

KENYA LIVESTOCK BREEDERS ASSOCIATION

CONSTITUTION AND RULES

1. NAME

The name of the society shall be **Kenya Livestock Breeders Association** (In this constitution referred to as "the Society").

2. OBJECTS

- (a) To keep records of the pedigrees, recording births, deaths and transfers and performance data of livestock and to issue certificates of registration and performance recording and to publish such pedigrees and recordings in the form decided on by the Association in collaboration with the livestock breeders' societies;
- (b) To encourage and promote the breeding and genetic improvement of the production of potential livestock in Kenya;
- (c) To verify the pedigrees of imported livestock;
- (d) To exercise any duties imposed upon or assigned to by the Law of Kenya;
- (e) To determine the conditions for membership of the Association;
- (f) To grant membership to livestock breeders' societies;
- (g) To safeguard and advance the common interests of breeders of pure -bred livestock, registering with the Association, as well as breeders of commercial livestock in Kenya and other countries, if requested;
- (h) To render technical and advisory services to its members;
- (i) To promote the export of livestock, which have been registered or recorded with the Association and of semen, ova or embryos from livestock registered or recorded in terms of this Constitution;
- (j) The society will not in any form associate itself with any political groups or parties and will only endeavour to promote the interests of its members as stated in the constitution.
- (k) It is intended that the society will form branches when necessary as agreed upon by the members.
- (l) To establish collaborative linkages with other breed institutions as in 6(b) nationally and internationally.

3. MEMBERSHIP

- (a) An animal breeders' society concerned with the breeding of a declared breed of animal in Kenya or any participating country, may apply through the breed society for ordinary membership of the Association. Provided that only one animal breeders' society concerned with the breeding of a particular breed in a particular country may become an ordinary member of the Association.
- (b) An animal breeders' society concerned with the breeding of a declared breed of animals in Kenya or any participating country, whose animals are registered or recorded through a registered Registering Authority other than the Association, and wish to form

part of the broader bargaining power and vision of the Association in respect of the livestock industry as a whole, may apply for associated membership of the Association.

- (c) Any person over the age of eighteen years, in Kenya or a participating country, who is not a member of a breed society, but a breeder or commercial farmer of a declared or developing breed and or kind of animal in respect of which an animal breeders' society does not exist, may apply for membership to share in the services and privileges of the Association, after payment of the applicable fees.
- (d) Every member shall pay an annual subscription fee or other fees payable to the Association. Subscriptions and other fees payable to the Association, with regard to membership and participants making use of the Association's services, shall be presented by committee to a General Meeting to be approved.
- (e) Any member desiring to resign from the Association shall do so by giving not less than three months' written notice to the secretary, which shall take effect from the date of receipt by the secretary of such notice.
- (f) Any member may be expelled from membership if the committee so recommends and if a general meeting of the Society shall resolve by a two-thirds majority of the members present that such a member should be expelled on the grounds that his conduct has adversely affected the reputation or dignity of the Society, or that he has contravened any of the provisions of the constitution of the Society. The committee shall have power to suspend a member from his membership until the next general meeting of the Society following such suspension but notwithstanding such suspension a member whose expulsion is proposed shall have the right to address the general meeting at which his expulsions to be considered.
- (g) A member of the Association, who has resigned, been expelled or whose membership has been suspended, may on application and under special circumstances again be admitted as a member: Provided that in the case of suspension under rule 3 (f), subsequent compliance with the confirmation of parentage requirements, shall result in automatic reinstatement.
- (h) Any person who resigns or is removed from membership shall not be entitled to a refund of his subscription or any part thereof or any moneys contributed by him at any time.
- (i) Any member who falls into arrears with his annual subscription for more than two years shall automatically cease to be a member of the Association and his name shall be struck off the register of members. The committee may, however, at its discretion, reinstate such member on payment of the total amount of subscription outstanding.

4. OFFICE BEARERS

- (a) The office bearers of the Association shall be :
 - (i) The chairman
 - (ii) Deputy Chairman
 - (iii) The Secretary (CEO)
 - (v) The Treasurer
 - (vi) The Assistant Treasurer

all of whom shall be fully paid-up members of a breeders' society and shall be elected at the annual general meeting to be held in each year.

- (b) All office bearers shall hold office from the date of election until the succeeding annual general meeting subject to the conditions contained in sub-paragraphs (c) and (d) of this rule but shall be eligible for re-election.
- (c) Any office bearer who ceases to be a member of a breed society shall automatically cease to be an office bearer of the association.
- (d) Office bearers may be removed from office in the same way as is laid down for the expulsion of members in rule 3 (f) and vacancies thus created shall be filled by persons elected at the general meeting resolving the expulsion.

5. DUTIES OF OFFICE BEARERS

- (a) Chairman - the Chairman shall, unless prevented by illness or other sufficient cause, preside over all meetings of the committee and at all general meetings.
- (b) Vice-Chairman - the Vice-Chairman shall perform any duties of the Chairman in his absence.
- (c) Secretary - the Secretary shall deal with all the correspondence of the Association under the general supervision of the committee. In cases of urgent matters where the committee cannot be consulted, he shall consult the Chairman or if he is not available, the Vice-Chairman. The decisions reached shall be subject to ratification or otherwise at the next committee meeting. He shall issue notices convening all meetings of the committee and all general meetings of the Society and shall be responsible for keeping minutes of all such meetings and for the preservation of all records of proceedings of the Society and of the committee.
- (d) Assistant Secretary - in the absence of the Secretary, the Assistant Secretary shall perform all the duties of the Secretary and such other duties as shall be assigned to him by the Secretary or committee whether the Secretary is present or not.

- (e) Treasurer - the Treasurer shall receive and shall also disburse, under the directions of the committee, all moneys belonging to the Society and shall issue receipts for all moneys received by him and preserve vouchers for all moneys paid by him. The Treasurer is responsible to the committee and to the members that proper books of account of all moneys received and paid by the Society are written up, preserved and available for inspection.
- (f) Assistant Treasurer - the Assistant Treasurer shall perform such duties as may be specifically assigned to him by the Treasurer or by the committee and in the absence of the Treasurer shall perform the duties of the Treasurer.

6. THE COMMITTEE

- (a) The committee shall consist;
 - i) of all the office bearers of the Association, ex-officials as and representatives from all registered breeds societies and other members elected at the annual general meeting in each year; such committee members shall hold office until the following annual general meeting.
 - ii) the ex-officio members will be from the national government line ministries and those in charge of livestock breeding from the state departments which include Livestock Recording Center (LRC), Director of Veterinary Services (DVS), Kenya Animal Genetic Resources Center (KAGRC) and other relevant national and international farmer organizations dealing with animal breeding such as Agricultural Society of Kenya (ASK), International Livestock Research Institute (ILRI), Kenya Dairy Board (KDB) and Kenya Agricultural and Livestock Research Organization (KALRO).
 - (iii) May include also co-opted members relevant to the animal breeding activities.
- (b) Any casual vacancies for members of the committee caused by death or resignation shall be filled by the committee until the next annual general meeting of the Society. Vacancies caused by members of the committee removed from office will be dealt with as shown in rule 4 (d).
- (c) The committee shall meet at such times and places as it shall resolve but shall meet not less than once in any three months.

7. DUTIES OF THE COMMITTEE

- (a) The committee shall be responsible for the management of the Association and for that purpose may give directions to the office bearers as to the manner in which, within the law, they shall perform their duties. The committee shall have power to appoint such sub-committees as it may deem desirable to make reports to the committee upon which such action shall be taken as seems to the committee desirable.

- (b) All moneys disbursed on behalf of the Association shall be authorized by the committee except as specified in rule 12 (d).
- (c) The quorum for meetings of the committee shall be not less than ten members.

8. GENERAL MEETINGS

- (a) There shall be two classes of general meetings - annual general meetings and special general meetings.
- (b)
 - (i) The annual general meeting shall be held not later than April in each year. Notice in writing of such annual general meetings, accompanied by the annual statement of account (see rule 11 (b)) and the agenda for the meeting shall be sent to all members not less than 21 days before the date of the meetings and, where practicable, by Press advertisement not less than 14 days before the date of the meetings.
 - (ii) The agenda for any annual general meeting shall consist of the following:
 - (a) Confirmation of the minutes of the previous annual general meeting.
 - (b) Consideration of the accounts.
 - (c) Election of office bearers and the committee members (and trustees where necessary in accordance with rule 10 (c)).
 - (d) Appointment of auditors in accordance with rule 11 (a).
 - (e) Such other matters as the committee may decide or as to which notice shall have been given in writing by a members or members to the secretary at lease four weeks before the date of the meeting.
 - (f) Any other business with the approval of the Chairman.
- (c) A special general meeting may be called for any specific purpose by the committee. Notice in writing of such meeting shall be send to all members not less than 7 days before the date thereof and where practicable by Press advertisement not less than 7 days before the date of such meeting.
- (d) A special general meeting may also be requisitioned for a specific purpose by order in writing to the secretary of not less than fifty members and such meetings shall be held within 21 days of the date of the requisition. The notice for such meeting shall be as shown in rule 8 (c) and no matter shall be discussed other than that stated in the requisition.
- (e) Quorum for general meetings shall be not less than twenty percent of the registered members of the Society.

9. PROCEDURE AT MEETINGS

- (a) At all meetings of the Society the Chairman, or in his absence, the Vice-Chairman, or in the absence of both these officers, a member selected by the meeting shall take the chair.
- (b) The Chairman may at his discretion limit the number of persons permitted to speak in favour of and against any motion.
- (c) Resolutions shall be decided by simple voting by a show of hands. In the case of equality of votes, the Chairman shall have a second or casting vote.

10. TRUSTEES

- (a) All land, buildings and other immovable property and all investments and securities which shall be acquired by the Association shall be vested in the names of not less than four trustees who shall be members of the Association and shall be appointed at an annual general meeting for a period of three years. On retirement such trustees shall be eligible for re-election. A general meeting shall have the power to remove any of the trustees and all vacancies occurring by removal, resignation or death, shall be filled at the same or next general meeting.
- (b) The trustees shall pay all income received from property vested in the trustees to the Treasurer. Any expenditure in respect of such property which in the opinion of the trustees is necessary or desirable shall be reported by the trustees to the committee which shall authorise expenditure of such moneys as it thinks fit.

11. AUDITOR

- (a) An auditor shall be appointed for the following year by the annual general meeting. All the Society's accounts, records and documents shall be opened to the inspection of the auditor at any time. The Treasurer shall produce an account of his receipts and payments and a statement of assets and liabilities made up to a date which shall not be less than six weeks and not more than three months before the date of the annual general meeting. The auditor shall examine such annual accounts and statements and either clarify that they are correct, duly vouched and in accordance with the law or report to the Society in what respect they are found to be incorrect, unvouched or not in accordance with the law.
- (b) A copy of the auditor's report on the accounts and statements together with such accounts and statements shall be furnished to all members at the same time as the notice convening the annual general meeting is sent out. An auditor may be paid such honorarium for his duties as may be resolved by the annual general meeting appointing him.

- (c) No auditor shall be an office bearer or a member of the committee of the Association.

12. FUNDS

- (a) The funds of the Association may only be used for the following purposes :
 - (i) Promote the breeding and genetic improvement of livestock in Kenya.
 - (ii) Publishing and maintenance of livestock records to the stud book in accordance to the provisions of rule 2
 - (iii) Procurement of the Associations' assets and property as agreed upon by the members.
 - (iv) Payment of staff salaries and other recurrent monthly expenses
 - (v) To render technical and advisory services to its members;
- (b) All moneys and funds shall be received by the Association and shall be deposited in the name of the Association in any bank or banks approved by the committee.
- (c) Payments shall be made out of the bank account and all cheques on such bank account shall be signed by the Treasurer or the Assistant Treasurer and two other office bearers of the Association who shall be appointed by the committee.
- (d) A sum not exceeding Shs. 50,000 may be kept for petty disbursements of which proper account shall be kept.
- (e) The committee shall have power to suspend any office bearer who it has reasonable cause to believe is not properly accounting for any of the funds or property of the Association and shall have power to appoint another person in his place. Such suspension shall be reported to a general meeting to be convened on a date not later than two months from the date of such suspension and the general meeting shall have full power to decide what further action should be taken in the matter.
- (f) The financial year of the Association shall be from 1st January to 31st December.

13. REGIONAL OFFICES

Regional offices of the Association may be formed as approved by the Annual General Meeting.

- (a) The aims and objects will not include the formation of regional offices.
- (b) Amendments to the constitution can only be made by the headquarters of the Society in accordance with the provisions of rule 14.
- (c) The provisions of rule 15 shall apply to branches but, in addition, branches will not be dissolved without consultation with their headquarters.

14. AMENDMENTS TO THE CONSTITUTION

Amendments to the constitution of the Society must be approved by at least a two-thirds majority of members at a general meeting of the Society, for which the proposed addition to or ammemdmdmend to the constitution, a not less than 21 days written notice shall be given to each representative and to the secretary of each member animal breeders' society. They cannot, however, be implemented without the prior consent in writing of the Registrar, obtained upon application to him made in writing and signed by three of the office bearers.

15. DISSOLUTION

- (a) The Society shall not be dissolved except by a resolution passed at a general meeting of members by a vote of two-thirds of the members present. The quorum at the meeting shall be as shown in rule 8 (e). If no quorum is obtained, the proposal to dissolve the Society shall be submitted to a further general meeting which shall be held one month later. Notice of this meeting shall be given to all members of the Society at lease 14 days before the date of the meeting. The quorum for this second meeting shall be the number of members present.
- (b) Provided, however, that no dissolution shall be effected without prior permission in writing of the Registrar, obtained upon application to him made in writing and signed by three of the office bearers.
- (c) When the dissolution of the Society has been approved by the Registrar, no further action shall be taken by the committee or any office bearer of the Society in connection with the aims of the Society other than to get in and liquidate for cash all the assets of the Society. Subject to the payment of all the debts of the Society, the balance thereof shall be distributed in such other manner as may be resolved by the meeting at which the resolution for dissolution is passed.

16. INSPECTION OF ACCOUNTS AND LIST OF MEMBERS

The books of account and all documents relating thereto and a list of members of the Society shall be available for inspection at the registered office of the Society by any officer or member of the Society on giving not less than seven days notice in writing to the Society.