

# INTERNATIONAL MILK HAULERS ASSOCIATION

## CONSTITUTION AND BY-LAWS

WHEREAS, members of several regional, bi-state and local milk haulers and state associations, from time to time, meet to discuss common problems and to exchange ideas, all for the purpose of furthering the interests of the milk hauling industry; and

WHEREAS, it has been determined that it would be in the best interests of all milk haulers to form an incorporated, non-stock, non-profit and federally tax-exempt association of milk haulers and state milk hauler associations to further promote these interests;

NOW therefore, the various milk haulers and state milk hauler associations, which now execute this agreement, do so form an international association under the following terms and conditions with the purposes and functions hereinafter set forth.

### NAME

THE NAME OF THE ORGANIZATION IS AND SHALL BE:

"INTERNATIONAL MILK HAULERS ASSOCIATION" (IMHA)

### REGISTERED OFFICE

Until changed by the association, its business address shall be the office of the Executive Director.

### PURPOSES

THE ASSOCIATION SHALL HAVE THE FOLLOWING PURPOSES:

1. To insure an instrument for milk haulers to provide for, on an international basis, the protection of the continued business of milk hauling on a profitable basis.
2. To provide a unified voice to speak for the various milk haulers and milk hauler state associations on matters in which they have a vital and common concern.
3. To provide a forum for bringing together leadership from among the various milk haulers and milk hauler state associations; where they can jointly address themselves to the many concerns affecting milk hauling and to explore methods of dealing with these concerns.
4. To provide a vehicle to speak for the various milk haulers and milk hauler state associations in relationship with other organizations and institutions connected with the milk hauling industry.

5. To provide a means for developing standards for efficient and profitable milk hauling and to correct abuses occurring within the industry.
6. To acquire and preserve trade information pertaining to the milk hauling industry and to disseminate such information to its member.
7. Generally, to strengthen, improve and promote the welfare and best interests of the milk hauling industry and to do any and all things necessary and proper for the accomplishment of the foregoing objectives or other proper and lawful purposes of the association.

## **FUNCTIONS**

THE ASSOCIATION MAY, AMONG OTHERS, PROVIDE THE FOLLOWING FUNCTIONS:

1. Sponsoring and developing seminars, workshops and other learning experiences for leadership to broaden the understanding of common problems and to develop an appropriate methodology.
2. Developing an interchange of information in the field of milk hauling, through periodicals or otherwise.
3. Developing recommendations regarding standards of business operation.
4. Developing position statements and representing the common position of various milk haulers and milk hauler state associations on a unified basis.
5. Assisting in resolving controversies and misunderstandings which may arise between member associations or between members and other person or organizations engaged in, or dealing with, the milk hauling industry, or the general public.
6. Representing the milk hauling industry in governmental and legislative affairs.
7. Developing a program of cooperation and to cooperate with public health authorities and agencies and others, in order to establish and maintain sound and sanitary standards and methods of handling and hauling milk in the course of transportation from producers to plants.

## **MEMBERSHIP**

1. Membership shall be open to any individual or group who promotes and supports the association and its by-laws herein stated.
2. The voting membership is defined as a registered member in good standing.

## GOVERNING BODY

1. The governing body shall be made up of representatives from its membership, to include all individual member haulers and members from state member associations.
2. The Executive Committee is made up of a President, ~~First Vice President, Second Vice President~~, Secretary/Treasurer, Executive Director, ~~and three~~ six Directors and ~~up to two~~ one Advisory members.
3. The term limit for the office of President, ~~First Vice President, Second Vice President~~ and Secretary/Treasurer will expire ~~be for~~ every year, ~~with the office of First and Second Vice Presidents automatically moving to the next higher office.~~ The election of the **President**, ~~Second~~ Vice President, and Secretary/Treasurer will be elected ~~upon~~ every year at the board of directors meeting immediately following the annual business meeting. The term limit for the office of Director will be for three (3) years, with ~~one~~ three Directors being elected every year. ~~The past President will automatically become an honorary member of the Executive Committee for one (1) year with all past privileges.~~ The non-voting Advisory Board members add the perspective of academia or other industry supporting role. The position does not expire and is available for replacement each year at the Annual Conference.
4. The Executive Committee, subject to its power of deregulation to the President, and to others, shall have control of the affairs of the Association, with authority to engage and discharge agents of the Association, suspend or expel membership, create and appoint committees and define their duties; prescribe rules and regulations with respect to trade practices and conduct of members and to do everything necessary and desirable in accordance with the purposes and functions of the Association. **A quorum of the Executive Committee shall consist of 51%.**

## MEETINGS

The governing body of the association shall meet once ~~semi~~-annually, and at such times as the membership may determine, or at the call of the Executive committee. ~~The first meeting in each calendar year shall be deemed the annual meeting of the Association.~~ The annual meeting will be at a time during the spring equinox season, that is between March 20 and June 20 of the year. Four (4) members of the Executive Committee and all voting members present shall constitute a quorum at all meetings of the body, and the quorum, once constituted, shall be deemed to be present until the meeting adjourns. No proxies will be accepted. The Executive committee shall meet no less than four times a year as designated by the committee. Each member of the governing body is required to attend at least 2 meetings per year to maintain active status. If a member fails to meet this requirement, the other members of the governing body may elect to ask that member to step down and find a replacement.

## **FINANCIAL SUPPORT**

The amount of annual dues of member associations, individual member haulers, and allied members shall be established, from time to time, by the Executive Committee and approved by the governing body. A registration fee for each ~~semi~~-annual meeting will be established from time to time by the Executive Committee and shall be charged to each attendee of the meeting. The Executive Committee shall designate the financial institution of the association and those persons authorized to sign checks, drafts, or other orders for the payment of the association's money.

## **AMENDMENTS**

This agreement may only be amended or modified by an affirmative vote of two-thirds (2/3) of the governing body.

Proposed changes: November 2009, Latham, NY

Approved, April 2001, Mesa, Arizona

Approved, November 2013, Chicago, IL

**METHOD OF EXECUTION**

The Executive Committee may execute this agreement with its multiple counterparts, and all such counterparts shall be considered and deemed as one document. In testimony whereof, witness the signatures of the International Milk Haulers Association by their duly authorized officers,

this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_.

By: \_\_\_\_\_ By: \_\_\_\_\_  
Executive Director President

By: \_\_\_\_\_ By: \_\_\_\_\_  
Vice President Secretary/Treasurer

By: \_\_\_\_\_ By: \_\_\_\_\_  
Director Director

By: \_\_\_\_\_ By: \_\_\_\_\_  
Director Director

By: \_\_\_\_\_ By: \_\_\_\_\_  
Director Director