



Association By-Laws *(revised 6/27/19)*

Article I: Name

The Corporation shall be named American Road Horse and Pony Association, a non-profit organization to be operated in accordance with the laws of the State of Georgia.

Article II: Offices

The registered office of the Corporation shall be as set forth in the Articles of Incorporation, but may be changed from time to time by the Board of Directors.

Article III: Objects

Section 1. The object of the Association SHALL be:

- a) to promote the training, owning and exhibition of the roadster horse and pony.
- b) to promote and sponsor activities and events that create enthusiasm, use, pleasure and interest in the roadster horse and pony.
- c) to promote higher standards of showmanship and sportsmanship through better communication with those interested in the road horse and pony.
- d) to cooperate with and assist horse show managers and organizations that promote horse shows in the selection and spacing of classes for the roadsters.
- e) to do all things necessary to educate those interested about training, owning and exhibition of the roadsters.
- f) to engage in any and all forms of business transactions or enterprises that a natural person might do, except as limited by law.
- g) to receive donations, bequests, and devices of property, both real and personal.
- h) to affiliate itself with other organizations of international, national, interstate, state, or of local scope in order to promote the purpose of the **Association**.

Section 2. The objects of the Association SHALL NOT be:

- a) to act as an animal registry.
- b) to provide any pecuniary gain or profit to the members thereof.

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- c) to provide that any part or portion of the net receipts, earnings or funds of the Association will inure to the benefit of any private member or any other individual except for serviced rendered.

Article IV: Membership

Section 1. Membership is a privilege and not a right and shall be open to all persons interested in the roadsters and furthering the objects of the Association.

Section 2. There shall be three Membership Classes.

- a) Single Membership, shall be defined as those persons eighteen (18) years of age and older and shall be entitled to one (1) vote.
- b) Family Membership, shall be defined as married persons eighteen (18) years of age and older and their minor children and be entitled to two (2) votes.
- c) Life Membership, shall be defined as those individuals eighteen (18) years old and older who have paid current lifetime dues and shall be entitled to one (1) vote. No additional payments will be required to maintain their membership.

Section 3. Membership dues shall be:

- a) set annually by the Board of Directors.
- b) due on or before the 30th of November each year.

Section 4. Membership shall be terminated by any one of the following occurrences:

- a) Upon failing to make good his or her financial obligations to the Association after having received written notice of the obligation and not making it good within ten (10) days of the notice;
- b) Membership shall be restored and the member shall be in good standing upon payment of any and all debts owed to the Association.
- c) resignation in writing received by the Association.
- d) death.
- e) outstanding dues are not paid by February 1st of the year following expirations.

Section 5. Application for Membership shall be:

- a) sent on a form provided by the Association and accompanied with a check payable to the ARHPA, Inc.
- b) considered Paid on the date it is postmarked, if received, if delivered other than by mail.
- c) considered approved on receipt of appropriate dues and a Membership card will be issued.

Section 6. Members shall be admitted, retained and expelled in accordance with procedures set forth in these By-laws.

Section 7. All Members in good standing shall:

- a) have equal right, interests and responsibilities with respect to the Association and its property.

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- b) obey and be bound by all By-laws, rules and regulations of the Association and decisions or actions of the Board of Directors.
- c) have the right to hold office and committee assignments, except as otherwise limited by the Articles of Incorporation and these By-laws.
- d) ensure that their physical address, email address, and phone number on file with the ARPHA is current and accurate.

Article V: Meetings

Section 1. General Meetings. There shall be at least one general meeting of the organization each year. The time and place of the meeting shall be at the discretion of the President and with the approval of the Board of Directors. Consideration should be given to facilitate the largest number of members.

Section 2. Special Meetings. Special meetings of the members shall be held when:

- a) called by the President.
- b) called by majority of the Board of Directors
- c) called for in the application of ten (10%) papers in good standing submitted in writing to the Secretary stating the time, place, and purpose of the meeting.

Section 3. Meeting Notices. The President, or the Secretary, or other member(s) entitled to call a special meeting shall give notice of such meetings of Association members, and will station the time, place and purpose of the meeting, not less than ten (10) days, nor more than thirty (30) days prior to the meeting. Notice is to be sent to each member in good standing, those who are entitled to vote, or those entitled to receive the notice thereof under the State of Georgia, at the individual's physical address and/or the email address as it appears on the books of the Association Secretary.

Section 4. Quorum. A quorum for a meeting of the Association shall consist of the members in good standing present at such meeting, regardless of their number.

Section 5. Rules of meeting. All meetings of the Association shall be conducted as set forth in Roberts Rules of Order.

Section 6. Order of Business. The order of business shall be as determined by the presiding officer, and may be as follows:

- a) Call meeting to order.
- b) Proof of Notice of Meeting.
- c) Reading minutes of last meeting.
- d) Reports of Officers
- e) Unfinished business.
- f) Election of Officers and Directors where in order
- g) Miscellaneous and new business.
- h) Adjournment.

Article VI: Officers

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Section 1. Election of Officers. At an annual meeting of the membership, the Association shall elect a President, a Vice President for the Horse division, a Vice President for the Pony division, and a Secretary/Treasurer.

Section 2. Term of Office. The newly elected officers shall hold office for a period of one year or until their respective successors have been duly elected and qualified, unless otherwise terminated sooner under provisions in the By-laws.

Section 3. Eligibility. Only members in good standing eighteen (18) years old or older may be qualified to be officers of the Association.

Section 4. Removal. An officer may be removed from office for just cause upon a unanimous vote by secret ballot of a duly constituted quorum of the Board of Directors with said officer being considered for removal not having a vote, with proper notice having been given.

Section 5. Powers of the President. The President shall be the chief executive officer of the Association and shall carry out the business of the Association in accordance with the Articles of Incorporation, the By-laws and rules and regulations of the Association at the direction of the Board of Directors. He/she shall preside at the meeting of the members and directors. He/she shall see that all orders and resolutions of the members and directors are carried into effect. He/she shall call such meetings as may be prescribed in the aforementioned documents and any other such meetings as he may deem necessary. He/she shall be an ex officio member of all committees of the Association without the right to vote. He/she will only vote in board of director meetings in the event of a tie.

Section 6. Powers of the Vice President(s). The Vice President(s) shall assume duties assigned by the President. When designated by the President, or in his/her absence, a Vice President shall have all the powers of and be subject to all the restrictions imposed on the President. If not designated by the President, the Senior VP (years served) shall preside.

Section 7. Powers of the Secretary/Treasurer. The Secretary/Treasurer shall record the minutes of all meetings of the Association. He/she shall have charge of the records and Corporate Seal of the Association. He/she shall keep and safeguard the funds of the Association. He/she shall be required to make a report of the financial condition of the Association and the receipts and disbursements of the funds at each meeting of the Board of Directors and the members of the Association. He/she shall have the power to perform all the duties incumbent to the office of Secretary/Treasurer of the Association, subject at all times to the discretion and control of the Board of Directors.

Article VII. Board of Directors

Section 1. The Board of Directors shall consist of ten members, five of which to be elected officers of the Association - President, immediate past President, two Vice-Presidents, and the Secretary/Treasurer. The remaining board members will be members at large elected at the annual meeting. Each at-large member is elected for a one-year term. At large board members may serve more than one term if elected.

Section 2: Nominations for at-large board members may come from the present board of

directors and also from the membership-at-large present at the annual meeting.

Section 3. Powers of the Board of Directors. The Board shall regulate and supervise the management and operation of the Association. It shall attend to all the internal affairs of the Association and shall make arrangements for carrying on the business as it sees best. It may exercise all the powers of the Association subject only to the restrictions imposed by law, the Association's Articles of Incorporation and these By-laws.

Section 4. Quorum. A majority of the members of the Board of Directors shall be necessary to constitute a quorum for the transaction of business at any meeting.

Section 5. Meetings of the Board of Directors shall be held at such times and places as agreed upon or determined by the President of the Association.

Section 6. Vacancies in the offices of the Association shall be filled by the Board of Directors at a special called session, and those appointed shall serve until their successors have been duly elected and qualified.

Article VIII. Committees

Section 1. The Chairman of all Association committees shall be appointed by the President and may be a member of the Board of Directors.

Section 2. The powers and duties of each committee shall be defined by these By-laws and by the Board of Directors and unless otherwise stated, report to the Board of Directors through the President of the Association.

Article IX. Miscellaneous Provisions

Section 1. Fiscal year of the Association shall begin September 1 and end August 31.

Section 2. The books and records of the Association shall be open to inspection by any member at any reasonable time and upon written demand of the President at least two (2) weeks in advance of any inspection.

Section 3. The President shall appoint the registered agent of the Association and the registered agent shall be required to give notice to the Secretary of the State of Georgia.

Article X. Amendments

The Association By-laws may be altered, amended or repealed by and only by the members of the Association in the following manner:

- a) If notice of the proposed alteration, amendment or repeal is given in notice of a meeting of the general membership, whether a regular or special meeting, it may be done by the affirmative vote of two-thirds (2/3) of the members present and voting.

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- b) If notice of the proposed alteration, amendment or repeal is NOT given in the notice of a meeting of the general membership, it may be done by the affirmative vote of every member present and voting.

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