

ARTICLES OF ASSOCIATION

Article I Name and Organization

The initial name of this organization was presented as Western States Dorper & White Dorper Association. The new name this association will be known by is Western States Dorper Association (WSDA) and is designated an unincorporated nonprofit association created under the laws of the State/Commonwealth of Montana.

Article II Intent and Purpose

It is the intent of Western States Dorper Association (WSDA) to operate as an unincorporated nonprofit Agricultural Association to promote and improve the Dorper Sheep breeds. WSDA consists of five or more members joined by mutual consent for the common, nonprofit purposes of educating and rendering assistance to fellow Dorper breeders and commercial growers of the Dorper breeds, providing an accessible source of information, education, research, performance testing, and knowledge sharing pertaining to WSDA members, the Dorper breed, and related public interest; recording and maintaining the history of WSDA in the Western United States. WSDA may engage in any and all other charitable activities permitted to an organization exempt from federal income tax under Section 501(c)(5) of the Code or corresponding future provisions of the federal tax law. To these ends, WSDA may do and engage in any and all lawful activities that may be incidental or reasonably necessary to any of these purposes, and it shall have and may exercise all other powers and authority now or hereafter conferred upon unincorporated nonprofit Associations in the State of Montana. For the purposes of this document, "Dorper" shall mean both "Dorper" and "White Dorper".

ARTICLE III Office and Duration

1. The office of WSDA shall be located at the address at which the Vice President has official ranch operations; or at such place as WSDA may from time to time determine, or as the business of WSDA may require.
2. The duration of WSDA shall be perpetual.
3. The death, removal, or resignation of any member of WSDA shall not result in the dissolution of WSDA.

Article IV Structure and Membership

WSDA consists of individuals and groups dedicated to the promotion and advancement of healthy, safe, and quality Dorper sheep, through public education, training, knowledge sharing of best practices and skill development. Membership is open to anyone of interest in the Dorper breeds, or wishing to render support, guidance and encouragement to individuals wishing to learn or enhance growing and raising Dorper sheep, related skills and activities. WSDA is a purely voluntary organization, and membership in WSDA becomes effective upon the payment of annual dues in an amount set by a quorum of then existing board members of the organization. WSDA does not discriminate on the basis of race, color, sex, age, religious affiliation, handicap, national origin, or other personal factors.

Article V Association Leadership

WSDA shall be governed by a board of directors with a minimum of 5 but not to exceed nine (9) board members. The name and minimum number of officers shall be a President, Vice President,

Secretary, and Treasurer, four (4) officers. New or additional officer positions may be recommended by the board and ratified at the earliest Annual meeting with a majority vote by a quorum of the general membership. The new position(s) will become active upon ratification by the general membership. Nominees to proposed new officer positions may be accepted at the same ratification meeting to allow an immediate election to fill the position following a successful ratification. One person will be designated by the Board as WSDA's agent in this state following state law requirements. Two-thirds of the membership constitutes a quorum of WSDA. Officers will be elected annually by a majority vote of at least a 2/3 quorum of the board of directors. The requirement of a 2/3 membership or 2/3 board of directors is to establish a quorum to effect Association Business which may be satisfied by in-person attendance, US Postal Service mailed ballots, and/or electronic communication which establishes contact and awareness of action before the membership or board of directors. Once a quorum is established voting actions will be conducted by a simple majority of those participating.

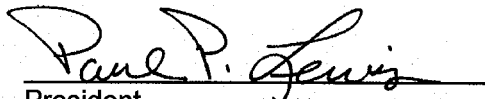
ARTICLE VI Accounting and Records

The fiscal and operational year of WSDA shall be June 1st through May 31st of each year. All minutes, books, correspondence, and other records of WSDA shall be preserved by the Officers. Records that have ceased to be of use for the conduct of the affairs of WSDA may be turned over for preservation to a depository designated by the board, or discarded.


ARTICLE VII Dissolution

In the event of the dissolution of WSDA, its property, funds, and other assets shall be transferred to American Dorper Sheep Breeders' Society (ADSBS) as it qualifies as tax-exempt under the Internal Revenue Code of the United States. Should ADSBS not exist or not qualify as tax-exempt WSDA property, funds, and other assets will be donated to a non-profit organization with similar goals and objectives as determined by the Board of Directors.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Association on this 12th day of July, 2013.



President

ATTEST:


Vice President