



**East Valley Arabian Horse Association
Bylaws**

ARTICLE I

PURPOSE

Pursuant to its Articles of Incorporation under the nonprofit corporation laws of the State of Arizona:

I. The name of this corporation shall be:

EAST VALLEY ARABIAN HORSE ASSOCIATION

II. Purpose of the EAST VALLEY ARABIAN HORSE ASSOCIATION (EVAHA) is:

- A. Devote the collective interest of the Arizona Arabian Horse Breeders and admirers toward the improvement of the breeding and training of Arabian horses.
- B. Aid and encourage the breeding, exhibiting, use and perpetuation of Arabian horses; promote coordinate Arabian horse show activities; promote and encourage the participation of Arabian horses in open classes.
- C. Formulate publicity and educational programs and other activities in the interest of Arabian horse owners.
- D. Promote, encourage and stimulate popular interest in the outstanding using qualities of the Arabian horse.
- E. Promote and encourage youth horsemanship in the areas of exhibiting, grooming and care of horses.
- F. Provide facilities for the gathering together of Arabian horse breeders, owners, and admirers for the exchange of ideas pertaining to Arabian horses.
- G. Provide funds for carrying out the purpose of this corporation.
- H. Do any and all things, not denied by law, necessary or appropriate to accomplish the objects and purposes as stated herein and as set forth in the Articles of Incorporation.

ARTICLE II MEMBERSHIP

III. General

The Corporation, shall consist of three classes of membership, having the rights, duties and benefits as set forth herein and paying such dues as the Board of Directors shall determine from time to time. There shall be a class of voting members, consisting of members who belong to IAHA through East Valley Arabian Horse Association. These members will be entitled to vote on all matters on which members are entitled to vote, including, but not limited to the election of officers and directors, There shall be a class of nonvoting members, consisting of members who only belong to East Valley Arabian Horse Association. These members shall not be entitled to vote on the election of officers and directors but shall be entitled to vote on all other matters on which Voting Members are entitled to vote. There shall be a class of junior members that shall consist of persons less than (18) years of age. Junior Members shall have no voting rights whatsoever, but shall be entitled to attend meeting and participate in the Corporations activities.

IV. Admission

Members shall be admitted to membership upon written request accompanied by proper payment of dues and upon approval of the Board of Directors.

V. Dues and Fees

The Board of Directors may determine dues for the general membership for each fiscal year. The Board of Directors may, in its sole discretion, determine what, if any, assessments are to be levied against Members. Nonpayment of dues or assessments shall be grounds for suspension of voting rights during the period of delinquency as determined by the Board of Directors. The dues payable, as determined by the Board of Directors, must be paid no later than December 31st. Dues shall be considered delinquent thereafter. Failure to pay any delinquent dues by the last day of January shall result in immediate and automatic revocation of a member's right to vote at any Membership meeting and shall require that the delinquent Member make application to the Board of Directors for reinstatement. The Board of Directors shall have sole discretion on the issue of reinstatement.

The East Valley Arabian Horse Association (EVAHA) shall pay to International Arabian Horse Association (IAHA) annual dues in the amount prescribed by IAHA annual convention, based on number of IAHA members of EVAHA.

1. Dues will be paid by EVAHA to IAHA for each voting member by December 31st of each year (calendar) and shall be delinquent of January 1st of the same membership year. All late fees levied by IAHA shall be the responsibility of the delinquent member.

2. New or renewal IAHA membership received by EVAHA after the annual dues have been transmitted to the IAHA shall be paid to IAHA within 30 days of receipt of EVAHA.
3. Full annual dues shall be payable to IAHA for any portion of a year.
4. Region 7 of IAHA may levy dues on EVAHA provided the dues are based on the number of IAHA members.

Any individual under the age of 18 as of December 1st of the EVAHA membership year are entitled to all membership benefits of IAHA except counting toward Annual Convention delegate selection, if a member of IAHA.

IAHA Youth Membership annual dues shall be determined by the annual convention and payable to IAHA in accordance with Article III, Section 6 of IAHA Bylaws.

VI. Membership Period

New Members joining the Corporation may join at any time, as long as they comply with admissions. The membership year shall commence January 1st and shall terminate on the last day of December.

VII. Membership Certificates

The Corporation may issue a card or other certificate of membership to each Member in a form to be determined by the Board of Directors, which form shall specifically state that the Corporations has not been organized for profit.

VIII. Additional Requirements

Consistent with the Articles of Incorporation and these bylaws, the Board of Directors shall have the Power from time to time to prescribe additional requirements for membership and additional classes of membership; and to determine causes justifying suspension or expulsion of Members and procedures to be followed in considering suspension and expulsion.

IX. Termination of Membership

Membership of any person may be revoked by the Board of Directors for the following reason:

- A. Conduct deleterious to the best interest of the Arabian Horse or the best interests of the East Valley Arabian Horse Association.
- B. Failure to renew membership by January 31st of the membership year.
- C. Abusive behavior on the part of the member toward y other member, spectator, horse, visitor, or show official while attending any function sponsored by the East Valley Arabian Horse Association. Any such action will be brought to the attention of the duly appointed steward of the EVAHA President. The steward will present these items to the Board of Directors for the final decision.

Prior to the termination of any membership for cause, the Board of Directors shall notify such Member in writing and the Member shall have the right to request a hearing by the Board. Upon the member's failure to request a hearing his or her membership shall terminate within ten (10) days after the notice of intention to terminate the membership by the Board. In the event of a hearing, the membership shall only be terminated upon a vote of three quarters (3/4) of the Board of Directors.

ARTICLE III

MEETINGS OF MEMBERS

X. Annual Meeting

Annual meetings of Members shall, unless otherwise provided by the Board of Directors, be held the third Saturday in November of each year. At the meeting the Members entitled to vote shall elect directors and transact such business as may properly be brought before the meeting.

XI. Presiding Officer; Order of Business

Meetings of the Members shall be presided over by the President, or if the President is not present, by the Vice President. The Secretary of the Corporation shall act as secretary of every meeting, but if the Secretary is not present then the presiding officer shall choose any person present to act as secretary of the meeting.

XII. Voting

Each adult member in good standing for whom IAHA dues are paid is entitled to one (1) vote at the Annual Election Meeting. All members of EVAHA shall have one (1) Vote on matters pertaining to EVAHA social functions.

ARTICLE IV

BOARD of DIRECTORS

XIII. Powers

The Board of Directors shall have full power to conduct, manage, and direct the business and affairs of the Corporation, except as specifically reserved or granted to the Members by statute, the Articles of Incorporation or these bylaws. The Board will be responsible for establishing and maintaining a sound and progressive policy for EVAHA. The Board will represent the viewpoint of the general membership and use the best of their talents to the end so that EVAHA may grow, prosper, and fulfill its high aims and purposes in promoting the Arabian horse.

XIV. Number And Term Of Office

The Board of Directors shall consist of such number of directors, not fewer than nine (9) nor more than thirteen (13), as may be determined from time to time by resolution of the Board of Directors. Except as hereinafter provided, directors shall be elected at the annual meeting of Members and each director shall serve until the next annual meeting of Members and each director shall serve until his successor shall be elected and qualified, or until his earlier resignation or removal. Four directors shall also be those persons elected by Membership to serve as president, vice president, secretary and treasurer. At least five (5) directors shall be elected by the Membership to serve as directors. These five (5) directors shall be classified so that only three (3) are elected one year and two (2) are elected the next year and in any given year to serve a term of two (2) years. None of these five (5) directors shall be permitted to serve more than two (2) consecutive terms. The newly elected Board of directors shall begin administrative duties seven (7) days after the election.

XV. Qualification and Election

All directors of the Corporation shall be at least eighteen (18) years of age who are Members of the Corporation and are residents of Arizona. Except in the case of vacancies, directors shall be elected by the voting Members. At each election for directors every voting member shall have the right to one (1) vote, in person. The same number of candidates as there are open positions receiving the highest number of votes shall be elected.

XVI. Resignations

Any director of the Corporation may resign at any time by giving written notice to the president or the secretary of the Corporation. Such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

XVII. Vacancies

Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of the majority of the remaining directors. The director so elected shall continue in office until the next election of directors when such director's successor is elected and qualified. Any newly created directorship shall be deemed a vacancy.

XVIII. Removal

At a special meeting of Voting Members called for the purpose of removing directors, any director or the entire Board of Directors may be removed, with or without cause, by a vote of the majority of the Voting Members then entitled to vote at an election of directors.

If any director is absent from four (4) or more scheduled meeting of the Board of Directors in the twelve (12) month period following the election of directors, that director shall be deemed to have been removed from the Board of Directors and the vacancy created thereby shall be filled by the remaining directors in accordance with these bylaws.

XIX. Place of Meeting

The Board of Directors may hold its meetings at such place or places as the Board of Directors may from time to time appoint, or as may be designated in the notice calling the meeting.

Meetings may be held by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other, and participation in such a meeting shall constitute presence in person at such meeting.

The Board of Directors may take action by mail or telephone without a meeting provided each director is notified by mail at his last known address of the proposal to be acted upon and all members of the Board individually or collectively consent in writing to such action.

XX. Quorum

A majority of the directors then serving shall constitute a quorum for the transaction of business. Except as otherwise specified in the Articles of Incorporation or these bylaws or provided by statute, the acts of the majority of the directors present at a meeting at which a quorum is present shall be the acts of the Board of Directors.

XXI. Compensation

Directors and members of any committee of the Board of Directors, shall serve without compensation for their services as directors and members of any committee, but shall be entitled to reimbursement for any reasonable expenses incurred.

XXII. Minutes

The Corporation shall keep minutes of the proceedings of its Board of Directors and committees thereof. Such minutes shall be available for review by any Member upon request.

XXIII. Director Conflicts of Interest

No contract or other transaction between the Corporation and one or more of its directors or any other corporation, firm, association or entity in which one or more of its directors are directors or officers or are financially interested, shall be either void or voidable because of such relationship or interest or because such director or directors are present at the meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction or because his or their votes are counted for such purpose, if:

- A. The fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes approves or ratifies the contract or transaction by a vote or consent sufficient for the Purpose without counting the votes or consents of such interested directors; or
- B. The fact of such relationship or interest is disclosed or known to the Members entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or
- C. The contract or transaction is fair and reasonable to the Corporation at the time the contract or transaction is authorized, approved or ratified, in the light of circumstances known to those entitled to vote thereon at that time.
- D. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction.

ARTICLE V

OFFICERS

XXIV. Number, Qualifications and Designation

The officers of the Corporation shall be a president, a vice-president, a secretary, and a treasurer. No two offices may be held by the same person. Officers must be members of the Corporation.

XXV. Election and Term of Office

The officers of the Corporation, except those elected by delegated authority, shall be elected by the Voting Members and each such officer shall hold office for one (1) year or until such officer's successor shall have been duly elected and qualified, or until such officer's death, resignation or removal. The Election of Officers will occur in November of each year. The newly elected officers shall begin administrative duties seven (7) days after the election.

XXVI. Resignations.

Any officer or agent may resign at any time by giving written notice to the Board of Directors, or to the president or the secretary of the Corporation. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

XXVII. Removal

Any officer of the Corporation may be removed from office by two-thirds (2/3) majority vote of the Members.

XXVIII. Vacancies

Any vacancy in any office, except President, shall be filled by appointment of the Board of Directors until the annual election. In the event of a vacancy at the president's position, the vice-president will assume the duties of president.

XXIX. General Powers

All officers and agents of the Corporation, as between themselves and the Corporation, shall have such authority and perform such duties in the management of the Corporation as may be provided in these bylaws, or as may be determined by resolution of the Board of Directors not inconsistent with these bylaws.

ARTICLE VI

DUTIES OF OFFICERS

XXX. President

The President shall be the Chief Executive Officer of the Corporation and shall preside at all meetings of the board of directors and general membership meetings. The President shall be a member, ex-officio, with the right to vote on all committees and shall have such other duties and authority as usually pertained to the office of the Chief Executive Officer as may be conferred upon him or her by the Board of Directors. The President shall be the chief administrative officer of EVAHA and shall appoint committees to organize, conduct, and supervise activities such as youth, special events, public relations, memberships, etc. The President shall see that all officers and committees will properly execute their duties.

XXXI. Vice President

The Vice President shall perform the duties of the President in his or her absence and shall have all other duties and authority as may be conferred upon him or her by the Board of Directors or by the President with the approval of the Board of Directors.

XXXII. Secretary

The Secretary shall conduct the correspondence of the corporation, keep its records and have such other duties and authority as may be conferred upon him or her by the Board of Directors or by the President with the approval of the Board of Directors. The Secretary shall keep or cause to be kept the seal, emblems, books, documents, and papers of EVAHA. The Secretary shall publish notices of meetings, indicating place, date, time and agenda.

XXXIII. Treasurer

The Treasurer shall keep accounts and have charge of the funds of the Corporation, subject to the authority of the Board of Directors. The Treasurer shall collect all dues and assessments and shall make payments as authorized by the Board of Directors. In addition, the Treasurer shall have such other duties and authority as usually pertained to the office of Treasurer and as may be conferred upon him or her by the Board of Directors or by the President with the approval of the Board of Directors. The Treasurer shall make an annual statement to be presented in writing to all Members at the annual general meeting. The Treasurer shall be bonded when the gross receipts of any event reaches \$1,000.00. Individual Officers will require bonding at the discretion of the Board of Directors.

XXXIV. Compensation

The officers elected by the Board of Directors shall serve without compensation for their services as officers. All other officers, employees and other agents shall serve without compensation in their elected or appointed position, however, they shall be entitled to reimbursement for any reasonable expenses incurred in the scope of their duties.

ARTICLE VII

AGENTS, REPRESENTATIVES AND CONTRACTS

XXXV. Contracts

The Board of Directors, except as in these bylaws otherwise provided, may authorize any officer or agent to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to a specific instance; and unless so authorized by the Board of Directors, no officer, agent, or employee shall have any power or authority to bind the Corporation by any contract or engagement, or to pledge its credit, or render it liable pecuniarily for any purpose or to any amount.

ARTICLE VIII

MISCELLANEOUS

XXXVI. Corporate Seal

A seal will be developed and approved by the membership. Said seal will appear on correspondence including membership cards

XXXV. Amendment of Bylaws

Proposed amendments to the Bylaws may be submitted any time to the President in a written proposal accompanied by a petition signed by not less than fifty (50%) per cent of the voting members in good standing, or may be submitted by the Board of Directors.

Proposed amendments will be submitted by the President to the Board of Directors at the earliest possible date following submittal. The Board shall examine and consider proposed amendments and refer them to the voting membership for vote and with Board recommendations.

The Secretary will prepare and tally all ballots cast. An affirmative vote of the majority of all voters submitting ballots, shall be necessary in order that a proposed amendment will be adopted. Amendments adopted shall take effect immediately following adoption. Approved amended Bylaws shall be distributed to all members in good standing and a copy of any amended Bylaws will be sent to the membership department of IAHA for study.

XXXVI. Dissolution Procedures and disposition of Assets

Upon dissolution of the East Valley Arabian Horse Association, the club shall, after paying or making provision for payment of all liabilities of the EVAHA, dispose of the assets of the EVAHA exclusively to a successor Arabian horse club having like purposes, which is an exempt organization pursuant to Section 501 of the IRS Code of 1954 (or corresponding provision of an future U.S. IRS law)

If no successor corporation be organized, then to the Arabian Horse Registry, Inc. or any corporate successor thereof.

ARTICLE IX

PARLIAMENTARY AUTHORITY

Robert's Rules of Order Newly Revised shall be followed in the conduct of all meeting of the Corporation; unless to do so would conflict with these Bylaws.

CERTIFICATION

I hereby certify that the foregoing amended and restated Bylaws were adopted at meeting of the Board of Directors of the Corporation on the 26th day of January 1994.

Rowena King,
Secretary, EVAHA