

# **By-Laws of Region 4, Arabian Horse Association**

## **ARTICLE I - NAME**

The name of this organization shall be Region 4, Arabian Horse Association (AHA), hereinafter referred to as the Region.

## **ARTICLE II - OBJECTS AND PURPOSES**

The objects and purposes of the Region are:

1. Foster and encourage good relations between member associations of the Region;
2. Promote and coordinate Arabian horse show activities throughout the Region, and sponsor the holding of the Arabian and Half-Arabian Regional Championships;
3. Formulate publicity and educational programs and other activities in the interest of Arabian horse owners, clubs and enthusiasts;
4. Promote, encourage and stimulate popular interest in the outstanding using qualities of the Arabian horse;
5. Do any and all things necessary or appropriate to accomplish the objects and purposes stated herein;
6. To cooperate with Arabian Horse Association and to adopt its objects and purposes.

## **ARTICLE III - AFFILIATION**

Region 4 is a qualified Region of AHA and subject to all provisions of the Constitution, Bylaws, Code of Ethics, and any other rules and regulations governing the Arabian Horse Association.

## **ARTICLE IV - MEMBER ORGANIZATIONS**

### **Section 1: Territory**

The Region shall initially consist of the States of Oregon and Southern Idaho. The geographic territory shall change in accordance with any changes made by the AHA Board of Directors or by Resolution at an AHA Annual Convention.

### **Section 2: Membership**

The membership of the Region shall consist of all clubs and associations within the geographic limits of the Region who are members in good standing with AHA. These organizations shall hereinafter be referred to as Member Organizations. The action of AHA in granting or revoking membership in AHA to any Member Organization located within the geographic limits of the Region shall automatically grant or revoke membership in the Region.

### **Section 3: Annual Dues**

Each member organization shall pay to the Region annual dues in the amount of \$20.00 per delegate, or such different amounts as the Board of Delegates may prescribe, based on the number of voting delegates of such Member Organization as of June 30. Dues shall be payable on or before August 1. Dues shall not be prorated for any portion of a year.

## **ARTICLE V - BOARD OF DELEGATES**

### **Section 1: Voting Delegates**

The corporate powers, business and property of the Region shall be exercised, conducted and controlled by a Board of Delegates; no expenditure may be made or obligation incurred for or on behalf of the Region without the express authorization or approval of the Board of Delegates. This board shall consist of the duly selected delegates from the Region Member Organizations to the AHA Annual Convention. The number of voting delegates from each Member Organization shall be the number of delegates allowed that Member Organization to the AHA Annual Convention, provided, however, that no Member Organization whose annual dues are in arrears more than 60 days shall be entitled to voting delegates. Each delegate must be a member of his organization by June 30 preceding the convention. Each delegate must be in good standing with AHA Region 4 activities, and all Member Organizations of Region 4. The immediate Past Chairman of the Region shall be a voting delegate-at-large of Region 4 if not otherwise a voting delegate, provide such Past Chairman is a qualified member as determined pursuant to Article IV, Section 2.

## **Section 2: Alternate Delegates**

An alternate delegate may substitute for a voting delegate at any meeting of the Board of Delegates provided he is on the certified list of alternates.

## **Section 3: Designation of Delegates and Alternates**

Each Member Organization shall provide the Secretary of the Region with a current written certified list of the names, email addresses and telephone numbers of its selected delegates and alternates to the AHA Annual Convention and any changes in the delegates and alternates that may occur from time to time.

## **Section 4: Non-Voting Delegates**

The officers of the Region and the Presidents of the Member Organizations shall be ex-officio nonvoting members of the Board of Delegates provided they are not voting delegates.

## **Section 5: Executive Committee**

The officers (Chair, Vice Chair, Secretary, Treasurer, and the Immediate Past Chair) are empowered, between meetings of the Board of Delegates, to handle all matters, subject to ratification by the Board.

## **ARTICLE VI - MEETINGS**

### **Section 1: Regular Meetings**

There shall be three regular meetings of the Board of Delegates per calendar year.

### **Section 2: Special Meetings**

Special meetings of the Board of Delegates may be held at any time or place upon the call of the Chairman or one-third of the voting delegates.

### **Section 3: Notice of Meetings**

Written notice of any meeting shall be given to all voting and nonvoting delegates at least 10 days prior to the meeting except that a meeting may be called during the AHA Annual Convention provided all voting delegates registered at the Convention are given prior notice.

### **Section 4: Voting by Proxy**

Voting by proxy shall not be permitted.

### **Section 5: Quorum**

A quorum shall be 1/2 of the voting delegates plus one. The count of voting delegates will not include any "National" clubs that happen to be incorporated in our Region. If a quorum is not present, notice of any action taken shall be emailed to all delegates and such action shall not take effect until ratified by a majority of the voting delegates. The absence of any response by a voting delegate within 10 days from the communication of due notice shall be considered a favorable vote on the action taken.

### **Section 6: Voting by Email**

The Board of Delegates may take action by email, provided that each voting and nonvoting delegate is notified of the proposal to be acted upon, and a majority of the voting delegates indicate assent thereto.

### **Section 7: Voting by Presiding Officer**

The Presiding Officer shall not vote except in the case of a tie and in that case he shall cast the deciding vote regardless of whether he is a voting delegate.

## **ARTICLE VII - OFFICERS**

### **Section 1: Enumeration**

The officers of Region 4 shall consist of a Chairman, a Vice-Chairman, a Secretary and a Treasurer. It is not mandatory that officers be voting delegates of the Region but they must be members in good standing of Member Organizations of the Region.

### **Section 2: Nomination**

The nominating committee will submit a slate of nominees to the Board of Delegates at the meeting held at the AHA Annual Convention in odd numbered years. Any member in good standing of any member Organization of the Region is eligible to be nominated. Any voting delegate may nominate from the floor at the election meeting.

### **Section 3: Election**

The officers shall be elected by majority vote of the voting delegates in attendance at the election meeting. Elections shall be conducted at the Spring Meeting in even numbered years (or at a meeting held at least 90 days preceding the AHA Annual Convention in even numbered years). Voting shall be done by ballot. The winner must receive a majority. If a majority is not achieved and the voting results in a plurality, then a runoff election between the two highest vote getters will be held and the one winning the majority of the vote will be elected.

### **Section 4: Duties of the Chairman**

The Chairman shall serve as Region 4 Director of the AHA Board of Directors. He may call meetings of the Board of Delegates of Region 4 when needed in accordance with these By-Laws and shall preside at all such meetings. He shall have general charge and supervision of the business of the Region, subject to the limitations imposed by these By-Laws and the Board of Delegates. He shall be an ex-officio member of all committees of the Region.

### **Section 5: Duties of the Vice-Chairman**

The Vice-Chairman shall assist the Chairman in all performances of duties and exercise all functions of the Chairman in his absence or at his request. If for any cause the office of Chairman is vacated, the Vice-Chairman shall serve as Chairman for the remainder of the unexpired term.

### **Section 6: Duties of the Secretary**

- a) Keep the minutes of all meetings of the Board of Delegates and action taken by electronic communication;
- b) Maintain names and email addresses of all current delegates, alternates, and nonvoting delegates;
- c) Handle all necessary correspondence, communications and notice of meetings.

### **Section 7: Duties of the Treasurer**

- a) Receive, disburse and maintain records of all monies belonging to and/or handled by the Region;
- b) Keep accurate books of account;
- c) Render financial reports to the Board of Delegates in accordance with generally accepted accounting procedures. These reports shall be on a quarterly and fiscal year end basis.

### **Section 8: Other Duties of the Officers**

In addition to the duties outlined in the preceding sections, the officers shall have such other duties, individually or collectively, as may be specifically delegated by the Board of Delegates.

### **Section 9: Vacancies**

In the event of a vacancy, for any reason, in the office of Chairman, the Vice-Chairman will forthwith become Chairman for the unexpired term. In the event of a vacancy of any other office, the vacancy shall be filled by appointment of the Chairman, subject to a majority approval of the Board of Delegates. Such appointee shall hold office for the remainder of the unexpired term.

### **Section 10: Terms of Office**

Terms of office shall be for approximately two years commencing at the end of the AHA Annual Convention following their election and continuing until their successor is elected, qualified, and takes office at the close of the AHA Annual Convention following the successor's election. The chairman and vice-chairman shall hold office for a continuous period not to exceed two consecutive terms (four years) provided, however, that the foregoing limitation shall not preclude a person from serving the remainder of an unexpired term and thereafter being elected and reelected to serve two consecutive terms. The terms of office for the secretary and treasurer shall begin and end as outlined in this section; however, there shall be no limitation on the number of terms that may be served.

### **Section 11: Removal**

Any officer or agent may be removed by a two-thirds (2/3) vote of the Board of Delegates, at a meeting called for that purpose, whenever in their judgment the best interests of the Region will be served.

## **ARTICLE VIII - COMMITTEES**

### **Section 1: Appointment**

The Chairman or the Board of Delegates may, from time to time, provide for the establishment and duties of such committees as may be necessary or desirable. Such committees shall be appointed by the Chairman with the approval of the Board of Delegates. Each committee shall submit a budget for its

activities for the coming year to the Finance/Budget Committee. All committees and committee appointments shall be assessed annually for activity and need before reappointment.

### **Section 2: Eligibility (Membership)**

Any member of a Member Organization in good standing may serve on any Region 4 committee, and/or as Chairman of any Region 4 committee, provided that such member acts in the best interests of Region 4 and AHA as determined by the Board of Delegates. Except as otherwise provided for, all committees are appointed by the incoming Chairman at the AHA Annual Convention to serve for two years.

### **Section 3: Rules**

Each committee may adopt rules for its own use not inconsistent with these By-Laws or those prescribed by the Board of Delegates.

### **Section 4: Nominating Committee**

The Chairman shall appoint a Nominating Committee at the regular meeting held prior to the AHA Annual Convention in odd numbered years, consisting of a chairman and three members of the Region whose duty it shall be to submit one nominee for each office. The Chairman of the Nominating committee will submit the slate of nominees to the meeting of the Board of Delegates held at the AHA Annual Convention in odd numbered years.

### **Section 5: Audit Committee**

An Audit Committee of up to three members shall be appointed by the Chairman at the meeting held at the AHA Annual Convention. This committee shall review all accounts of the Region handled by the treasurer or anyone else, at the close of the fiscal year, and make a written report to the Board of Delegates at the Spring Meeting. Members of this committee should understand accounting procedures and practices.

### **Section 6: Finance/Budget Committee**

The Finance/Budget Committee, composed of the treasurer and three to five other members of the Region, shall be appointed by the Chairman. This committee shall prepare a budget for the coming fiscal year and present it to the Board of Delegates in written form at the meeting designated to review and approve the annual budget. The Finance/Budget Committee may, from time to time, submit supplements to the budget for the current year.

### **Section 7: Region 4 Championship Horse Show Commission**

The Commission is to consist of five commissioners elected by the Board of Delegates Length of term for each position will be three years. For the first year, the terms will be staggered so that two positions are renewable in three years, two more in two years, and the final position is up for renewal in one year. If midterm vacancies occur, replacements will be selected by the Region 4 Director, to be ratified at the next Region 4 delegate meeting. This commission shall promote, regulate, operate and manage the Region 4 Championship Horse Show. Elections will be held at the Fall Meeting each year.

## **ARTICLE IX - FISCAL YEAR**

The fiscal year of the Region shall begin on December 1st and end on November 30th of each year.

## **ARTICLE X - PARLIAMENTARY AUTHORITY**

### **Section 1: Parliamentarian**

A Parliamentarian may be appointed by the Chairman and shall serve in an advisory capacity to the Chairman and the Board of Delegates.

### **Section 2: Rules**

The rules contained in Roberts Rules of Order, Revised shall govern the Region in all cases to which they are applicable, and in which they are not inconsistent with these By-Laws and any special rules of order the Region may adopt. These rules will cover all special meetings, regular meetings, and committee meetings.

## **ARTICLE XI - AMENDMENTS TO THE BY-LAWS**

These By-Laws may be enacted, amended or repealed, in whole or in part, by a two-thirds (2/3) vote of all Region 4 voting delegates. This action may be taken at a duly authorized meeting at which a quorum is in attendance, or by email ballot. In either case, thirty (30) days prior written notice of the proposed

amendment must be given to all delegates, alternates, officers of Region 4, and Presidents of all Member Organizations.

**ARTICLE XII - DISSOLUTION**

This organization may be dissolved by a two-thirds (2/3) vote of its voting delegates, at which time all assets shall be transferred to the Arabian Horse Association located in Aurora, Colorado, or its legally designated successor organization.

**ARTICLE XIII- SUPERSESSION**

The By-Laws of Region 4 shall at all times be governed by the constitution, By-Laws, Rules and Regulations of the Arabian Horse Association.

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REVISED By a favorable vote of the Board of Delegates: **11/07/09; 11/14/14.**