

# *Bylaws*

## *Insallah Arabian Horse Club*

### **ARTICLE I: NAME AND PURPOSE**

#### **SECTION A: NAME**

The name of the Association shall be INSALLAH ARABIAN HORSE CLUB (IAHC, hereinafter referred to in these bylaws as the Club).

#### **SECTION B: PURPOSE**

This Club has been formed to bring together those people interested in advancing and promoting the Arabian and Half/Anglo-Arabian horse. To achieve this end, the Club shall:

1. Formulate programs and such other activities that are in the best interest of Purebred and Half/Anglo Arabian horses and their owners (present and future).
2. Cooperate with the Arabian Horse Association (AHA) and with such other organizations, associations, societies and individuals to improve all equestrian activities.
3. Promote, encourage and stimulate popular interest in the outstanding qualities of the Arabian and Half/Anglo Arabian horse.
4. Preserve and protect the legacy and heritage of the Arabian horse breed.
5. Do any and all things necessary or appropriate to accomplish the foregoing objectives and to forward the interest of the members, hereof, as owners, breeders and admirers of the Arabian and Half/Anglo-Arabian horse.

This Club does not contemplate pecuniary gain or profit to the members hereof and it is organized for nonprofit purposes.

### **ARTICLE II: MEMBERSHIP**

#### **SECTION A: CLASSES OF MEMBERSHIP**

This Organization shall be composed of the following four (4) classes of membership:

1. Adult Affiliate Membership
2. Junior Affiliate Membership
3. Lifetime Affiliate Membership
4. Family Membership
5. Honorary Membership
6. Social Membership

#### **SECTION B: QUALIFICATIONS**

Members shall be persons of responsibility, integrity and sound moral character and their membership should be in the best interest of the Club. Members shall have paid such dues as may be established by the Club.

1. **Adult Affiliate Membership:** To qualify for membership as an adult member of the Club, a person shall be 18 years of age or over and shall have paid such dues as have been established by the Club, together with those additional dues and charges set forth by AHA . An adult member shall have voting privileges and shall be eligible for any office of AHA or the Club.
2. **Junior Affiliate Membership:** To qualify for membership as a Junior member of the Club, a person shall be under 18 years of age (age for the purpose of this membership shall be considered to be the age attained as of January 1 of the year in which application is submitted) and shall have paid such dues as have been established by the Club together with those additional dues and charges set forth by AHA. They shall not have voting privileges or be eligible for any office other than those privileges and officers of the Arabian Horse Youth Association (AHYA).
3. **Life Membership:** Those IAHA (change to AHA) life members, choosing the Club as their affiliate club, shall pay such Club dues as set forth by the Club. A life member shall have all privileges as an Affiliate member.

4. Family Membership: To qualify for membership as a Family member of the club, one person must be designated as the AHA member, shall be 18 years of age or over and will be the only member with full voting privileges for all Club and AHA matters and shall be eligible for any office of AHA or the Club. All other additional family members shall have voting privileges for Club matters only and shall not be eligible for any office of AHA or the Club. The designated AHA member shall pay Affiliate-member dues as may be established by the Club. Additional family members within this category will pay dues in the amount as may be established by the Club.

5. Honorary Members (1) or (2): To qualify for membership as an Honorary member of the Club, a person shall be 18 years of age or over, shall have contributed outstanding services to the Club and shall have been nominated and received a majority of votes of those present at a Club meeting to receive this category of membership. Nomination may be made by any Club member in good standing at the time of nomination, nomination shall be designated as (1) full membership (which will include the Club's paying the annual AHA dues) or (2) Club-only membership (no dues payable). Designation No. 1 will include all voting privileges for both AHA matters and Club matters. Designation No. 2 will include all voting privileges except those pertaining to AHA policies and procedures and may not hold executive officer and delegate positions.

6. Social Member: To qualify for membership as a Social member of the Club, a person shall be 18 years of age or over. A social member shall have all voting privileges except those pertaining to AHA policies and procedures and may not hold executive officer and delegate positions. Dues shall be paid as has been established by the Club.

#### SECTION C: ELECTION TO MEMBERSHIP

Any person desiring membership in the Club may request a membership application from the Club. The completed application, accompanied by the established fees or dues, shall be submitted to the Club. A designated entity shall review the applicant's qualifications and shall, within 60 days of submission, approve or reject the application and notify applicant of their decision. The Secretary, upon approval of the application, shall notify that applicant of their acceptance of membership and add the new member's name to the Club's roster within the time frame in effect as designated by the Club at that time.

#### SECTION D: TERMINATION OF MEMBERSHIP

Membership in this Club is not transferable and shall be suspended upon delinquency in the payment of fees or dues for a period of 60 days. A notice shall be mailed after delinquency is past a time frame which is in effect as designated by the Club and if, within a designated period as set by the Club, delinquent membership dues are not paid in full, membership shall be automatically terminated. A reinstatement fee, in addition to regular member fees, may be required for a member to be reinstated.

If, for any reason any member of IAHC decides to bring litigation against IAHC, they will agree to arbitration before going to court.

Any member of the Club may be suspended or expelled by a majority vote of a quorum of the Board of Directors, subject to ratification of a majority of a quorum present of the membership, for failure to abide by the rules and regulations of the Club concerning unsportsmanlike conduct or for any action which is opposed to or detrimental to the objectives and/or purposes of the Association. The member shall be notified in writing of said action within a time period that is in effect which is designated by the Club prior to voting and shall be given the opportunity to appear before a special Board of Directors meeting called for that specific purpose (which can be in person, conference call, or any group means via telecommunications, provided that all persons attending have access to that telecommunications). Upon termination of membership, a prorated portion of the current year's dues retained by the Club shall be remitted to the expelled member.

### ***ARTICLE III: FEES AND ASSESSMENTS***

#### SECTION A: FEES

Fee schedules shall be determined by a majority vote of the membership present at a regularly constituted meeting, preceded by at least 30 days notice to the membership of a proposed change. There must be a quorum present for such a vote.

#### SECTION B: ASSESSMENTS

Special assessments, recommended by the Board of Directors, may be levied by a majority vote of the membership present at a regularly constituted business meeting, preceded by at least 10 days notice in writing to the membership of the proposed assessment. There shall be a quorum present for such a vote.

### ***ARTICLE IV: GENERAL POWERS AND DUTIES OF OFFICERS AND DIRECTORS***

#### SECTION A: BOARD OF DIRECTORS

The Board of Directors shall consist of seven (7) members as follows: 1) President, 2) Vice-President, 3) Secretary, 4) Treasurer, and 5) 3 additional Directors-at-large up to a total membership count of 200. Thereafter, for each additional 200 members the Board-of-Directors members-at-large will increase by one (1) additional Director. Each Director is selected by vote of the Club membership in accordance with Article VII of these by-laws. The Board of Directors shall have the right, power and authority to control all business affairs of the Club, subject to ratification by a majority vote of a quorum present of Club membership. In order to qualify for a position on the Board of Directors, an individual must hold an adult, voting membership in the Club. The term of office shall be for one year.

1. Duties

- a. Arbitrate conflicts of interest among the membership of the Club.
- b. Resolve and/or carry out any disciplinary action necessary in expelling a member of the Club.
- c. Will designate a nominating committee to draw up a slate of nominees for election as Executive Officers and Directors of the Club.
- d. Resolve conflicts of interest between the Club and any external organization.

SECTION B: EXECUTIVE OFFICERS:

The elected officers of the Club shall be President, Vice President, Secretary, Treasurer, and Public Relations Officer. The term of office shall be for two (2) years. The President can serve no more than two consecutive terms. In order to qualify for an Executive Officer position, an individual must hold an adult, voting membership in the Club. See Article II: Membership, Section B: Qualifications, 1. Affiliate Member.

1. Duties

President: Shall preside at all meetings of the Club. Shall serve as Chairman of the Board of Directors. Shall appoint such committees and/or commissions as are necessary and shall not vote on Club matters except in election of Officers and Directors and in the case of a tie vote. The President shall set the agenda for all meetings.

Vice President: Shall carry out the duties of the President in the absence of the President. Shall serve as vice chairman of the Board of Directors.

Secretary: Shall record the minutes of the Club and Board of Directors meetings. Shall maintain all records as may be required with a copy archived in a designated area. Shall conduct all incoming and outgoing correspondence of the Club, with the exception of work assigned to others, wherein copies of all incoming and outgoing correspondence by others will be supplied to the Club Secretary for file. Shall keep the official membership roster containing names and addresses of all members, unless a Membership Chairman has been designated. Election or termination of membership shall be recorded together with the date on which membership began or ceased. The Secretary shall serve as a member of the Board of Directors.

Treasurer: Shall maintain accurate records of all monies collected and disbursed by the Club. These records shall be maintained in a standard, simple accounting format. The Treasurer shall serve as a member of the Board of Directors.

Public Relations Officer: coordinate all publicity, press releases, public appearances, and advertising which will present the activities of the Club to the public.

SECTION C: REMOVAL AND RESIGNATION OF OFFICERS

In the event that any elected Executive Officer or member of the Board of Directors is unable to fulfill his/her duties and does not tender a resignation, the Board of Directors shall determine the necessity for a replacement, subject to ratification by the voting membership. Two-thirds majority of the voting membership present at the time the vote is taken is required for recall.

Any member of the Board of Directors or elected officer may resign at any time by giving written notice to the President. The resignation will be effective the date of such notice or a date specified therein.

A failure of any officer or director to attend three consecutive regular meetings of the Board of Directors shall be construed as a resignation of that Officer or Director. Nominations for replacement will be accepted from the general membership and a special election held. Membership will be notified of the vacancy before the next general membership meeting.

## **ARTICLE V: MEETINGS**

### **SECTION A: MEETINGS OF THE MEMBERSHIP**

1. Regular Meeting: A regular meeting of the Club shall be held at least two times each year, one of which will be held in October of each year and shall be designated as the annual meeting. Membership will be notified of agenda, place, date and time at least 15 days prior of meeting. The election of officers and directors shall take place at the annual meeting. Said elected officers and directors shall take office on January 1 of the following year.

2. Special Meeting: Special meetings may be called by the President of the Club, provided notice stating agenda, place, date and time is provided to the membership.

a. The membership, as defined by a majority of voting members at a general meeting, has the option to petition the President for any particular action. This petition requires the President to call a special meeting for this particular agenda item(s)

3. Board of Directors Meeting: Regular meetings will be held at the discretion of the Board of Directors, but at least one meeting must be held prior to the Annual Membership meeting. The agenda, place, date and time of these meetings shall be designated in written notice no later than fifteen (15) days prior to said meeting.

#### **4. Quorum**

a. General membership meeting: A quorum shall consist of the voting members present.

b. Special meeting. A quorum shall consist of the voting members present.

c. Board of Directors meeting: A quorum shall consist of the Directors present.

### **SECTION B: VOTING**

Each Affiliate AHA adult member in good standing shall have one vote, and voting by proxy shall not be allowed. Associate members shall not have voting privileges except as noted under Article II, Section B.2. and Article X.

### **SECTION C: MEETINGS OF THE BOARD OF DIRECTORS**

The Board of Directors may meet as described in SECTION A, 3. above. All measures and/or actions shall be carried by a clear majority vote, subject to ratification of the membership. In the absence of a quorum, the Directors present may adjourn the meeting to a specified time and place but cannot conduct any other business.

### **SECTION D: NOTICE OF MEETINGS**

Notice of meetings of all meetings shall be given by the Secretary.

### **SECTION E: PARLIAMENTARY AUTHORITY**

The rules contained in Robert's Rules of Order Revised shall govern the Association in all cases to which they are applicable.

## **ARTICLE VI: AFFILIATION**

### **SECTION A: ARABIAN HORSE ASSOCIATION**

The Association shall maintain an active membership status in the Arabian Horse Association (AHA). The Association membership in the AHA shall carry with it a corresponding IAHC membership for each voting member of the Association.

### **SECTION B: DELEGATES TO AHA**

Delegates to the AHA will be nominated by the Nominating Committee and elected by the membership at the October meeting. The term of office for an elected delegate shall be two (2) years. Duties of the delegates are as follows:

1. Represent the Club at the Region 2 meetings and the annual IAHA Convention and any other function of the IAHA where the Club voting authority is required. Keep the Club and Board of Directors informed concerning the planned activities of AHA. Submit an annual report to the Club and Board of Directors of all attended AHA activities wherein he/she represented the Club. The full expense

of representation shall be the burden of the delegate until such time as the Club may financially support partially or fully such activities.

2. Resignation. A delegate may resign at any time by giving written notice to the Board of Directors or to the President.

### ***ARTICLE VII: ELECTIONS***

#### **SECTION A: NOMINATING COMMITTEE**

A nominating committee may be appointed by the Board of Directors in July of each election year. This committee shall prepare a slate of nominees for the Executive Officers, Board of Directors, and AHA Delegate. This slate shall be circulated or available to all voting members no later than September of the election year. Officers-elect will assume duties of office on January 1 of the following year. The election shall be by ballot and shall be under the direction of the Election Officer (who is chairman of the nominating committee). No absentee ballot shall be allowed.

### ***ARTICLE VIII: COMMITTEES AND COMMISSIONS***

#### **SECTION A: TYPES AND DESCRIPTION**

1. Standing Committees:

a. Board of Directors shall establish standing committees as they deem necessary to efficiently conduct the business, educational and social affairs of the Club.

b. Any member of the General Membership may volunteer to be a member of a standing committee.

2. Commissions:

a. The Board of Directors shall establish any commissions as they deem necessary to efficiently conduct the business and educational affairs of the Club.

b. Members on these commissions will be elected by either the Board of Directors or General Membership as is defined upon establishment.

3. Ad hoc Committees

a. The President may appoint ad hoc committees as he/she deems necessary to efficiently conduct the affairs of the Club.

#### **SECTION B: COMMITTEE ROSTER**

The Secretary of the Club shall maintain a roster of all committees, unless there is a Membership Chair in position who will maintain this responsibility. The term of office of all committee and commission members shall begin when so appointed and terminate at the end of each election year or when the assignment is completed if before that date.

### **ARTICLE IX: AMENDMENTS**

These by laws may be amended, repealed, or new by laws adopted at a regular or special meeting of the membership by a two-thirds majority vote of a quorum of the voting membership in attendance at the meeting. Thirty (30) days notice must be given to the membership stating the proposed amendment(s) before such amendment(s) may be brought before a regular membership meeting.

### **ARTICLE X: POLICIES, PROCEDURES AND PURPOSES**

Any policies, procedures, or purposes not addressed in these bylaws will be addressed in the IAHC "Policies, Procedures, and Purposes." These procedures may be changed by a simple majority vote of the membership at a general meeting provided the item is listed on the Agenda for that meeting.

### **ARTICLE XI: ENACTMENT**

These by laws shall take effect and be in force from and after passage by the membership of the Club.

KNOW ALL MEN BY THESE PRESENT:

That we, the undersigned, being members of the organizational group of the Insallah Arabian Horse Club do hereby certify that the foregoing bylaws, consisting of ten (10) articles were duly adopted as the bylaws of the said Association on the \_16<sup>th</sup> day of October, 2005 and amended on the 10<sup>th</sup> day of April, 2009.

ATTEST:

\_\_\_\_\_  
Lorry Wagner, President

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Georgine Ryter, Secretary

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Lorry Wagner, Treasurer