

**ARABIAN HORSE BREEDERS ASSOCIATION OF OREGON
BY-LAWS**

ARTICLE I - MEMBERSHIP

The Association shall be composed of six classes of membership:

(a) Individual Affiliate Voting (one vote for each membership)

Yearly dues shall be **\$75.00**, \$15.00 for club dues and **\$60.00** for AHA dues. This included the AHA Competition/Insurance Card. Or, if you do not want the AHA Competition/Liability, the yearly dues will be **\$45.00**. Should AHA dues increase, the regular member dues shall automatically increase a like amount). AHA offers members the option of paying for three years.

(b) Individual Associate Non-Voting. Yearly dues **\$20.00**

(c) Youth Non-Voting. Yearly dues **\$20.00**. Add **\$25.00** to include the AHA Competition/Insurance Card. Should AHA dues increase, the youth non-voting dues shall automatically increase a like amount.

(d) Honorary Non-Voting

(e) AHBAO Life (one vote allowed in AHBAO club activities)

(f) AHA Life Members – Must designate AHBAO as their member club and pay club dues per year of \$15.00.

Dues are valid from the date they are paid and become delinquent when not renewed on their anniversary date.

ARTICLE II - APPLICATION

Application for membership shall be made by submitting an application to the Arabian Horse Association web site or by submitting an application to the AHBAO Membership Chair.

ARTICLE III - PRIVILEGES

Affiliate members will have one vote in selection of board of directors, or on any motion before the general meeting. Any Affiliate member is eligible for election to the board of directors, if nominated. Associate members have all the privileges of the association except voting and holding offices. Privileges of attendance at general meetings and participation in activities of the association shall be accorded each person in the immediate family of a member, but only one vote shall be accorded for each membership. Separate paid memberships may be obtained for any individual in a family and his vote permitted.

The board of directors shall have the privilege of selecting non-active members whom they consider deserving for honorary membership. They shall have all privileges of the association except voting. The board shall also have the privilege of selecting whom they consider deserving for life membership. They shall have all of the privileges of affiliate membership. Both honorary and life members shall be exempt from payment of dues. Memberships may be transferred, denied, suspended or expelled by unanimous vote of the board of directors.

ARTICLE IV - DIRECTORS

The board of directors shall consist of nine members, each to serve a three-year term. Directors are encouraged to attend ALL AHBAO Board Meetings and are asked not to miss more than two consecutive meetings in the fiscal year. Exceptions may be made by a 2/3 majority vote of the board of directors. In the last quarter of each year three directors shall be elected, by popular vote, to fill the vacancies of the three expiring directorships. Directors shall also be elected for shorter terms to complete the three-year terms of any directorship vacated for other causes. Nominations of directors shall be made by a nominating committee, and also shall be accepted from the floor at the annual meeting. The nomination committee shall be instructed to consider geographic distribution in nominating director candidates.

The board of directors shall manage the affairs and conduct the business of the association. It may make contracts in the association's name and behalf, or authorize such contracts to be made by the officers.

Members of the board of directors are eligible for only two three year terms consecutively, and then must retire for at least one year, after which they shall again be eligible for re-election. In case of abbreviated terms, one year shall be regarded as a full term for purposes of eligibility for re-election. Any act or decision of the board of directors may be annulled or overridden by a vote of seventy-five percent of the membership present at any regular meeting, providing a quorum is present.

ARTICLE V - OFFICERS

The officers of the association shall be President, Vice President, Secretary and Treasurer.

President: Shall be the presiding officer at all general and Board of Director meetings. Shall appoint committees and their chairmen subject to the approval of the Board of Directors. Shall be a member in ex officio of all committees except the Nominating Committee. Shall keep the Board of Directors fully advised of all matters concerning AHBAO between meetings. Shall call special meetings of the Board of Directors and general membership as deemed necessary. Shall sign and execute all contracts and obligations of AHBAO as directed by the Board of Directors and/or the general membership.

Vice President: Shall, in the absence of the President, be the presiding officer. Shall act as assistant to the President. Shall, in the event of a vacancy in the office of President, succeed to the office of President for the unexpired term. Shall perform such duties as may be assigned by the President and/or Board of Directors.

Secretary: Shall keep accurate minutes of all meetings and safeguard the records of AHBAO by filing them in an organized manner. Shall make a written report to the Board of Directors and send one to the AHBAO newsletter editor to be printed in the AHBAO

newsletter. Shall have available at all meetings a copy of the AHBAO by-laws. Shall conduct the correspondence of AHBAO as directed by the President and/or the Board of Directors. Shall perform such duties as may be assigned by the President and/or the Board of Directors. Shall maintain a current mailing list of AHBAO members.

Treasurer: Shall keep and safeguard the funds of AHBAO and keep accurate records of the same. Shall deposit and disburse all AHBAO monies as directed by the Board of Directors. Shall make a written report to the Board of Directors and shall send one to the AHBAO newsletter editor. Shall present a full financial report for the fiscal year to the annual meeting. Shall prepare all necessary statements for tax reporting and file such papers with the appropriate agency after review by the President. Shall perform such duties as may be assigned by the President and/or the Board of Directors.

Officers shall be elected by a majority vote of the duly chosen directors of the association during the annual meeting. The term of office of each officer shall be a period between the annual meetings, which is approximately a one-year term.

ARTICLE VI - QUORUMS

The membership present shall constitute a working quorum at the annual and general meetings. Five of the nine duly elected directors shall constitute a quorum for any meeting of the Board of Directors.

ARTICLE VII - VACANCIES

It shall be the duty of the Board of Directors to fill, by majority vote, any officer ship or directorship, which may become vacant by reason of death, resignation or absenteeism (failure to attend required number of scheduled board of director meetings). Such an appointee or appointees shall function in the designated positions until the following annual meeting after such appointment.

ARTICLE VIII - COMMITTEES

Standing Committees and their function shall exist for the purpose of the active functioning of the general affairs of this association. The President shall appoint such other committees, as the activities of the association require. Standing Committees shall include:

FINANCE/AUDIT: This committee will coordinate an annual budget and audit for the association.

NOMINATION: This committee shall nominate only the required number of qualified members to fill term vacancies on the Board of Directors. Additional nominations may be made from the floor at the annual election meeting. It will conduct the election by making the ballots, tabulating the results and announcing to the membership those elected.

FUTURITY: This committee will promote the futurity and handle the necessary paperwork. The chairman will also be the futurity secretary.

The chairman of each committee shall be an affiliate voting. All committees are accountable to the Board of Directors concerning policies and/or procedures. A committee shall consist of two or more persons.

CONVENTION AND REGION 4 DELEGATES

(a) To qualify to serve as a delegate, one must be a voting member in good standing.

(b) Delegates are to be selected annually by the President and approved by the Board of Directors. At least one appointee should have prior experience as a delegate.

(c) Additional delegates will be selected to serve as alternates as required.

(d) The delegates shall select a chairman.

(e) Should there become an excess of delegates, the most recent selected delegate will be removed and the last delegate removed will become the alternate.

(f) The association shall attempt to reimburse each delegate registered at the annual convention at least the following: AHA registration fees and transportation costs to and from the annual convention.

(g) Should a delegate, after arrival at the convention, become unable to participate in the convention and there are no other alternate delegates at the convention; any other association member in good standing may become the alternate delegate by a majority vote of the committee in attendance. The AHA Credentials Committee must certify the newly named delegate before being seated.

(h) Delegates shall prepare desired resolutions for the AHA convention for presentation and approval by the membership prior to the convention; and present any necessary resolutions to the convention in the prescribed manner and report back to this association at the first regular meeting, on any important resolutions of the AHA convention.

Delegates shall be responsible for representing AHBAO at AHA and Region 4 meetings. Shall know the current rules of AHA and US Equestrian Federation. Shall be able to participate on AHA and Region 4 committees. Shall report to the AHBAO Board of Directors and members. Shall represent the members and address their concerns.

ARTICLE IX - OBLIGATIONS

This association shall have no stock and shall be a non-profit association operated for the benefit of the members. Anyone becoming a member of the association shall be bound by the bylaws and all duly passed amendments thereto. In emergencies special assessments may be levied by unanimous vote of the Board of Directors in amounts not to exceed \$10.00 per member in a given year, but the sole penalty for non-payment of it shall be forfeiture of membership and no action may be brought for collection of such an assessment. Special assessments shall apply to regular members only.

ARTICLE X - LIABILITY

(a) Neither officers, directors, agents or members of this association shall be held personally liable or responsible for the debts, acts or failure of

action of the association.

(b) In the event there is a conflict or presumed legal liability this shall be resolved through the board of directors consensus, which may be accomplished via an emergency meeting or telephone conference call.

ARTICLE XI - VOTING

Voting by mail shall be allowed. Voting by proxy shall not be allowed.

ARTICLE XII - MEETINGS

The Board of Directors shall meet four times per year or when deemed necessary by the officers or a majority of the Board of Directors. Written or E-mail notice of such meetings will be posted to the directors 10 days prior to the designated day of meeting. Special meetings may be called by the President or three board members by written or E-mail notice posted 10 days prior to date of designated meetings.

AHBAO shall have an annual meeting during the calendar year and such other meetings as the Board of Directors deem advisable. Members shall be notified 30 days prior to a general meeting.

All meetings of the association and of the Board of Directors shall be conducted under "Roberts Rules of Order."

ARTICLE XIII - REVISION OF BY-LAWS

The Board of Directors before presentation to the general membership must first approve any revision of the by-laws. Membership must be notified of any proposed amendment 30 days prior to vote. Amendment of the by-laws may then be accomplished by a two-thirds majority vote of mailed ballots or two-thirds vote of the majority of members at any regular meeting.

ARTICLE XIV - SEAL

The corporation shall have a corporate seal having inscribed thereon "ARABIAN HORSE BREEDERS ASSOCIATION OF OREGON," incorporated the 22nd of May 1947.

Revised May 2011