

WYOMING QUARTER HORSE ASSOCIATION BY-LAWS  
Revised 2003

ARTICLE 1 – MEMBERSHIP

- Section I. Membership in the Wyoming Quarter Horse Association (hereafter called the Association) is a privilege, not a right.
- Section II. Membership is open to any person, family, corporation, or partnership. A family membership includes husband and wife and all children under 18 years of age as of January 1, of the current year.
- Section III. Each membership shall have one vote. To exercise voting privilege, a member must be physically present at a meeting. No vote may be designated by proxy.
- Section IV. While in good standing, all members shall have equal rights, interests, and responsibilities with respect to the Association.
- Section V. An Association member, who in the judgment of the majority of the Board of Directors, willfully causes it to be unreasonably difficult for the Association to conduct its business may be denied all privileges for a time to be set at the discretion of the Board of Directors. Any member may be suspended and denied privileges of the Association by the Board of Directors of the association for:
- a. Failure to pay when due any obligation owing to the Association.
  - b. Giving worthless checks for entry fees, stall fees, office charges, stock charges, or any other fees of charges connected with the exhibition of horses at any WQHA or WJQHA approved show or event.

In the event of a worthless check being given for any of the aforementioned, the suspension is effective from the date of issuance of said check and suspension shall terminate upon full payment of obligation due. Such payment must be made in cash or by certified check. All privileges of the Association shall be denied during the suspension of the member. The name of the member may be published in the WQHA official publication. Any member having been suspended is entitled to a hearing with the WQHA Board of Directors within thirty (30) days from the date of the suspension. A reasonable collection fee may be assessed.

- Section VI. Twenty-five (25) members present at any meeting will constitute a quorum of the members.
- Section VII. Dues may be paid at any time during the years. For purposes of accumulating points on any horse, the membership shall start at the time that payment is received by the Secretary/Treasurer of the Association or the secretary of any WQHA approved show.

ARTICLE II – MEETINGS

- Section I. A regular annual meeting of the members shall be held at a time and place that will be fixed by resolution of the Board of Directors. The purpose of this meeting shall be for the election of directors and the transaction of such other business as may be brought before the meeting by the Board of Directors.
- Section II. Notice shall be given to all members at least ten (10) days prior to the date fixed for the holding of the annual meeting. This notice may be given by one of the following methods: Publication in the current Association publication or mailing of notice to all members.
- Section III. The order of business at the annual meeting of the members shall be as follows:
- a. Reading of the notice of meeting.
  - b. Reading of minutes of last meeting.
  - c. Report of President.
  - d. Report of Secretary.

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- e. Report of Treasurer.
- f. Election of directors
- g. Transaction of business.
- h. Adjournment.

In the absence of any objection, the presiding officer may vary the order of business at the officer's discretion.

- Section IV. Special meetings of the members may be called at any time by the President or a majority of the Board of Directors. The method by which the meeting shall be called is as follows:
- a. The person desiring to call a special meeting shall give written notice to the President. This notice must give the purpose of the meeting.
  - b. The Secretary shall be instructed by the President to call the meeting by mailing to each member the time and place of the meeting and the purpose for which it is called.
  - c. No business not mentioned in the notice shall be transacted at any special meeting of the members.
- Section V. Notice of the time, place, and business of any meetings of the Board may be waived by any parties.

ARTICLE III. - BOARD OF DIRECTORS

- Section I. The business of the Association shall be handled by a Board of Directors. The Board of Directors shall consist of the following:
- a. No fewer than seven (7) and no more than eighteen elected directors who shall hold office for a term of three (3) years. These Directors shall be elected by the membership at the annual meeting of members.
  - b. In addition, the Board of Directors shall automatically include Director's at Large, which shall include the Director of the Wyoming State Fair, the Wyoming Directors to the American Quarter Horse Association, and the immediate past president for the term of one year after his presidency.
- Section II. Each elected Director and Director at Large is a voting Director and has one vote.
- Section III. Any elected Director who missed two (2) consecutive meetings without a good reason may be automatically removed from office.
- Section IV. Vacancies on the Board of Directors shall be filled by appointment made by the remaining Directors. Each person appointed to fill a vacancy shall hold office until the next annual meeting or until a successor has been elected.
- Section V. No regular meetings of the Board shall be required. Special meetings of the Board shall be called at such times and places as may be necessary to transact business. All Directors shall be notified at least ten (10) days prior to the meeting of the place of the meeting, date, and the business to be transacted.
- Section VI. A majority of Directors shall constitute a quorum of the Directors.
- Section VII. Immediately following the annual meeting of members, and at the same time and place as the meeting, The Board of Directors shall convene for the purpose of electing officers and transacting any other business properly brought before it. The Board of Directors shall select a President, a Vice President, and a Secretary and/or Treasurer. No officer except the President and vice President need be a member of the Board. All officers of the Association must be residents of Wyoming.

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- a. Term limit for officers (President, Vice President and Secretary and /or treasurer shall be 2 (two) consecutive one (1) year period.
  - b. A former officer who has been out of office for a period of one (1) year is eligible to hold office at the end of that one (1)year period.
- Section VIII. The Board of Directors shall have the power to make and alter any By-law or By-laws including that providing for the number of Directors, except that the Board shall not make or alter any By-laws fixing the qualifications, classifications, or terms of any members of the existing Board.
- Section IX. The board of Directors shall have the power to make, amend, repeal, and enforce such rules and regulations, not contrary to law or the Articles of Incorporation of the Association, as the Board may deem appropriate for the conduct, management, and activities of the Association. Said rules and regulations include, but are not limited to:
- a. The admission, classification, qualifications, suspensions and expulsion of members.
  - b. Removal of officers.
  - c. The rules and regulations governing the procedures of such suspension, expulsion and removal.
  - d. Fixing and collecting dues and fees.
  - e. Auditing of books and records.
  - f. Giving awards.
  - g. Conducting of shows, contests, exhibitions, races and social functions relating to the general purposes of the Association.
- Section X. The Board of Directors, from time to time, may create and empower committees, general or special.

### ARTICLE IV – BY-LAWS AND RULES

The By-laws and rules of the Association may be made, amended or repealed, in either of the following manners:

1. The Board of Directors shall have the power to make, amend and repeal the By-laws and/or rules of the Association as follows:
  - a. The addition, amendment or repeal of the By-laws and/or rules shall be proposed at a regular or special meeting of the Board.
  - b. The proposed change may be adopted at a subsequent regular or special meeting of the Board by an affirmative vote of a majority of the Board of Directors.
2. The membership of the Association shall have the power to make, amend or repeal the By-laws and/or rules of the Association as follows:
  - a. Notice of the addition, amendment or repeal of the By-laws and/or rules shall be given to all members thirty (30) days prior to the regular or special meeting at which the vote will be taken.
  - b. The proposed change may be adopted at the meeting at which the notice for change was given, provided that there is an affirmative vote of a simple majority of the quorum of members at the meeting.
  - c. Also, provided that no change of the date for the meeting shall be made within thirty (30) days of the meeting for which the notice of the change was given.

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ARTICLE V – OFFICERS

- Section I. The President shall be elected by and from the membership of the elected Board of Directors. The President shall preside over all meetings of the Board and of the members; shall be ex-officio a member of all standing committees; shall have the general powers and duties of supervision and management usually vested in the office of President of a corporation.
- Section II. One Vice President shall be chosen from the elected membership of the Board. The Vice President shall perform the duties and exercise the powers of the President during the absence or disability of the President.
- Section III. The Secretary shall attend all meetings of the members of the Board of Directors, and shall preserve in books of the corporation true minutes of the proceedings of all such meetings. The Secretary shall safely keep in custody the seal of the corporation and shall have authority to affix the same to all instruments where its use is required. The Secretary shall give all notices required by statute, by-law or resolution, and shall perform such other duties as may be delegated by the Board of Directors or by the Executive Committee.
- Section IV. The Treasurer shall have custody of all corporate funds and securities and shall keep in books belonging to the corporation full and accurate accounts of all receipts and disbursement. The Treasurer shall deposit all monies, securities and other valuable effects in the name of the corporation in such depositories as may be designated for that purpose by the Board of Directors. The funds of the corporation shall be disbursed as ordered by the Board of Directors with the Treasurer taking proper vouchers for such disbursement, and rendering to the President and Directors at the regular meeting of the Board and whenever requested by them, an account of all transactions as Treasurer and of financial condition of the corporation. If required by the Board, the Treasurer shall deliver to the President of the Corporation, and shall keep in force a bond in the form, amount and with surety or sureties satisfactory to the Board, conditioned in faithful performance of the duties of the office and for restoration to the corporation in case of death, resignation, retirement and removal from office, all books, papers, vouchers, money and property of whatever kind in the treasurer's possession or under the Treasurer's control belonging to the corporation.

ARTICLE VI – STOCK

- Section I. There shall be no capital stock, but certificates of membership may be issued to anyone who qualifies and together with Association membership as approved by the Board of Directors the Board of Directors shall fix the initiation fees and annual dues.