

BYLAWS OF
RANCHO CALIFORNIA ARABIAN HORSE ASSOCIATION

ARTICLE I

NAME AND OBJECTIVE

The name of the organization shall be RANCHO CALIFORNIA ARABIAN HORSE ASSOCIATION. The association shall be a non-profit organization. The objects and purchases of the association shall be generally as follows:

1. To aid and encourage the perpetuation, exhibiting, racing, and use of the Arabian horse, and further to stimulate interest in the Arabian horse through dissemination of useful information concerning its history, characteristics, genetics, and husbandry.
2. To cooperate with other associations and individuals in developing and maintaining the highest quality of the Arabian breed.
3. To encourage, aid, and conduct exhibits and shows for the purpose of promoting the outstanding qualities of Arabian horse.
4. To foster and encourage good relations between the association and the ARABIAN HORSE ASSOCIATION, INC.
5. To provide association members with social and recreational activities which pertain to equestrian interests.
6. To encourage, promote, and develop skills and proficiency in horse care, horsemanship, and training.
7. To provide the wherewithal to enhance the memberships' knowledge in the traits of the proper horse ownership, but not limited to, proper grooming, feeding, training, and medical aid.
8. To participate as a unit in those activities such as parades and other civic events at the request of local representatives, local community leaders, and membership initiative which will enhance the image of the Arabian horse and of the RANCHO CALIFORNIA ARABIAN HORSE ASSOCIATION.

ARTICLE II

MEMBERSHIP OF THE ASSOCIATION

To maintain a member in good standing, all fees and dues must be paid and the association bylaws must be complied with.

Section 1: Classes of Membership

This association shall be composed of the following classes of memberships:

1. Adult individual voting (one- or three-year).
2. Adult individual honorary (club sponsored).
3. Youth, non-voting.
4. AHA life (voting).

The term "Regular Membership" used throughout the remainder of these bylaws is defined as those voting members who are members of AHA through this club.

Section 2: Qualifications

- A. ADULT INDIVIDUAL VOTING: A person who is a current AHA affiliate member through this club. May vote, hold office, and/or be a delegate through this club. The member is also eligible to vote, hold office, be on a committee, and/or be a delegate at the regional and national levels of AHA.
- B. ADULT INDIVIDUAL HONORARY: A person who *is* a current affiliate member through this club. May vote, hold office, and/or be a delegate through this club. The member is also eligible to vote, hold office, be on a committee, and/or be a delegate at the regional and national levels of AHA. Honorary members must first be nominated to and approved by unanimous decision of the present board of directors at the time of nomination.
- C. YOUTH NON-VOTING: Open to any individual under the age of 18 as of December 1 of the previous calendar year. Has no voting rights and is not eligible to hold office or to be a delegate.
- D. AHA LIFE (VOTING): A life member of AHA who has listed this club as his/her “designated” club, may vote, hold office, and/or be a delegate in this club.

Section 3: Transfer of Membership

No membership is transferable and any attempts to do so shall automatically void such membership.

Section 4: Revocation of Membership

- A. Basis for revocation:
 - 1. Violation of the bylaws of the association.
 - 2. Conduct deleterious to the best interest of the Arabian horse or to the Association.
 - 3. Failure to pay dues as required herein. Such failure shall automatically revoke the member’s membership unless otherwise directed by the board of directors.
 - 4. Death.
- B. Action of Revocation
 - 1. When the board of directors determines that there is a basis for revocation and after conducting any investigation it deems necessary or desirable, the board of directors may (with a two-thirds vote of all directors): a) Suspend or revoke a membership or b) direct appropriate action other than, or in conjunction with, revocation of membership.
 - 2. If a membership is revoked by the board of directors, such shall take effect immediately and such a revocation shall automatically terminate the member’s position as an officer and/or director. All dues paid by the member or prior to such revocation shall remain with the association and are nonrefundable.

Section 5: Reinstatement of Membership

- A. A revoked membership may be reinstated by a two-thirds vote of the board of directors and after payment of any necessary dues.
- B. The board of directors by a similar vote may also restore the member’s position as a director and/or officer if the board in its discretion sees fit to do so and if such position has not been filled.

Section 6: Fees and Assessments

- A. Membership fees and annual dues shall be by recommendation from the board of directors and must be approved by a majority vote of the consisting membership present at a regularly called meeting in which 30 days' notice is given to membership of such a proposal concerning fees and assessments.
- B. Special fees for various events and programs will be recommended by the board of directors.

The sole penalty for approval assessments not paid by a member shall be forfeiture of membership and no action may be brought for the collection of any such assessments.

ARTICLE III

Section 1: Quorum

- A. Twenty-five percent (25%) of the voting members in attendance at a general meeting shall constitute a quorum.
- B. A minimum of 15% of the voting membership shall constitute a quorum for a special meeting of the association.
- C. A majority present shall be controlling, except as otherwise provided herein.
- D. Members present at a duly called special meeting at which a quorum is present may continue to do business until adjournment notwithstanding withdrawal of members to leave less than a quorum.

Section 2: Voting Membership

A voting membership shall be an adult member, 18 years and older. Voting privileges can only be granted to a club member who is a current member of AHA through this club.

Section 3: Voting Measures

- A. Measures that require a majority vote of all regular members present shall include:
 - 1. Election of officers and directors at the annual meeting, or
 - 2. All other association business presented at a general or special meeting.
- B. Voting by the presiding officer
 - 1. The presiding officer is entitled to vote when the vote is by ballot but not after the counting of the ballots has commenced and in all other cases where his vote would break a tie.
 - 2. Whenever a motion is made referring to the presiding officer only, or which compliments or condemns him with others, it should be put to vote by the vice president if in the room or by the secretary or, in their failure to do so, by the maker of the motion.
- C. Measures that require a two-thirds vote of the regular members present shall include:
 - 1. To enact, repeal, or amend bylaws, and
 - 2. To dissolve the association.
- D. All other voting requirements shall be in accordance with Robert's Rules of Order in effect at the time of voting.

ARTICLE IV

Section 1: General Meeting

- A. Unless otherwise ordered by the association, general meetings shall be held as called by the board of directors.
- B. When a general meeting is to be held, the secretary shall give five (5) days' written notice thereof to all members of the location and time of said meeting.

Section 2: Annual Meeting

The general meeting in December of each year shall be known as the "annual meeting" and shall be for the purpose of electing officers and directors, receiving reports of committees and officers, and for any other business that may arise.

Section 3: Special Meetings

Special meetings may be called at any time by any three officers, by the board of directors, or by 10 regular members. Five (5) days' written notice thereof must be given each member specifying the general nature of the business to be transacted, the location, and the date and time.

ARTICLE V

Board of Directors

Section 1: Composition

- A. The governing body of this association shall be a board of directors consisting of nine persons who shall be elected from and by the regular membership during the annual meeting and shall take office the following January. The directors, so elected, should attend the remaining board of directors' meetings for the rest of the year but shall have no vote.
- B. Candidates for director must be a current member of AHA through this club.
- C. The board of directors shall be composed of the four officers of the association: President, vice president, secretary, and treasurer. Four regular members elected from the membership at large and the immediate past president.

Section 2: Term of Office

- A. The five (5) directors representing the membership at large shall have terms of office as follows:
 - 1. The immediate past president, representing the membership at large, shall be the association president whose term of office will expire on December 31 following the annual meeting. Having served as president, he shall then serve as a member of the board of directors as long as he is immediate past president and shall be exempt from the five year limit.
 - 2. The remaining four directors representing the membership at large shall be elected for a term of two years being elected at the annual meeting on alternate years.
- B. Terms of office for the remaining directors shall coincide with their terms of office as club officers.

- C. No regular member may serve as a member of the board of directors for more than five consecutive years unless no other member is willing to serve (exception of immediate past president).
- D. Prior to missing any board of directors' meetings, a director must notify the president or secretary as such director shall make every attempt possible to remain current with the policies and actions of the board of directors and the association.
- E. If a director misses three successive board meetings, the board of directors may take appropriate action which may include, but is not limited to, replacement of such director.

Section 3: Nominating Committee

- A. A nominating committee of not less than three shall be appointed by the board of directors from the regular membership at least two months prior to the annual meeting.
- B. The nominating committee shall present to the association during the annual meeting each year a slate of recommended persons (one per office) to be nominated for officers and directors at the annual meeting.
- C. Additional nominations for officers and directors may be made from the floor during the August meeting.
- D. The names of all nominated candidates shall be published in the November newsletter prior to the December annual meeting.

Section 4: Delay in Election

- A. If for any reason election of officers and directors is not held during the annual meeting, the subsequent monthly meeting of the association shall have this item as the main subject of the agenda.
- B. If for any reason such election of officers and directors is not held during the subsequent monthly meeting, such election may be called by 10 regular members proving that 10 days' written notice of such meeting shall be mailed to all members of the association.

Section 5: Meeting of the Board of Directors

- A. By resolution and notice thereof to all of the directors at the time in office, the board of directors may provide that regular board of directors' meetings shall be held at stated intervals and at a place and time to be fixed in such resolution.
- B. In case such regular meetings are provided for, it shall not be necessary to give notice of any such meeting or of the business to be transacted.
- C. Special meetings of the board of directors may be called by the president or two directors, on three days' notice given by the president or such two directors, to each director, either personally by phone or email.
- D. A meeting may be held at any time or place, without notice, if all directors present consent thereto in writing or by email.
- E. Meetings shall be conducted by **Robert's Rules of Order**.

Section 6: Minutes of the Board of Directors

A summary of the board of directors' minutes once approved shall be published on the website.

Section 7: Board of Directors Vacancy

All vacancies which occur in the board of directors shall be filled by appointment from the regular membership by the remaining board of directors at the board's next meeting. The director so appointed shall serve until the expiration of the term to which he was appointed.

Section 8: Powers of the Board of Directors

- A. The corporate powers, business, and property of this association shall be exercised, conducted, and controlled by the board of directors.
- B. The board of directors shall establish the general policies of the association and procedures for the operation thereof; no expenditures may be made or obligation incurred for or on behalf of the association without the express authorization or approval of the board of directors.
- C. The board of directors must abide by and act within the provisions of these bylaws.

Section 9: Quorum

A majority of the directors shall constitute a quorum for the transaction of business.

Section 10: Action without Meeting

Any action required, or permitted, to be taken by the board of directors may be taken without a meeting if all members of the board shall individually, or collectively by a majority vote, consents to such action. Such consent shall be noted in the minutes of the next board meeting.

Article VI

Section 1: Officers and Terms

- A. The officers of the association shall include: President, vice president, treasurer, and secretary.
- B. The term of office of the club officers shall be one year commencing January 1 and ending on December 31 of each year.
- C. All officers must be a current member of AHA through this club.

Section 2: Appointed Officers

Within 30 days after taking of office the board of directors shall appoint the following, and they shall have no vote at the board of directors' meetings:

1. Parliamentarian for the association and board of directors' meetings. One or more persons may be appointed.
2. Historian.
3. Any other officers that the boards of directors feel in their discretion are needed.

Section 3: Election

Officers and directors shall be elected by ballot by the regular adult membership who are current members of AHA through this club at the annual meeting in December of each year from the slate of nominated regular members.

Section 4: Removal of Officers and Directors

- A. Any appointed officer may be removed by a majority vote of the board of directors.
- B. Officers and directors elected by the regular membership may be removed for cause by a vote of the regular membership upon the recommendation of the board of directors or upon the written petition of 10 regular members. Thirty-day (30) written notice must be given to all members that such a vote is to be conducted.

Section 5: Duties of the President

- A. The president shall be the chief executive officer of the association. He shall preside at all meetings of the members and the board of directors and perform all duties usually accompanying this office within the limits prescribed by the board of directors, the bylaws, or duly adopted resolutions of the association.
- B. He shall, subject to the control of the board of directors, have general supervision direction and control of the business and officers of the association. He shall be an official member of all committees except the nominating committee.

Section 6: Duties of the Vice President

- A. The vice president shall assume the duties of the president in the event of the absence or inability of the president to act or at the request of the president.
- B. He shall have other duties as may be specifically delegated to him by the president or the board of directors.

Section 7: Duties of the Treasurer

- A. The treasurer shall receive, or cause to be received, all monies belonging to or paid into the association and safely keep same.
- B. The treasurer shall disburse funds of the association in accordance with the directives of the board of directors.
- C. The treasurer shall keep complete books of accounts and shall make an itemized statement and report as required by the board of directors at their meetings each month.

Section 8: Duties of the Secretary

- A. The secretary shall keep, or cause to be kept, a full and complete record of the proceedings of all association meetings and of action taken by the board of directors.
- B. The secretary shall keep or cause to be kept the corporate seal, books, documents, and papers of the association.
- C. The secretary shall give notice of the place and date of all association and board of directors' meetings as required herein and or any other matters when so directed by the association, the board of directors, or by the bylaws.

Section 9: Delegate Election

Each member, in good standing, wishing to run for office of delegate must submit a letter of intent to run for delegate to the board of directors for publication in the newsletter no later than the October board of directors meeting in December, prior to the election. Selection of AHA delegates shall be by ballot vote of the regular membership at the December general membership meeting.

Guidelines to be considered by the delegate applicants:

1. Experience of the applicant in horse shows, horse showing, the association, the Arabian Horse Association activities, and the knowledge of such activities.
2. Prior delegate experience and performance.
3. Ability of the applicant to represent the association in Arabian Horse Association committee and delegate assemblies.
4. The time available of the applicant to devote to the tasks and duties of a delegate.
5. The desire of the association to have new members experienced in the delegate process.
6. The issues known to the board of directors that could be considered at the convention and Region One activities, and how the applicant's experience, education, and abilities relate to such issues.

Section 10: Duties of the Delegates

The delegates shall agree to represent the association at the Arabian Horse Association Convention and any and all other functions where the association's delegate voting is required or authorized. Absence of two (2) consecutive functions where delegate voting is required or authorized will result in seating of the next successive alternate for the remainder of the term.

1. The head delegate shall be selected by the delegates as elected by their club that year.
2. Delegates may be absent from no more than two unexcused, consecutive RCAHA Board of Directors' meetings, and may not be absent from more than a total of four RCAHA Board of Directors' meetings during their term in office. Violation of this will result in the delegate being removed, and the next alternate will be appointed to the vacant position.
3. Notification of such excused absences shall be made to the president and approved, or disapproved, by a vote of the president and the board of directors.

Article VII

Section 1: Standing Committees

In January, the board of directors shall ask members for volunteers for the standing committees listed below which shall be established by the president with the approval of the board of directors within sixty(60) days after the first meeting of the board of directors each year.

A. Committee Responsibilities

1. General: The committees of the association perform a key role in the achievement of the association's objectives through leadership, forward planning, and efficient use of resources.
2. Guidelines for committee chairman:
 - a. The chairman will be appointed by the president.
 - b. The chairman will call and preside at the committee meetings and guide the committee in achieving its objectives.

- c. Committees must set goals at their first meeting, present reports of plans, and activities at each board meeting.
- B. Membership Committee

This committee shall consist of at least one person appointed from the membership at large. The main task of this committee shall be to attempt to increase the membership of the association, may review the qualifications of each applicant, and to report to the board of directors the qualifications of each applicant and the status of each member's eligibility. Such committee's authority, procedures, and other duties shall be as prescribed by the bylaws, the association, and the board of directors.
- C. Program Committee

The program chairman may select as many people as they deem necessary to perform the proper selection of high quality programs.
- D. Activities Committee
 1. These committees shall consist of a minimum of one person appointed from the membership at large.
 2. The main task of each committee is to prepare a plan for the activities for the coming year and a proposed annual activities budget, including an estimate of monies required for each activity.
- E. Rules Committee
 1. The committee shall consist of a minimum of three persons appointed from the membership at large.
 2. The committee will be responsible for the annual review of the bylaws and shall be chaired by the parliamentarian appointed by the president.
 3. Establish a program to insure constant awareness of the rules of the association by the president.
 4. Advise the president on matters of parliamentary procedure to be used at meetings.
 5. To investigate complaints when requested and recommend action to the president.
- F. Publicity Committee
 1. The committee shall be composed of a minimum of one appointed from the membership at large.
 2. The chairman shall have the following objectives:
 - b. Provide publicity coverage for all association activities.
 - c. Assist officers in the association by providing a communications channel to the members.
 - d. Collect data of a historical nature and assist the historian in maintaining scrapbooks, photo albums, et cetera.
- G. Audit Committee
 1. The committee shall be composed of a minimum of three persons appointed from the membership at large.
 2. The primary task of this committee will be to audit, or cause to be audited, the financial records of the association on a yearly basis.

3. Persons appointed to this committee should understand accounting procedures and practices.
4. The audit committee shall report directly to the board of directors. Its authority, procedures, and duties shall be directed by the board of directors.
5. The board of directors shall authorize an audit by a qualified person of their choice and all the association's books and records when the association's assets exceed five thousand dollars (\$5,000) or whenever the board of directors feels an audit is necessary.

H. Horse Show Committee

1. The committee shall consist of not less than five members with which the majority thereof are experienced in the showing of the Arabian horse.
2. The primary objective of this committee is to promote, conduct, and manage any horse in all phases of showing at the local and county level.
3. The committee shall report to the board of directors. Its authority, procedures, and duties shall be directed by the board of directors.

Section 2: Other Committees

The board of directors, or the president with the approval of the board of directors, may create other committees as deemed necessary and establish their composition, objectives, and procedures.

Article VIII

Section 1: Fiscal Year

The fiscal year of this association shall end on December 31 of each year.

Section 2: Parliamentary Procedures

The rules contained in **Robert's Rules of Order Revised**, as from time to time amended, shall govern the association in all cases to which they are applicable and in which they are not inconsistent with the bylaws or articles of incorporation.

Section 3: Signatures and Endorsements

All checks, drafts, or other orders for payment of money, notes, or other evidences of indebtedness and all stocks, bonds, and other securities issued in the name of, or payable to, or held by this association and all contracts and other obligations shall be signed, endorsed, transferred, or entered into by the officers of the association as authorized to so by the board of directors.

Section 4: Bond

The board of directors shall determine the amount of bond, if any, and the personnel required to furnish same. The expense of any bond shall be borne by the association.

Section 5: Notices

The time period for all notices shall commence from the date of the postmark or when received by the member, whichever is earlier.

Article IX

Section 1: Youth Association

When the number of youth members of the association, as defined in Article II, Section 3 of these bylaws shall number 10, the youth members will be permitted to organize a youth association. The youth association will be governed by rules and procedures adopted by the youth membership and approved by the association's board of directors. The association president may appoint an adult member who shall act as the youth association advisor and have the status of committee chairman with all of the rights, privileges, powers, and responsibilities of same. The advisor of the youth associate on board must be a current member of AHA through this club.

Article X

Section 1: Bylaws

These bylaws supersede any and all bylaws in effect heretofore, and annul and supersede any and all resolutions.

Revision approved by the board of directors July 5, 2017 and were approved August 22, 2017 by the general membership present at the membership dinner meeting to become effective immediately.