

BY-LAWS  
OKLAHOMA ARABIAN HORSE CLUB

ARTICLE I – NAME

The name of this corporation will be “Oklahoma Arabian Horse Club” (OAHC).

ARTICLE II – PURPOSE

The purpose of this corporation will be to promote and encourage the breeding, exhibiting, and enjoyment of the Arabian and half-Arabian horse.

ARTICLE III – STRUCTURE

Section 1

This will be a nonprofit, nonunion, nonpartisan, and nonsectarian corporation whose members will have the sole right to govern and control all activities through their duly elected officials.

Section 2

This corporation will uphold democratic principles and conduct its business in accordance with the guidelines established by the By-Laws of the Arabian Horse Association and Region IX thereof.

ARTICLE IV – MEMBERSHIPS

Section 1

Membership in the OAHC will be open to those who own or admire Arabian horses, subscribe to the purposes of this corporation, and have paid membership fees and dues in accordance with the provisions of the By-Laws.

Section 2

There will be three classes of membership, namely: (1) Individual, (2) Associate, and (3) Honorary.

Section 3

An individual membership will entitle said member to one vote on any matter coming before the membership.

An Associate membership will be available to persons who maintain membership in the Arabian Horse Association individually or through an organization other than OAHC. An associate

member must show proof of such membership at the time of membership application to OAHC. An associate member will pay OAHC dues only.

An Honorary membership may be granted by a majority vote of the Board of Directors, subject to the approval of the regular membership, to individuals who have performed outstanding services in promoting the Arabian horse in Oklahoma. Honorary members will not be required to pay annual dues.

Honorary and associate members will have no voting privileges.

#### Section 4

Applications for all memberships will be made to the Membership Chairperson. Annual dues will be determined by the Board of Directors. Dues will be payable in advance for each year or any part thereof, and the first year's dues must accompany the application for membership. All dues will be given to the Treasurer upon completion of processing.

#### Section 5

A member may resign by submitting written resignation to the President of the OAHC. Dues will not be refunded to any member who has resigned.

#### Section 6

Any member who has not paid dues by completion of the May meeting will automatically be dropped from membership.

#### Section 7

Any member who has resigned or been dropped from membership may be reinstated upon submission of an application for membership with applicable dues.

#### Section 8

Any member who fails to abide by these By-Laws or the By-Laws of any organization by which this corporation is governed will be subject to review by the Ethics Committee, which will be appointed by the President and approved by the Board of Directors. Membership will be terminated at the discretion of the Committee.

## ARTICLE V – MEMBERSHIP MEETINGS

## Section 1

The annual meeting of the membership will be held in December for the purpose of election of President, Vice President, Directors, Delegates, and Executive Show Advisory Committee members. Said elected officials will assume office January 1 of the following year. The location, time, and date of the annual meeting are to be designated by the Board of Directors and mailed in written notice at least thirty days prior to the date designated for said meeting. Those members present at the annual meeting will constitute a quorum for transacting business.

Voting by proxy will not be permitted under any circumstances.

## Section 2

Regular membership meetings will be held at any time or place when called by the President or a majority of the members of the Board of Directors, provided that members are given written notice a reasonable length of time prior to any such meeting. Those members present at the meeting will constitute a quorum for the purposes of transacting the business proposed in the notice of such meeting.

## Section 3

Special membership meetings may be called by the President or a majority of the members of the Board of Directors. The Secretary will, within a reasonable time prior to such meeting, give notice to all members as to the date and place of such meeting, stating the nature of the business to be transacted. Those members present at a special meeting will constitute a quorum for the purposes of transacting the business proposed in the notice of such meeting.

# ARTICLE VI – DIRECTORS

## Section 1

The management of this corporation will be vested in a Board of Directors consisting of nine members, each to serve a three-year term on a rotating basis, with three new Directors to be elected by the regular membership at each annual meeting. A Director may serve a maximum of two consecutive three-year terms on the Board of Directors. A Director appointed to complete a remaining term of less than one year for an individual unable to continue in office will be eligible to run for two complete terms at the conclusion of his appointed term. When a Director has served two consecutive three-year terms on the Board of Directors, said Director will be ineligible for re-election to the Board until a minimum of one year has elapsed.

Only one member of a household will be eligible to serve on the Board of Directors at any time.

In the event of a vacancy on the Board of Directors, the first runner-up in the most recent election of Directors will be appointed to fill the vacancy. Should the first runner-up be unable or unwilling to serve, the second runner-up will be appointed, and so on until a replacement is found. In the event that no runner-up is able or willing to serve or that only the three members

elected chose to run for the Board of Directors, a special meeting of the general membership will be held for the purpose of electing a replacement to fill the vacancy.

## Section 2

The regular annual meeting of the Board of Directors will be held on the first scheduled meeting date following installation of new Board members. Other meetings of the Board of Directors may be called by the President and must be called upon the request of a majority of the members of the Board. The Secretary must give due notice to all members of the Board of Directors prior to such meeting, stating the date, place, and business to be transacted. A quorum of the Board of Directors will be five.

The Board of Directors will replace any Board member who misses three called meetings of the Board or 50 percent of the meetings of the general membership within one year without sufficient cause.

## ARTICLE VII – OFFICERS

### Section 1

The officers of this corporation will consist of a President, Vice President, Secretary, and Treasurer. The President and Vice President will be elected by the general membership from those members of the Board of Directors who will be serving the second or third year of their first term or any year of their second successive term on the Board. They will be elected for a term of one year or until their successors have been duly qualified. A member may serve as President or Vice President for a maximum of two years in succession. If the President or Vice President is elected to serve two consecutive one-year terms, he will be ineligible for re-election to the same office until a period of one year has elapsed.

At its first meeting after taking office, the Board of Directors will elect the Secretary, Treasurer, and Committee Chairpersons from the general membership.

### Section 2

The President will preside at all meetings and nominate for Board approval the Chairpersons of all committees with the exception of the Executive Show Advisory Committee. The President will perform any other duties incidental to the office. The President will be an ex-officio member of all committees. The President will appoint the Nominating Committee. The President will cause an review of all the corporation's books to be conducted at least every third year and will submit the results of the audit to the Board of Directors, after which the results will be presented to the general membership.

### Section 3

The Vice President will assume the duties of the President in the absence or inability of the President to act and will assist the President in the discharge of his duties. The Vice President

will serve as Chairperson of the Executive Show Advisory Committee. The Vice President will perform such other duties from time to time as may be assigned to him.

#### Section 4

The Secretary will keep a full and complete record of the proceedings of the meetings of the Board of Directors and general membership. The Secretary will keep the seal, books, and papers of the corporation and affix the seal to all instruments that may require it. The Secretary will arrange for publication of all notices that may be necessary and proper. In case of absence, inability, refusal, or neglect of the Secretary to arrange for publication of any notice, such notice may be signed, served, and published by the President or any person authorized by the President or the Board of Directors. The Secretary will do and perform any other duties that pertain to the office or may be required by the President and/or the Board of Directors.

#### Section 5

The Treasurer will serve as custodian of all Club funds, receive all monies belonging to or paid into the corporation and receipt for same and deposit all funds with such depository as the Board of Directors may designate. The Treasurer must be a signer on all club bank accounts and will receive and maintain all statements and other financial documents on said accounts. The Treasurer will sign or countersign all checks, drafts, and other documents unless the Board of Directors otherwise directs. The Treasurer will supervise the keeping of accounts and books of the OAHC and present to the Board of Directors on a regular basis a statement of the financial condition of the Corporation. The Treasurer will do and perform any other duties that pertain to the office or may be required by the President and/or the Board of Directors.

#### Section 6

The Oklahoma Arabian Horse Club will bond all persons responsible for handling club funds in excess of \$50.00. All checks for any amount in excess of \$500.00 must be signed by two authorized individuals.

### ARTICLE VIII – DELEGATES

The Oklahoma Arabian Horse Club will be represented at the annual international convention of the Arabian Horse Association and at the Region IX Board of Delegates meetings and conferences. OAHC Delegates will be elected in accordance with the By-Laws of this Corporation. The number of Delegates will be designated by the Arabian Horse Association. Election of Delegates will be by ballot. The term of office will be one year. The President will automatically serve as a Delegate and Delegate Chair. The remaining Delegates will be placed in order of votes received and cast as Delegates or Alternates. Should a Delegate not be able to attend an Arabian Horse Association or Region IX function, the Alternate receiving the highest number of votes will have the option to attend. If that Alternate is unable to attend, the Alternate receiving the next-highest number of votes will be invited, and so forth until an Alternate is

found. In the event no elected Alternate is able or willing to attend a function, additional Alternates may be chosen from members of the Board of Directors, Officers, spouses of the Delegates and Alternates, and spouses of the Board of Directors, in that order.

The Board of Directors will replace any Delegate who misses 50 percent of the meetings of the general membership within one year without sufficient cause.

## ARTICLE IX – COMMITTEES

### Section 1

All committees must appoint a recording secretary and furnish a copy of all minutes and other documentations of business transacted to the President and Secretary of the OAHC.

### Section 2

The Executive Show Advisory Committee will be chaired by the Vice President. The Committee will be comprised of six additional members, each to serve a three-year term on a rotation basis, with two new members to be elected by the membership of the Club each year. Quorum for meetings of the Executive Show Committee will be 4. In the event of a vacancy on the Executive Show Advisory Committee, the first runner-up in the voting for Executive Show Advisory Committee members at the most recent annual meeting of the general membership will be appointed to fill the vacancy. In the event the first runner-up is unable or unwilling to serve, the second runner-up will be appointed, and so on until a replacement is found. In the event that no runner-up is able or willing to serve, or in the event that only the two members elected chose to run for the Executive Show Advisory Committee, a special meeting of the general membership will be held for the purpose of electing a replacement to fill the vacancy.

Only one member of a household will be eligible to serve on the Executive Show Advisory Committee at any time.

### Section 3

The Nominating Committee will be appointed by the President and will be comprised of three members, only one of which may come from the Board of Directors. The duties of this Committee will be to present a slate of candidates for all elective offices, these names to be made known to the membership at least thirty days prior to the annual election. Further nominations may be made from the floor.

### Section 4

The President and/or the Board of Directors may, at any time, appoint a committee to handle the affairs of any given project provided it is within the scope of the purpose of this Corporation. The duties will be specified at the time of appointment of the committee. The Chairperson of each such committee will report results to the general membership at the conclusion of the

project. The President and/or the Board of Directors may declare a committee chairmanship vacant and appoint a successor in the event of nonperformance of duties.

## Section 5

The Secretary will maintain a roster of all committees, which will include the name, address, and telephone number of the chairperson and members of the committee. Each committee must submit all plans and budgets to the Board of Directors for approval.

## ARTICLE X – CHAPTERS

The Oklahoma Arabian Horse Club may establish chapter units as approved by the Board of Directors. Members of the Oklahoma Arabian Horse Club may attend any chapter they so desire. Each chapter may apply for money, not to exceed \$500.00, to expend for chapter functions. Chapters may have as many projects as they desire. The chapter will retain all net proceeds from chapter projects.

Each chapter's chairperson will preside at all meetings of his chapter, be a member of all chapter committees, and serve as ex-officio member of the Board of Directors of the Oklahoma Arabian Horse Club. Each chapter chairperson will be selected by a vote of the members of the chapter. The chairperson will report on all actions of the OAHC at the chapter meetings and will direct the chapter secretary to maintain a record of all chapter and chapter committee functions and reports, which will be made a part of the minutes of the chapter and the OAHC.

Each chapter's vice chairperson will assume the duties of the chapter chairperson in his absence.

Chapter committee chairpersons will be selected by the chapter as necessary and will report at chapter meetings. A record of all committee functions and reports are to be made a part of the minutes of the chapter.

Each chapter's secretary will keep a record of attendance at the chapter meetings and a set of complete chapter minutes and other documents, recording all actions of the chapter. The chapter secretary will furnish to the Club secretary a copy of all chapter documents.

## ARTICLE XI – SEAL

A seal bearing the words OKLAHOMA ARABIAN HORSE CLUB will be the official seal of the corporation.

## ARTICLE XII – FINAL DISTRIBUTION OF ASSETS

In the event of dissolution, abandonment, or termination of this corporation, any and all assets then possessed, after current indebtedness has been paid, will be used for research of equine diseases and/or AHA recognized legitimate equine rescue organizations as specified by the Board of Directors.

## ARTICLE XIII – AMENDMENTS

All proposed amendments to the By-Laws must be submitted in writing to the By-Laws Committee and the Board of Directors. All proposed amendments must be submitted on or before May 31 of each year. Any proposed amendment(s) will be reviewed and, if necessary, rewritten for clarity by the By-Laws Committee. They will then be published in the newsletter and discussed at the next-scheduled regular Club meeting. Ballots will be mailed no later than November 1 to the regular membership of the Oklahoma Arabian Horse Club and must be completed and returned by November 30. The By-Laws may be amended by a vote of two-thirds (2/3) of the responding regular members.

Editorial By-Laws changes necessitated by amendments may be made by the By-Laws Committee subject to the approval of the Board of Directors.

#### ARTICLE XIV – RULES OF ORDER

Roberts' Rules of Order Newly Revised will be the parliamentary authority for the Oklahoma Arabian Horse Club for all matters of procedure not otherwise covered by the By-Laws and/or the By-Laws and Rules and Procedures of the Arabian Horse Association and Region IX thereof.

#### ARTICLE XV – ENACTMENT

The By-Laws and amendments thereto will become effective upon adoption and publication unless otherwise specified.

(Adopted January 23, 1957; Amended April 11, 1959; Amended January 12, 1963; Amended November 12, 1966; Amended April 19, 1966; Amended December 13, 1969; Amended March 10, 1973; Amended March 8, 1975; Amended June 11, 1978; Amended December 17, 1989; Amended January 1, 2001; Amended January 1, 2002; Amended February 12, 2005, by Bylaws Committee and Board for "housekeeping" purposes.)