

**NATIONAL
PORK PRODUCERS
(PORK ACT)
DELEGATE BODY**

BYLAWS

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APPROVED BYLAWS OF THE NATIONAL PORK PRODUCERS DELEGATE BODY

ARTICLE I Name and Establishment

Section 1. The National Pork Producers Delegate Body, hereinafter called the “Delegate Body” is established under the authority of Title XVI, Subtitle B, of the Food Security Act of 1985, Pub. L. 99-198, hereinafter called the “Act”, and the Pork Promotion, Research, and Consumer Information Order (7 CFR Part 1230, F.R. 31898 September 5, 1986), hereinafter called the “Order”.

ARTICLE II Purpose

Section 1. The purpose of the Delegate Body shall be to perform the duties specified in Section 1230.39 of the Order.

ARTICLE III Members

Section 1. The number of members of the Delegate Body shall be as specified in Section 1230.30 of the Order except that at each annual meeting the Delegate Body shall a) review the number of members to which each state and the importers are entitled based on the projected annual assessments for the current calendar year, and b) recommend adjustments in the number of delegates that each state and the importers shall submit as nominees for appointment by the Secretary of Agriculture.

Section 2. The selection, terms and filling of vacancies of members of the Delegate Body shall be as required in Sections 1230.31-.35 of the Order.

ARTICLE IV Definitions

Section 1. Terms which are defined in the Act, the Order and the rules and regulations issued thereunder, shall be defined in the same manner in these Bylaws.

ARTICLE V
Powers and Duties of the Board

The Delegate Body shall have the Powers and Duties as specified in Section 1230.39 of the Order and any amendments thereto, specifically set forth as follows:

Section 1. Meetings. To meet at least annually beginning fiscal year 1988.

Section 2. Rate of Assessment. The Delegate Body shall recommend to the U.S. Secretary of Agriculture the initial rate of assessment and any increase in such rate pursuant to Section 1230.39(b) of the Order.

Section 3. State Funding. The Delegate Body shall determine the percentage of net assessments attributable to a state that a state association shall receive from swine produced in the state pursuant to Section 1230.39(c) of the Order.

Section 4. National Pork Board Nominations. The Delegate Body shall nominate producers or importers for appointment to the National Pork Board, and not less than one and one-half persons (rounded up to the nearest person) for vacancies on the National Pork Board (as specified in Section 1230.39(d) of the Order). Nominees shall be selected in the following manner:

- A. The Pork Board Nominating Committee shall provide a slate of proposed nominees for nomination by the Delegate Body to the U.S. Secretary of Agriculture. The proposed nominees shall be mailed to the delegates no less than 10 days prior to the meeting.
- B. Nominations from the floor shall be permitted.
- C. Elections shall be conducted according to procedures adopted by the Delegate Body.
- D. Nominations to the U.S. Secretary of Agriculture shall be by a majority vote of shares cast by members present and voting in accordance with Section 1230.36 of the Order.

ARTICLE VI
Meetings

Section 1. The Delegate Body shall meet, at least annually, beginning with the 1988 fiscal year at a time and place to be determined by the National Pork Board.

Section 2. Special meetings may be called by the Chairman of the National Pork Producer Delegate Body, and shall be called by the Chairman upon the request of at least 20% of the Delegate Body voting delegates or 30% of the Delegate Body shares, or by a majority vote of the National Pork Board.

Section 3. Notices of all meetings, together with a written agenda stating the purpose if it is a special meeting, shall be mailed or provided to each member of the Delegate Body, at his/her last know address, and to the Secretary of Agriculture, no less than 10 days nor more than 50 days prior to the meeting. Attendance at the Delegate Body meeting will waive such notice.

Section 4. A majority of the members shall constitute a quorum at a properly convened meeting of the Delegate Body but only if that majority is also entitled to cast a majority of the shares (including fractions thereof). (See Section 1230.36 of the Order.)

Section 5. The number of votes that may be cast by a producer member if present at a meeting shall be equal to the number of shares attributable to the State of such member divided by the number of producer members from such State. The number of votes that may be cast by an importer member if present at a meeting shall be equal to the number of shares allocated to importers divided by the number of importer members. (See Section 1230.36(b) of the Order.)

Section 6. **Action of the Delegate Body**, including any motions to recommend the rate of assessment, to determine the percentage of net assessments for state funding and for nominations to the National Pork Board (as specified in Section 1230.39), shall require a majority of the shares cast by members present and voting. On procedural matters the Chairman or Delegate Body may call for a voice or standing vote to determine a majority. (See Section 1230.36 of the Order.)

ARTICLE VII **Officers and Duties**

Section 1. Officers. The Officers of the Delegate Body shall be a Chairman and Recording Secretary. The elected officer of the initial Delegate Body shall be a Chairman. The President of the National Pork Board shall serve as Chairman of the Delegate Body after the first annual meeting.

Section 2. Duties of the Chairman. The duties of the Chairman shall be to: (a) preside at all meetings of the Delegate Body; (b) call meetings of the Delegate Body; (c) appoint Recording Secretary and committees with the consent of the Delegate Body; and (d) have general supervision of the affairs of the Delegate Body, and perform all acts and duties incidental to office of Chairman.

Section 3. Duties of the Recording Secretary. The duties of the Recording Secretary shall be to: (a) prepare minutes of the Delegate Body Meetings; (b) give a certification report at meetings; (c) retain records of minutes; (d) provide copies of minutes to delegates and the U.S. Secretary of Agriculture; and (e) attest to other documents on behalf of the Delegate Body. The Recording Secretary may delegate such duties as necessary.

Section 4. Contracts and Agreements. The Chairman and Recording Secretary shall execute contracts and agreements on behalf of the Delegate Body.

ARTICLE VIII **Committees**

Section 1. Committees shall be the Credentials, Elections and Voting Committee and any other Committee deemed necessary by the Delegate Body or Chairman.

Section 2. The Chairman shall appoint Committee members and shall be an ex-officio member of all Committees.

ARTICLE IX **Compensation and Reimbursement**

Section 1. Delegate Body members shall serve without compensation but may be reimbursed as specified in Section 1230.38.

ARTICLE X **Fiscal Year**

Section 1. The fiscal year of the Delegate Body shall be the same as the National Pork Board, commencing on January 1 and terminate on December 31 of each year.

ARTICLE XI
Rules and Parliamentary Authority

Section 1. The Delegate Body shall have the authority to adopt special or standing rules to govern its proceedings.

Section 2. The rules contained in the current edition of Robert's Rules of Order shall govern the proceedings of the Delegate Body in all cases to which they are applicable and in which they are not inconsistent with these Bylaws, provisions of the Order, and any rules and regulations that may be adopted by the Delegate Body in accordance with the Order.

ARTICLE XII
Amendments

Section 1. These Bylaws may be amended at a properly convened meeting upon majority vote of shares cast by members present and voting, provided at least 30 days notice is given to all members of the Delegate Body and the U.S. Secretary of Agriculture and, the proposed amendments be provided in the meeting notice.

ARTICLE XIII
Compliance with the Law

Section 1. To the extent that any provision of the Bylaws conflicts with the Act, Order, or any amendments, rules or regulations relating thereto, such Act, Order or any amendments, rules or regulations relating thereto, shall control.

Revised March 1, 2002
National Pork Producers (Pork Act) Delegate Body
Denver, CO