



AURORA HORSEMEN'S ASSOCIATION
BYLAWS OF AURORA HORSEMEN'S ASSOCIATION, INC

ARTICLE I: NAME AND PURPOSE

Section I: This organization shall be known as the Aurora Horsemen's Association, Inc. (A.H.A.), With the principal office located in the state of Colorado.

Section II: A registered office and registered agent will be continuously maintained by the A.H.A., as required by the State of Colorado. The Registered office may be, but need not be, identical as the principal office of A.H.A. A.H.A.'s principal address must be in A.H.A.'s legal business name, and all correspondence, except material goods, must go to this principal address, except correspondence that generally will go to the registered agent and/or office. The address of the registered office may be changed by the recommendation of the Board of Directors at a regular or special meeting. The recommendation shall be subject approval of the Board of Directors entitled to vote and present at said meeting.

Section III: The purpose of A.H.A. is: To provide a nonprofit organization, as chartered by the State of Colorado. To further the educational, economic and social interests of horses and all livestock, in general, and to promote the general welfare and education of the same. To encourage horsemen, horsewomen, children of all ages, and any other persons to engage in activities desirable and/or essential thereto, and in the best interest of horsemanship in the Aurora / Parker area, the State of Colorado and elsewhere.

ARTICLE II: MEMBERSHIP

Section I: Membership of A.H.A. shall be open to any individual, family or business interested in the welfare of horses and in good horsemanship in general.

- A. Individual membership shall consist of a person age 18 and over. A minor cannot join as an individual. A minor must have representation under a family member, or under a business membership as a child of an adult.
- B. A family membership shall consist of parents, grandparents or legal guardian and their children or grandchildren (including foster and/or dependent) Age 17 and under as of the first of the calendar year.
- C. A business membership shall consist of the owner of the business, spouse, children or grandchildren (including foster and/or dependent), age 17 and under as of the first of the calendar year, or any four (4) persons designated, in writing to the Board of Directors.
- D. Each individual membership shall be entitled to one (1) vote. Each family membership shall be entitled to (2) votes. Each business membership shall be entitled to two (2) votes.
- E. All memberships become effective upon the date membership dues are received. Volunteer hours, meetings attended, and event points begin to accrue upon effective date of membership.

Section II: DUES

- A. Payment of dues shall be required to acquire and/or maintain membership in A.H.A. Dues shall be payable in advance of the first show of each calendar year. The Board of Directors may determine installation fees, if any, and the amount of annual dues payable for individual, family, business, or by recommendation at a regular or special meeting. The recommendation shall be subject to board approval by a majority vote of the board entitled to vote, that are present at said meeting.

- B. If any member defaults in the payment of dues for a period of two (2) months from the date such dues become payable, his/her membership will be terminated.
- C. Payment of dues for new members who join after September 30th shall be prorated to one fourth (1/4) of the annual dues. They must pay the full annual dues for the following year at the same time. All dues paid prior to September 30th of each calendar year, remain due in full of the effective date of membership being the date dues are received.

Section III: **SUSPENSIONS AND EXPULSIONS**

- A. Association with this organization of any member who shall at any time conduct himself or herself in such a manner, whether through personal misconduct, failure to pay assessments, may be considered no longer desirable. The Board of Directors, by affirmation vote of all board members may suspend or expel a member for cause after an appropriate hearing. His or her reinstatement may be prohibited for a period as may be determine by the Board. Any member suspended or expelled shall receive written notice of such action by mail within ten (10) Days of such action.
- B. Any member expelled from A.H.A. (as provided in Article II section IIIA) shall have the right to appeal his or her disqualification by informing the Board of Directors, by mail, of his or her intentions within ten (10) days of receipt of notification. The appeal will be made to the Board of Directors at the next regular meeting following proper notification of intent. A majority of the board present, and entitled to vote, at said meeting shall have the authority to reinstate the suspended or expelled member.
- C. Any member that has a (NSF) non-sufficient funds check, will not be able to participate until those charges are paid in full, including any bank charges (NSF Fees and any other associated fees). They must then pay cash only for the remaining shows for that season.

ARTICLE III: MEETINGS

- Section I: Meetings of the General membership shall be held not less than three times a year at a predetermined time and place as designated by the Board of Directors. The meeting time and Place may be changed at the direction of the President and/or Board of Directors. Notice of such change shall be electronically mailed to the membership no later than ten (10) days before the meeting is scheduled.
- Section II: Special meetings of the General Membership may be called by the President or by a majority vote of the Board of Directors or by no less than one-fourth (1/4) of the General Membership having voting rights. Notification of the Special meeting(s) will be electronically mailed and will be sent to the membership no later than ten (10) days before the meeting(s). The Purpose(s), Times(s), and Places(s) of the special meetings(s) shall be enclosed in the notice.
- Section III: Three (3) officers and one-twentieth (1/20) of the General membership at a meeting who are, entitled to vote at any meeting, regular or special, shall constitute a quorum for conducting business.
- Section IV: In the event of a “bon-a-fide” emergency, notification of the time, place and date of any General Membership meeting, regular or special, or of any Board meeting, regular or Special, may be made by the most expedient mode of communication available.

ARTICLE IV: OFFICERS

Section I: The officers of this organization shall be: President, Vice-President, Secretary, Treasurer. No person shall hold more than one of the above offices at the same time. Each officer shall hold office until his/her successor has been duly elected and properly installed. If an officer resigns they shall immediately turn over duties, property or materials to remaining officers. No person shall be elected to the same office more than two consecutive terms. Each term will consist of a two- year period.

Section II: OFFICER SUSPENSIONS AND EXPULSIONS:

- A. Any officer(s) may be removed from office, if it is determined that they have not been doing their designated job duties or have been involved in criminal activities. The Board of Directors, by majority vote of all board members may suspend or expel an officer for one of the above causes after an appropriate hearing. His or her Reinstatement may be prohibited for a period as may be determined by the board. Any member suspended or expelled shall receive written notice of such action by mail within ten (10) days of such action. The office removed may, as set forth in Article IV, Section IIB, Appeal such removal.
- B. Any officer expelled from A.H.A. (as provided in Article IV Section IIA) shall have the right to appeal his or her removal from their officer position by informing the Board of Directors, by mail of his or her intentions within ten (10) days of receipt of notification. The appeal will be made to the Board for Directors at the next regular meeting following proper notification of intent. A majority of the board present and entitled to vote at said meeting shall have the authority to reinstate the suspended or expelled officer.

ARTICLE V: ELECTION OF OFFICERS AND BOARD OF DIRECTORS

Section I: NOMINATIONS, ELECTIONS AND INSTALLATIONS.

- A. The General Membership meeting held in September of each year shall be for nominating candidates for the open offices of A.H.A. Officers and Board of Directors. To be eligible as a committee chair nominee, the nominee needs to have been a current A.H.A. member during that year's entire show season.
- B. The Board meeting in October shall be for electing the Officers and Board of Directors. The election will consist of a ballot vote by all members present at the meeting, with the nominee with most of the votes being elected to the board. The results of the election will be announced at this meeting.
- C. The year-end awards ceremony shall be for installing the newly elected officers and members of the Board of Directors.
- D. If for any reason, there are no eligible nominees in September, during an election year, the current Board of Directors may elect to continue for another one-year term, and to ask again for nominees the following September.

Section II: The Transaction of other business as may come before the Membership may be held at any of the above meetings.

ARTICLE VI: DUTIES OF OFFICERS

Section I: PRESIDENT

- A. The President shall preside at all meetings of the General Membership, regular or special, and all meetings of the Board of Directors, regular or special. The President shall cast a vote in case of a tie.

- B. The President shall be the executive officer of A.H.A. and shall, in general, supervise and control the business of and affairs of A.H.A.
- C. The President shall be responsible for the enforcement of the Bylaws and any rule(s) established by A.H.A.
- D. The President may approve expenditures of funds for A.H.A. up to the amount of \$100.00
- E. A.H.A. Inventory list will be signed off when the transfer of office takes place.
- F. Ensure compliance with the IRS and State of Colorado.

Section II: VICE PRESIDENT

- A. The Vice-President shall assist the President in the discharge of his/her duties. In the event the President is absent or unable to perform the duties of his/her office, the Vice-President shall assume all duties and have all powers of the President.
- B. A vacancy in the office of the Presidency shall be filled by the Vice-President for the term of office.
- C. The Vice-President will maintain and update all A.H.A. insurance policies.

Section III: TREASURER

- A. The Treasurer shall have charge and custody of and be responsible for all funds and securities of A.H.A.
- B. The Treasurer shall receive and give receipts when requested for moneys due and payable to A.H.A. and deposit such moneys to the credit of A.H.A. in such depositories as may be selected by the Board of Directors.
- C. One (1) of two board approved signatures shall be required to sign checks, drafts, or orders for payment of moneys, notes or other evidences of debt, for the disbursement of funds of A.H.A.
- D. For reimbursement of any board member, authorized signers may not distribute funds to themselves or family members.
- E. The Treasurer shall keep true and correct records of all receipts and expenditures. The financial records may be, by request to the Treasurer, inspected by any member and his/her agent or attorneys at a reasonable time and place.
- F. The Treasurer shall maintain a petty cash fund not to exceed \$200.00 (two hundred dollars). This fund shall be maintained for the normal day to day operating expenditures of A.H.A. Deposits to the petty cash fund will be made only from the general fund after itemized receipts have been presented to the Board.
- G. A review of the funds of A.H.A. shall be performed in December of each year by a Review Committee of not less than five (5) people. In an election year, the Review Committee shall consist of the President, President -Elect, Treasurer, Treasurer – Elect, and at least one (1) other individual (Board Members or General Members). In a non-election year, the Review Committee shall consist of the President, Vice-President, Treasurer, Secretary, and at least one other individual (board members or general members). Time and Place of the review to be determined by those on the Review Committee.

Section IV: SECRETARY

- A. The Secretary shall keep the minutes of the meetings of the general membership and of the Board of Directors in one or more books provided for the purpose and shall report the minutes of each at the following meeting.
- B. The Secretary will type up each meeting's minutes and send them to each officer within two weeks of each meeting.
- C. The Secretary shall see that all notices are duly given, in accordance with the provisions of the bylaws or as required by law.
- D. The Secretary shall perform all duties incident to the office of Secretary.
- E. A.H.A minutes will be transferred to the Secretary – Elect when the transfer of office takes place.
- F. The Secretary shall maintain the membership list.
- G. The Secretary will maintain the current registration with the Secretary of State and IRS.

Section V: OFFICER VACANCIES

- A. A vacancy in any office (except President) shall be temporarily filled by an appointment of the Board of Directors, and an election shall be held at the next regular General Membership meeting for the purpose of filling the vacancy.
- B. In the case of a vacancy in the President's office, the Presidency shall be filled by the Vice-President for the term of office. If the Vice-President is unable or unavailable to fill the Presidency, then the Presidency shall be filled by the Treasurer until a special election can be held for the vacant offices to be filled, as per Article VI, Section VC. If the treasurer is unable or unavailable to fill the Presidency then the Presidency shall be filled by the Secretary until a special election can be held for the vacant offices to be filled as per Article VI, Section VC.
 - a. A Special Election will be called within ten (10) days from the President's resignation. The special election shall be for the purpose of electing the president and any other open officer positions. The results of the election will be announced at this meeting and the new officers will immediately finish the current term.

ARTICLE VII: BOARD OF DIRECTORS

Section I: The Board of Directors shall manage the normal business affairs of A.H.A.

Section II: The Board of Directors shall consist of the Officers and not less than two nor more than ten Directors. Officers and Board of Directors shall be elected for two-year terms.

Section III: The Board of Directors are required to be involved with each show, clinic, and event unless they have an excused absence from the President. Each Officer will earn 16 volunteer hours for their work, and each Director will earn 8 volunteer hours for their work. These hours may be used by the Officer/Director, or their immediate family members (spouse, child, parents, or siblings) only towards year end volunteer hours. Each Officer or Director will only be allowed two

excused absences per calendar year to earn the above volunteer hours. No Officer or Director shall be paid for working shows for A.H.A.

Section IV: MEETINGS

A. Meetings of the Board of Directors shall be held six times per year at a predetermined time and place as designated by the President. The meeting time and place may be changed by the President. Notice of such change shall be electronically mailed to the Board of Directors no later than seven (7) days before said meeting is Scheduled. Emergencies shall be in accordance with Article III, Section IV.

B. Special meetings(s) may be called by the President or at the request of any three (3) Board of Directors. Notification of the special meetings(s) will be electronically mailed and will be sent to the directors no later than seven (7) days before the meeting is scheduled. Emergencies shall be in accordance with Article III, Section IV.

Section V: The President and two (2) Officers shall constitute a quorum for the transaction of all business of A.H.A. at regular or special meetings of the Board unless acts or action require a greater number by law.

Section VI: The Board of Directors shall authorize all normal expenditures from the general fund.

Section VII: The Board of Directors may, under due consideration, replace any Board members who misses three (3) Board meetings during the fiscal year. The President will contact said Board members. Some absences may be excused by the President.

Section VIII: The Board of Directors shall appoint, by a majority vote, a member of A.H.A. as a director to fill any vacancies on the Board of Directors (Except Officers) for the unexpired term of office.

Section IX: DISBANDMENT OF THE CLUB

(This Article supersedes all other Articles as respects of Special Meetings.)

A. In the event that the current Board of Directors no longer wants to run the club, the following steps must be followed:

1. Call a special membership meeting – this must be done by emailing all members and give ten (10) days' notice of such meeting.
2. Ask for volunteers to start a new Board of Directors at the meeting.
3. Vote on new Board members to take over on a specific date.
4. Transfer all A.H.A. property to the new Board of Directors on a specific date.

B. In the Event of no one wanting to take over the club and carry on the legacy, it will be dissolved following the steps below:

1. All year end awards must be awarded.
2. After all the financial obligations have been taken care of, the bank account will be closed, and any remaining funds will be donated to the Colorado Horse Council.
3. The club will be dissolved with the Secretary of State and IRS.

4. The insurance company will be notified to close the policy due to the disbandment of the club.
5. All Equipment including remaining awards will be sold, and the remaining equipment and or funds will be donated to the Colorado Horse Council or other non-profit horse club.

ARTICLE VII: COMMITTEES

Section I: Committees shall aid and assist in the implementation of the intent(s) and purpose(s) set forth in the Article of incorporation of A.H.A.

Section II: The Board of Directors shall, by majority vote, designate all Committees. The President shall appoint all Chairpersons.

Section III: Chairperson(s) Responsibilities

- A. The Chairperson(s) are Board Members.
- B. The Chairperson may appoint members on his or her committee. The Chairperson may remove member(s) of his or her committee for cause.
- C. The Chairperson shall submit to the Board of Directors for approval a budget for operating expenses of his or her committee, if required or needed.
- D. The Chairperson of each Committee will report to the Board of Directors at each meeting.

Section IV: All Chairpersons and members of the Committee must be members of A.H.A. in good standing.

Section V: Vacancies in the membership of a committee shall be filled by the Chairperson of the Committee.

Section VI: A Majority of the Committee Chairperson(s) shall constitute a quorum for the purpose of conducting business of the committee.

Section VII: Resignation: The Committee Chairperson(s) shall submit, in writing, a letter of resignation to the President.

ARTICLE IX: CONTRACTS, CHECKS, DEPOSITS, FUNDS

The Board of Directors may authorize, in writing any Officer(s) or agent(s) of A.H.A., in addition to the Officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of A.H.A. Such authority may be general or confined to specific instances.

ARTICLE X: FISCAL YEAR

The fiscal year of A.H.A. shall begin on the first day of January and end on the last day of December each year.

ARTICLE XI: AMENDMENTS TO THE BYLAWS

- A. The bylaws may be altered, amended, or repealed, and new bylaws adopted, if at a meeting of the Board of Directors the bylaw Committee gives its intentions to alter, amend, or repeal the bylaws.
- B. Any proposed amendment(s) or change(s) to the bylaws must be presented to the Board of Directors at a regular Board meeting. Proposed changes must be sent to the general membership in written form, in the monthly newsletter for General Membership Notification. Changes can only take effect after the said publication and during the next regularly scheduled meeting, after a 2/3 majority vote of the General Membership present.
- C. Any further questions shall also be submitted whenever at least one- twentieth (1/20) of the members, entitled to vote thereon, so request at the next regularly scheduled meeting.
- D. A copy of the current adopted bylaws shall be available to the General Membership upon request.