

**GREATER HOUSTON QUARTER HORSE ASSOCIATION
BYLAWS**

As Approved at the Membership Meeting Held September 18, 2014

ARTICLE I—NAME

The name of this corporation is the Greater Houston Quarter Horse Association, herein referred to in these bylaws as GHQHA.

**ARTICLE II—PRINCIPAL OFFICE,
REGISTERED AGENT, AND AREAS OF SERVICE**

SECTION 1. PRINCIPAL OFFICE. GHQHA will have and continuously maintain a principal office. Such office will be designated by the Board of Directors.

SECTION 2. REGISTERED AGENT. GHQHA will have a Registered Agent authorized to receive correspondence from the State of Texas and will be the person responsible for receiving Service of Process in legal matters. Such registered agent will be a person residing in the State of Texas and will be designated by the Board of Directors. Such Agent may or may not be compensated as determined by the Board of Directors.

SECTION 3. AREAS OF SERVICE. The hub of GHQHA will be Houston, Texas and areas served will include Harris County, as well as its adjoining counties and the surrounding region. Activities will be limited to within a circle bounded by a 250 mile radius from the City Hall of Houston, Texas, excluding that area of the circle outside of the State of Texas.

ARTICLE III—OBJECTIVES

SECTION 1. OBJECTIVES. The objectives of GHQHA are:

- (1) To advance the prosperity of the American Quarter Horse breed and the Quarter Horse industry.
- (2) To promote the interests of GHQHA members.
- (3) To foster relationships with owners, breeders, exhibitors, and trainers of all horse breeds.
- (4) To stimulate, regulate, advance, publicize, and promote matters regarding the exhibition, breeding, publicity, care, sale, and improvement of American Quarter horses as well as other horse breeds.
- (5) To provide activities that will support education and the overall growth of the horse industry.

SECTION 2. RELATIONSHIP WITH THE AMERICAN QUARTER HORSE ASSOCIATION. All proceedings and activities of GHQHA will be in harmony with the policies and activities of the American Quarter Horse Association.

ARTICLE IV—MEMBERSHIP

SECTION 1. MEMBERSHIP CRITERIA. Membership will be open to any person interested in and supporting the objectives of GHQHA.

A. Membership in the American Quarter Horse Association and Texas Quarter Horse Association is encouraged to promote the American Quarter Horse breed but is not required for membership in GHQHA.

B. Approval of Membership. An Application for Membership will be approved by the Board of Directors if all of the following membership criteria are met:

- (1) The applicant must fit into one of the membership categories outlined below.
- (2) The applicant must operate within the areas of service specified in Article II, Section 3.
- (3) The applicant agrees to pay dues as designated by the Board of Directors. Payment for first year's dues must be attached to the membership application.

SECTION 2. TERM OF MEMBERSHIP. The term of membership will be a calendar year.

SECTION 3. MEMBERSHIP CATEGORIES.

A. Voting Members. The Regular Members of GHQHA will be individuals or families that own, lease, breed, train, care for, ride, or show horses, as well as individuals and professionals who support the horse industry in some way, including but not limited to veterinarians, farriers, equine dentists, equine chiropractors, equine insurance agents, and attorney specializing in equine law.

- (1) **Individual Voting Members.** Individual members will have only one name and address listed on GHQHA records and will have one vote on matters of business or election.
- (2) **Family Voting Members.** A Family membership entitles all family members living in a common household to be eligible to participate in any activity of GHQHA, subject to rules and regulations as may be set up for that activity. However, each family membership will be limited to one vote per adult family member on matters of business or election coming before the membership.

Any person may join this association under the name of his company, ranch, or farm under the same terms of a family membership. However, any partnership (ranch, horse, etc.) owned by different families, will require each family to be a member of GHQHA and will pay separate dues.

B. Youth Members. A Youth member is 18 years of age or younger and is eligible to participate in any activity of GHQHA. Age will be determined as of January 1 of each year. Youth members do not have a vote on matters coming before the membership.

C. Honorary Members. Honorary membership may be awarded by the Board of Directors at its discretion to any person who has rendered distinguished service to GHQHA or the horse industry.

- (1) Honorary Members will be listed in the membership roster and will be invited to attend and participate in all activities, but do not have a vote and may not serve on the Board of Directors.
- (2) Membership dues are waived for Honorary Members. Fees for GHQHA shows or activities are not waived.

D. Life Members. Life membership may be awarded by the Board of Directors to any person who has been a Voting member of the association for a minimum of 20 years and who, by reason of retirement is no longer eligible for membership, or who, by reason of illness or disability, is no longer physically able to participate in GHQHA. At its discretion, the Board of Directors may waive any of the above requirements due to extenuating circumstances.

- (1) Life Members will be listed in the membership roster and will be invited to attend and participate in all activities, but do not have a vote and may not serve on the Board of Directors.
- (2) Membership dues are waived for Life Members. Fees for GHQHA shows or activities are not waived.

SECTION 4. TERMINATION OF MEMBERSHIP. All members of GHQHA are subject to the Bylaws and rules of GHQHA.

A. Reasons for Termination. A member may be removed from membership by a majority vote of the Board of Directors with no refund of dues. Membership may be terminated for any of the following reasons:

- (1) The member no longer qualifies for membership in any membership category.
- (2) The member is no longer in the geographic territory served by GHQHA.
- (3) The member has performed an inappropriate action or illegal action affecting the association, including, but not limited to, failure to operate under the Bylaws, theft of GHQHA funds, or behaving in an unacceptable manner at any GHQHA activity which could jeopardize the reputation of GHQHA or could be detrimental to the association in any way. In such case, the President will interview the member prior to discussion by the Board to give the member an opportunity to explain his action.
- (4) The member has failed to pay dues.

B. Any GHQHA member expelled by the American Quarter Horse Association will automatically be expelled from GHQHA with no refund of dues.

SECTION 5. MEMBERSHIP MEETINGS. Membership meetings will be scheduled at a time and place determined by the Board of Directors.

A. General Membership Meetings. A minimum of six (6) general membership meetings will be held each year, with the first membership meeting in January and the last meeting in November.

- (1) **January Membership Meeting.** Officers will be introduced at the January membership each year.
- (2) **November Membership Meeting.** The election of new Directors to the Board will take place at the November membership meeting each year.
- (3) **Rescheduled Membership Meetings.** Due to extenuating circumstances, a general membership meeting may be rescheduled by the Board of Directors.
- (4) **Additional Membership Meetings.** An additional membership meeting may be called by the President with approval of the Board at any time.
- (5) **Notice.** Notice of general membership meetings will be sent by the Secretary to all members by electronic mail no less than ten (10) days prior to the meeting. Meeting notices will be sent to any member by regular mail upon making such request to the Secretary.

B. Special Membership Meetings. A special membership meeting may be called by the President or any three (3) Directors at any time.

- (1) The date, time and place of a Special Membership meeting will be determined by the President or the three (3) Directors calling the meeting.
- (2) Notice of a Special Membership meeting which explains when, where and why the meeting is being called will be sent to the members by the Secretary by regular mail or electronic mail no less than seven (7) days prior to the meeting.

C. Quorum. For the purposes of conducting business at general and special membership meetings, except for those called to consider bylaws amendments or the dissolution of the association, a quorum will be 20% of the voting membership, with half numbers rounded up to the next whole number, provided there are **at least four (4) Directors** in attendance at the meeting. In the event a quorum is not met, the meeting will be rescheduled.

- D. **Approval of Business.** Provided a quorum is met, a simple majority (51%) of the voting members in attendance at a membership meeting will be sufficient to approve any motion with the exception of bylaws amendments.

ARTICLE V—MANAGEMENT

SECTION 1. DIRECTORS. The business of GHQHA will be managed by a Board of a minimum of nine (9) elected directors, and the Immediate Past President (if not currently serving in a portion of an elected term). Each Director must be a GHQHA member in good standing.

A. Power and Duties. The Board of Directors will exercise full and complete authority and control over the business of the GHQHA subject to any restrictions imposed by law, the Articles of Incorporation, and these Bylaws. The Board of directors will:

- (1) Have the power to prescribe policies and procedures regarding membership and activities, including but not limited to the determination of dues and provisions for their collection.
- (2) Responsibly bring all matters concerning the association directly to the President for discussion. Directors do not make decisions independently or outside the scope of a Board member's responsibility.
- (3) Represent the interest of the association and act as liaison to the membership. Board members are expected to present ideas to the Board concerning ways to improve the association and/or to further its objectives.
- (4) Be responsible for the oversight of all committees and to approve the goals and budgets of all committees. Directors may be asked to chair or serve as a liaison to committees as needed.
- (5) Be responsible for the financial management of the association.
- (6) Develop the membership base by recruiting new members and making new members and visitors feel welcome. Scout for potential leaders or helpers and inform the Board, Nominating Committee, and Committee Chairs of these members.

B. Vote. Only elected Directors will serve with vote. The Immediate Past President will serve for one (1) year without vote unless he/she is serving in a current elected term.

C. Term. Each Director is elected by ballot to serve for a three (3) year term. Terms will be staggered so that a minimum of three (3) new directors are elected each year to fill the vacancies created by the retiring Directors.

- (1) Term of office will begin on January 1 and expire on December 31 of the third year.
- (2) No member may be elected to serve on the Board of Directors for more than two (2) consecutive three-year terms (meaning that a member who has served for two consecutive terms may be reelected to a new third term after sitting off the Board for one year).

D. Compensation. Directors will not receive compensation for their services.

E. Board Meetings. Meetings of the Board of Directors will be regularly scheduled at a time and place determined by the Board.

- (1) **Agenda.** The President will be responsible for preparing the agenda for each meeting and will forward it to the Secretary so that it may be distributed with the meeting notice.

- (2) **Notice.** The date and time of the next Board meeting should be set at the previous Board meeting. However, Board meetings may be called at any time by the President. The Secretary will be responsible for giving advance notice of every Board meeting to each Director.
 - (a) Meeting notices sent by regular mail will be postmarked at least ten (10) days in advance of the meeting.
 - (b) Notices sent by electronic mail will be distributed at least five (5) days in advance of the meeting. Board meetings should be set at the previous meeting for the next meeting.
 - (c) It will be assumed that all Directors will attend all Board meetings. In the event a Director knows in advance that he or she will not be able to attend the meeting, such Director should contact the President prior to the meeting and forward any committee reports, financial reports, etc. so that they can be reviewed and considered for approval at the meeting.
 - (3) **Special Board Meetings.** Special Meetings of the Board of Directors may be called by the President at any time and will be called by the President or Vice President upon receipt of written request from at least three (3) Directors. The Recording Secretary will give advance notice of any Special Board meeting as required above.
 - (4) **Conducting Business Electronically.** The President may ask Board members to vote on an issue via electronic mail. Board members must be provided sufficient information to vote responsibly on the issue. Board members will have a minimum of five (5) days to return their vote by electronic mail.
 - (5) **Quorum.** A minimum of 50% of the voting Directors will constitute a quorum for the transaction of business at any regular or special Board meeting or via electronic vote. In the event a quorum is not present, the meeting or electronic vote will be rescheduled.
 - (6) **Approval of Business.** Provided a quorum is met, a simple majority (51%) vote of the Board members in attendance will be sufficient to approve any motion regarding association business.
- F. Automatic Resignation from the Board.** Each Director is expected to attend all Board and membership meetings and to participate in the association's activities.
- (1) **Failure to Meet Minimum Requirements.** Absence from four (4) consecutive meetings, whether Board or membership meetings, will be failure to meet the minimum requirements for service as a Director and will be deemed automatic resignation from the Board. Said Director's position will automatically become vacant.
 - (2) **Extenuating Circumstances.** The Board, at its sole discretion, may waive this requirement due to extenuating circumstances if the Director submits a letter in writing prior to the next regularly scheduled Board meeting explaining the extenuating circumstances causing the absences.
- G. Vacancy.** In the event of any vacancy on the Board of Directors for any reason, the Nominating Committee will submit within 30 days the names of a minimum of three (3) eligible Regular members to the Board for consideration to fill the vacancy. The Nominating Committee will have contacted these eligible members to determine their desire and availability to serve on the Board prior to submission of their names. The remaining Directors will elect by majority vote a successor from the names provided by the Nominating Committee at the next regularly scheduled Board of Directors meeting.
- H. Governance.** Robert's Rules of Order will govern the proceedings of all Board meetings

SECTION 2. NOMINATION AND ELECTION OF DIRECTORS.

- A. Nominating Committee.** No later than August 1 of each year, the President will recommend to the Board three (3) to five (5) Voting members to serve on the Nominating Committee. Other Board members may make recommendations as well. A slate of eligible members, to include some or all of the members proposed by the President, will be elected by the Board the Directors at its August or September Board meeting to serve on the Nominating Committee. The Nominating Committee will elect its own chairperson.
- B. Duties of the Nominating Committee.** It is the duty of the Nominating Committee to propose names of active Voting members to be considered for election to the Board of Directors for new three (3) year terms. It will be the responsibility of the Nominating Committee to obtain the consent of each candidate prior to placing that member on the slate of nominees.
- (1) Number of Candidates.** The Nominating Committee will submit the names of at least five (5) Voting members for consideration by the voting membership.
- (2) Notice of Nominations.** The names of the candidates nominated by the Nominating Committee to serve on the Board will be distributed by regular mail by the Secretary to each Voting member in writing by October 31 each year.
- (3) Election of New Directors.** The election of new directors will be held by written ballot at the November membership meeting each year.
- (a) The President will appoint any three (3) Voting members present at the meeting to count the votes and certify the election.
- (b) Nominations may be made from the floor at the November membership meeting.
- (c) The three (3) Voting members receiving the most votes will be elected to the Board.
- (d) Election results will be announced prior to the close of the November membership meeting.
- (4) Vote by Proxy.** In the event a Voting member is not able to attend the November membership meeting, he or she may obtain a written ballot from the President or Secretary in order to vote. Such completed ballot must include the member's printed name, signature, physical and mailing addresses, and date signed. The ballot must be returned to the President or the Secretary at least one week prior to the November meeting so that the ballot may be counted at the meeting.
- (5) Assumption of Office.** Newly elected members of the Board of Directors will assume office on January 1 immediately following election. New Board members will be encouraged to attend all meetings of the Board without vote until their term begins.

SECTION 3. OFFICERS. The Officers of GHQHA will be the President, Vice President, Secretary, and Treasurer.

- A. Qualifications.** All Officers must be Directors in good standing.
- B. Election of Officers.** Election of Officers will take place at the January Board meeting each year. Such Board meeting will take place prior to the January membership meeting. The President or Vice President from the previous year will attend the first meeting of the Board to open the meeting and oversee the election. In the event the President or Vice President cannot attend the January Board meeting, any other Officer from the previous year may attend to open the meeting and preside over the election. Officers for the coming year will be introduced at the January Membership meeting each year.

C. Term of Office. Officers will be elected by the Board to serve one calendar year during their elected three (3) year term from January 1 until December 31. Officers may serve in one position for no more than two consecutive one-year terms.

D. Vacancy. In the event of resignation, removal, or death of any Officer except the President, his or her successor will be elected by affirmative majority vote (51%) of the Board of Directors. However, in the event of resignation, removal or death of the President, the Vice President will assume the office of President. The office of Vice President will then be filled by affirmative majority vote of the Board of Directors. A successor will hold office for the remainder of the unexpired term of his immediate predecessor until the election of his successor.

E. Responsibilities of the Officers

(1) President. The President will be the Chief Elected Officer of GHQHA and he or she will have the general power and duties of management and supervision usually afforded the President of a corporation.

(a) General Duties. The President will:

1. Promote GHQHA and the horse industry as a whole.
2. Preside at all Board and membership meetings.
3. Guide the Board of Directors in making sure the interests of the general membership are served regarding all meetings, programs, and educational activities.
4. Ensure that long-term plans are made and carried out for meetings, programs, clinics, shows, annual awards, and all other club activities.
5. If a situation arises that could or would impact the association, it is the President's duty to inform and educate the board of that problem so an informed decision can be made to resolve the situation. The President will oversee the actions that need to be taken to solve problems through negotiations. The President will advise the members of the Board's decisions regarding the situation or problem and will keep the member's advised of developments in a timely manner.
6. With the exception of the Nominating Committee, he/she will appoint all committee chairs and vice chairs and will be an ex officio member of all committees.
7. Regularly obtain committee budgets and reports from committee chairs as required and report committee activities to the Board of Directors.
8. Inform members regularly regarding the activities and progress of the club and its financial condition.
9. The President will read, sign and execute all contracts and legal instruments as required or entered into by GHQHA during his term as permitted by law or as authorized by the Bylaws of GHQHA. The President may delegate the execution of a contract to another officer or director with approval of the Board of Directors.
10. Insure that all correspondence and letters of condolences, welcome, thank you, etc. are written and mailed in a timely manner. Such correspondence will be prepared by the Secretary.
11. The President will review and approve all press releases prior to their distribution to newspapers and monthly publications.
12. The President will serve as one of three authorized signatures on all bank accounts.

(b) **Board Meetings.** The President will:

1. Prepare the agenda for all Board meetings so that it may be included with the Board meeting notice according to the bylaws.
2. Officiate over Board meetings.

(c) **General Membership Meetings.** The President will:

1. Welcome members and visitors and will promote the association through goodwill at all membership meetings.
2. Preside at all membership meetings, to include conducting association business, requesting committee reports, making announcements, Introduce the guest speaker when needed.
3. Adjourn the meeting, advising the members of the date of the next membership meeting and if possible the topic or speaker for the meeting.

(2) Vice President. The Vice President will, in the absence of or inability of the President to perform his duties, have the power to perform the duties of the President. The Vice President will perform other duties as prescribed by the President or Board. The Vice President will be encouraged to serve as President the year following his/her term as Vice President. The Vice President will:

- (a) Obtain the facilities and speakers for membership meetings, develop programs of interest, obtain audio-visual aids as necessary, obtain biographical information and a photo if possible of each speaker for promotional purposes, and write confirmation and thank you letters. Coordinate the meals, snacks, and refreshments for the meetings as requested by the President or Board of Directors.
- (b) Serve as a liaison with outside entities as requested by the Board of Directors.

(3) Secretary. The Secretary will have the responsibility to:

- (a) Prepare the minutes of all Board of Directors and membership meetings. Minutes of Board meetings should be distributed to Board members by electronic mail at least ten (10) days in advance of each Board meeting along with the President's meeting agenda. Minutes of Membership meetings will be distributed at the next Membership meeting for approval by the members.
- (b) Send out notices regarding Board of Directors and Membership meetings via electronic mail at least ten (10) days in advance.
- (c) Maintain the membership records and to provide a copy of the membership roster to any members requesting one or as directed by the Board.
- (d) Publicize the activities of GHQHA as directed by the Board including drafting press releases as directed by the Board of Directors regarding the association and its activities to the Houston Chronicle, community newspapers, and monthly horse publications. All press releases will be reviewed and approved by the President prior to their distribution.

- (e) Prepare flyers promoting GHQHA activities as directed by the Board and will distribute those flyers to Board and committee members so that they may be posted at businesses to promote events.
- (f) Send out association news to members via electronic mail as directed by the Board.
- (g) Make sure information is updated on the website as directed by the Board.

(4) Treasurer. The Treasurer will be responsible for overseeing the overall accounting and financial management of GHQHA, including but not limited to the timely reconciliation of all bank statements, the proper accounting of receipts and disbursements, the deposit of monies to GHQHA bank accounts, the disbursement of funds as directed by the Board, the preparation of dues invoices, and the annual filing of IRS Form 990 tax return. The Treasurer will:

- (a) Serve as one of three authorized signatures on all bank accounts.
- (b) Prepare routine written financial reports that will include all income and each disbursement with payee's name since the last financial report. Such reports will be reviewed and accepted by the Board at all regular meetings of the Board. Copies of this report may be sent with the meeting notice or distributed at the Board meeting.
- (c) Maintain a petty cash box with change at GHQHA events as needed. Amount to be kept in cash will be determined by the Board of Directors.
- (d) Will serve on the annual Audit Committee. After the Audit Committee has completed their annual audit, will forward complete records and reports to CPA firm by January 31 for preparation of IRS Form 990— Information Return for Non-Profit Organizations.

F. HIRING AN EMPLOYEE OR INDIVIDUAL CONTRACTOR TO PERFORM ADMINISTRATIVE DUTIES. At its discretion, the Board of Directors may hire an employee or contract with an individual to perform routine administrative duties and/ or other specific duties that are the responsibility of one or more Officers.

- (1) The Board will be responsible for the hiring, supervision, and firing of such individual and for determining his or her compensation.
- (2) Such employee or individual will attend Board and membership meetings, but will not have a vote on the Board of Directors.
- (3) If such person is a member of GHQHA, he or she will retain their right to vote on matters brought before the membership.

ARTICLE VI - FINANCIAL MANAGEMENT

SECTION 1. FISCAL YEAR. The fiscal year of GHQHA is from January 1 to December 31 each year.

SECTION 2. DUES. Annual membership dues for members will be determined by the Board at the November Board meeting for the coming year.

A. Expenses to be Covered by Dues. Membership dues are set with the understanding that dues should cover the general and administrative operating expenses of the association each year.

B. Billing for Dues. It will be the responsibility of the Treasurer to insure that invoices for annual membership dues will be mailed or emailed to members by December 15 for the coming year.

- C. **Delinquency.** Dues are payable by January 31. Any members whose dues are delinquent as of February 1 each year will be canceled, and membership rights and privileges will be terminated. The Board of Directors may at its discretion grant an extension for payment of dues due to extenuating circumstances upon written request of any member.
- D. **Nonrefundability.** Dues are not refundable for any reason. Any member may be removed from membership by the Board or resign from membership at any time, but dues will not be refunded. Resignation will not relieve the member from paying any outstanding monies owed to GHQHA.
- E. **Reinstatement.** A former member may be reinstated by the Board upon payment of any outstanding monies owed the association and the current year's dues. Membership term will end December 31 of the current year.

SECTION 5. PREPARATION OF FINANCIAL REPORTS. The Treasurer will be responsible for presenting a financial report at all Board meetings. Such report will show the ending checking account balance from the previous financial report and include all income, debits and disbursements through the last day of the previous month. Disbursements will reflect the check date, check number, payee's name and amount. The Treasurer will reconcile each bank statement monthly and will provide the President and the other check signer with a copy of the reconciled bank statement for each month at the next regularly scheduled Board meeting.

SECTION 6. REIMBURSEMENT OF EXPENSES. The Board will reimburse a member for GHQHA expenses incurred provided that the expense was approved by the Board in advance and a copy of the original invoice or receipt is given to the Treasurer.

SECTION 7. ANNUAL AUDIT COMMITTEE. Upon election of the new Treasurer at the January Board meeting, it will be the responsibility of the new Treasurer, and two other Directors appointed by the President to review the bank statements, financial records, and reports of the association and certify that they are correct through the end of the previous fiscal year. This audit will be completed by January 31 each year, and a written report of the audit committee's findings will be provided to the Board at their first meeting held after January 31. All members of the Audit Committee will sign their report.

SECTION 8. ASSOCIATION LIABILITY. Knowing that considerable risk is involved whenever a public function or equine activity is held, GHQHA has been duly incorporated in the State of Texas. In the event of liability, the Board of Directors will be limited to the corporation, and neither the Directors or members will be held responsible in any way.

- A. **Liability Insurance Coverage.** The Board of Directors will insure that GHQHA is covered by a general liability insurance policy that will cover GHQHA horse shows and other association activities. At its discretion, the Board may also elect to have Directors and Officers liability insurance.
- B. **Liability Releases.** Members and non-members over the age of 18 participating at any equine activity sponsored by GHQHA will be required to sign liability releases. A parent with natural or legal custody or a court-appointed legal guardian will be required to sign a liability release for any child under the age of 18 participating in all equine activities.

ARTICLE VII - COMMITTEES

SECTION 1. COMMITTEE RESPONSIBILITIES. All Committees will be responsible for providing the Board of Directors with a list of their proposed activities, committee goals, and the budget for those activities prior to the January Board meeting each year.

- A. Each committee activity should generate enough income to insure that the activity at minimum breaks even or makes money for the association.
- B. The Board of Directors will review and approve all committee activities and budgets.

- C. The Chairman of each committee will be responsible for providing regular committee reports to the President prior to each Board meeting so committee activities can be discussed at each Board meeting.

SECTION 2. STANDING COMMITTEES. GHQHA will generally have the following standing committees operating each year under the direction of the Board of Directors.

- A. **Membership Committee.** The Membership Committee will be responsible for recruiting new members and for making new members and visitors feel welcome. The committee will be responsible for creating opportunities for new people to join and for the development of membership recruitment materials that can be distributed to encourage interest and membership.
- B. **Open Horse Show Committee.** The Open Horse Show Committee will be responsible for planning all open horse shows, to include setting the dates, obtaining the facilities, publicizing the event, registration, ordering awards, obtaining the judges, obtaining volunteers to work the show, and for insuring all AQHA—approved shows comply with AQHA requirements. All publicity, flyers, and press releases regarding GHQHA horse shows will be approved by the President prior to distribution.
- C. **AQHA Horse Show Committee.** The AQHA Horse Show Committee will be responsible for planning all AQHA and AQHA Introductory horse shows, to include setting the dates, obtaining the facilities, publicizing the event, registration, ordering awards, obtaining the judges, obtaining volunteers to work the show, and for insuring all AQHA—approved shows comply with AQHA requirements. All publicity, flyers, and press releases regarding GHQHA horse shows will be prepared by the Horse Show Manager and approved by the President prior to distribution.
- D. **Youth Committee.** The Youth Committee will be responsible for planning activities that will increase the numbers of Youth members and will serve the Youth of the association, including but not limited to regular meetings, clinics, educational programs, social events, etc.
- E. **Fundraising.** The Fundraising Committee will be responsible for obtaining sponsorships and donations and for planning and activities that will generate income to the association. The Fundraising Committee will be responsible for maintaining an accurate and timely sponsor list and sending out thank you letters.
- F. **Audit Committee.** The Audit Committee will be comprised of the newly elected Treasurer and any two other Directors appointed by the President. The Audit Committee will review all financial records and bank statements of the previous year and certify that they are true and correct by January 31 each year.
- G. **Annual Awards Program Committee.** ???

SECTION 3. AD HOC COMMITTEES. The Board of Directors will set up other committees at its discretion at any time to plan and perform desired association activities.

ARTICLE VIII — BYLAWS AMENDMENTS

SECTION 1. RECOMMENDATION REQUIRED BY BOARD. Any proposed amendment to these bylaws must be reviewed by the Board of Directors. If the Board of Directors by simple majority vote at a Board meeting recommends the adoption of such proposed amendment, it will be presented to the voting membership for consideration.

SECTION 2. PROCEDURES FOR AMENDMENT. These bylaws may be amended by either mailed ballot or by vote taken at either a general or special membership meeting.

A. **By Mailed Ballot.** A ballot for any proposed bylaws amendment may be distributed to all Voting members by regular mail.

(1) At least ten (10) days from the date mailed by regular mail will be given for the return of completed ballots.

(2) A two-thirds affirmative vote of the total number of Voting members is required to adopt any bylaws amendment.

(3) A ballot not returned will considered an affirmative vote.

B. **By Vote at a General or Special Membership Meeting.** A special membership meeting may be called for the consideration of any proposed bylaws amendment, or the proposed amendment may be voted on at a general membership meeting.

(1) Quorum for such meeting will be 25% of the total number of Regular members.

(2) A two-thirds (2/3) affirmative vote of the Regular members in attendance will be required to adopt the proposed bylaws amendment.

ARTICLE IX— DISSOLUTION OF THE ASSOCIATION

SECTION 1. BY SPECIAL MEETING. In the event the Board of Directors approves a motion to recommend the dissolution of the association, a special membership meeting will be called for the sole purpose of considering the Board's recommendation.

A. **Quorum.** Quorum for such meeting will be 50% of the total number of Regular members.

B. **Approval.** A two-thirds (2/3) affirmative vote of the Regular members in attendance will be required to dissolve the association.

SECTION 2. BY MAIL BALLOT. In the event a quorum is not present, the motion for dissolution and ballot will be mailed to all Regular members by regular mail.

A. **Deadline to Return Ballots.** A minimum of ten (10) days from the date the ballot was mailed will be given for the return of completed ballots.

B. **Approval.** A two-thirds affirmative vote of the total number of Regular members is required to adopt the proposed amendment. Ballots not returned will be considered affirmative votes.

SECTION 3. DISTRIBUTION OF REMAINING FUNDS. Any funds remaining after payment of all approved reimbursements, invoices, and any other debt will be donated to a non-profit horse-related association as approved by the Board of Directors.