

SOUTHEASTERN REINING HORSE ASSOCIATION BY-LAWS

ARTICLE I: TITLE, OBJECTIVE, LOCATION

Section I: Title – This organization is incorporated under the laws of the State of North Carolina and shall be known as the Southeastern Reining Horse Association (SERHA or the Association within these by-laws) and shall at all times be operated as a non-profit association in accordance with the laws of the State of North Carolina and the United States of America. SERHA is an affiliate of the National Reining Horse Association (NRHA).

Section II: Objectives – To promote and encourage the showing of reining horses and communicate our goals and suggestions to the NRHA.

Section III: Location - Place of business. The principal office of the Southeastern Reining Horse Association shall be in the State of North Carolina at such place as the Board of Directors shall designate.

Section IV: Dissolution – Upon the dissolution of the Association (SERHA), the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Association, dispose of all of the assets of the Association exclusively for the purposes of the Association in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under the Internal Revenue Code as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Court of Common Pleas (or its equivalent) of the County exclusively for such purpose or to such organization or organizations of said court determine, which are organized or operated exclusively for such purposes.

ARTICLE II: OFFICERS AND BOARD OF DIRECTORS

Section I: Officers - The officers of the Association shall be named President, Vice-President, Secretary, Treasurer and Past President. The Officers of the Association shall constitute the Executive Board.

Section II: Board of Directors - The business of this Association shall be managed by its Board of Directors. The Board of Directors shall be comprised of the Executive Board plus at least five (5) members, elected by the general membership, and up to five (5) additional members appointed (or removed, for cause) by the Board of Directors.

Section III(a): Election – All Officers and elected Directors shall be elected by the general membership at the annual SERHA membership meeting to be held when and where designated by the current Officers and Board of Directors.

Section III(b): Qualifications - To become an Officer or Director an individual must have been member in good standing for one full year immediately prior to nomination.

Section III(c): Term of Office - The Association's Officers (with the exception of the Past President) shall be elected to a one-year term. The Past President is not an elected position,

and is an honorary position given to the Association's immediate Past President. This is a voluntary position, and the immediate Past President is not required to assume said position.

Elected Board Members shall be elected to a term of two consecutive years, as follows: In the even numbered years (example, 2002) three (3) Board Members will be elected and serve for two (2) consecutive years; in the odd numbered years (example, 2003) two (2) new Board Members will be elected and serve for two (2) consecutive years, thus maintaining a Board with at least two (2) returning Board Members.

Section IV: Nominations: A nominating committee shall be designated by the current Board of Directors to present nominees for all Officer and available Board positions. Members may nominate a candidate for consideration from the floor at the general membership meeting, provided the nominee has personally agreed to the nomination and qualifies for nomination under the requirements previously set forth in these by-laws.

Section V: Voting: Each individual dues paying member is entitled to one vote. A family membership entitles each adult family member, limited to two (2), to one vote each. The election at the general membership meeting shall be by closed ballot and shall be audited by the current Executive Board or their designee. In the event of a tie in the election, the current Board of Directors will vote to break the tie. Any Director shall be disqualified in voting to break a tie involving themselves or a member of their family.

ARTICLE III – DUTIES OF OFFICERS

Section I: The President shall be the Executive Officer of the Association (SERHA) and shall preside at all meetings of the Board of Directors. The President shall serve as Chairman of the Board and shall see that all orders and resolutions of the Board are carried into effect.

Section II: It shall be the duty of the Vice-President to perform all of the duties of the President in case of his/her absence.

Section III: It shall be the duty of the Treasurer to keep records of all bank transactions, pay with club funds all debts incurred by the Association and provide a financial report at each regular Board meeting.

Section IV: It shall be the duty of the Secretary to record and maintain all minutes of the Board of Directors' meetings and coordinate communications.

Section V: The Past President shall be considered an honorary position and shall not have any formal duties other than those delegated by the current President.

Section VI: Removal - Any Board member may be removed if they have missed three (3) consecutive meetings, have had two (2) unexcused absences (unexcused meaning that no officer was contacted about the absence prior to the meeting) or for cause.

Section VII: Vacancies - If an Officer or Board Member position becomes vacant for any reason, the remaining Board may appoint a successor at their discretion to fulfill the current term.

Section VIII: Quorum- A quorum of the Directors shall be necessary to transact business of the Association. A quorum for the purposes of these By-laws is a simple majority (one more than half) of the Board of Directors. Once it is established that a quorum exists, a majority of such quorum shall then decide upon any question that may come before the meeting and shall be binding as though the full Board of Directors was sitting.

Section IX: Parliamentary Authority – all meetings of the Board of Directors shall be conducted pursuant to Roberts' Rules of Order, Newly Revised.

Section X: For the necessity of day to day execution of duties, the President, Treasurer and Secretary shall, collectively, have the authority to make decisions in relations to funds of no greater amount than \$600.00.

ARTICLE IV: MEMBERSHIP Membership is open to any individual of good character and reputation that has an interest in reining horses and the promotion of the reining horse.

Section I: Membership shall be admitted and retained in accordance with the rules and regulations of the NRHA.

Section II: Each member of the Association shall pay annual dues. Said dues are due and payable at the commencement of each fiscal year. The fiscal year for SERHA shall be January 1st through December 31st. All dues and charges are to be set by the Board and noted in official publications. All money paid to SERHA shall be in US Funds.

Section III: Membership Meeting - The annual general membership meeting of the Association shall be held at a time and place designated by the Board of Directors. Thirty (30) day Notice of the meeting will be given to the membership together with a form of absentee ballot for the election of officers and any by-law amendments. Notices of meetings and the official ballot will be printed in the Association's official publication or directly presented to the members by mail.

Section IV: At any meeting of the Association, whether it is a general membership meeting or a special membership meeting, the members present shall constitute a quorum regardless of the number actually present.

ARTICLE V: AMENDMENTS

Section I: Amendments to the by-laws must be considered and voted upon by the Board of Directors after being published for comment for no less than 60 days.

ARTICLE VI: AFFILIATION

Section I: Southeastern Reining Horse Association is an Affiliate of the National Reining Horse Association and shall be governed by their rules and regulations.