

BY-LAWS
REGION 14, ARABIAN HORSE ASSOCIATION
(as of 08/10/14)

ARTICLE I - NAME

The name of this organization shall be Region 14, Arabian Horse Association (AHA).

ARTICLE II - OBJECTS AND PURPOSES

The objects and purposes of Region 14, AHA are to:

- (1) Foster and encourage good relations between member associations of Region 14;
- (2) Promote, encourage and stimulate popular interest in the outstanding versatile qualities of the Arabian and Half-Arabian/Anglo Arabian Horse;
- (3) Formulate publicity and educational programs and other activities in the interest of the Arabian and Half-Arabian/Anglo Arabian horse owners, clubs and enthusiasts;
- (4) Promote and coordinate Arabian and Half-Arabian/Anglo Arabian horse show activities throughout Region 14 and sponsor the holding of Arabian and Half-Arabian/Anglo Arabian Regional Championships;
- (5) Do any and all things necessary or appropriate to accomplish the objects and purposes stated herein;
- (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 or comparable organizations.

ARTICLE III - MEMBERSHIP

Membership in the corporation shall be divided into the following classes.

Section One. Member Organization. Each club or association of the Arabian Horse Association (hereinafter referred to as AHA) which is within the geographic limits of Region 14 of AHA as defined from time to time by AHA and who is in good standing of AHA and of this corporation shall be Member Organizations. Region 14 encompasses the states of Kentucky, Ohio and West Virginia. The act of granting or revoking membership in Region 14 are those prescribed in the AHA By-Laws and in the AHA handbook.

Section Two. Members of Member Organizations. All members in good standing of Member Organizations shall be entitled to attend any meeting or function and have floor privileges, provided, however, they shall not solely by reason of such membership, be entitled to vote.

Section Three. Property Rights. No Member Organization or individual member shall have any right, title or interest in any of the property or assets, including any earnings or investment income of this corporation, nor shall any of such property or assets be distributed to any member on the dissolution or winding up thereof.

Section Four. Liability of Members. No Member Organization or individual member shall be personally liable for any of its debts, liabilities, or obligations, nor shall any member be subject to any assessment.

Section Five. Annual Dues. Each Member Organization shall pay to the corporation annual dues, in such amount as the Board of Delegates may prescribe, based on the number of AHA members from each Member Organization as of June 30 of each year. Dues shall be payable on or before July 1st of each year. Dues shall not be prorated for any portion of a year. Member Organizations having new members between July 1 and October 31 shall pay annual dues on these members to the Region. Individual delegates and their Member Organizations must be financially current with Region 14 in order for that individual to vote as a Delegate. A member organization ninety (90) days or more in arrears on Regional dues (as defined in the AHA By-Laws) shall not be entitled to voting delegates at the Annual Convention.

ARTICLE IV - BOARD OF DELEGATES

Section One. Delegates. The affairs of this corporation shall be governed by the Board of Delegates, which shall consist of the Delegates from the Member Organizations, the Regional officers, and a Past President of AHA or IAHA (so long as such Past President is a resident of Region 14 and is a member in good standing of a Member Organization within the Region). The Regional Chairman and the Delegates from the Member Organizations shall also be Delegates to Convention. Each Member Organization shall be entitled to one Delegate for each fifty members or part thereof according to the records of AHA. The number of members of a Member Organization for Delegate purposes shall be the number on whom dues have been paid to AHA by June 30th of each year. Each Member Organization shall annually notify the Regional Secretary in writing signed by the President or Secretary of the Member Organization, of the names and addresses of its Delegates and Alternates. The term of office for each of the Delegates from the Member Organizations is one year beginning on the first day of the Annual Convention. Notwithstanding the above, no Member Organization whose annual dues are in arrears shall be entitled to voting delegates at any Regional meeting until the Member Organization's dues are paid current, and no individual delegate whose AHA annual dues are in arrears shall be entitled to vote at any Regional meeting until the delegate's AHA dues are paid current. The Chairman, 1st Vice Chairman, 2nd Vice Chairman, Secretary, Treasurer, and Past Director shall be voting members of the Board of Delegates. The qualifications and other considerations for Delegates are prescribed in the AHA By-Laws.

Section Two. Meetings. The Board of Delegates shall meet at any time or place upon call by the Chairman or upon call by one third of the Delegates, provided however the Delegates shall meet at least annually at least 30 days prior to Convention to elect officers in even numbered years (the "Election Meeting"). Members of the Board of Delegates each have one vote. The Annual Meeting is that meeting which must be held no less than 30 days prior to the beginning of the Convention.

Section Three. Notice of Meetings. Notice of any meeting shall be given to the Board of Delegates, Alternates and Presidents of Member Organizations at least two weeks prior to the meeting except that a meeting may be called during the AHA Annual Convention, or during the Region 14 Championship Show provided notice of the time and place thereof shall be posted in a public place at the Convention or Show at least twenty-four hours in advance of the meeting. Any notice required to be given hereby shall be properly given if deposited in U.S. First Class mail and addressed to each of the members of the Board of Delegates, Alternates and Presidents of Member Organizations as indicated on the records maintained by the Secretary, or by fax, email, internet or other electronic means.

Section Four. Quorum. In order to establish a quorum, there must be present and in person at the meeting one-half plus one of the members of the Board of Delegates.

Section Five. Alternate Delegates. An Alternate Delegate has no right to vote unless the Alternate Delegate substitutes for a Delegate at any meeting of the Board of Delegates or AHA Annual Convention. The Alternate Delegate's name must be on the certified list of Delegates and Alternates.

Section Six. Voting by Mail or Electronic Communication.

1. The Board of Delegates may take action, without a meeting, by mail, e-mail, fax, or similar communication when:
A notice stating the action to be taken and the time by which a Delegate must respond is transmitted by mail, e-mail or fax or similar communication to each member of the Board of Delegates, and, each member of the Board of Delegates, by the time stated in the notice:
 - (a) Votes in writing for such action; or
 - (b) (1) Votes in writing against such action, or abstains in writing from voting, or fails to respond, or fails to vote; and
(2) Fails to demand that action not be taken without a meeting.The response required herein must be by mail, e-mail or fax.
2. The notice required by subsection 1 of this Section Six shall state:
 - (a) The action to be taken; and
 - (b) The time by which a Delegate must respond; and
 - (c) That failure to respond by the time stated in the notice will have the same effect as abstaining in writing by the time stated in the notice and failing to demand in writing, by the time stated in the notice, that action not be taken without a meeting; and
 - (d) Any other matters that Region 14 of the Arabian Horse Association determines to include.
3. The number of affirmative votes for such action meets or exceeds the number that would be necessary to take such action at a meeting of the Board of Delegates at which all Delegates were present and voting.

4. All signed written instruments necessary for any action taken pursuant to this section shall be filed with the minutes of the meetings of the Board of Delegates.

ARTICLE V - OFFICERS

Section One. Enumeration. The officers of Region 14 shall consist of a Chairman, a 1st Vice Chairman, 2nd Vice Chairman, a Secretary, a Treasurer and the immediate Past Director. It is not a requirement that persons be designated as Delegates or Alternates of Member Organizations to be eligible to be elected as an officer. Each officer shall at all times in the Officer's continuance in office be a member in good standing in the Officer's member organization and in AHA.

Section Two. Election. The Chairman and other officers shall be elected by the affirmative vote of the majority of the Board of Delegates voting in said election. Terms of office shall be approximately two years commencing at the end of the AHA Annual Convention following their election and lasting until a successor is elected, qualified, and takes office at the close of the Annual Convention following the successor's election. The election of the Region 14 Chairman and other officers of the Board of Delegates shall be in accordance with the prescription for the "Election of Directors from Regions" as noted in the AHA By-Laws. Any Delegate may nominate a candidate for office provided the person nominated is on the qualified membership list (as defined in AHA By-Laws) of a Member Organization.

Section Three. Duties of Chairman. The Chairman may not simultaneously serve as the Chairman of Region 14 and as President of any Member Organization. The Chairman shall preside at all meetings of the Board of Delegates and shall manage and conduct the affairs and business of the corporation, subject to the limitations imposed by these By-Laws and the Board of Delegates. The Chairman shall also serve as the Director from Region 14 to AHA. The Chairman shall be present at all meetings of the AHA Board and shall report all proceedings of said meetings to this Region. The Chairman shall advise and represent the feelings of this Region at all meetings of the Board of AHA. The Chairman shall appoint all committees who shall serve at the pleasure of the Chairman and shall be an ex-officio member of all committees. Within any limitations imposed by the By-Laws of this Region or AHA, the Chairman shall have general power to conduct and manage the affairs and business of Region 14.

Section Four. Duties of the 1st Vice Chairman. The 1st Vice Chairman shall assume the duties of the Chairman in the event of the Chairman's absence or inability to act or at the Chairman's request and shall perform such further duties as delegated by the Chairman.

Section Five. Duties of 2nd Vice Chairman. The 2nd Vice Chairman shall assume the duties of the 1st Vice Chairman in the event of the absence or inability to act of the 1st Vice Chairman or at the 1st Vice Chairman's request, and shall perform such further duties as delegated by the Chairman.

Section Six. Duties of the Secretary.

- a. The Secretary shall keep or cause to be kept a full and complete record of the proceedings at all Regional meetings and report the same to Delegates within four weeks of any Regional meeting.
- b. The Secretary shall handle or cause to be handled all correspondence and communications and generally do and perform all duties incident to the office of Secretary.
- c. The Secretary shall publish notices of the place and dates of Regional meetings.
- d. The Secretary shall have such other duties as may be prescribed by the Chairman.

Section Seven. Duties of the Treasurer.

- a. The Treasurer shall receive or cause to be received all monies belonging to or paid to the Region and shall safely keep the same.
- b. The Treasurer shall disburse funds of the Region by authorization of the Chairman or Board of Delegates.
- c. The Treasurer shall keep complete books of the account and shall make an itemized statement and report to the Annual Meeting and such interim reports as may be required by the Chairman. The Treasurer shall prepare the financial records for an accountant to file taxes if necessary.
- d. The Treasurer shall have other duties as may be delegated to the Treasurer by the Chairman.
- e. All persons handling funds for the Region functions shall be bonded. The cost thereof to be paid by the Association.

Section Eight. Vacancies. Should the office of Chairman become vacant, the 1st Vice Chairman shall assume the role of Chairman for the remainder of the unexpired term and the 2nd Vice Chairman will assume the position of 1st Vice Chairman. Should the office of the 1st Vice Chairman become vacant, the 2nd Vice Chairman shall assume the role of the 1st Vice Chairman for the remainder of the unexpired term. The Chairman will fill any vacancy in the positions of 2nd Vice Chairman, Secretary or Treasurer.

Section Nine. Removal. Any officer of Region 14 may be removed with just cause by resolution adopted by a 3/4 vote of the Board of Delegates in attendance at any regular or special meeting of the Region 14 Board of Delegates. Before any resolution calling for removal can be adopted, notice of the said resolution shall be given to all members of the Board of Delegates at least 30 days prior to the meeting and at which it is to be considered.

Section Ten. Committees. All committees and committee members function at the discretion of the Chairman and/or the Board of Delegates. Each committee adopts rules for its own use not inconsistent with these By-Laws or rules adopted by the Board of Delegates. The Chairman shall, with the approval of the Board of Delegates, establish standing committees as the Chairman deems necessary to efficiently conduct the business, education, and social affairs of the Region. These Committees shall function on an annual basis. Special committees shall be named by the Chairman to draft resolutions of specific business. The duty of the committee chair so appointed shall be to call

together the committee, preside at its meetings, and prepare its budget. The committee chair shall respectfully report in writing the committee recommendations, actions or committee meetings to the Board of Delegates until the business of said committee has been culminated. The committee chair's first report shall include a written budget to be approved by the Board. Committees shall conduct all Board approved business according to the majority vote of said committee under parliamentary procedures. All Committees shall meet the requirements of this Article and make timely reports to the Board.

Section Eleven. Budget Committee. The Chairman shall appoint a budget committee whose primary responsibility shall be to prepare a budget for the Region prior to the first meeting of the year. This budget will be based on past history, committee budget recommendations and projected income for the Region. The budget committee's recommendations shall be presented to the Board of Delegates for discussion and approval. Any budget item (expense or income) shall only be changed by the Board of Delegates or by the Chairman after the budget is approved at the first meeting of the year.

Section Twelve. Nominating Committee. The Chairman shall appoint a Nominating Committee prior to the Election Meeting which is held in accordance with the AHA Bylaws. This Nominating Committee will consist of five (5) members, no more than one of which can represent the same Member Organization in Region 14. All Nominating Committee members must be on the Qualified Membership List (as defined by AHA Bylaws) of a Member Organization. It shall be the duty of the Nominating Committee to place in nomination at the Election Meeting the names of persons recommended by it to fill the various offices of this region. The Nominating Committee must be approved by the Region 14 Board of Delegates.

ARTICLE VI - MEETINGS

Section One. Annual Business Meeting. The Annual Business Meeting of the AHA Region 14 Board of Delegates will be held at least 30 days prior to the AHA Annual Convention. The order of business shall be:

- Call to Order
- Roll Call
- Secretary's Report
- Treasurer's Report
- Committee Reports
- Old Business
- New Business (speaker, optional)
- Election of Director/Chairman and Officers (even numbered years only)
- Adjournment

Section Two. Quorum. In order to establish a quorum, there must be present and in person at the meeting one-half plus one of the members of the Board of Delegates.

ARTICLE VII - CONTRACTS, CHECKS, DEPOSITS, AND FUNDS

Section One. Contracts. The Board of Delegates may, by resolution duly adopted, authorize any Officer or Officers, agent or agents of the corporation, in addition to the Officers so authorized by these By-Laws, to enter into any contract or to execute and deliver any instrument in the name of and on behalf of the corporation. Such authority may be general, or confined to specific instances. In the absence of such determination, such contracts or instruments shall require the signature of the Chairman and the Secretary.

Section Two. Gifts and Contributions. The Board of Delegates may accept on behalf of the corporation any contribution, gift, bequest, or devise of any property whatsoever, for the general and special charitable purposes of the corporation.

Section Three. Deposits. All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositories as the Board of Delegates may approve.

Section Four. Checks, Drafts, Orders for Payment. All checks, drafts, or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation shall be signed by such Officer or Officers, agent or agents of the corporation and in such manner as the Board of Delegates shall from time to time by resolution determine. In the absence of such determination, such instruments shall be signed by the Chairman, and countersigned by the Treasurer of the corporation.

ARTICLE VIII - MISCELLANEOUS

Section One. Books and Records. The corporation shall prepare and maintain correct and complete books and records of account and shall also keep minutes of the meetings of its members, Board of Delegates and committees, and shall keep at the registered or principal office a membership book giving the names and addresses of members entitled to vote. All books and records of the corporation may be inspected by any Delegate or Officer at any reasonable time.

Section Two. Fiscal Year. The fiscal year of the corporation shall begin on the first day of January and end on the last day of December in each year.

ARTICLE IX - INSURANCE

The Board of Delegates shall carry the necessary insurance to properly protect the association and meet AHA and USEF requirements. The Board of Delegates may obtain officers and Chairman's liability insurance if deemed necessary.

ARTICLE X - AMENDMENTS TO THE BY-LAWS

These By-Laws may be amended, repealed or new By-Laws adopted only at the Annual Business Meeting of the Board of Delegates by a 2/3's vote of the Board of Delegates in attendance at that meeting. Thirty (30) days written notice must be given to the Board of Delegates stating the proposed amendments, before such amendments may be brought before a regularly constituted meeting. The approved By-Laws shall take effect sixty (60)

days after approval by the Board of Delegates. Revised By-Laws will be published within sixty (60) days from the time revisions are approved. By-Laws shall be reviewed annually and any changes published annually.

Should an extreme need arise, the Chairman may call a special meeting of the Board of Delegates which may amend these By-Laws only by unanimous vote of those present, providing a quorum is extant. The amendment may become effective immediately, but must be ratified at the next Annual Meeting. Notice of said special meeting shall be given to the Board of Delegates and Alternates.

ARTICLE XI - GOVERNANCE AT MEETING

All meetings shall be governed by Robert Rules of Order, Revised.

ARTICLE XII - SUPERSESSION

These By-Laws supersede any and all By-Laws in effect heretofore, and supercede any and all resolutions inconsistent herewith.

ARTICLE XIII

The word (he) or (his) whenever used in these By-Laws shall include the feminine (she) or (her) as completely as is set out herein.

[Last modified August 10, 2014]