

Hunt County Horseman's Association

Constitution and By-laws
Revised January 2019



ARTICLE 1 - GENERAL

- Section 1.** **Title:** This association shall be known as the Hunt County Horseman's Association and shall at all times be operated and conducted as a Non-profit association in accordance with the laws of the State of Texas, providing for such organizations and by which it shall acquire all such right as granted to associations of this kind.
- Section 2.** **Purpose:** The purpose of the Hunt County Horseman's Association is to promote the entire horse industry in Hunt County, Texas by conducting horse shows and educational events following AQHA and APHA rules.
- Section 3.** **Place of Business:** The place of business shall be located in any city or town within the geographic boundaries of Hunt County, Texas and adjoining counties.

ARTICLE II – MEMBERSHIP

- Section 1.** **Membership:** This association will recognize three (3) membership classes: regular, youth and family and/or barn. Regular members may be residents of any state, territory, or county and are voting members who may hold office in, or be a member of, the Board of Directors. Youth members are those individuals who have not reached their nineteenth (19th) birthday. Youth members are encouraged to participate in each and every activity of the Association however may not hold office or vote. Age shall be calculated as of January 1 of the current year.
- Section 2.** Whenever in the Constitution and By-laws the term, member or members, shall be used, unless otherwise specified, it shall mean a Regular member(s) in good standing having the right to vote.
- Section 3.** Members of the Association shall be admitted, retained, suspended, and expelled in accordance with such rules and regulation as the Board of Directors may, from time to time, adopt.
- Section 4.** **Member(s) Responsibility:** All actions of the Board of Directors are subject to revision or amendment by the Regular members at any special or regular meeting of the membership provided that written notice of any intention to revise or

amend has been published in the HCHA. Newsletter at least thirty (30) days in advance to that meeting.

Section 5. Formal Complaint: The member must be in good standing with HCHA and submit the complaint in writing to the President within ten (10) days of the incident to get resolved.

ARTICLE III – VOTING

Section 1. At any meeting of the Regular membership held in accordance with the foregoing provisions as to notice, the members attending such meeting shall constitute a quorum of the voting members for all purposes unless the representation of a larger number shall be required by law. In that case, the representation so required shall constitute a quorum. Absentee or vote by proxy is not allowed in the annual membership meeting or any special membership meeting.

Section 2. In all matters governed by the vote of the members, each member in good standing shall be entitled to one vote, except that in the election of officers and directors, only members in good standing as of December 31 of the previous year shall be entitled to vote.

ARTICLE IV – MEETINGS

Section 1. Annual Meeting: The regular annual meeting of the membership shall be held at such time and place as may be fixed by resolution of the membership. Notice of the annual meeting shall be published in the Hunt County Horseman's Association Newsletter. All meetings of the Association will be conducted in accordance with Robert's Rules of Order.

Section 2. Special Meetings: Special meetings of the members may be held at such time and place as may be designated in the notice, whenever called in writing by direction of the President or by a majority of the Board of Directors, or by notice signed by not less than twenty (20%) percent of the Regular members then in good standing.

Notice of each meeting indicating briefly the subject or object thereof shall be given in the same manner as provided with respect to notice of annual meeting.

Section 3. Calling meetings to order: Any officer of the Association may call the meeting of the members to order and may act as Chairman of such meeting, precedence given as follows: President, Vice-President, and Secretary / Treasurer.

ARTICLE V – BOARD OF DIRECTORS

Section 1. The business and property of the Association shall be managed and controlled by the Board of Directors.

A. Membership: The Board of Directors shall consist of the President, Vice-President, and Secretary/Treasurer of the Association plus up to seven (7) members of the Board-At-Large. For every one hundred (100) Regular members in good standing above the base number of one hundred (100) Regular members, one (1) additional Board of Director must be elected.

B. Terms: Beginning with the year of election, a President, Vice-President, Secretary, and Treasurer will be elected from the Regular Membership. Directors will be elected from the regular membership to serve a two (2) year term and are eligible to serve as long as they accept the nomination and receive the votes.

C. Vacancies: All vacancies of the officers of the Association shall be filled by the Board of Directors from the Board Membership for the unexpired term and those to appointed shall serve until the election and acceptance of their duly qualified successors.

Section 2. **Attendance:** A director must attend three-fourths (3/4) of the regularly scheduled H.C.H.A. meetings per twelve (12) month period. Failing to comply with the above statement, the Director shall be replaced. In addition, Directors must attend three-fourths (3/4) of the quarterly meetings. Failing to comply with the above statement, the Director shall be replaced by the discretion of the board.

Section 3. **Regular Annual Meeting:** The regular annual meeting of the Board of Directors shall be held immediately following the annual members' meeting in November, and no notice shall be required for any such regular meeting of the Board. The Board, by rule, may provide for the regular meetings at stated times and places, of which no notice shall be required. Absentee or vote by proxy is not allowed in any meeting of the Board of Directors.

Section 4. **Special Meetings:** Special meetings of the Board of Directors shall be held whenever called by the direction of the President, or by two-thirds (2/3) of the Directors.

The Secretary shall give notice of each special meeting by mailing or telephoning the same to each director before each meeting. Any business may be transacted at any meeting at which every director may be present, even if the meeting was called without any notice.

- Section 5.** **Quorum:** A majority of the number of Directors, including the Past President of the previous year, shall constitute a quorum for the transaction of the business but if at any meeting of the board there may be less than a quorum present, a majority of those present may adjourn the meeting from time to time until a quorum shall be present.
- Section 6.** **Responsibilities:** The written contracts of the Association shall be executed in behalf of the Association by the President and attested by the Secretary and notarized.
- Section 7.** The Board of Directors, from time to time, may create and empower other committees, general or special.
- Section 8.** **Amendments:** The Board of Directors shall have the power to make, amend, and repeal the By-Laws of the Association by vote of the majority of the Directors at any regular or special meeting of the Board, subject to the right of the members to rescind or amend any such By-Laws in the same manner as outlined in Section 4 Article II, for the Revisions or Amendments of Rules and Regulations. The By-Laws of the HCHA will be published annually in the Association newsletter.

ARTICLE VI – OFFICERS AND DUTIES

- Section 1.** **Personnel:** The officers of the Association shall be the President, Vice-President, Secretary / Treasurer, Show Manager.
- Section 2.** **Duties:**
- A. President:** The President shall be the Chief Executive Officer of the Association and shall preside at all meetings of the Board of Directors. He/She shall see that the By-Laws, rules, and regulations of the Association are enforced and shall perform all other duties that may be prescribed from time to time by the Board of Directors. He/She will vote in any capacity only to make or break a time vote.
- The President shall appoint and publicly announce the Nominating committee for Officers and Board members. Recommendations of the nominating committee shall be published in the H.C.H.A. newsletter at least thirty (30) days prior to the annual meeting.
- B. Vice-President:** In the absence of the President, the Vice-President shall have the power and shall perform the duties of the President and such other duties as may be prescribed by the Board of Directors. The Vice-President shall be an exofficio member of all committees.

C. **Secretary:** The Secretary shall be responsible for seeing that the minutes of all membership and directors meetings are kept for the safekeeping of all document and records of the Association. He shall make a report of his office to the Board of Directors when demanded and to all annual membership meetings, and shall perform such other duties as may be prescribed by the Board of Directors from time to time.

D. **Treasurer:** The Treasurer shall be responsible for seeing that all monies of the Association are secure and that accurate records are kept. The Treasurer shall collect, deposit, and disburse monies of the Association only as directed by the Board of Directors. The Treasurer shall prepare and give a financial report at each meeting and shall prepare records for audit at the end of each year.

a. **Auditing of Account:** This Association shall conduct its affairs on an calendar year basis, beginning January 1 and ending December 31.

An annual auditing of the accounts of the Treasurer shall be made by an Auditing Committee at the close of each calendar year and shall be reported to the next annual meeting of the members following the close of each calendar year. The Auditing Committee shall be appointed by the Board of Directors from the Regular membership.

b. **Surety Bonds:** The Secretary and the Treasurer and all other officers or employees of the Association who may have the handling of any funds of the Association shall give a surety bond to be furnished at the expense of the Association of the faithful discharge of his or her duties.

E. **Show Manager:** The Show Manager shall be responsible for seeing to the scheduling of the work schedule of the shows. To make sure that all jobs are filled and that individuals have completed either their work sessions, or paid sponsorships to be eligible for year end awards. He/She is required to keep the schedule book up to date.