitled to attend general and special meetings of the Association but shall not be entitled to vote on any matter. This is an honorary position therefore there are no dues associated with this level of membership.

**Section 10. Payment of Dues.** Membership dues are to be paid annually, based on the anniversary date of original membership. Voting members, who have paid annual dues and are not delinquent for any prior years, shall be considered "Voting members in good standing" and shall be eligible to receive notice of and participate as a Voting member of the Association at any meeting, held during such calendar year. Voting members who are not so qualified by timely payment of dues shall be automatically suspended as members and shall not be entitled to vote on any matters of the Association until their delinquency is rectified.

**ARTICLE III**  
**MEETINGS OF MEMBERS**

**Section 1. Annual Meeting.** The annual meeting of the members of the Association for the election of Directors and the transaction of such other business as may properly come before the meeting shall be at such place and on such date and at such time in March or April of each year as the Board of Directors may from time to time determine, provided such determination shall be made by the Board of Directors at a meeting held in or prior to the first week in February of the year. If no timely action is taken by the Board of Directors as to any year, the annual meeting of members shall be held in the Association's principal office at ten o'clock in the forenoon of the third Friday in March of every year for which no timely action is taken, as provided by this section.

**Section 2. Special Meetings.** Special meetings of members for any purpose or purposes may be called at any time by the President or by any five (5) of the Directors to be held at such time and place as may be designated in the notice of the meeting. The President or Vice-President or the Secretary shall promptly call such a meeting whenever ten percent (10%) or more of the Active Members in good standing shall make written application therefore, stating the purposes of the meeting applied for. The business transacted at any special meeting of active members shall be limited to the purpose stated in the notice.

**Section 3. Vote by Proxy.** Active Members of the Association in good standing may vote at any annual or special meeting by proxy duly appointed in writing.

**Section 4. Quorum of Members.** For the purpose of holding an election of Directors or the transaction of other business, a quorum of Active Members either present or present by proxy shall consist of not less than ten percent (10%) of the total number of Active Members in good standing as provided by Section 2.12 of the Texas Non-Profit Corporation Act.

**Section 5. Notice Meetings of Members.** Only Active Members in good standing as of January 31 of each year shall be entitled to notice of and to vote at the annual meeting for such year. Notice of the annual meeting shall be deposited in the United States mail addressed to the member at his or her address as it appears on the records of the Association, with the postage thereon paid, not less than ten (10) days nor more than sixty (60) days before the date of the meeting, and when so mailed the notice shall be deemed delivered. Notice of all special meetings of members shall be given in like manner but may be mailed not less than five (5) days before the special meeting and shall specify the purpose or purposes of the meeting.

**ARTICLE IV**

**DIRECTORS**

**Section 1. Powers of Board of Directors.** All the affairs of the Association shall be under the control of the Board of Directors. The Board shall have the power from time to time to adopt, alter, and amend By-Laws and rules and regulations.

**Section 2. Nomination and Election of Directors.** During the month of March following the Annual Membership Meeting, the Board of Directors shall appoint a nominating Committee consisting of two (2) members of the Board of Directors and three (3) voting members of the Association who are neither Directors nor Officers of the Association. The Nominating Committee shall promptly select not less than two (2) additional persons than the number of directors whose term is expiring nor more than fifteen (15) persons as nominees and candidates to be voted upon at the next annual meeting of voting members of the Association, to fill the vacancies of the Directors whose term of office will next expire or Directors who are deceased or who have resigned. **The nominee list, accompanied by a sworn affidavit signed by each nominee insuring the Board of Directors of the Association that they are actively engaged as the owners, agents, or managers in the handling, propagation, or care of indigenous and non-indigenous hoof stock animals as defined in these by-laws and amendments thereof and Rules adopted and provided in accordance with Article VIII of these by-laws, are not currently under indictment of a misdemeanor or felony, have no ethics complaint pending and have been members in good standing for a period of at least three (3) years, will be submitted to the Association's Corporate Office for qualification as members in good standing for a period of three (3) years prior to nomination.** After qualification, the list will be submitted at the June board meeting for approval by a majority of the board. Nominees to replace those rejected by the board will be submitted to the association office for qualification and submitted at the September board meeting for approval by the majority of the board. Following board approval, each nominee will be asked permission to be placed on the ballot. The final list of nominees accompanied by each nominee's bio-sketch and photograph will be submitted immediately to the association office. The names of such nominees shall be placed on a written or printed ballot and mailed to each voting member with the notice of the annual meeting. Such ballot shall provide that the same may be marked by the voting member so as to indicate the number of persons to be elected Directors for whom he or she desires to vote, and, same may be mailed in a sealed envelope marked "Ballot" to the Secretary of the Association or to the Corporate Office of the Exotic Wildlife Association and the same shall be placed in the ballot box and to be opened, tallied, and counted at the annual meeting with the other written or printed vote of other voting members who may attend the meeting and cast their ballots in person. All voting for Directors shall be by such written ballots and the nominees receiving the greatest number of votes shall be declared elected. In the event of a tie vote the election shall be determined by the drawing of lots in a manner approved by the nominees affected by the tie vote. All voting shall be done by an official EWA ballot only and shall be submitted in an official EWA envelope to the corporate office prior to the annual membership meeting or may be submitted at the Annual Membership Meeting prior to the election of directors, provided it is submitted in the official EWA envelope. Due to the vetting process required to qualify all candidates for service as an EWA director there will be no nominations for the position of EWA director submitted as a write in candidate or nominated from the floor at the convention. EWA members who wish to nominate a candidate for the position of Director may notify the EWA office or the Nominations Committee Chairman with that EWA member's name prior to the May Board of Directors regular meeting as required by these by laws; no official ballot shall be considered or counted in which the voting member attempts to vote for more than the number of Directors designated to be elected.

**Section 3. Qualification of Directors.** All nominees for the position of Director of the Exotic Wildlife Association shall be an Active member, Active Corporate member, Lifetime member or Patron member in good standing for a period of three (3) years prior to the election of Directors.

**Section 4. Term Limits for Directors.** All Directors of the Exotic Wildlife Association shall be elected for a three (3) year term and may only serve for two (2) consecutive terms. That director who has served two (2) consecutive terms shall not seek reelection until he/she has been absent from the Exotic Wildlife Association Board of Directors for a period of one (1) year.

**Section 5. Meetings of Directors.** The Board of Directors shall hold a meeting as soon as practicable after the adjournment of the annual meeting of members, at which time the officers of the Association shall be elected for the ensuing year; and, at which any and all business and affairs of the Association may be acted upon. No notice of said meeting need be given. Special meetings of the Board of Directors may be called from time to time by the president or the Secretary or by written call and notice signed by any five (5) or more Directors filed with the Secretary whose duty it shall be to mail said notice to all of the Directors of the Association. Notices of special meetings of Directors, stating the time and place of the meeting, shall be given by mailing the same to the Directors not more than thirty (30) days or less than five (5) days before the date set for the meeting; and unless otherwise stated in the notice the meeting shall be held at the principal office of the Association.

**Section 6. Quorum of Directors.** Unless mandatorily otherwise required by law, thirteen (13) Directors present or present by proxy shall constitute a quorum for the transaction of business at any meeting of the Board of Directors. If less than a quorum be present at a meeting the Directors present may adjourn the meeting and the meeting may be held on the date to which it is adjourned without further notice. Except as otherwise provided by law or by the Articles of Incorporation or these By-Laws, when a quorum is present at any meeting of the Board of Directors a majority of the Directors present at such meeting shall decide any question coming before such meeting.

**Section 7. Attendance at Meetings.** A Director's position is one of trust and confidence placed on an individual by the membership of this Association. Attendance at Board Meetings is paramount to this trust. An Association's Director shall be allowed three (3) missed meetings, either unexcused or by proxy, in a twelve (12) month period beginning with the Annual Membership Meeting each year.

**Section 8. Conduct of Meetings.** Each meeting of the Board of Directors shall be presided over by the Chairman of the Board or the President; or in the absence of either, by a Vice-President or a person selected to preside by the vote of the majority of the Directors present. The Secretary, or in his or her absence an Assistant Secretary, or in the absence of both, any person designated by the Chairman of the meeting shall act as Secretary of the meeting. All meetings shall be conducted in an orderly manner but no formal rules or order of business shall be applicable.

**Section 9. Conflict of Interest.** Directors of the Exotic Wildlife Association who serve as an officer or director of any other organization or association who has a conflict of interest with the

EWA shall cease to serve as a director of the EWA or the conflicting organization or association until such time as the matter is resolved. The determination of the conflict of interest shall be approved by a 2/3 majority vote of the Board of Directors of the EWA.

**Section 10. Committees.** In addition to the Nominating Committee, the President of the Board of Directors shall appoint from the Board of Directors an Executive Committee. The Executive Committee will consist of the Chairman of the Board, President, Vice-President, Secretary-Treasurer, and a maximum of five additional Board of Directors. The Executive Committee, between meetings of the Board of Directors, shall have all the powers of the Board of Directors with respect to all matters relating to the affairs of the Association. All action of the Executive Committee shall be reported to the next succeeding meeting of the Board of Directors for approval or disapproval; but, the Board of Directors shall not have the authority to disapprove an action taken by the Executive Committee on which other persons or parties have acted or relied and whose rights would be adversely affected by the withholding of such approval.

The President shall appoint a committee to study and make recommendations with reference to the establishment of trophy standards and trophy records of indigenous and non-indigenous animals, which may be a standing committee until changed by the President.

The President may appoint a technical committee consisting of wildlife biologists and other technical persons in the wildlife field to handle all matters of a technical nature affecting the Exotic Wildlife Association and its membership.

The President shall appoint such other standing or temporary committees, as the Directors may deem proper.

**Section 11. State Chapter Directors. All state chapter presidents shall serve as a Director on the International Board of Directors and will be granted all voting rights and privileges of the International Board of Directors as long as he or she serves in the capacity of state president. Newly elected state chapter Presidents will automatically fill the position as a Director on the International Board of Directors.**

**Section 12. Number of Board Members.** The Board of Directors shall be made up of not more than twenty five (25) elected members plus the presidents of each state chapter.

## **ARTICLE V**

### **OFFICERS**

**Section 1. Number and Designation of Officers.** The Officers of the Association shall be Chairman of the Board, a President, one or more Vice-Presidents, a Secretary, a Treasurer and other officers as may be appointed as provided in Section 2 of this Article. The Officers specifically named above shall be elected annually by the Board of Directors after the election of Directors at the annual meeting of members and shall hold office until their successors are duly elected; subject, however, to the provisions of Article VI hereof. In the event of the failure of the Board of Directors to so elect any such Officers, such Officers may be elected at any subsequent

meeting of the Board of Directors. Any person may hold two or more offices, provided President and Secretary shall not be the same person. If the office of any officer becomes vacant for any reason, the vacancy may be filled by the Board of Directors.

**Section 2. Other Offices.** The Board of Directors may, from time to time, appoint one or more other officers of the Corporation, including one or more Assistant Secretaries, one or more Assistant Treasurers, and such other officers as the Board may deem desirable. Each officer so appointed shall hold office at the pleasure of the Board of Directors and shall exercise such powers and perform such duties as may be assigned to him or her by or pursuant to authority of the Board of Directors or the President.

**Section 3. Chairman of the Board.** The Chairman of the Board shall preside at the Board of Directors meeting during the election of the President, Vice-Presidents, Treasurer, Assistant Treasurers, Secretary, and Assistant Secretary, if the Board of Directors chose to elect all or part of these Officers. The Chairman of the Board shall also be Chairman of the Executive Committee.

**Section 4. President.** The President shall, subject to the direction and control of the Board of Directors, be the chief executive officer of the Association and shall have supervision of the financial and other affairs of the Association, as well as all powers and duties usually incident to such officer. The President shall preside at all meetings of the Board of Directors, except the election of Officers, and of members at which he is present.

**Section 5. Vice-President.** In the absence or inability to act for the President, any Vice-President designated by the Board of Directors shall perform all the duties and may exercise all the powers of the President. Each Vice-President shall have such other powers and shall perform such other duties as may be assigned to him by the Board of Directors or the President.

**Section 6. Treasurer.** The Treasurer shall have general supervision over care and custody of the funds and securities of the Association and shall deposit the same or cause the same to be deposited in the name of the Association in such bank or banks, trust company or trust companies, and in such safe deposit company or companies as the Board of Directors may designate; shall have supervision over all receipt and disbursements of the Association and also general responsibility for its accounting procedures and practices; shall, whenever required by the Board of Directors or the President, render or cause to be rendered an account or accounts of all his transactions as Treasurer and of the financial condition of the Association; shall have the power and perform the duties usually incident to the office of Treasurer, and shall have such other powers and perform such other duties as may be assigned to the Treasurer by the Board of Directors or the President.

**Section 7. Assistant Treasurers.** The Assistant Treasurers shall perform the duties of the Treasurer in his or her absence or inability to act, and shall perform such other duties as may be assigned to them by the Treasurer, or by the Board of Directors or the President.

**Section 8. Secretary.** The Secretary shall act as Secretary of all meetings of members and of the Board of Directors at which he or she is present, shall have supervision over the giving of notices of the Association, shall be the custodian of the corporate records of the Association, shall be empowered to affix a corporate seal to documents where a seal is required, shall exercise the powers and perform the duties usually incident to the office of Secretary, and shall exercise such other powers and perform such other duties as may be assigned to the Secretary by the Board of Directors or the President.

**Section 9. Assistant Secretary.** Assistant Secretaries shall perform the duties of the Secretary in the absence or inability of the secretary to act, and shall perform such other duties as shall be assigned to them by the Secretary, or by the Board of Directors of the President.

**Section 10. Fidelity Bond.** The Board of Directors shall have the power to require any officer or employee of the Association to give an appropriate fidelity bond for the faithful discharge of his duties, and accounting for funds and property, in such form and in such amount and with such surety or sureties as the Board of Directors may deem advisable.

**Section 11. Compensation for Agents and Employees.** The compensation of all agents and employees of the Association shall be fixed by the Board of Directors or pursuant to authority of general or special resolutions of the Board of Directors; but no compensation of any kind shall ever be provided for or paid to any Director or any Officer. Assistant Officers, however, appointed under section 2 of this Article who are not Directors and who are employees of the Association, may be paid only for services as such employees.

## ARTICLE VI.

### **RESIGNATIONS AND REMOVALS**

**Section 1. Resignations.** Any Director, Officer, or agent of the Association may resign at any time by giving written notice to the Board of Directors, or to the President, or to the Secretary of the Association; and, any member of any Committee may resign at any time by giving notice either as aforesaid, or to the Committee of which he or she is a member or to the Chairman thereof. Any such resignation shall take effect at the time specified therein; or, if the time is not specified, upon receipt thereof, and, unless otherwise specified therein, acceptance of such resignation shall not be necessary to make it effective.

**Section 2. Removals.** Any member, Director, Officer, Employee or Agent, or Member of any Committee may be removed at any time by the majority vote or written action of the majority of the entire Board of Directors upon a finding, reached after the person involved has been fully advised and heard, that the Member, Director, Officer, Employee, or Agent is guilty of a felony or any misrepresentation, deception, or fraud with reference to any matter relating to indigenous or non-indigenous hoofstock animals or is guilty of conduct detrimental to the welfare of the Association.

The Board of Directors, by resolution adopted by the majority of the whole Board, may also at any time remove or discharge, with or without cause, any Officer, Employee, Agent, or Member



of any Committee appointed by it or hired with its approval or otherwise. A Director found in violation of Article IV Section 6 shall appear before the Board of Directors and show cause as to why he or she should not be removed from the Association's Board. The Board may remove the Director, by resolution adopted by the majority of the remaining Board members.

## **ARTICLE VII.**

### **VACANCIES**

**Section 1. Among Directors.** Any vacancy occurring in the office of Director by reason of death, resignation, retirement, disqualification, or removal from office, or otherwise, any new directorship created by an increase in the number of directors, may be filled by the majority vote or written action of the remaining Directors. Directors so appointed shall serve during the unexpired portion of the term of their predecessor.

**Section 2. Among Officers, etc.** If the Chairman of the Board, the Office of the President, any Vice-President, the Secretary, any Assistant Secretary, the Treasurer, or any Assistant Treasurer becomes vacant at any time by reason of death, resignation, retirement, disqualification, removal from office, or otherwise, such vacancy or vacancies shall be filled by the vote of the Board of Directors at a meeting at which a quorum is present.

## **ARTICLE VIII.**

### **ACTION WITHOUT MEETINGS**

**Section 1. By Members.** Whenever, in the opinion of the Board of Directors, action or approval with respect to any matter by Active Members is necessary or desirable, the matter may be prepared in a form of resolution which would be adequate if passed at a meeting of the Active members and mailed to each of the Active Members with a form for his or her written vote of approval or disapproval to be returned by mail or otherwise to the Secretary within a limited time to be stated in the request for approval or disapproval. The action of a majority of the Active Members so voting by mail thereon shall constitute action thereon with the same effect as though the vote had been taken at a meeting of Active Members held in accordance with these By-Laws; provided, however, that the total number so voting by mail shall be equal to the number required for a quorum of Active Members at a meeting of such members as provided by these By-Laws.

**Section 2. By Directors.** Any matter which can be decided or acted upon by the Board of Directors at a meeting held in accordance with these By-Laws may be acted upon by submitting the action in the form of a resolution in form and manner provided in Section I of this Article, and the written, vote thereon by a majority of the entire number of Directors constituting the Board of Directors shall be a valid action thereon as though the same had been done at a meeting of the Directors held in accordance with these By-Laws.

## **ARTICLE IX**

### **SEXUAL HARASSMENT/DISCRIMINATION**

**Section 1.** It is the official policy of the Exotic Wildlife Association that:

1. No employee shall be subjected to employment decisions based on sex, race, color, national origin, religion, age, or disability.
2. No employee shall use the Exotic Wildlife Association's authority to subject members of the public to decisions based on sex, race, color, national origin, religion, age, or disability.
3. Unprofessional conduct will not be tolerated and is prohibited.
4. Sexual harassment will not be tolerated and is prohibited.
5. Any form of harassment will not be tolerated and is prohibited.

Any violations of the above policy of sexual harassment and/or discrimination by any employee, director, or duly appointed agent will be thoroughly investigated by the Exotic Wildlife Association's Executive Committee and a report shall be prepared and submitted, by the Executive Committee Chairperson, to the EWA Board of Directors for possible disciplinary action and/or dismissal.

## **ARTICLE X** **STATE CHAPTERS**

**Section 1.** In furtherance of a mutual desire to develop strong Chapter Associations in other states to best serve the interests of the Exotic Wildlife Associations, certain services will be provided but not limited to the following:

1. Maintain a chapter membership roster; offering membership lists and mailing list for chapters.
2. Reporting chapter activities in the official bi-monthly publication "Exotic Wildlife".
3. Provide assistance upon request of the chapter in areas of chapter administration, membership recruitment and meeting planning.
4. Assist in legislative efforts, marketing, public relations, and research, training and communication programs as directed by the EWA board.
5. Upon establishment of a chapter, limited funds will be available to assist in the organization of the chapter.

**Section 2. Rights Retained by the Exotic Wildlife Association.** Except for the agreements herein outlined, chapters are understood to be freestanding and independent associations responsible for their own governance, actions and legal status. Neither the chapter nor the Exotic Wildlife Association can legally commit the other to an enterprise, endeavor or undertaking without the express written consent of the other affected organization or entity. All local fund raising projects are subject to prevailing tax rules, regulations, state and federal laws.

**Section 3. Membership.** Both EWA and the state affiliate will jointly and individually maintain and increase their memberships by active promotion among existing members and qualified prospects.

All members of the chapter will be members in good standing with the Exotic Wildlife Association.

**Section 4. Organization and Responsibilities of the State Chapter.** The state affiliate chapter shall operate in harmony with the bylaws and ethics of the Exotic Wildlife Association and shall adopt and implement bylaws acceptable to EWA.

The state affiliate chapter shall nominate and elect officers who shall serve until their successors have been duly selected through procedures established by the state chapter. State chapter elections shall be completed before the EWA annual meeting. No person will serve as an officer or board member of the state chapter without being a voting member in good standing with the Exotic Wildlife Association.

The responsibility to apply for Internal Revenue Service nonprofit exemption status as a 501 ( c ) ( 6 ) trade-association lies with the state chapter. The EWA urges that the application and annual returns be made. Regardless of its tax status, the state chapter shall be responsible for its own state tax return, federal tax returns, and state incorporation.

The state chapter shall prepare and submit an annual report in writing to the EWA describing progress in membership, meeting activities, marketing and public relation efforts and in any other matters which should be reported to the EWA Board of Directors 30 days prior to the annual meeting of the EWA.

As a method of improved personal relationships among members, to enhance learning opportunities and to otherwise promote positive communications throughout the EWA, state chapters will encourage its members to attend the EWA Annual Meeting and educational seminars through its publications and at its meetings. EWA will reciprocate on statewide meeting publicity. The state chapter shall be represented at the EWA annual meeting.

The state chapter shall retain 30% of annual membership fees as determined by the EWA Board of Directors. This shall be done in one of two ways as determined by the Executive Director of EWA: 30% may be deducted by the treasurer of the state chapter with the balance of 70% forwarded to EWA or 70% will be deducted by EWA and 30% sent to the state chapter's secretary.

Any additional fundraisers by the state chapter shall be divided as follows: 80% retained by the state chapter and 20% remitted to the EWA. The Board of Directors of the EWA by a 2/3 majority vote shall have the discretionary power to wave this policy and allow the state chapter to retain 100% of any funds raised. All funds retained by the state chapter is the sole property of the state chapter and shall be used only to conduct the business of the state chapter. In the event the state chapter is dissolved or cancels its affiliation with the EWA all funds become the property of EWA.

The state chapter shall be titled by each state name followed by the Exotic Wildlife Association (Ex. Louisiana Chapter of the Exotic Wildlife Association).

**Section 5. Termination.** The state chapter affiliation shall remain in full force and effect until cancelled or until the dissolution of either the state chapter or the EWA. A state chapter may withdraw its affiliation by filing a registered letter of intent signed by the president of the state

chapter to withdraw to the Executive Director of the EWA. If at the dissolution of this agreement by the EWA, the state chapter may no longer use the initials E.W.A. or any reference to the name Exotic Wildlife Association. As a condition of continuing affiliation, the state chapter agrees to maintain all of their members as dues paying, voting members of the EWA, and a complete membership list.

## **ARTICLE XI** **DEFINITIONS**

**Section 1.** Definition of Non-indigenous Hoof Stock Animal. The term “Non-indigenous hoofstock animal” as used in these By-Laws shall, until amended by action of the Board of Directors, be construed to mean and include all hoof stock animals which are not native to the North American Continent included in the families of animals popularly designated as deer, antelope, sheep, goats, equine, and bovine.

**Section 2.** Definition of Indigenous Hoof Stock Animal. The term “indigenous hoof stock animal” as used in these By-Laws shall, until amended by action of the Board of Directors be construed to mean and include all “hoof stock animals native to the North American continent” included in the families of animals popularly designated as deer, antelope, sheep, goats, equine, and bovine.

**Section 3.** Definition of Voting Member in Good Standing. The term “Voting Member in Good Standing” as used in these By-Laws shall, until amended by the Board of Directors, be construed to mean an Active Member, Patron Member, Lifetime Member, or Active Corporate Member of the Exotic Wildlife Association who has paid his or her annual dues, is not delinquent for any prior year’s dues, is not delinquent for more than 90 days on any account receivable owed to the EWA, has had no violation(s) of the Exotic Wildlife Association’s Code of Ethics, and has no conflicts of interest with the Exotic Wildlife Association.

**Section 4.** State Chapter. Any chapter outside the state of Texas that has its affiliation with the Exotic Wildlife Association, signs an agreement to abide by its by-laws, code of ethics, and directives from the EWA Board of Directors.

**Section 5.** Exotic Wildlife Association. This is the association collectively with its corporate office located at 105 Henderson Branch Road West, Ingram, Texas. The acronym EWA as used in these articles denotes the Exotic Wildlife Association and is governed by the Board of Directors elected by the membership at its annual meeting. The EWA oversees the conduct of each state chapter through its by-laws and code of ethics.

**Section 6.** Change of Definitions. The Board of Directors may add to and otherwise change the foregoing definitions and may include said definitions and changes in and amendments thereto in Rules which shall have the force of By-Laws.

**Approved by the Board of Directors on March 15, 2015**