

# **Region 16 Arabian Horse Association, Inc**

## **By-Laws**

### **ARTICLE I**

#### **Name**

Pursuant to its Articles of Incorporation under the laws of the State of New Hampshire, the name of this organization shall be Region 16, Arabian Horse Association, Inc and shall be a non-profit corporation.

### **ARTICLE II**

#### **Objects and Purpose**

The objects and purpose of Region 16, AHA are:

1. Foster and encourage good relations between Member Organizations of Region 16;
2. Promote and co-ordinate Arabian Horse Shows, Trail rides, and other competitions, throughout Region 16 and sponsor the holding of Arabian and Half-Arabian Regional Championships;
3. Formulate publicity and educational programs and other activities in the interest of Arabian horse owners, clubs and enthusiasts;
4. Promote, encourage and stimulate popular interest in the outstanding qualities of the Arabian Horse.
5. Do any and all things necessary or appropriate to accomplish the objects and purpose stated herein.

### **ARTICLE III**

#### **No Benefits To Members, Directors, or Officers**

No part of the net earning of the corporation shall inure more to the benefit of or be distributed to its members, directors, officers or others, or to other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in Art II hereof. No substantial part of the activities of the corporation shall be participation in, or intervention in (including the publishing or distribution of statement), any political campaign of behalf of any candidate for public office. Upon dissolution of the corporation, the corporation shall pay or make provision for the payment of all liabilities of the corporation, dispose of the assets of the corporation exclusively to a successor organization or organization having like purpose and which is an exempt organization pursuant to Section 501C (5) of the IRS Code. The organizations to receive such property, and their respective shares and interested, shall be determined by the board of delegates.

### **ARTICLE IV**

#### **Membership**

- Section 1. Territory: Region 16 shall initially consist of the states of Connecticut, Maine, Massachusetts, New Hampshire, New York, Rhode Island and Vermont. The geographic territory shall change in accordance with any changes made by the AHA Board of Directors at the Annual AHA Membership Convention.
- Section 2. Membership Organizations: The membership of Region 16 shall consist of all clubs and associations within the geographical limits of the region who are members in good standing of AHA. These organizations shall hereinafter be referred to as Member Organizations. The actions of AHA in granting or revoking membership in IAHA to any Member Organization located within the geographic limits of Region 16 shall automatically grant or revoke membership in Region 16.
- Section 3. Annual Dues: Each Member Organization shall pay to Region 16 annual dues) per member in good standing of the Member Organization as of the first day of July of each year. Such dues shall be payable on or before the first day of November each calendar year. The Board of Delegates shall set the amount of the dues. Dues shall not be prorated for any portion of a year. The Board of delegates of Region 16 may vote at the fall meeting not to collect these membership dues, if the financial condition of Region 16 is such as not to warrant collection of dues.

**ARTICLE V**  
**Board Of Delegates**

- Section 1 Voting Delegates: The affairs of Region 16 shall be managed by a Board of Delegates. This Board shall consist of the Director who shall also be the Chairman, the Vice Director, the Treasurer, the Secretary, the immediate Past Director and the duly selected delegates from the Region 16 Member Organizations for the AHA Annual Membership Convention. The number of voting delegates from each Member Organization shall be the number of delegates allowed that Member Organization to the AHA Annual Membership Convention, determined by the official year, and the Immediate Past Director of Region 16. However, no Member Organization whose annual dues are in arrears more than 60 days shall be entitled to voting delegates.
- Section 2 Alternate Delegates: An alternate delegate may substitute for a voting delegate at any meeting of the Board of Delegates provided he is on the certified list of alternates.
- Section 3 Designation of Delegates and Alternates: Each Member Organization shall provide the Secretary of Region 16 and the Director of Region 16 with the names and addresses of its delegates and alternates to the AHA Annual Membership Convention and the name and address of the President of the Member Organization. This list must be mailed before Sept 1 (first) of each calendar year, and will be based upon the number of voting delegates allowed at the Annual AHA Membership convention, based upon the membership count at AHA on June 30<sup>th</sup> and will remain that number until June 30<sup>th</sup> of the following year. Any changes that occur from time to time should be reported to the Secretary and the Director of Region 16. The Member Organization Presidents shall reserve the right to substitute delegates. The method of substitution is to be determined by each Member Organization.
- Section 4. Past Directors. Each past Regional and past At-Large Director will serve as a Voting Delegate-At-Large to the Annual Convention for a period following the expiration of his or her Directorship equal to the period served immediately prior to such expiration (provided such past Director is an Adult or Life Member in good standing).  
Past Regional Directors may vote on the Regional Board of Delegates for a period following the expiration of his or her Directorship equal to the period served immediately prior to such expiration (provided such past Director is an Adult or Life Member in good standing).
- Section 5 An Executive Committee, composed of the Officers is empowered, between meetings of the Board of Delegates to handle all matters, subject to the ratification by the Board of Delegates.

**ARTICLE VI - MEETINGS**

- Section 1 Region 16 Meetings: There shall be a minimum of three meetings of the Region 16 Board of Delegates per year. These meetings shall be held as follows: at the AHA Annual Membership Convention, and during the Spring and Fall of each year.
- Section 2 Special Meetings: Special meetings of the Board of Delegates may be held at any time or place upon call of the Region 16 Director or one-half plus one of the voting delegates.
- Section 3 Notice of Meetings: Written notice of any meeting shall be given to all voting delegates at least 30 days prior to the meeting except at the meeting held during the AHA Annual Membership Convention, provided all voting delegates of Region 16 registered at the convention are given prior notice.
- Section 4 Quorum: A quorum shall be one-third (1/3) of the voting Delegates/Alternates and two officers of the executive board must present in order to conduct business. At any meeting where a quorum is not present in person a ballot containing all issues voted upon at the meeting shall be mailed to all Delegates.
- Section 5 Voting: The presiding officer shall not vote except in the case of a tie and in that case the presiding officer may cast the deciding vote, regardless of whether the presiding officer is a Voting Delegate. The Board of Delegates may take action, without a meeting by mail, telephone, e-mail, fax, or similar electronic communication, provided that:
- a) No Delegate demands that an action not be taken without a meeting. That writing must be by mail or electronic communication, and shall include the Delegates signature. And
  - b) The number of affirmative votes for such action meets or exceeds the number that would be necessary to take action at a meeting at which the Delegates were present and voting.
  - c) The Secretary will record/file the actions taken by the Board of Delegates.
1. By Mail or Electronic Communication: The Board of Delegates may take action, provided that each voting delegate is notified at his last known address of the proposal to be acted upon, and a majority of the voting delegates indicates assent thereto. The absence of any response shall be considered a favorable vote.
  2. Telephone Meetings: The Board of Delegates and members of any committee designated by the Board of Delegates may participate in a meeting of such board or committee by means of a conference telephone or similar communications equipment by means of which all persons participation in the meeting can hear each other, and participation in the meeting in such a manner shall constitute presence in person at such a meeting.

## **ARTICLE VII OFFICERS**

- Section 1 Officers: The officers of Region 16 shall consist of a Director, Vice Director, Secretary,, Treasurer, and Immediate Past Director. It is not mandatory that officers be voting delegates.
- Section 2 Elections: Officers shall be elected by the voting delegates of the Board of Delegates and will be elected from the Adult or Life members of affiliated clubs of Region 16. Elections shall be concluded not less than 90 days preceding the AHA Annual Membership Convention in the even numbered years. Terms of office shall be for approximately two years commencing at the end of the AHA Annual Membership Convention following their election and respective successors, (The majority of the voting delegates from) a Member Organization may nominate a candidate for office provided he is an adult or life member on the qualified membership list (as defined in the AHA By-Laws) of a Member Organization or a candidate may be nominated by an individual voting delegate from the floor of the annual spring meeting.
- Section 3 Duties of the Director: The Director shall preside at all meetings of the Board of Delegates and shall manage and conduct the affairs and business of Region 16, subject to the limitation imposed by these By-Laws and the Board of Delegates. The Director shall be a member exofficio, with the right to vote on all committees except the nomination committee.
- Section 4 Duties of the Vice-Director: The Vice Director shall assume the duties of the Director in the event of his absence or inability to act or at his request.
- Section 5 Duties of the Secretary: The Secretary shall give notice of and attend all meetings of the Board of Delegates, keep the minutes of all meetings of the Board of Delegates, keep a record of all the doings of all committees, conduct all correspondence and carry out and execute all orders, all votes, and resolutions not otherwise committed, keep a list of all the members of the organization, maintain a list of names and addresses of all current Delegates of Region 16, notify Delegates of their appointments on committees, prepare under the direction of the Board of Delegates, an Annual Report of the transactions and conditions of Region 16, and generally devote his best interest to forwarding the business and advancing the interest of Region 16.
- Section 6 Duties of the Treasurer: The treasurer shall handle the receipt, disbursement and safeguarding of all monies belonging to Region 16. The treasurer shall keep complete books of account and shall make an itemized statement and report to the Board of Delegates at each meeting and such interim reports as may be required by the Board of Delegates.
- Section 7 Removal from office. Any officer elected or appointed may be removed with cause at any time by the Director subject to the approval of ratification by the Board of Delegates at the next Regular meeting and with or without cause at any time by the Board of Delegates.
- Section 8 Vacancies. If the Secretaries or Treasurers office becomes vacant for any reason, the Director shall fill such vacancy or at the earliest convenience. If the Vice Directors office becomes vacant, the Director will call for a special election. Any officer so appointed or elected shall serve only until such time as the unexpired term of his predecessor shall have expired.

## **ARTICLE VIII COMMITTEES**

- Section 1 Establishment of Committees: The Board of Delegates or the Director, may from time to time, provide for the appointment, membership and duties of such committees as may be necessary or desirable as interest warrant. Each committee may adopt rules for its own use not inconsistent with these By-Laws or with rules adopted by the Board of Delegates.
- Section 2 Suggested Committees: The Director shall, subject to the approval of the Board of Delegates, appoint the following committees to consist of as many members as seems advisable:

Internal Audit	Half-Arabian	Regional Championship Show
Achievement Awards	Hunter-Jumper	Regional Convention
Amateur Activities	Long Range Planning	Resolutions
By-Laws	Nominating	Scholarship
Competitive & Endurance Rides	Publicity	Ways & Means
Dressage	Racing	Youth Activities
Education & Research	Show Co-Ordination	

The members of such committees shall hold office until appointment of their successors.

- Section 3 Miscellaneous: A majority of any committee shall constitute a quorum for the transaction of business, unless any committee shall by majority vote of its entire membership decide otherwise. Each committee shall have the power to fill vacancies in its membership.

**ARTICLE IX**

**Fiscal Year**

The Fiscal year of the corporation shall begin on the first day of January and end on the last day of December in each year.

**ARTICLE X**

**PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall govern the proceedings of Region 16 in all cases to which they are applicable and in which they are not inconsistent with these Bylaws. The Articles of Incorporation, or Resolutions adopted by the Annual Arabian Horse Association Conventions.

**ARTICLE XI**

**AMENDMENTS OF THE BY-LAWS**

These By-Laws may be enacted, amended or repealed by majority vote of all voting delegates authorized under Article V, section 1. This action may occur at a duly authorized meeting or by the provision of Article VI Section 5 of these Bylaws.

Adopted effective January 1, 1977

Amended March 5, 1977

Amended October 1, 1994

Amended Jan 24, 2000

Amended Nov 18, 2004 (IAHA to AHA & membership year)

Nov 19, 2009