

# WORLD HOLSTEIN FRIESIAN FEDERATION



# CONSTITUTION

**Approved by the 2008 General Assembly, Killarney, Republic of Ireland.**

## **1. Name and Objective**

- 1.1 The name of the organisation shall be the World Holstein Friesian Federation (WHFF).
- 1.2 The objective of the Federation is to improve, develop and promote the Holstein Breed, both the Black & White and the Red & White Holstein.

## **2. Aims**

- 2.1 The fundamental aim of the WHFF is for all member organisations to recognise registered/ identified Holstein cattle for registration at equal status in their herdbook, as long as the registration is in strict accordance with regulations governing herdbook registration, and to facilitate the exchange of relevant information between herdbook's and other recognized cattle improvement organisations.
- 2.2 Objectives of WHFF are to improve and develop the Holstein breed in order to:
  - a) Harmonise technical and administrative matters related to the improvement of the Holstein breed
  - b) Represent the common interests of breeders worldwide in developing and promoting the Holstein breed.
  - c) Exchange information on important issues concerning the breed
  - d) Assist emerging herdbook organisations
  - e) Co-operate with animal science in general, as well as other recognised international organisations involved in animal improvement (i. e. ICAR; Interbull)

## **3. Membership**

- 3.1 The Federation is aiming for close co-operation of all recognised Holstein herdbook's. Membership shall be open to recognised Holstein herdbook organisations or their national coordinating herdbook association.
- 3.2 In countries where no recognised herdbook exists, membership shall be open to any agency, organisation, or institution actively involved in maintaining pedigree records of Holstein-Friesian cattle for the promotion and improvement of the breed.
- 3.3 Application for membership must be made in writing. A copy of the statutes governing the organisation must be submitted with the letter of application.
- 3.4 When in the opinion of the Council, the interests of the Holstein breed are served by the organisation or country the Council will recommend to the General Assembly acceptance of their membership. If acceptance is recommended the applicant shall be treated as a member until the next General Assembly.
- 3.5 Full Membership must be approved by the General Assembly.

## **4 Institutions / Bodies**

- 4.1 The institutions of the Federation are:
  - a) General Assembly
  - b) Council
  - c) Secretary General
  - d) Regional Committee (i.e. Europe, Americas, etc.)

## **4.2 General Assembly**

- 4.2.1 The General Assembly consists of representatives of all member herdbook organisations. Each member organisation may be represented at the General Assembly by a maximum of four officially seated delegates, and an unlimited numbers of observers. The General Assembly is chaired by the President or in his absence the Vice President
- 4.2.2 The authority of the General Assembly is as follows:
- a) Election of the Council
  - b) Acceptance of the activities' reports and finances of the Federation
  - c) Approval of the annual membership fee
  - d) Approval and modification of the constitution
  - e) Acceptance of members
  - f) Expulsion of members
  - g) Designation of the host country of the next General Assembly and conference
  - h) Dissolution of the Federation
- 4.2.3 The General Assembly shall be held every four years. A quorum of 2/3 (including proxies) of member organisations shall be required for a General Assembly to take decisions on behalf of the WHFF. A conference shall be held every four years in conjunction with the General Assembly.
- 4.2.4 The location of the General Assembly and the conference shall be determined at the previous General Assembly.
- 4.2.5 Invitations for the General Assembly, including the agenda, must be sent out by the Secretary General at least one month in advance.
- 4.2.6 Each member represented has one basic vote as well as 1 to 5 votes based on its latest annual number of official registered Holstein cows; each member organisation shall have at least two but no more than six votes.
- 4.2.7 Votes may be transferred by proxy among the member societies by a notice in writing to the office of the Federation at least one week prior to the GA. Only voting members may hold proxies.
- 4.2.8 Each member can present a resolution if seconded by another member. A majority vote is required to pass a Resolution. Resolutions to alter the constitution, to change the fees or to admit new members, must have a majority of two-thirds of all votes to be passed.

## **4.3 Council**

- 4.3.1 The Council is appointed by the General Assembly and will comprise ten elected members. The Secretary General will be appointed by the Council.
- 4.3.2 In the event the Council did not appoint a General Secretary from within the elected Councillors the Secretary General has no vote.
- 4.3.3 Council members are Executive Officers or their equivalents.
- 4.3.4 Council members shall be elected to represent the global interest of the WHFF, while ensuring the views from their region are fully represented and considered.

- 4.3.5 Council members shall represent a geographically balanced representation of herdbook organisations and membership. Such Council members shall be elected by and represent the following regions:
- |                    |   |
|--------------------|---|
| L-America/ Africa: | 1 |
| N-America:         | 2 |
| Asia:              | 1 |
| Europe:            | 5 |
| Oceania:           | 1 |
- 4.3.6 The Councillors shall be appointed by the General Assembly after nominations from each of the following regions: the Americas, Africa, Asia, Europe and Oceania.
- 4.3.7 The President and Vice President are elected from within Council by simple majority. The term of office is four years - with re-election possible for a maximum of two terms.
- 4.3.8 Terms of reference of the Council are as follows:
- To discuss and progress matters from the General Assembly
  - To coordinate activities and make recommendations to the General Assembly.
  - To appoint Working Groups for technical matters
  - To recommend the membership of an applicant or the expulsion of a member
  - To recommend to the GA the location for the next conference
  - To identify new requirements
  - To prepare and approve a budget
  - To organise the General Assembly and conference
- 4.3.9 The Council shall meet not less than once a year.
- 4.3.10 A Quorum of 6 Councillors from at least 3 regions shall be required for a Council meeting to conduct business.
- 4.3.11 The Council meeting shall be chaired by the President or in his absence the Vice President.
- 4.3.12 Each Council member has one vote. Council decisions may be taken by a simple majority. In the event of a tie, the President shall have a casting vote.
- 4.3.13 Members of Council shall serve in an honorary capacity.

#### **4.4 Secretary General**

- 4.4.1 The Secretary General of the Federation has to be appointed by the Council for a term of four years. Re-appointment is possible. He has the responsibility to promote and implement the objectives of the Federation.
- 4.4.2 Terms of reference for the Secretary General are:
- To officially represent the WHFF
  - To administer the WHFF office.
  - Invoice and collect fees
  - To collect, collate and disseminate information as required or as instructed by the Council.
  - To organise WHFF Council meetings.

- f) Record and distribute the minutes of meetings
- g) To administer the General Assembly
- h) To prepare and deliver reports as appropriate.
- i) To ensure working groups are achieving their mandates and timelines

## **4.5 Regional Committees**

- 4.5.1 Within the WHFF Regional Committees can be established.
- 4.5.2 Regional Committees are established with competence over specific regional aspects. These are:
  - a) To promote the Holstein breed
  - b) To act on regional issues
  - c) To promote and introduce recommendations of the WHFF
  - d) To represent breeders at regional level
  - e) To organise regional shows (e.g. European Holstein Championship)
  - f) To organise regional conferences
- 4.5.3 Regional committees must adhere to the principles and objectives of the WHFF; however their constitution, administration and budget will be discretionary.
- 4.5.4 Regional Committees do not have the power to overrule decisions of the General Assembly or the Council.

## **5. Fee**

- 5.1 Each herdbook member organisation shall subscribe to the Federation such fees as may from time to time be decided by the General Assembly. Annual fees shall be proposed by the Council and confirmed by the General Assembly. The business year is the calendar year.
- 5.2 The annual fee for each member organisation shall be based on number of officially registered Holstein cows at 1 January each year and shall be paid before 30 June of that year. Member countries who fail to pay their annual subscription will not be entitled to vote at the General Assembly or take their seat on the Council.

## **6. Finance**

- 6.1 The WHFF shall be a non profit organisation.
- 6.2 The WHFF may collect fees for services.
- 6.3 The WHFF may accept donations or payments from any source provide they are used to support the aims of the WHFF.
- 6.4 The WHFF shall pay for the cost of administration incurred on its behalf.
- 6.5 The Secretary General, on behalf of Council, shall present to the General Assembly a report of the Federation's accounts, and propose the budget for the following two years.
- 6.6 In the event of dissolution the remaining funds, after payment of outstanding debts have to be apportioned between the member herdbook organisations in proportion to their fees in the last three years.

## **7. By-laws**

- 7.1 The Council may establish By-laws and cause these to be approved by the General Assembly.
- 7.2 The purpose of any such By-laws shall be to define matters not contemplated in this constitution.

## **8. Resignation from Membership**

- 8.1 Resignation from membership of the Federation shall only be accepted upon receipt by the Secretary General of notice in writing not less than two months prior to the end of the calendar year. Upon resignation there will be no refund of fees.
- 8.2 The General Assembly may expel member herdbook organisations by a two third majority if they seriously breach the aims and resolutions of the Federation.

## **9. Dissolution**

- 9.1 The Federation shall only be dissolved by a three-quarter majority at a General Assembly.

## **10. Amendments to the Constitution**

- 10.1. The Constitution may be amended at any meeting of the General Assembly.
- 10.2. Proposals to amend the constitution shall be submitted to the Council (via the WHFF Co-ordinator) in writing at least six months prior to the General Assembly.
- 10.3. Amendments to the Constitution shall require a two-thirds majority vote of officially seated delegates.