

COWBOY STATES REINING HORSE ASSOCIATION BY-LAWS
A Regional Affiliate of the National Reining Horse Association
(Revised / CSRHA Board Approved 9/23/09)

ARTICLE I – TITLE, OBJECTIVES, LOCATION

SECTION 1. Title. This organization shall be known by the Cowboy States Reining Horse Association (CSRHA). The CSRHA is an affiliate of the National Reining Horse Associate (NRHA), E.I.N. #33-1135188.

SECTION 2. Objectives. To promote and encourage interest and participation in the sport of reining through informational clinics and public reining horse shows. Our reining horse shows will adhere to the standards of performance and judging as set down by the National Reining Horse Association.

SECTION 3. Place of Business. The principle office of the association – 3421 Northfork Highway, Cody, WY 82414.

SECTION 4. Upon the dissolution of the Association, The Board of Directors shall, after paying or making provision for the payment of all liabilities of the Association in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) or 501 (c) (5) of the Internal Revenue Code of 1986 or corresponding provision of any future United States Internal Revenue Law, as the Board of Trustees shall determine. Any of such assets not so disposed of shall be disposed of by the Court of Common Pleas of the County exclusively for such purpose or to such organization or organizations of said court determine, which are organized or operated exclusively for such purposes.

ARTICLE II – OFFICERS

SECTION 1. The officers shall consist of a president, past president, vice-president, secretary, and a treasurer. The election of president shall be as follows: A president shall be chosen every two (2) years – he/she will serve two (2) years as president, and may be elected for successive terms and will serve as a voting board member for one (1) year post presidency. The vice-president will serve a two (2) year term and may be elected for successive terms. The secretary and treasurer will serve two (2) year term positions and may be held by the same person, at the discretion of the Board of Directors. All CSRHA Officers and Directors shall be current members in good standing with both the Cowboy States Reining Horse Association and the National Reining Horse Association.

SECTION 2. It shall be the duty of the President to preside at all meetings of the organization and of the Board of Directors and to have general supervision of all affairs of the organization. The president shall be the ex-officio member of all committees, with the power to call and attend committee meetings. The outgoing president will automatically serve as a voting member of the Board of Directors.

SECTION 3. Vice President. In absence of the President shall assume all duties and responsibilities of the office of the President.

SECTION 4. It shall be the duty of the secretary to maintain a record of the terms of office of the organization, and record organization's minutes during meeting.

SECTION 5. It shall be the duty of the treasurer to maintain the organization's financial records, collect and deposit organization's funds, pay organization's accounts and prepare financial reports. In the day to day workings of the organization the Treasurer and President, as authorized signatures on the CSRHA checking account, shall have the authority to authorize checks up to the amount of \$200.00 without Board approval. Any checks to be written over \$200.00 shall need approval of the Board of Directors before authorizing payment. However, previous Board approved events such as shows, clinics, fun days, etc. will already be deemed as approved and the \$200 limit shall be waived so as to fulfill the clubs payment obligations. A full financial report shall be made to the membership annually. Accounts shall be audited by the Board of Directors or a CPA selected by such committee.

SECTION 6. Information Technology Director. Keeps in contact with the NRHA, has the responsibility for getting the CSRHA newsletter and other information out to the membership in a timely manner, submits CSRHA events and articles for inclusion in recommended publications. Oversees updating and maintenance of the CSRHA website.

SECTION 7. Historian. Shall record in a scrap book all articles of publicity pertinent to the CSRHA.

ARTICLE III – BOARD OF DIRECTORS

SECTION 1. The entire management and government of the organization, except as otherwise expressly provided herein, shall be vested in the Board of Directors. It shall determine policy and speak for the organization. All CSRHA Officers and Directors shall be current members in good standing for one (1) year with both the Cowboy States Reining Horse Association and the National Reining Horse Association.

SECTION 2. The Board of Directors shall consist of the President, Past President, Vice President, Secretary, Treasurer, six (6) members at large and one (1) appointed at large.

SECTION 3. The twelve (12) members at large shall constitute the Board of Directors. The board members shall be elected to serve a three (3) year term. Two (2) shall be elected each year for three (3) year terms and one (1) shall be appointed each year for one (1) year term and may be elected/appointed for successive terms.

SECTION 4. When a vacancy occurs the Board of Directors may elect directors from the membership to serve the duration of the previous board member term.

SECTION 5. Any director who fails to attend three (3) consecutive committee meetings during the term of office may be replaced at the discretion of the Board of Directors.

SECTION 6. The Board of Directors shall hold its meetings at the call of the president. Notice shall be given at least ten (10) days prior to the meeting. The meetings shall be held in person, or via teleconferencing, at such time and place as they determine either within or without the state of Wyoming. Special meetings of the Board of Directors may also be held at any location either within or without the state of Wyoming, or via teleconferencing, as called by the President. Teleconference meetings shall have the teleconference costs borne by the Cowboy States Reining Horse Association (CSRHA). Special teleconference guests, or those invited to call in, shall have their teleconference costs borne by the CSRHA.

SECTION 7. Meetings of the Board of Directors may be called by written notice to the president from a majority of the other members of the committee. Such notice shall be at least ten (10) days prior to the meeting.

SECTION 8. One-half (1/2) of the members of the Board of Directors shall constitute a quorum.

SECTION 9. No debts shall be incurred of funds appropriated other than for general operating expenses, except by approval of the Board of Directors.

SECTION 10. Removal. Any officers or directors may be removed by the majority vote of the Board of Directors whenever in its judgment, best interest of the Association would be served thereby.

SECTION 11. Vacancies. A vacancy in any office because of death resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term. If an Officer or Board of Director member declares his/her resignation that declaration must be followed by a written, signed letter sent by US Mail to the CSRHA Secretary within ten (10) days of his/her declaration.

- (1) If a written, signed document is not received by the Secretary of CSRHA by US Mail within the stated ten (10) days, the declared resignation will be honored and put to a vote before the Officers and Board of Directors.
- (2) In the interim, if said Officer or Director desires retraction of their declaration a written letter to the CSRHA Secretary must be received before the expiration of the stated ten (10) day period.

ARTICLE IV – MEMBERSHIP

SECTION 1. Any person may become a voting member of the organization for one (1) year by subscribing to the purposes of the organization, and by paying the annual membership dues as established by the Board of Directors. For voting purposes it shall be one membership: one vote.

SECTION 2. Each member of the Association shall pay annual membership dues to the CSRHA. Said dues are due and payable at the commencement of each calendar year. The calendar year of this Association shall be January 1 through December 31 of each year. The Board of Directors may authorize the continuance of any membership without payment in the event the holder of the membership becomes a member of the Armed Forces of the USA.

Each membership shall be one vote. The types of membership shall be:

- a. Individual –One (1) person
- b. Family – Husband wife and children who are 18 years or younger as of January 1 of the year which the membership is purchased.
- c. Joint – For partnership, corporate or other form of joint horse ownership (as listed on registration papers). If any of the persons involved in the joint ownership wishes to compete, each of said persons must have an individual or family membership in addition to the joint membership.

SECTION 3. A membership may be terminated for any cause the Board of Directors shall deem sufficient under the following procedure: the Board of Directors may, by three-fourths (3/4) of those present at any regular board meeting ask for the resignation of a member. If such resignation is not received from said member within thirty (30) days thereafter said member may be dropped by three-fourths (3/4) of directors present at any regular meeting, providing said three-fourths (3/4) shall in no case be less than majority of the whole Board of Directors. Unanimous vote of those Board of Directors members present at any Board of Directors meeting may terminate a

membership at any time. Providing such notice of the proposed action has been mailed to all Board of Directors members five (5) days in advance of termination of any member, that member has a right to request a hearing at an open board meeting. The Board of Directors shall have the final decision under the regular procedure.

ARTICLE V – ELECTIONS

SECTION 1. The election of officers and directors shall be held annually by mail during the period between October 1, to December 31, and the results shall be announced to the membership.

SECTION 2. At least thirty (30) days before election, the president shall appoint a nomination committee to select its slate of candidates for presentation to the membership, ballots are then sent to the membership. Anyone wishing to be nominated for an authoritative position must be a current member in good standing with CSRHA and NRHA for a one (1) year period prior to election.

SECTION 3. Duly elected officers and directors shall assume office on January 1st of the year following election. Announcement of elected officers shall be via CSRHA Newsletter and CSRHA Web Site.

ARTICLE VI – INDEMNIFICATION

The association shall indemnify each of its directors, officers, employees and committee members whether or not then in service as such, against all reasonable expense actually and necessarily incurred by him or her in connection with the defense of any litigation to which the individual may have been a party because he or she was a director, officer or employee of the Association. The individual shall have no right to reimbursement, however, in relation to matters as to which he or she has been adjudged liable to the Association for negligence or misconduct in the performance of his or her duty as a director, officer or employee by reason of willful misconduct, bad faith, gross negligence, or reckless disregard of the duties of his or her office or employment.

ARTICLE VII – GENERAL MEETINGS

SECTION 1. The general meeting of the organization shall be held annually. The date, place, and time will be announced in the CSRHA newsletter. It is suggested the general membership meeting be held at the same time and location as the annual banquet.

SECTION 2. Special meetings of the members may be held at such time and place as designated by notice to members whenever called by direction of the president, or by notice to the president, signed by not less than twenty percent (20%) of all members then in good standing.

SECTION 3. A simple majority of the membership present at any meeting shall constitute a quorum.

SECTION 4. The use of proxies at any organization meeting is expressly forbidden.

ARTICLE VIII – COMMITTEE

The president shall have the power to appoint such committees he/she deems proper except as herein, otherwise, provided. The appointment of the committee chairman shall be subject to the condition of the Board of Directors.

Suggested Standing Committee List

Nomination/Elections - to select and submit to the President a list of qualified persons who wish to serve on the BOD as officers or directors. Such list to be submitted not less than 60 days prior to the annual meeting.

Show Rules & By-Laws - to review and make suggestions of adjustments needed for the upcoming show season via the Show Rules section and to properly submit any By Law changes to the BOD's from the membership at large or from the BOD's not less than 60 days prior to the annual meeting.

Events - to review any proposed events for the current season submitted by the membership, BOD's or other persons interested in the promotion of reining

Awards -to submit for the approval of the BOD's the committee's selection of awards

Fund Raising - *to solicit funds and/or merchandise to support the various activities of the CSRHA and to coordinate these efforts with the chairpersons of the Show and Banquet Committees*

Sponsorships–*May be standing committee by itself or a part of the fund raising committee as the BOD determines*

Year-end/Banquet -*to plan and organize the annual Year End Awards Banquet*

Publicity/Advertisement - *to organize and advertise upcoming events sponsored by CSRHA via the many varied avenues available*

Merchandise/Sales-*May be standing committee by itself or a part of the fund raising committee as the BOD determines*

Finance - *Treasurer is the chairperson, BOD to determine what this committee would encompass*

Web Site – *May be standing committee by itself or a part of the publicity/advertisement committee as the BOD determines*

Ad hoc committees may be instituted and appointed at the discretion of the President.

The Chairperson of each committee shall be appointed by the President. Other members shall be appointed by the Committee Chairperson.

ARTICLE IX – AMENDMENTS

The Board of Directors and Officers shall have the power to amend the Articles or By-Laws when deemed necessary by two thirds vote of those present at any meeting of the Board of Directors. Each director shall be given at least ten (10) days advance notice of the meeting in which proposed changes, additions, or amendments to the By-Laws shall be voted upon.

ARTICLE X – RULES OF ORDER

Roberts Rules of Order (rev) shall govern all proceedings of all meetings of the organization, of the Board of Directors, insofar as they do not conflict or are not consistent with the provisions of these By-Laws.

ARTICLE XI – DISCIPLINARY PROCEDURE

Any member or non-member may be disciplined or suspended from the Association and may be denied all privileges of the Association by the Officers and Board of Directors, whenever it shall have been established by satisfactory evidence in a hearing conducted by the Officers and the Board of Directors that such a member or non-member has knowingly and willfully violated the Bylaws or Rules of the Association. Anyone who becomes a member of the Association or becomes involved in a contractual agreement with the Association accepts to be bound by all the Bylaws and Rules of the Association and renounces to any recourse which he/she may have against the Association, so long as the latter acts in good faith in compliance with the Bylaws and Rules.

A). Whenever anyone shall be accused of any violations, he/she shall be given not less than thirty (30) days written notice of a time and place for hearing such accusation by the Officers, Board of Directors, or by an appropriate committee, at such time and place he/she will have the opportunity, in person or by counsel to be heard and to present evidence in his/her behalf, and to hear and refute evidence offered against him/her.

B). When a member or non-member is disciplined or suspended, the name of such member or non-member will be published in the CSRHA Newsletter and on the CSRHA web site.

C). Any other disciplinary procedures regarding Show Conduct, abuse to horse, judge, show management, or contestants, etc. refer to the NRHA Handbook or your NRHA Show Representative.

D). The decision and action of the Board of Directors shall be final and binding on all parties. Any members or non-members may be suspended and/or denied privileges of the Association, by the approved show official or official thereof, or may be denied privileges of the Association by the Treasurer of the Association for the failure to pay when due any obligation owed to the Association or for giving a worthless check for entry fees, stall fees, office charges, premiums or any other fees. Charges connected with the exhibition of reining horses, provided, however, that fifteen (15) days before action by the Treasurer, written notice of the account due and the intention to suspend or withhold privileges of the Association shall be delivered to such member or non-member. Any suspension and denial of privileges under this section shall terminate upon full payment of the obligation due the Association. Every notice required by these rules and regulations may be served by delivery of a copy of the notice to the person to be served, or his/her attorney, either in person or by mail, postage prepaid, to his/her last known address as it appears on the Association's records and upon mailing such notice, shall be deemed received by such person when it is deposited in the United States mail.

E). There is a \$25 charge for all returned checks. Furthermore, any unpaid bills by a member or non-member (entry fees, stall fees, shaving fees, advertising fees, sponsor commitment fees, etc.) past ninety (90) days may be subject to disciplinary procedures.

ARTICLE XII – CONDUCT AND PROTESTS

Any complaint or protest must be in writing and filed with the Secretary at the CSRHA office. Upon receipt, all complaints or protests will be referred to the CSRHA Officers and Board of Directors for investigation and recommendation. If, in the Officers and Board of Director's judgment, it is not sufficiently serious to warrant a full hearing, thereon, they will report the same with a recommendation for appropriate action. Any complaint or protest must be accompanied by a cashier's check, certified check, money order, or cash in the amount of \$100 and must be in writing and filed with CSRHA within ten (10) days of the incident. If the protest is disallowed, the protest fee will not be refunded. If the protest is allowed, the protest fee will be refunded.

Furthermore, the person filing the protest will be liable for the cost of such protest and all damages which may result there from, if the protest is not sustained. In the event the Officers and Board of Directors does not uphold the complaint, the complainee will be responsible for any cost incurred.

ARTICLE XIII – CSRHA YOUTH ASSOCIATION

SECTION 1. There shall be a division of the Cowboy States Reining Horse Association and shall operate within the scope of the bylaws, rules and regulations of the CSRHA and shall herewith also be referred to as the Cowboy States Youth Reining Horse Association.

SECTION 2. Objectives of the CSYRHA are:

- A) To develop sportsmanship, leadership, and other desirable traits.
- B) To promote pride in ownership of reining horses among youth members.
- C) To teach and learn safe horsemanship, both care and handling of horses.
- D) To improve and develop the ability of youth members through group participation.
- E) To be of service to CSRHA.

SECTION 3. Membership. Members of the CSYRHA shall consist of and be limited to those members of CSRHA who are not yet nineteen (19) years old by January 1st of current year. Initial membership to the CSYRHA shall be accompanied by a birth certificate or NRHA youth card to establish birth date for eligibility to accumulate show points in the correct age division. All CSYRHA members shall abide by the rules of the National Reining Horse Association and the CSRHA. A member in good standing of the CSYRHA shall be entitled to all rights and privileges for the Youth Association which includes the right and privileges for members of the CSRHA.