

CONSTITUTION AND BYLAWS OF Old Dominion Gaited Horse Association

CONSTITUTION

ARTICLE I NAME

The name of this Association shall be Old Dominion Gaited Horse Association, herein after referred to as the "Association".

ARTICLE II PURPOSE

The purpose of this Association is to promote and protect the sound horse, provide fair competition and educate the public.

ARTICLE III MEMBERSHIP

Membership in this Association shall be open to all individuals whose interest and beliefs are consistent with the purpose of the Association as stated in Article II. Membership eligibility shall be determined without regard to gender, race, color or creed. There shall be no associate, special or honorary memberships in this Association. Memberships shall be Family (all related individuals living at the same address), Individual (18 years of age or older as of January 1 of the membership year), or Youth (17 years of age or less as of January 1 of the membership year). Single parent families may hold Family memberships.

ARTICLE IV ADMINISTRATION

Section 1. The administrative affairs of this Association shall be vested in the Association Executive Committee in emergencies only and all other actions of the Association Executive Committee must be ratified by a majority vote of those Association members present and voting. Results of all "emergency" decisions shall be reported at the next scheduled meeting. Emergency expenditures will not exceed \$100.00.

Section 2. The Association Executive Committee shall be composed of the President, Vice President, Secretary, Treasurer, and the Director.

Section 3. At the time specified, the Association shall elect annually a President, Vice President Secretary, Treasurer and one Board of Directors. With the approval of the Association, the President may appoint such other officers as may be necessary to operate the Association.

ARTICLE V EXECUTIVE

The executive power of this Association shall be vested in the Association President.

ARTICLE VI AMENDMENTS

This Constitution may be amended at any Association meeting by a vote of two thirds of those Association members present and voting, provided that any such amendment is read at two (2) consecutive scheduled membership meetings and that all Association members were notified of the proposed change(s) prior to each of the two (2) meetings.

BYLAWS

ARTICLE 1 ORGANIZATION

Section 1. The governing body of this Association shall be the Association in session, except as otherwise provided in this Constitution and Bylaws.

Section 2. Minutes of the meetings of the Association, including the Association Executive Committee, shall be kept and be available for inspection by any Association member. Such minutes will be routinely published and be available to members in good standing.

ARTICLE 2 EXECUTIVE COMMITTEE

Section 1. The Association Executive Committee shall be composed of the President, Vice President, Secretary, Treasurer, and the Board of Directors.

Section 2. Meetings of the Association Executive Committee will be called by the President, or at the request of a majority of its members, made in writing to the President.

Section 3. Appointed officers, committee chairmen and other Association members may attend the Association Executive Committee meetings, but without voice or vote.

Section 4. A majority of the members of the Association Executive Committee shall constitute a quorum.

Section 5. The Association Executive Committee may act for the Association only in emergencies and at all other times shall recommend courses of action to the Association in session.

ARTICLE 3 OFFICERS

Section 1, Paragraph 1. The Association shall elect annually a President, Vice President, Secretary, Treasurer, and one member for the Board of Directors.

Paragraph 2. The President, with the approval of the Association, shall appoint the Association Committees, with the exception of the Nominating Committee, which shall be elected by the Association.

Paragraph 3. Such other officers as may be necessary to operate the Association may be appointed by the President, with the approval of the Association; such as a Parliamentarian and / or Sergeant at Arms.

Paragraph 4. Proxy voting will be allowed with a signed letter from the person issuing the proxy. There will be no absentee balloting.

Section 2, Paragraph 1. The President shall be the presiding officer and, in his/her absence, the duty will fall to the next highest officer in line of succession who is present, in the following order – Vice President, Secretary, Treasurer, Director.

Paragraph 2. The Treasurer shall be responsible for campaigns to increase membership.

Paragraph 3. The Treasurer or other designated Association officer shall keep an accurate record of all monies received and disbursed and shall deposit any monies received as soon as possible. The Treasurer shall make a report on Association finances at each meeting; to include the last reported balance, categorized disbursements since the last report, categorized income/receipts since the last report, and new balance. Records shall be open to any member when a request is made in writing through the Executive Committee. An annual financial report shall be submitted to the President within sixty (60) days of the close of the accounting year of the Association. The annual financial report will include the financial balance at the beginning of the reporting year, all disbursements by account category (e.g. expenses related to the Association horse show, secretary expenses, website, newsletter, scholarship and raffle expenses, and/or other items deemed of significant enough importance to report separately), all income/receipts by category, and the balance at the end of the reporting year.

Paragraph 4. The Board of Directors serves in an advisory capacity to the elected officers. The Board of Directors also share in the decision process of the Executive Committee and will have a voice and vote on all matters presented to the Executive Committee for discussion and vote.

Paragraph 5. The financial year shall be from January 1 to December 31.

Section 3, Paragraph 1. Upon election or appointment of the successor to any Association office, all Association property in his or her predecessor's possession shall be surrendered to the new officer. A receipt must be signed by both the officer leaving the position and the officer assuming the position, that the said property was turned over to the Association and there is no additional property.

ARTICLE 4 QUALIFICATIONS

Section 1. Any person who is a member of this Association shall be eligible for any elective or appointive office in this Association, except as otherwise provided in this Constitution and Bylaws; if the member has been a member of the Association for the previous 12 consecutive months.

Section 2. There shall be no 2 (two) members of a family or of a relationship; i.e. significant other, shall be allowed to serve on the Board of Directors, or as an officer, or as a committee chair, during the same year. (Refer to nepotism.)

ARTICLE 5 TENURE OF OFFICE

Section 1. Officers shall be nominated during the October meeting and again immediately prior to voting at the November election meeting. Term of office to begin January of the following calendar year.

Section 2. Elected and appointed officers shall serve for one (1) year or until newly elected or appointed officers have been confirmed, with the exception of the President and Treasurer, who may serve two (2) one year terms consecutively. After two consecutive terms the incumbent will not be eligible for election to the same office for a period of one year.

Section 3, Paragraph 1. Unexcused absence of any officer from three (3) consecutive meetings shall be cause for removal from office by the Association, and the President is empowered to appoint a Association member to serve the unexpired term, subject to the approval of the Association.

Paragraph 2. In the event the office of President shall be vacated for any reason, the Vice President shall be elevated to President and the vacancy filled as outlined in Paragraph 1 of this Section.

Section 4. It shall require a majority of those Association members voting to elect a candidate for any Association office, except for the positions of Director, where the candidate with the highest number of votes will be elected to office, then the candidate with the next highest number of votes will be elected to office, and so on, until all Director positions are filled.

ARTICLE 6 MEMBERSHIP

Section 1. The Association membership application will specify the ideals and purposes of the Association, and will state that Applicant signature attests to acceptance and commitment to uphold those ideals and purposes. Applicants will not be accepted for membership without signing the membership application form and after approval by the membership at the next scheduled General Membership meeting. In the event the Association is dark when the application is submitted, the applicant will be provisionally accepted, with all membership benefits applying, once the Membership chair received the application.

Section 2. Only members of the Association in good standing are eligible to vote on any motion or at any election. A member must be a member at least 90 days before they are allowed to vote.

Section 3. No applicant shall be denied Association membership if he or she meets the eligibility requirements.

Section 4. New members shall receive a "Membership Package" composed of at least the following:

- 1) Three (3) months past newsletters
- 2) A current membership list
- 3) A copy of the Association Bylaws

The Membership Package will be sent no later than one month following approval and acceptance of membership.

ARTICLE 7 FINANCES

Section 1. The Treasurer or other designated officer shall deposit all monies in the name of the Association and shall countersign with the President or one other designated Association officer on all checks.

Section 2. The Treasurer or other designated Association officer shall be charged with handling normal finances in the operation of the Association.

Section 3. Membership dues for the following year will be established annually in October by the Executive Committee.

Section 4. All payments by the Treasurer shall be made by voucher only and approved by the membership.

Section 5. All motions made in any Association meeting for expenditures over \$500 shall be tabled for a minimum of one month. The proposed expenditure shall be published in a timely fashion to allow all members the ability to bring forth information pertaining to the expense.

Section 6. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

ARTICLE 8 MEETINGS

Section 1. Association meetings shall be held generally once each month, or as determined by majority vote of the Association in session. Meeting dates are to be set by majority vote of the Association in session.”

Section 2. Place and time of meetings shall be determined by the desires of the Association.

Section 3. Special meetings of the Association may be called by the President whenever the President may deem it necessary, or when the President is requested in writing to do so by ten (10) or more Association members.

Section 4. Rules of Association meetings shall be as follows:

RULE 1. A quorum shall consist of seven (7) members.

RULE 2. Robert's Rules of Order, Revised, shall govern the Association in all cases to which they are applicable.

RULE 3. Discussion of personal grievances will not be in order on the floor unless introduced by the Grievance Committee or other Committee having the authority to consider any such matters,

RULE 4. Matters concerning only an individual member, with respect to his or her own personal interest, shall not be in order but may be taken before the proper committee.

RULE 5. Normally, voting shall be by voice unless otherwise requested by at least seven (7) members. Annual election of officers shall be by paper ballot.

RULE 6. Family memberships shall be entitled to one vote per adult family membership (maximum of one {1} vote). Individual and Youth memberships shall be entitled to one (1) vote per membership. A voting member is one who has been a member for the previous 90 consecutive days.

RULE 7

Significant changes to any longstanding events or procedures shall require At least 30 days written notice to the membership.

ARTICLE 9 COMMITTEES

Section 1. All Association committees will meet at the call of the Chairman or President or as otherwise provided in this Constitution and Bylaws.

Section 2. The following committees are normally formed on an annual basis for the purposes stated:

1) Show Committee – To prepare proposed budgets, class lists, fees, prize money, and other such actions as to prepare for and conduct the annual Association horse show. Proposed budgets, class lists, fees and other associated items will be presented to and approved by the general membership at a regularly scheduled Association meeting.

2) Trail Ride Committee – To review and select locations for Association trail rides; schedule dates and times for the trail rides; and ensure information concerning the trail rides is disseminated to the Association membership in a timely manner.

3) Banquet Committee – To review and propose a date and place for the annual Association Banquet, to include proposed menu and schedule of events for the banquet. Upon membership approval, by vote at a regularly scheduled Association meeting, the committee finalizes the banquet details, to include facility reservation, menu, decorations, etc., and ensures that the information is disseminated to the Association membership in a timely manner.

4) High Points Committee – To review and propose a list of categories and “pointed” shows for the Association’s High Point Program. Upon membership approval, by vote at a regularly scheduled Association meeting, the committee finalizes the categories, issues letters to show management of the “pointed” shows outlining the requirements for reporting results, ensures that the information is disseminated to the Association membership in a timely manner, and ensures that the show results are posted to each Association member’s account. At the end of the show season, the committee will determine category winners and reserve winners, and purchase appropriate trophies/certificates, as approved by the Association membership, to be awarded at the annual Association Banquet.

5) Nominating Committee – To prepare a slate of candidates for Association office (Officers and Directors) for the annual election; present the slate of candidates to the general membership during the scheduled October Association meeting; and ensure that the slate of candidates is

disseminated to the general membership in a timely manner in preparation for the election of Officers and Directors at the scheduled November Association meeting. The Nominating Committee is elected at the regularly scheduled September Association meeting. Nominations are accepted from the floor and elected by vote of the Association in session. A member does not have to be present to be nominated and elected so long as that member has informed a Association officer prior to the September meeting that they will accept the nomination.

Other committees may be appointed/formed to address specific items or actions deemed appropriate by the President or voted on by the Association in session. Such committees will accomplish their appointed tasks and report the status of their efforts at each regularly scheduled Association meeting unless otherwise directed by the President or voted on by the Association in session.

All committee chairs will have the responsibility of verifying that any person is a member in good standing prior to affording such person any benefit from the committee

Upon completion of the specified task(s) by any committee, or upon direction of the President or vote by the Association in session, the committee will disband and turn over any records to the Association Secretary for maintenance/filing.

Section 3. Committees shall consist of not less than three (3) or more than seven (7) members (except as may otherwise be voted upon), including the Chairman. Committees shall be appointed by the President, with the approval of the Association, with the exception of the Nominating Committee, which shall be elected by the Association.

Section 4. The Association shall ensure that an audit of the Association's finances is completed within 90 days of the submission of the Treasurer's Year End Financial Report. The Association may accomplish this by hiring an outside firm/person to audit the records and submit an Audit Report to the Association, or by forming a Financial Audit Committee, which will audit the records and submit an Audit Report to the general membership. In the event a Financial Audit Committee is formed, the committee will be composed of at least three (3) members of the Association, excluding the President, Treasurer and Secretary. The Audit Report will state the results of the audit, i.e. documentation is maintained for all financial transactions, the periodic (normally monthly) Treasurer's reports accurately reflected the financial status of the Association for the period reported, income and expenses are adequately segregated and identified and can be validated by maintained documentation. If discrepancies are found, the report will list the discrepancies and note any explanations or comments received and actions taken or intended by the Association Executive Committee. The Audit Report will state that the Treasurer's Year End Financial Report accurately reflects the financial status of the Association for the report year, or will list those discrepancies noted during the audit and the Executive Committee responses to those discrepancies.

ARTICLE 10 MISCELLANEOUS

Section 1, Paragraph 1. These Bylaws may be amended at any Association meeting by a vote of two-thirds of those Association members present and voting, provided that any such amendment is read at two (2) consecutive scheduled membership meetings and that all Association members

were notified of the proposed change(s) prior to each of the two (2) meetings.

Paragraph 2. The Association Secretary and Parliamentarian shall retain a copy of this Constitution and Bylaws to prevent its loss and in order that it may always be available for reference.

Paragraph 3. To the extent to which any of the provisions of this Constitution and Bylaws are, or may at any time become, inconsistent or in conflict with the provisions of the Constitution and Bylaws and lawful mandates, decisions and regulations, as now in force or as hereafter amended or adopted, this instrument shall be deemed amended so as to conform thereto.

Section 2. All disciplinary actions shall be conducted by the body in session.

Section 3. Conviction of a violation of the Horse Protection Act (HPA) due to a "sore" horse may result in termination of membership and expulsion from the Association, permanently.

Section 4: In the event that the Association is disbanded, all monies that remain in the treasury after all expenses are paid will be donated to a non-profit, charitable organization. The membership will choose the organization. The President and Treasurer are charged with completing this task,

ATTEST: _____

Adopted after this second and final reading on

The 7th day of March, 2010

[signed]
PRESIDENT

[Dated]

[signed]
SECRETARY

[Dated]