

WISCONSIN ARABIAN HORSE ASSOCIATION BYLAWS
Revised *January 25, 2020*

I. MEMBERSHIP

Membership in the Wisconsin Arabian Horse Association shall be limited to six classifications, and they shall be as follows:

A. **Individual Membership**—An adult person who wishes to be an Affiliate [voting] Member in AHA through WAHA.

Annual dues will be payable by the end of the expiration month as defined in the AHA Handbook One (1) vote per membership. Voting by proxy shall not be permitted. Membership in AHA included. Membership in this category includes participation in all WAHA programs.

B. **Family Membership**—A family in which one adult member wishes to be an Affiliate [voting] Member in AHA through WAHA and in which other family members wish to be eligible to participate in all WAHA programs. One Adult vote per membership. Voting by proxy shall not be permitted. Annual dues will be payable by the end of the expiration month as defined in the AHA Handbook One adult membership in AHA is included. No AHA youth membership is included. The adult who is to be submitted for AHA membership must be designated. Membership in this category includes participation in all WAHA programs for all family members. A “family” is a married couple or a single parent and the dependent children of that legally married couple or single parent. Children are people under the age of 19 as of December 1 of the previous calendar year (as defined in USEF and AHA rules).

C. **Parent/Child membership**—Includes one adult Individual Membership and Youth memberships for that adult’s children at a reduced rate.

D. **Married Couple Membership**—A legally married couple, both of whom wish to be Affiliate [voting] Members in AHA through WAHA. Annual dues will be payable by the end of the expiration month as defined in the AHA Handbook Two votes per membership. Voting by proxy shall not be permitted. Two memberships in AHA are included. Names of both spouses will be submitted for AHA membership. Membership in this category includes participation in all WAHA programs for both spouses.

E. **Associate Membership**—An adult person who wishes to be a WAHA member without being an Affiliate [voting] Member in AHA. Annual dues will be payable by the end of the expiration month as defined in the AHA Handbook Non-voting status. No AHA membership included. Membership in this category includes participation in all WAHA programs.

F. **Youth Membership**—A youth member is a person under the age of 19 as of December 1 of the previous calendar year (as defined in USEF and AHA rules). Annual dues will be payable by the end of the expiration month as defined in the AHA Handbook. One vote per membership in AHAYA. Membership in this category includes participation in all WAHA programs.

G. **Membership Conditions**—The method and conditions upon which members shall be accepted and discharged or expelled shall be as follows:

1. Application for membership is to be made in such form as may be designated by the Board of Directors. All membership applications, except renewal of current memberships, are subject to the approval of the Board of Directors.
2. Membership is not transferable and shall cease upon the death of the member.
3. The WAHA membership year follows the AHA membership year.
4. Termination of membership:
 - a. A member may be expelled by a vote of two-thirds of the quorum at a Board of Directors meeting provided s/he has two weeks notice and an opportunity to go before the Board and provided that two weeks written notice by Registered letter be furnished to the Board of Directors.
 - b. Anyone expelled under the above provision (G4a) may request reinstatement by appeal to the general membership and may be reinstated by a two-thirds vote of the quorum at a membership meeting providing that a notice of the meeting has been published (See VII) at least fourteen (14) days prior to the meeting.

H. **Non-Discrimination** - Membership in this Association is open to all persons without regard to race, color, creed, age, sex, marital status, national origin, physical or mental impairment, medical condition, or economic circumstances.

II. MEMBERSHIP MEETINGS AND ACTIVITIES

The Board of Directors shall establish the dates of the regular membership meetings and activities, and these dates shall be published in the newsletter. At general membership meetings, a quorum shall consist of the adult voting members present at that meeting.

An Annual Meeting of the membership shall be held in January of each year. The election of Officers, Directors, and Delegates shall be conducted at the Annual Meeting. Said elected Officers, Directors and Delegates shall assume office at that meeting. The Board of Directors shall review, correct, and approve the minutes of the Annual Meeting at its next regular meeting following the Annual Meeting.

An appropriate variety of meetings and other activities shall be held throughout the year, with locations, times, and dates to be published (See VII) at least fourteen (14) days prior to the dates of said activities. A special meeting of the membership may be called by the President, provided a notice stating the purpose, date, time, and location is published (See VII) at least

fourteen (14) days prior to the date designated therein for said meeting.

2

III. BOARD OF DIRECTORS MEETINGS

Regular meetings of the Board of Directors will be held at the discretion of the Board, but at least six meetings must be held annually. The location, time, and date of each meeting is to be published (See VII) to Board members at least fourteen (14) days prior to the date designated therein for said meeting.

A special board meeting may be called by the president or at the request of a majority of the Board of Directors, provided a notice stating the purpose, location, time, and date is published (See VII) to Board members at least seven (7) days prior to the date designated therein for said meetings.

If action is required by the Board of Directors that cannot be accomplished at a regular or special meeting, the President may poll individual Directors to conduct the necessary business. In extraordinary circumstances, the Executive Committee is authorized to act.

A quorum shall consist of a majority of the Board of Directors.

IV. OFFICERS AND DIRECTORS

A. Term Length, Definitions

1. Officers of the association shall be elected for two-year terms at the Annual Meeting in odd numbered years. The Officers and Executive Committee shall consist of a President, Vice President, Secretary, Treasurer, and the Immediate Past President. The Board of Directors shall consist of the aforementioned Officers, and ~~twelve additional members~~ *1 additional director per 20 voting members* chosen from the general membership. *The Board of Directors size will be determined based on voting membership as of October 1st of every given year.* The Directors shall serve in staggered three-year terms, with ~~four~~ *one third of the directors* to be elected at the Annual Meeting each year.
2. The President and Vice-President will be limited to two consecutive, two-year terms. Providing the office is held by another member for one term, either may run for the same office again.

B. Absences, Removal, Reinstatement of Officers & Directors

1. Any WAHA Board member who misses half or more of the WAHA Board meetings, as specified in WAHA Bylaws (as defined in WAHA Bylaws Article III) rounded up, within a calendar year will be removed as a Board member, unless 2/3 of a quorum of the WAHA Board of Directors votes against removal. Directors who are going to be absent must notify the President in advance of the meeting.
2. The expulsion of Officers and/or Directors for specified reasons, other than absences referenced above, shall be by vote of two-thirds of the quorum at a meeting of the Board of Directors. Officers and/or Directors expelled may request reinstatement by petitioning the general membership. If reinstatement is requested, a notice must be published (See VII) to the voting membership at least fourteen (14) days prior to the meeting at which the expulsion will be reviewed. The expelled officer/director may be reinstated upon two-thirds vote of the quorum at said meeting.

C. Vacancies in Officers' or Directors' Positions

Should a vacancy be created in the Board of Directors by an election at the Annual Meeting, that vacancy shall be filled by an election at the Annual Meeting. If a vacancy occurs after the Annual Meeting but prior to the September Board meeting because of a resignation, death, etc., then that vacancy shall be filled by a majority vote of the quorum of the Board of Directors within two Board meetings after a vacancy occurs. If a vacancy occurs between September and the Annual meeting, the vacancy will be filled by election at the Annual Meeting.

D. Duties and Responsibilities

1. Officers and Directors: Members of the WAHA Board of Directors are expected to participate in WAHA membership activities and to provide leadership in implementing WAHA programs.
2. Officers:
 - a. President: The principal duties of the President shall be to preside at all meetings of the Board of Directors and general membership meetings, and to have general supervision of the affairs of the association.
 - b. Vice President: The principal duties of the Vice-President shall be to discharge the duties of the President in the event of absence or inability, for any cause whatever, of the latter.
 - c. Secretary: The principal duties of the Secretary shall be to keep a record of the proceedings of the Board of Directors and general membership meetings.
 - d. Treasurer: The principal duties of the Treasurer shall be to countersign all deeds, leases, and conveyances executed by the association; to affix the seal of the association thereto, and to such other papers as shall be required or directed to be sealed; to safely and systematically keep all books, papers, records, and documents belonging to the association or in any way pertaining to the business thereof; to keep an account of money, credits, and property, of any and every nature, of the association which shall come to and into its hands; to keep an accurate account of all monies received and disbursed, and proper vouchers for money disbursed; and to render such accounts, statements, and inventories of monies received and disbursed, and of money and property on hand, and generally of all matters pertaining to this office, as shall be required by the Board of Directors.

- e. Miscellaneous: Such Officers shall perform additional or different duties as shall from time to time be imposed or required by the President, the Board of Directors, or as may be prescribed from time to time by the Bylaws. The President may provide for the appointment of such additional staff and committees as is determined in the best interests of the association.

2
3

V. ELECTION PROCESS FOR WAHA BOARD OF DIRECTORS, OFFICERS, AND REGION 10 DELEGATES A.

Timing of Elections: Elections will be held at the Annual Meeting in January each year.

B. Eligibility for consideration for Officer/Director/Delegate

1. Any member wishing to be considered for election to the position of WAHA Officer, Director, or Region 10 Delegate must have been an adult voting member of the Arabian Horse Association through membership in the Wisconsin Arabian Horse Association for at least one year prior to the election process. Member must also maintain WAHA membership in good standing for the length of their term.
2. Persons seeking election to a position as WAHA Officer, Director, or Region 10 Delegate are ineligible if they have been removed as a Board member in accordance with Article IV.B.1. or IV.B.2 within the twelve (12) month period prior to October 1 of the year preceding the Annual Meeting at which the election will take place.

C. Election Committee: Each year an Election Committee shall be formed to consist of four members of the WAHA Board of Directors (to be selected by the Board of Directors) plus three non-board members (appointed by the President). The committee must have at least one member who is a current or previous Regional Delegate.

1. The Election Committee shall elicit interest from eligible adult WAHA members via direct communication, e mail inquiries, and posting of Election information on the WAHA website and in WAHA Newsletters. a. Committee members will attempt to garner interest for more than one candidate for each open position. b. For the Region 10 Delegate positions, every effort will be made to garner interested candidates to fill existing positions PLUS at least two alternates.
2. The Election Committee shall provide guidelines for submission of biographical information and information about the election process (see below). Candidate bios will be published in the WAHA Newsletter .
3. The Election Committee shall announce known candidates in the WAHA newsletter prior to the year of election and introduce known candidates at the Annual Meeting.
4. Additional nominations of eligible WAHA members interested in running may be made from the floor at the Annual Meeting.
5. In the event that an eligible candidate for President does not come forward by the January Board meeting preceding the election, the Board will nominate a current Board of Directors member, by a two-thirds vote, to be placed on the ballot for President. Nominations from the floor will also be considered.

D. Voting Procedure

1. The election shall be run by the President or another ~~officer~~ member designated by the President. 2. Current members of WAHA (excluding associate members, youth, and family members who are not Individual Affiliate Members) may vote.
3. Members must vote for as many candidates as there are openings. For example, if there are four openings for WAHA Board, voters must vote for four candidates. Ballots which have votes for more or less than the number of openings for a given office will be invalid and will not be counted for that office.
4. Regional Delegate elections:
 - a. For the positions of Regional Delegates, members will vote for the current number of regional delegates. The highest number of vote getters will be elected as delegates to fill the open positions.
 - b. If the president and/or vice-president choose to serve as regional delegate/s, members will vote for one or two less than the number of current delegates.
 - c. All other candidates will serve as Alternates in the order of their number of votes.
5. The President shall appoint two people to function as Tellers to count the ballots. Tellers will count each set of ballots twice, and each Teller will record the number of votes on his/her own tally sheet. Tellers will give their tally sheets, the ballots, and a list of the total votes for each candidate to the President. The President shall retain the ballots for future reference. For example, if the number of delegates changes, the President can refer to vote totals to revise the delegate list.

6. Ties. In the case of a tie for any office/s, there shall be a run-off between those tied to determine the winner. 7. The President shall announce the names of those elected. In the case of Regional delegates and alternates, the President shall announce the names in the order of votes received, from highest vote getter to lowest vote getter. VI. REGIONAL/AHA CONVENTION

DELEGATES

Regional Delegates serve as delegates to the AHA Convention.

The President and/or the Vice President, must declare, at the time of his/her election as President or Vice-President, his/her intent to serve or not to serve as a Regional Delegate. If the President and/or the Vice President, at the time of his/her election, elects not to serve as a Regional Delegate, such decision must be presented in writing within fourteen (14) days of

his/her election. Delegates will be elected as Regional/Convention Delegates for two-year terms at the Annual Meeting in odd numbered years.

If a vacancy occurs in the Regional/AHA Convention Delegates and no Alternates are available, that vacancy shall be filled by a majority vote of the quorum of the Board of Directors within two Board meetings after that vacancy occurs. Any Regional Delegate who misses half or more of the Region 10 Board meetings within a calendar year will be removed as a delegate, and the first available Alternate will become a Regional Delegate, unless 2/3 of a quorum of the WAHA Board of Directors votes against removal.

3

4

VII. GENERAL PROVISIONS

All members of the Association who have access to organization accounts and monies shall be appropriately bonded. The President and Treasurer shall have authority to issue organization checks from the WAHA accounts. Any other check writing authority shall be on the vote of the Board of Directors. The extra monies not needed for immediate expenses shall be deposited in interest bearing accounts.

The fiscal year shall be from January 1 to December 31, commencing January 1, 1979, and an annual review of the organization's books shall be made by a committee of not less than two people, selected by the President and approved by the Board of Directors.

Dues will be established by the Board of Directors and approved by the membership.

Each year the President shall appoint a Budget Committee consisting of three or more members of the Association of which a minimum of three are Board members. The proposed budget for the following year shall be presented at the Annual Meeting. The budget guidelines shall be adhered to by the Board of Directors and the general membership. However, funds may be transferred within the budget by a majority vote of the Board of Directors or a majority vote of the quorum at a general membership meeting. Under special circumstances, the Board of Directors may exceed the budget by a vote of 2/3 of the quorum present at a Board of Directors meeting.

The term "publish" as used in the WAHA Bylaws is defined as a minimum of an electronic notification to all adult voting members of WAHA who are on the electronic newsletter mailing list and a first class mailed notification to all adult voting members of WAHA who are on the hard copy newsletter mailing list. A first class mailing to all adult voting members may be used instead at the Board's discretion.

The current edition of *Robert's Rules of Order, Newly Revised* shall govern the proceedings of WAHA in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.

VIII. WAHA LOGO

The Wisconsin Arabian Horse Association Logo is the property of WAHA. No use of the Logo is permitted without prior consent in writing of the Wisconsin Arabian Horse Association Board of Directors.

IX. AMENDMENTS TO THE BYLAWS

Amendments to the Bylaws may be made at any general membership meeting by a 2/3 vote of the quorum providing that such amendments have been published at least fourteen (14) days prior to the meeting.

Proposals for changes to the Bylaws may originate from a majority vote of a WAHA general membership meeting, or a majority vote of a WAHA Board meeting, or the recommendations of a duly constituted WAHA Bylaws Committee. All Bylaw changes proposed by the Bylaw Committee will be reviewed by the WAHA Board and be presented to the membership with the WAHA Board recommendations.

Bylaw changes take effect at the end of the meeting at which they are approved unless otherwise stipulated in the bylaw change proposal.

