

ARTICLE I NAME

Pursuant to its Articles of Incorporation under the laws of the State of Oregon, the name of this organization shall be THE ARABIAN & HALF-ARABIAN CLUB OF OREGON, INC., and shall be a mutual benefit, non-profit corporation. The organization will hereinafter be referred to as AHACO.

ARTICLE II PURPOSE

Section 1. Promote, encourage and stimulate popular interest in the Half-Arabian, Anglo-Arabian and Arabian horse.

Section 2. To foster and enhance the social life, welfare and happiness of club members and friends.

ARTICLE III MEMBERSHIP

AHACO membership shall be composed of five (5) types.

Section 1. INDIVIDUAL AFFILIATE (VOTING)

A person who is a current AHA affiliate member through AHACO. This member is eligible to vote, hold office, be on a committee, and be a delegate at the regional and national levels of AHA.

INDIVIDUAL ASSOCIATE (NON-VOTING)

A person who is not a current affiliate AHA member through AHACO. Has no voting rights in this club and is not eligible to hold office, or be a delegate at the regional and national levels of AHA.

YOUTH (NON-VOTING)

A person under the age of 18 as of December 1 of the previous calendar year. Has no voting rights and is not eligible to hold office or be a delegate.

AHA LIFE (VOTING)

A person who is a life member of AHA and who has listed AHACO as their “designated” club, may vote, hold office and be a delegate, upon payment of individual club member fee to AHACO annually

AHACO LIFE (VOTING)

(We need to clarify this quite a bit) A person who has been given the honor of a guaranteed life membership in AHACO. AHA dues paid by AHACO. This member is eligible to vote, hold office, be on a committee and be a delegate at the regional and national levels of AHA.

Section 2. The AHACO membership year shall run parallel with each member’s AHA Membership, which is based on a 12 month cycle and expires at the end of the month of the anniversary of the start of the membership.

For Life Members of AHA, dues are to be paid annually to AHACO and are due in January of each year.

ARTICLE IV DUES

Section 1. The annual dues in this organization shall be as follows

ADULT INDIVIDUAL: AHA Dues plus \$15.00

YOUTH: AHA Dues plus \$7.00

ASSOCIATE: \$20.00 (Does not include AHA Dues)

AHA LIFE: \$15.00 due January of each year, payable to AHACO

AHACO LIFE: Exempt from Dues. AHACO pays AHA dues and club dues, if applicable.

ARTICLE V MEETINGS

Section 1. AHACO shall have an annual meeting during the first quarter of the calendar year and such meetings as the Board of Directors shall deem advisable. Notice of such meetings shall be posted on the club website and/or social media page at least 10 days prior to the meeting.

Section 2. Special meetings may be called by the President, by a majority of the Board of Directors, or upon written request of at least 5 voting members to the AHACO Secretary. Notices for such Special Meetings shall be mailed at least 10 days prior to the meeting and shall state the subject of the meeting. ONLY that stated subject/business shall be conducted at such Special Meetings.

Section 3. The membership present shall constitute a working quorum at the Annual Meeting and General Meetings. Half of the duly constituted Directors shall be a quorum for the transaction of business concerning the Board of Directors.

Section 4. All meetings of AHACO shall be conducted under Robert’s Rules of Order.

ARTICLE VI OFFICERS

Section 1. The officers of AHACO shall be the President, Vice President, Secretary, and Treasurer.

Section 2. The Board of Directors shall consist of 7 members; the four officers and three Directors.

Section 3. Directors of AHACO shall be elected and shall serve for one term of two years, or until their successors are duly seated. Officers will be elected yearly by the Board of Directors, from within the Board of Directors, during the Annual Meeting.

Section 4. All Officers and Directors must be Individual Adult voting members of AHA through AHACO at the time of election and throughout their term of office.

Section 5. It shall be the duty of the Board of Directors to fill, by majority vote, any Directorship or Delegate which may become vacant by reason of death, resignation, failure to pay dues, or election to a higher office. Such appointee shall serve in the filled position for the balance of the term of the vacated directorship or delegate.

Section 6. **Terms of office for all elected officers shall be one year. All elected officers are eligible to serve for two consecutive one year terms. Terms of office for all elected directors shall be two years. Directors may serve for any number of elected two year terms. In the event a vacancy on the board should occur, a newly retired Director would be eligible for appointment by the Board of Directors, to fill the vacancy.**

Section 7. Neither the Officers, Directors, Agents, or Members of AHACO shall be held personally liable or responsible for the debts, actions, or failure of the action of AHACO.

ARTICLE VII DUTIES OF OFFICERS, THE BOARD OF DIRECTORS AND DELEGATES

Section 1. The Board of Directors shall be vested in the general supervision and direction of the affairs of AHACO. They shall carry on all business of AHACO. They may fill all vacancies among the Officers, Directors and Delegates until an election can be held at the next scheduled general meeting at which elections are held. They shall audit all financials for AHACO annually during the month of January and review the Tax Return in April after filing each year.

The Board of Directors can only vote when a quorum of the Directors are present.

Section 2. The President shall preside at all meetings and at all Board of Directors meetings and shall perform all duties incident to that office. The President shall appoint such committees as shall be deemed necessary. The President shall be ex-officio a member of all committees and boards except the nominating committee. Nominees for President and Treasurer shall have attended at least 2 meetings prior to the election.

Section 3. The Vice-President, in the absence of the President, shall preside at the Board of Directors or General Membership meetings. Should the President be unable to complete his term, the Vice-President shall assume those duties for the remainder of the term. A new Vice-President will be elected by the Board of Directors.

Section 4. The Secretary shall keep minutes of all meetings of AHACO, shall read to the members any correspondence and shall answer such, as directed by the Board of Directors or the President. Shall submit the minutes of the meetings to the Board of Directors at least 10 days in advance of the next scheduled meeting.

Section 4. The Treasurer shall keep records and have custody of all AHACO funds. Shall make reports to the Board of Directors at the scheduled meetings. Shall present a full financial report for the fiscal year (November 1 to October 31) to the annual meeting. Shall prepare all necessary information for the accountant preparing the AHACO tax returns as soon as possible after the end of the fiscal year (October 31) so that filing may be completed by March 15. Tax return shall be reviewed by the Board of Directors after filing.

Section 6. The Delegates shall be responsible for representing AHACO at AHA and Region 4 meetings.

A Delegate must know current rules of USEF and AHA, and be able to understand budgets, participate on AHA and Region 4 committees and report at the AHACO meetings.

Section 7. Any Officer, Director or Delegate who is absent from two or more Board of Directors meetings without just cause is subject to suspension by a two-thirds vote of the Board of Directors. The Board of Directors may fill the position so vacated by temporary appointment until the position can be elected when the next elections are held.

Section 8. In the event a director or officer fails to fulfill the duties of their position, that director or officer can be removed from office by a 2/3 vote of the entire Board of Directors. Upon removal from office, the member must relinquish all club records in their possession to the President within 10 days of notification. If the records are not relinquished within the specified time, the removed member will be turned over to the Ethical Practices Review Board of AHA and/or legal action will be taken to obtain club records and/or club property. The removed member will be responsible for any court costs and legal fees pertaining to the acquisition of club property.

Section 9. Members should treat each other with courtesy. Obscene or threatening language or behavior by member during the conduct of Association activities is prohibited and may be a cause for suspension of membership privileges.

Section 10. A member of the Association may be dropped from membership for any violation of the Association's By-Laws, but not before the following procedures have been followed:

- A. A complaint of the violation must be sent in care of the President of AHACO, for presentation before the Board of Directors, This complaint must allege a specific instance or instances of the violation and must be signed by the complainant.
- B. A copy of the complaint and any accompanying material will be sent to the member against whom the complaint is made with a request for a written reply to the charges. Such reply must be made within thirty (30) days of the receipt of the notice of the complaint.

- C. Upon receipt of the member's reply or after thirty (30) days have elapsed, copies of both the complaint and reply will be sent to the Board of Directors to be reviewed.
- D. At the first regularly scheduled meeting after the Board of Directors have received the complaint and reply, or at the discretion of the President, at a specially convened meeting as prescribed by Article V, Section 2 of these By-Laws, a hearing on the complaint will be held. Notice of the hearing date will be sent to both the complainant and the member against whom the complaint is made. Attendance at the hearing meeting is not mandatory, but is recommended.
- E. After the evidence is reviewed, a vote for suspension, and, if necessary, a vote on the term of suspension will be held. A vote for suspension will require a majority to carry as will a vote on the term of suspension. This action will pertain only to AHACO membership, and will not be binding upon AHA to enforce unless charges are filed with AHA and ruled upon by them.
- F. Notice of the results of the hearing will be sent to both the complainant and the member against whom the charge was made by certified return receipt letter. If the request for suspension has been approved, the notice will inform the parties that all membership privileges in AHACO membership would be lost during the period that the suspension is in effect and that said suspension shall begin thirty (30) days after notification.
- G. The minimum period of suspension shall be sixty (60) days

Section 11. Any person who has been suspended from membership in the association may be reinstated as a member in good standing by the vote of the Board of Directors upon written request of the members, provided all infractions of the By-Laws and/or Association rules have been rectified, When member has been reinstated, they are entitled to resume full club privileges.

ARTICLE VIII ELECTIONS

Section 1. The nominating committee (if necessary) shall be selected by the President. They shall consist of three (3) members, at least one (1) from the Board of Directors, at least one (1) from the general membership and one other individual Adult voting member of AHACO. The Nomination Committee will select a Chairperson.

Section 2. All Officers and Directors shall be elected at the Annual Meeting and shall take office immediately following the Annual Meeting. If election is held at the annual Meeting, all candidates should be present. The Board of Directors shall consist of seven (7) Adult individual and/or Life members, four (4) to be elected one year, and three (3) to be elected the following year.

Section 3. The Nominating Committee (if appointed) shall seek candidates to run for office. Names of all nominees shall be presented in writing to all members at least ten (10) days prior to the meeting election. The committee shall prepare a ballot for elections. Ballots must be filled out completely or they will be considered null and void, All candidates shall be given a copy of the AHACO By-Laws and the job description upon their acceptance of the nomination.

Section 4. Following the Nominating Committee's report at the election/nominating meeting, the President will call for nominations from the floor for each position and the names of any additional nominees will be added to the ballot. All nominees must be current AHA Adult Voting Members of AHACO at the time of their nomination.

Section 5. Only AHA Adult Voting Members of AHACO in good standing, at least 30 days prior to the election, shall be eligible to vote at any election. Voting by proxy is not allowed.

Section 6. Delegates will be elected by the Directors at the February board meeting, or if not held for some reason, at the next Board of Directors meeting.

ARTICLE IX AMENDMENT OF BY-LAWS

Section 1. The By-Laws may be amended upon giving ten (10) days notice to all members, by letter. Such notice shall state the proposed amendments(s). Such amendments must be approved by the Board of Directors and then approved by a two-thirds majority vote of the voting members present at the meeting.

Section 2. Once accepted and approved, the By-Laws will be published on the AHACO website.

Section 3. The By-Laws are to be reviewed by the new Board of Directors within 30 days after they take office. At the time the new Directors take office, they will sign a statement saying "I have read, understand and agree to abide by the By-Laws of the Arabian & Half-Arabian Club of Oregon, Inc."

Section 4. By-Laws and any subsequent changes must be approved by AHA and on file in that office.

Section 5. A copy of current By-Laws must be submitted to the State of Oregon Corporate Division upon revision.

Section 6. In the event of dissolution, all assets, real and personal, shall be distributed to such organizations as are qualified as tax exempt under Section 501(c) (3) of the Internal Revenue Code or the corresponding provisions of a future United States Internal Revenue law.