

BYLAWS OF THE NEW YORK QUARTER HORSE ASSOCIATION, INC.
12/7/2019 Changes in Bold

ARTICLE I NAME AND PURPOSE OF THE ASSOCIATION

Section 1: This Association shall be known as: **THE NEW YORK QUARTER HORSE ASSOCIATION, INC. (NYSQHA)**

Section 2: NAME AND PURPOSE OF THE ASSOCIATION - The purpose of this Association shall be: To promote in all ways the interests of the New York State Quarter Horse Breeders and Exhibitors and to increase the number of New York Breeders and owners of Quarter Horses registered by the American Quarter Horse Association. **The Association's mission is, "To reach out and encourage unity within our diverse equine community through resources and communication."**

Section 3: All proceedings of the Association shall be in harmony with the policies and activities of the American Quarter Horse Association.

Section 4: The principle place of business for the Association shall be: **Albany County, Albany, N.Y.**

ARTICLE II - MEMBERSHIP AND DUES

Section 1: Membership shall be open to any reliable person, firm or corporation, or resident of any state interested in promoting Quarter Horses registered by the American Quarter Horse Association. Any person, firm, or corporation having joined this Association shall thereby become subject to the rules and Bylaws then enforce or later adopted by the Association, and shall be subject to expulsion from the organization as provided by these Bylaws.

Section 2: When any person, firm or corporation, as members of the Association, shall be accused of any acts or practices which shall be deemed as just cause for expulsion from the Association, said person, firm or corporation shall be entitled to a full, fair and impartial hearing before the Executive Committee of the organization where he/she shall be faced by his/her accuser or be permitted to examine all evidence offered in support of the charge by the accuser or others and where he/she shall be given full opportunity to refute such evidence, but upon being adjudged guilty of the practice as charged and worthy of expulsion by affirmative vote of a majority of the committee present, he/she shall forthwith be so expelled. Any expelled member may be reinstated with the approval of the Executive Committee, provided such expulsion was not due to any willful, wanton or malicious act pertaining to the breeding, showing, or licensing of quarter horses.

Section 3: Any member expelled or suspended by the American Quarter Horse Association is automatically expelled or suspended from this Association.

Section 4: Any member may withdraw from the Association by presenting the Secretary with a written statement of resignation.

Section 5: Any resigning, expelled, or suspended member forfeits all rights to any property or benefits of this Association.

Section 6: Memberships available are: **Family (husband/wife/youth/domestic spouse), Farm (Horse must be registered in Farm's name), Individual, Corporation, or Associate, and Lifetime. Membership dues are due after January 1st for each year. Associate members shall be allowed all privileges of membership, the one exception being, that no points will be kept on horses owned by the associate members.**

Section 7: Youth membership (up to 18 years) may be obtained upon payment. This membership provides all privileges of the Association except the right to vote.

Section 8: Membership grants all point-earning privileges of the Association. Points will be compiled only from the date of which the membership is paid, to be determined by the postmark of the envelope as mailed to the person on the membership form or the day the show secretary receives the form.

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Section 9: There shall be one (1) year absence from the Association as a sufficient time lapse to justify a previous member applying for membership as a NEW member.

ARTICLE III - GOVERNMENT

Section 1: The business and affairs of the Association shall be managed and controlled by the Board of Directors (Executive Committee members), which shall be composed of the Officers and Directors. One-third (1/3) or more of the duly elected Officers and Directors shall constitute a quorum at meetings, as stated under Article VIII Title, of the Board, and a majority of this quorum shall be governing for all purposes so long as reasonable notice of the meeting was provided to all members of the board as in accordance Article VIII Section 3. **Board meetings and Special meetings may be held in person, via teleconference, via web conference or via any other similar media. Communications protocol will be by email and is a required method of communication between Executive Committee.**

Section 2: The officers of this Association shall consist of a President, a First Vice-President, a Second Vice-President, a Secretary, and a Treasurer.

Section 3: There shall be no less than eight (8) Directors. All Officers and Directors are required to be present at a minimum of eight (8) board meetings per year. The absence of any Officer or Director from three (3) successive membership meetings or three (3) successive board meetings, without good cause, may be cause for removal. Each member shall hold office for such term or until his successor is elected. Any members may be removed for cause by affirmative vote of two-thirds (2/3) of the members of the Board of Directors present at a regular monthly meeting, as provided in Section I. The Board of Directors, as provided in Article IV, Section 9 of these Bylaws, shall fill vacancy.

Section 4: The President shall be a Member Ex-Officio of all committees.

Section 5: Only Directors and elected Officers shall have the right to vote at meetings of the Board of Directors. The President may vote only in the case of a tie.

Section 6: The Executive Committee of the Association shall, at their initial meeting, schedule all board meetings for the current fiscal year. Each meeting will proceed as described in Article VIII Section 4, Order of Business. Due to conflicts or other unforeseen circumstances it may be necessary from time to time to change the date of the Board meetings. To do this, it must be voted on and passed by the Board in accordance with Section I and must be voted on prior to the meeting date to be changed. **All officers and board members must then be notified by an approved communication chain (email sent to all Board of Directors (Executive Committee members) and posted on Club's website) to document this change (10) business days prior to the next board meeting as described in Article VIII Section 3. If these requirements are not met, the meeting will proceed as scheduled if there is quorum.**

Section 7: Fiscal Year: This Association shall conduct its affairs on the calendar year basis, same to begin January 1 and ending on December 31 of the same year.

Section 8: The Board of Directors and membership-elected Officers shall have the power to make and repeal the Bylaws and rules of the Association by vote of a majority of the Directors present at any regular or special meeting of the Board, subject to the right of the members to amend any such Bylaws at a regular meeting, or at a special meeting of the members called for such purpose.

Section 9: It shall be the right of the members to amend any such Bylaws, as amended or repealed by the Board of Directors. Appeal or amendment shall be by written ballot. Ballots shall be mailed to the members at least twenty (20) days prior to the regular meeting or special meeting called for this purpose. Ballots may be mailed to the Inspectors of Election of the Association or presented in person at the meeting at which the amendment is to be voted on at which time the votes shall be counted and the amendment carried or rejected by a majority vote of ballots received.

Section 10: All amendments to these Bylaws and rules will become effective the first day of the succeeding Fiscal Year.

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ARTICLE IV - ELECTION OF OFFICERS

Section 1: Only members in good standing of the Association shall be eligible for election to Office. “Member in good standing” means an individual or other legal entity who has paid the requisite membership fee; is not under current suspension by the Association Board or by AQHA; or does not owe a delinquent financial obligation to Association or AQHA for fees or other account payable for which written notice of suspension of membership or participation privileges has been sent.

Section 2: Candidates for election to office, for the Nominating Committee and their names shall select the succeeding year or years presented at the September Nominating Meeting.

Section 3: Nominations for election, in addition to those made by the Nominating Committee, may be made at the nominating meeting by any member in good standing and duly seconded by any member in good standing. Candidates for election by the members can be presented at the Board of Directors October meeting for Nominations.

Section 4: The Officers and Directors of the Association shall be elected by ballot mailed to the Association or presented in person at the December meeting. The candidate receiving the majority of votes shall be elected to the office for which he/she was nominated. One official ballot shall be supplied to each member eligible to vote. Family membership shall have one vote, unless dual dues are paid. All new memberships received after the nomination of Officers shall not be allowed to vote in that election.

Section 5: The President, at the Election Meeting, in accordance with *Article VII, Section 9*, shall appoint two Inspectors of Election.

Section 6: The President, Vice-President, Second Vice-President, Secretary and Treasurer shall hold office for a one (1) year term to commence upon completion of their election. An officer may succeed him/herself. The Treasurer may only serve for a maximum of 5 (five) successive terms; the President, First and Second-Vice Presidents and Secretary to serve a maximum of 3 (three) consecutive terms. A member is eligible for annual election to the office of President for a maximum of 3 (three) consecutive terms, after which he/she is ineligible for re-election until the expiration of one annual term, during which another member shall have served as President. (*These ARTICLES were added to the Bylaws and will take effect beginning January 1, 2008*).

Section 7: Each Director shall be elected for a two (2) year term, except in the case where a Director is replaced pursuant to Article III, Section 3, when the term shall be the unexpired term of such Director.

Section 8: Four (4) Directors shall be elected each year, term to commence upon completion of then-election.

Section 9: Vacancies occurring in any office, from any cause whatsoever, shall be filled by the Board of Directors for the unexpired term thereof, except the First Vice-President shall succeed to the Presidency if that office becomes vacant, and Second Vice-President shall succeed the First Vice-President if that office become vacant. It is recommended that the Board consider those nominees not elected at the previous election.

Section 10: In the case of a tie, a ballot will be sent out for that position only.

Section 11: Any ALTERATIONS OR DOUBLE MARKING of a ballot will make that ballot null and void. Any MISMARKS will be subject to Board review.

ARTICLE V - DUTIES OF OFFICERS

Throughout his/her tenure, a Director and/or Officer must remain an Association member in good standing, “Member in good standing” means an individual or other legal entity who has paid the requisite membership fee; is not under current suspension by the Association Board or by AQHA; or does not owe a delinquent financial obligation to the Association or AQHA for fees or other account payable for which written notice of suspension of membership or participation privileges has been sent.

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Section 1: The President shall preside at all meetings of the Association and of the Board of Directors and shall nominate such committee, as he/she or the Board of Directors shall consider expedient or necessary, in accordance with Article VII, Section 9.

Section 2: In the absence of the President, the First Vice-President shall perform his/her duties, and in the absence of both the President and the First Vice-President, the Second Vice-President, Secretary, or Treasurer shall preside and assume the duties of the President.

Section 3: The Secretary shall keep the minutes of all meetings of the Association and the Board of Directors, distribute the minutes via email to the Board of Directors (Executive Committee) no later than one week prior to the scheduled meeting, and if requested, read such minutes at the close of each meeting for approval. The Secretary shall notify members by email and post notice on club's website for all meetings of the Association and the Board of Directors in accordance with Article VIII Section 3. The Secretary will be responsible for keeping a current membership list broken down by type. The Secretary may also be asked to create other correspondence as directed by the Show Committee Chairperson, which may include contracts for hires and other such duties, as may be required of him/her by the Bylaws, the President, or the Board of Directors.

Section 4: The Treasurer shall have charge of all receipts and monies of the Association, deposits in the name of the Association, and shall disburse said funds as ordered or authorized by the Board of Directors. He/she shall keep regular accounts of the receipts and disbursements, submit said records when requested and give an itemized statement of the same at regular meetings of the Association. He/she shall sign checks and withdrawal slips on behalf of the Association upon any and all of its bank accounts, and the same shall be honored on his/her signature alone.

Section 5: It is a privilege, not a right, to serve as an Officer or on the Board of Directors. Throughout his/her tenure, Directors and Officers are expected to:

- (1) Adhere to Association rules and regulations pertaining to membership conduct, and
- (2) Conduct themselves in an exemplary manner such as to favorably reflect on the Board of Directors and Association, and
- (3) Refrain from conduct that is detrimental to the interest of Association, its programs, policies, objectives and harmonious relationship of its members including the use of social media i.e. facebook, twitter, instagram, etc., that is detrimental to Association policies and rules.
- (4) All Board members and Officers will conduct themselves in a professional manner while representing the Association in an official capacity, and
- (5) refrain from unsportsmanlike conduct or any other form of misconduct that is irresponsible, illegal, indecent, profane, intimidating, threatening or abusive at all times.
- (6) Throughout his/her tenure, a Director and/or Officer must remain an Association member in good standing, "Member in good standing" means an individual or other legal entity who has paid the requisite membership fee; is not under current suspension by the Association Board or by AQHA; or does not owe a delinquent financial obligation to Association or AQHA for fees or other account payable for which written notice of suspension of membership or participation privileges has been sent.

Any Officer may be removed for cause by the affirmative vote of a majority of the Directors present at a meeting called for such purpose. Written charges shall be served upon said Officer at least two (2) weeks prior to the meeting of the Board at which removal proceedings are to be held, and he/she shall be permitted to attend such meeting and defend the charges against him/her.

Section 6: All Officers and Directors are required to pay membership dues by January 31st for the current year. Any Board member that has not paid dues will not be able to vote or be considered part of the quorum until dues paid. In the event of failure to do so, with reasonable notice, shall be removed from office and a vacancy created which will be filled pursuant to Article IV Section 9.

Section 7: The Treasurer and Secretary are to be paid positions with exact stipend to be decided before the annual nomination by the current Officers and Board of Directors. And are to be paid after their duties are carried out at the end of the season, and not before November 1.

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ARTICLE VI - DUTIES OF NEWSLETTER EDITOR AND POINT KEEPER

Section 1: The President shall nominate a Newsletter Editor who will serve during his/her term of office. The Newsletter Editor can serve more than one (1) year providing the next President succeeding reappoints him/her. The Newsletter Editor may be removed for cause by affirmative vote of two thirds (2/3) of the members of the Board of Directors present at a regular meeting. The Board of Directors for the remainder of the term shall fill the vacancy. The Newsletter Editor shall be responsible for publishing and emailing a quarterly newsletter, a yearly acknowledgement of the Association's Sponsorships and any other printed matter pertaining to the Association. The Newsletter Editor shall be paid a fee as established by the Board of Directors in accordance with Article III Section 1 of these Bylaws. This fee shall be established for the current fiscal year.

Section 2: The President shall nominate a Point Keeper who will serve during his/her term of office. The Point Keeper can serve for more than 1 (one) year providing the next President succeeding reappoints him/her. The Point Keeper may be removed for cause by affirmative vote of two thirds (2/3) of the members of the Board of Directors present at a regular meeting. The Board of Directors for the remainder of the year shall fill the vacancy. The Point Keeper shall be responsible for keeping accurate records of all points accumulated by exhibitors and to report results to the Newsletter Editor in a timely fashion. The Point Keeper shall be paid a fee as established by the Board of Directors in accordance with Article III Section 1 of these Bylaws. This fee shall be established for the current fiscal year.

ARTICLE VII – COMMITTEES

The standing committees of the association will include the following: Membership, Awards, Bylaws, Banquet, Finance, Show, Amateur, Record Retention and Archive, Promotion and Sponsorship, and Queen. As necessary other committees may be formed to better address the needs of the club's members.

Section 1: Nominating Committee - The outgoing President, First Vice-President, Second Vice-President, Secretary, Treasurer and Directors shall constitute the Nominating Committee whose duty it shall be to nominate candidates for Officers and Directors to be elected at the December meeting. The Nominating Committee shall announce its list of candidates at the September nominating meeting.

Section 2: Executive Committee - This committee shall consist of all elected Officers and Board of Director members.

Section 3: Finance Committee - The Treasurer shall chair the Finance Committee. The chairperson may from time to time select committee members to assist in any special way required. **The committee will be responsible for creating an estimated budget for forecasting profits and loss for the show season. This budget will be presented at the February Board meeting. The budget will be approved at the March board meeting as in accordance with Article III Section 1 and for the fiscal period as outlined in Article III Section 7. All expenditures and hiring approval are subject to the Board of Directors approval, as in accordance with Article III, Section 1 of these Bylaws. Any expenditures and hiring that occurs prior to board approval is at risk of not being reimbursed unless it was found to be extenuating circumstances.**

Section 4: Bylaws Committee - The President shall nominate a Bylaws Committee chairperson who will serve during his/her term of office. The Bylaws Committee chairperson may serve for more than one (1) year providing the next President succeeding reappoints him/her. It shall be the responsibility of the Bylaws Committee chairperson or one of his/her committee members to be available via email and/or telephone for any membership questions regarding interpretation of the Association Bylaws. It shall also be the responsibility of the chairperson to present to the Board of Directors any Bylaw changes that may be in order. The Board of Directors will then proceed in accordance with Article III Section 1 of these Bylaws.

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Section 5: Show Committee - The President shall nominate a Show Committee Chairperson who will serve during his/her term of office. The Show Committee Chairperson may serve more than one (1) year providing the next President succeeding reappoints him/her. **It shall be the responsibility of the Board of Directors to make offers and accept offers for both show manager and show secretary for the next fiscal year.**

The Show Committee Chair will be responsible for deciding which individuals hire positions for each show circuit such as the announcer, gate person, ring stewards and the ring crew. The show manager, show secretary and all show hires may be paid a fee that is subject to the Board of Directors approval, as in accordance with Article III, Section 1 of these Bylaws. Under the exception of an emergency, injury, or sickness a show hire individual not able to fill his/her duties which would require the show chairperson or other committee members to notify the Board the need to mitigate this action expeditiously. All individuals hired would be under the show manager direction during the show operating hours.

The Show Manager is under the Show Committee Chairperson direction during the show operating hours. The show manager must have knowledge of AQHA rules regarding dress code, such as SHW131.1, and specify the dress code for all hires for their safety and to ensure that all workers represent the Association in an appropriate manner. Show Committee Chairperson may from time to time select committee members to assist as required. It shall be the responsibility of the Show Committee chairperson or one of his/her committee members to be available at all the Association's shows and meetings to discuss and/or rule on any questions presented regarding the rules. It shall also be the responsibility of the chairperson to present to the Board of Directors any Rule changes that may be in order. The Board of Directors will then proceed in accordance with Article III Section 1 of these Bylaws.

Section 6: Record Retention and Archive Committee - The President shall nominate a Record Retention Committee chairperson who will serve during his/her term of office. **It shall be the responsibility of the chairperson to function as and perform all duties of the Record Retention Chairperson which includes keeping a detailed inventory list of the club's assets and where they are being stored. Second item would be to communicate with all the Board members for how long, location, and how these records will be stored on electronic devices/paper copies. The chairperson may from time to time select committee members to assist as required.**

Section 7: Youth Committee - The President shall nominate a Youth Committee chairperson who will serve during his/her term of office. **The youth advisor is to be the age of 19 years or older. It shall be the responsibility of the chairperson to function as and perform all duties of the youth advisor. The chairperson may from time to time select committee members to assist as required.**

Section 8: Committee Chairperson Approvals - All chairperson s nominated by the President must be approved by affirmative vote of two thirds (2/3) of the Board of Directors present at a regular meeting in accordance with Article III Section 1.

Section 9: Amateur Committee - The President shall nominate an Amateur Committee chairperson who will serve during his/her term of office. **It shall be the responsibility of the chairperson to function as and perform all duties of the Amateur Chairperson. The chairperson may from time to time select committee members to assist as required.**

Section 10: Any committee chairperson may be removed for cause by affirmative vote of two thirds (2/3) of the members of the Board of Directors present at a regular meeting. The Board of Directors for the remainder of the term shall fill the vacancy.

ARTICLE VIII - MEETINGS

MEETINGS – (A meeting shall be defined as assembly of people, especially the members of the Association Board of Directors for discussion and conduct business. This can either be in person, via teleconference, or other form of media).

Section 1: Election Meeting - There shall be an Annual Meeting of the Association in December for election of Officers and Directors, for receiving reports of the Treasurer, and the transaction of other business. If the President refuses or neglects to call this meeting, any four members of the Board of Directors may call it.

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Section 2: Special Meetings - The President or any four members of the Board of Directors may call special meetings of the Association at any time and place.

Section 3: Notice of Meetings - Notices of all meetings shall set forth the place, date, time, and purpose of the meeting. Prior notice must be given to all Association members of any changes to scheduled monthly Board Meeting or Special Meeting place, date and/or time at least fourteen (14) days prior to the scheduled meeting by either:

(1) separate written notice such as a postcard mailed through USPS along with notifying a member using the members email address on file with the Association, or

(2) notice contained in a conspicuous place in a regularly published official membership communication (including social media, but not limited to the Association website stating: "Important News regarding Board Meeting location and/or date change"), or

(3) a telephone call as otherwise allowed by the law.

Notice shall be deemed to be delivered when the separate written notice or the membership communication containing such notice shall be deposited in the United States mail, addressed to the member at the current address as it appears on the records of Association, with postage pre-paid. If notice is delivered by means other than mail, such notice shall be deemed delivered at the time such notice is published or transmitted in a manner allowed by law.

Section 4: Order of Business - All meetings of the Association and the Board of Directors shall be conducted according to accepted rules of Parliamentary Procedure.

The Order of Business shall be as follows:

- Calling of the Roll
- Reading of the Minutes
- Treasurer's Report
- Receiving of Communications
- Reports of Committees
- Unfinished Business
- New Business
- Closing of Meeting

ARTICLE IX - AMENDMENTS

Updated: Tuesday January 31, 2006

Updated: March 11, 2012

Updated: December 29, 2018

Updated: December 7, 2019