

## **Wisconsin Ranch Horse Association BY-LAWS**

Established January 27, 2008

### **ARTICLE I**

This Association shall be called the Wisconsin Ranch Horse Association (hereinafter the "WRHA") and is a non-profit organization in accordance with the laws of the State of Wisconsin.

### **ARTICLE II Purpose**

The purpose of the Wisconsin Ranch Horse Association is to provide a NON-PROFIT organization to promote, educate, and encourage the exhibiting of the ranch horse by providing American Ranch Horse Association (hereinafter the "ARHA")-approved shows and clinics. The activities are intended for the average owner of a registered stock-type horse and provide an opportunity to participate in a friendly competition designed for any level horse and rider.

### **ARTICLE III Place of Business**

Business may be carried on in any part of the State of Wisconsin that is convenient to members and officials. The primary location of the business will be the home of record of a Wisconsin-residing officer (i.e. the association President, Vice President, Secretary, or Treasurer) as approved by the Board of Directors. The money of the association (i.e. bank accounts, CDs) shall be kept within the State of Wisconsin.

### **ARTICLE IV Membership**

1. WRHA membership is open to any individual interested in the purpose of this association, as long as that person is not under a current suspension from any equine organization.
2. This association will offer three membership levels: Single, Family and Youth.

3. A Family membership is defined as all members of a family residing in the same household as well as any children 18 or under.
4. Each annual membership is valid from January 1 to December 31.
5. Any member may be suspended or expelled by a majority vote of the Board of Directors upon proof of wrongdoing. The Board can deny part or all privileges associated with WRHA. Wrongdoing must be agreed upon by a majority vote (51%) of the Board of Directors. WRHA will automatically suspend any member that has been suspended by ARHA.
6. A current membership list with addresses, telephone numbers, and email addresses will be maintained by the Association. This list is not for sale for marketing purposes.

## **ARTICLE V** **Point System**

The point system of the Wisconsin Ranch Horse Association will follow the placing and point systems established by the American Ranch Horse Association.

## **ARTICLE VI** **Activities**

1. All activities of this Association must be brought before the Board of Directors for approval prior to scheduling. A show committee will be appointed by the President to select dates, decide on a class list, and prepare a show bill. Show committee will approve the final show bill.
2. Any other committees will be appointed by the President as needed.
3. All WRHA events and activities shall be run according to ARHA rules, unless otherwise noted in the WRHA By-Laws or other WRHA directives.
4. WRHA cannot run any joint shows or events with another show association or open show program without a majority vote of the WRHA membership.

## **ARTICLE VII** **Officers & Board Members**

1. Officers of the Association are elected positions and shall consist of President, Vice President, Secretary, and Treasurer. Any other Board Member position shall be appointed by the President and approved by the Board of Directors.

2. The Board of Directors shall consist of four Officers (President, Vice President, Secretary, Treasurer), three Board Members, a Senior Youth Representative, and the immediate Past President (if applicable). No more than 2 persons from the same family, barn, or training group are allowed to serve on the Board of Directors at any given time.
3. The Association will operate on a fiscal year of January 1 through December 31. Elections for new Officers will be held each year during the fourth quarter. All members of the Board of Directors must be current members in good standing of ARHA. Nominations for positions will be submitted in writing or by email to the President and/or Secretary after the last show of the year but before November 30.
4. All members of the Board of Directors (excluding the Senior Youth Representative) must be 18 years of age or older.
5. A vacancy in any Board of Directors position due to death, resignation, disqualification, or other may be filled by means of succession for the remaining term of said position. In the event that a position is open due to lack of accepted nominations during the annual election, the current Board of Directors will appoint a replacement.

## **ARTICLE VIII** **Duties of Officers & Board Members**

The affairs of this Association are to be managed by the Board of Directors. The Board of Directors are the ambassadors of the Association and shall have the authority to make, amend, repeal, and enforce such rules and regulations (not contrary to By-Laws) as deemed necessary concerning the management and activities of WRHA to include the expenditure of money, conduction of shows and/or clinics, suspension of members or fixing of fees, subject to the approval by the members at any regular or special membership meeting. When deemed necessary, the Board of Directors may take whatever action is needed to promote and protect the primary By-Laws of WRHA without membership vote based on 51 percent majority vote of the Board.

**President** - The President will be the Chief Executive Officer of WRHA and shall have general direction and charge of the conduct and operation of said club. President shall preside at all meetings of the membership and shall perform such duties as ordinary to this office. President shall have the authority to execute such documents of every nature on behalf of WRHA. The President shall serve as the default Charter Rep, unless delegated to another Officer or Board Member.

**Vice President** - The Vice President shall assist the President in the discharge of his or her duties and shall officiate in the absence of the President. Vice President will have

the authority and all powers of the President when, for any reason, the President is unable to attend meetings or perform his or her duties.

**Secretary** - The Secretary shall keep minutes of the meetings, call roll and maintain a log of all persons attending meetings. The Secretary will maintain/update membership lists, mail membership cards, and receive and distribute all WRHA mail to appropriate persons. The Secretary ensures that all members stay informed of charter activities through email blasts, newsletters, etc.

**Treasurer** - The Treasurer shall collect and disburse the funds of this Association. The Treasurer will be responsible for the money and shall give written financial reports at every meeting. The Treasurer will keep an accurate bookkeeping system and be responsible for disbursing funds under the direction of the Board of Directors. If the Treasurer is unable to perform these duties, the President is authorized to do so. An annual audit will be required during the fourth quarter of each calendar year by two members of the Board of Directors and the Treasurer.

**Past President** - The Past President will serve a one-year term immediately following his/her term as President. The purpose of the Past President is to serve as an advisor to the new President and Board, sharing institutional knowledge, past practices, general administration, and ensuring that the current Board has the necessary information and resources to facilitate during the transition.

**Senior Youth Representative** - The Senior Youth Representative must be at least 16 years of age and shall act as the voice of the WRHA Youth, representing their interests, concerns, and ideas. He/she shall convey youth perspectives in discussions and decision-making and lead any WRHA Youth activities throughout the year.

**Board Members** – Along with others on the Board of Directors, Board Members participate in discussions, activities, and make decisions relating to the operations of WRHA.

## ARTICLE IX

### Meetings

**General Membership Meetings** - WRHA will meet semi-annually at a place designated by the membership. Members will be advised of meetings by email.

**Board Meetings** - Board meetings will be held quarterly or on an as-needed basis. A special meeting may be called in such a case as deemed necessary by the President. If the President is unable to attend, then the meeting should be called by the Vice President.

## **ARTICLE X**

### **Voting**

1. All WRHA members in good standing are allowed to vote. All members 16 years of age and over are entitled to one vote. Family memberships are entitled to two votes maximum.
2. Voting for officers will be carried out electronically via a link to a secure voting site.
3. Voting ballots must include WRHA membership number in order to be counted.

## **ARTICLE XI**

### **Indemnification**

Each Director, Officer, and committee person of said WRHA shall be indemnified by WRHA against all costs, expenses, and liabilities reasonably incurred by him or her in connection with or resulting from any action, suit, or proceeding to which he or she may make a party by reason of his or her being or having been a Director, Officer, or committee person of WRHA, except in relation to matters which shall have been occasioned by the willful misconduct or dishonesty of such an Officer, Director, or committee person. The foregoing indemnification shall cover amounts paid in settlement of any such action, suit, or proceeding when such settlement appears to be of the interest of WRHA. The foregoing shall be in addition to any other rights to which such Directors, Officers, or committee person may be entitled as a matter of law.

## **ARTICLE XII**

### **Dissolution of Club**

In the event of the dissolution of the Wisconsin Ranch Horse Association, any assets remaining after club liabilities have been paid are to be distributed by the current Board of Directors to such organizations operated exclusively for agricultural purposes as shall at the time qualify as exempt organizations under Section 501.c of the Internal Revenue Code.

### **Amendments**

Amendments to these By-Laws may be submitted by any current member of WRHA. Amendments will be acted and voted upon by the Board of Directors with final approval by the membership at the next membership meeting.