

**PINTO HORSE ASSOCIATION
OF OHIO, INC**



**CONSTITUTION
AND
BY-LAWS**

CONSTITUTION OF THE PINTO HORSE ASSOCIATION OF OHIO, INC

ARTICLE I: NAME

This organization shall be called the "Pinto Horse Association of Ohio, Inc." and shall be known by the letters "PtHAO".

ARTICLE II: PURPOSE

The purpose of this non-profit organization shall be the promotion of the Pinto Horse through horse shows, trail rides and other events, the promotion of good horsemanship, horse husbandry and the promotion of good sportsmanship.

ARTICLE III: LOCATION

The location of the principal office of the corporation is to be at 4764 Fairgrounds Road, Atwater, Ohio 44201, Portage County. The corporation's statutory agent is Nancy Bredemeier. The corporation number for Pinto Horse Association of Ohio, Inc. is 374389. The certificate of amendment for the name change is dated 7/6/1971, recorded on roll B760 at Frame 1670 of the RECORDS OF INCORPORATION AND MISCELLANEOUS FILINGS. The last STATEMENT OF CONTINUED EXISTENCE for a non-profit organization was filed and approved 12/14/2011.

ARTICLE IV: MEMBERSHIP

Membership is open to all persons interested in the purpose of this organization. Membership shall consist of all those who have paid their current annual dues. Voting rights are to be one vote per membership or two adult votes maximum per family membership. The maximum age for children under the family membership is 18.

ARTICLE V: OFFICERS

SECTION I:

The Executive Committee shall be selected from the membership and shall be a President, a Vice President, a Secretary, and a Treasurer, who shall be chosen by the members by a majority vote at the November meeting each year. The duration of the office shall be one year from January 1st to December 31st or until successors have been elected and qualified.

SECTION II:

In case of a vacancy in the office of President, the Vice President shall assume the duties of the President.

SECTION III:

Established: October 2004
Reviewed: January 2014

All members of the Executive Committee must be current members in good standing with PtHAO and PtHA.

ARTICLE VI: BOARD OF DIRECTORS

SECTION I:

There shall be a Board of Directors consisting of a minimum of seven (7) members and no more than nine (9) members elected for a two (2) year term. The Board, to be elected by the membership, shall meet to act on all important business brought before it by the Executive Committee. The immediate Past President shall serve as an additional member of the Board unless otherwise serving as a member of the Executive Committee. The President of the corporation shall serve as Chairman of the Board of Directors, but shall vote only to break a tie vote. All Directors must be members in good standing with PtHAO and PtHA.

SECTION II:

A minimum of four (4) and no more than five (5) Directors shall be elected to begin their term of office in even numbered years and a minimum of three (3) and no more than four (4) Directors shall be elected to begin their term of office in odd numbered years.

SECTION III:

The Board of Directors may call for a special meeting of general membership to hold an election to fill any vacancies on the Board.

ARTICLE VII: AMENDMENT

Any proposed amendment to this constitution may be submitted in writing by a member in good standing at a regular meeting of the organization. Such proposed amendments must be signed by three (3) active members of the organization. Before being submitted to a vote, the amendment shall be read by the Secretary. After such notice, it shall be read and discussed in at least one more regular meeting, and it may be voted upon at the next meeting, and shall become part of the Constitution only if approved by 2/3 of the members present and voting at said meeting. No proxy votes shall be counted.

ARTICLE VIII: EXCEPTION

Article I and Article II of the constitution may not be amended or altered in any form or manner by this local affiliated association.

BY-LAWS OF THE PINTO HORSE ASSOCIATION OF OHIO, INC

ARTICLE (BY-LAW) I: MEMBERSHIP

SECTION I:

Membership in the corporation will be open to all persons interested in the purpose of this corporation, as set forth in the Article of Incorporation. Three types of membership shall be offered: (a) Family, (b) Senior (19 and older) (c) Youth (18 and under). Each individual adult membership shall be entitled to one vote on each matter submitted to a vote of the membership, and each family membership shall be entitled to two (2) adult votes on each matter submitted to a vote by the membership. A person must be present to vote and NO proxy votes shall be counted. When a person in a family membership reaches the age of 19 (as of January 1), they can no longer be considered part of a family membership and shall be eligible for a Senior membership. A member is considered in good standing if he or she meets the conditions of membership as set forth in this Article, has paid appropriate membership dues, and has no unsettled NSF checks to the Corporation. Any member whose actions tend to injure the good name of the Corporation, disturb its well being, or hamper its works may be censured, suspended, or expelled by an affirmative vote of 2/3 of the Officers and entire Board of Directors. Any member who is censured, suspended, or expelled from the Pinto Horse Association of America shall receive the same action by the Corporation.

SECTION II:

Annual membership dues are payment on January 1 of the year of membership. Memberships run from January 1 to December 31, of each year. Memberships not paid in full by March 1 will be declared in arrears and be removed from the good standing roster. Members declared in arrears shall not be permitted to vote or participate to vote or participate in the organization business.

ARTICLE (BY-LAW) II: DUTIES OF THE OFFICERS

SECTION I: PRESIDENT

The President shall preside at all meetings of the Executive Committee, the Board of Directors, and the membership. He or she shall exercise general supervision and management over all affairs of the organization and shall serve as ex-officio member on all standing committees, but may vote only to break a tie, therein except the Nomination Committee. The President may call meetings deemed necessary for the transaction of business or cancel those meetings deemed not necessary.

SECTION II: VICE PRESIDENT

The Vice President shall preside in the absence of the President at all meetings. This person shall be Chairperson of the Finance Committee and insure submission of the annual budget to the Board of Directors before the February meeting. This person shall present the approved budget to the membership at the regular meeting in February. This person is also the keeper of the association paraphernalia. In the event of a vacancy in the office of President, the Vice President shall assume those duties for the remainder of that term.

SECTION III: SECRETARY

The Secretary shall:

1. Cause to be kept and maintained the minutes of all meetings of the organization, including standing committees, executive committee, and Board of Directors. These minutes shall be an accurate and official record of all business transacted.
2. Shall furnish to the National Office immediately after the November meeting a copy of officers. A full membership roster shall be furnished to the National Office after the March meeting and a copy will be maintained as part of the records of this organization.
3. Be custodian of all organization records, including financial reports of the Treasurer, and cause to be prepared all correspondence, reports and routine business records of and for the organization.
4. Act as personal secretary to the President and all standing committees.
5. Read to the membership at the meetings all current correspondence to and from the organization and maintain an accurate file of said correspondence.

SECTION IV: TREASURER

The Treasurer shall:

1. Receive all organization funds. Keep them in a bank or depository approved by the Board of Directors
2. Keep records of all receipts and expenditures and disburse the organization's funds only by check.
3. Read the current treasury report at each meeting.
4. Be a member of the Finance Committee
5. At the expiration of his/her term of office, the Treasurer shall deliver all moneys, property, and rights of the club to the successor or to the President.

SECTION V: RESIGNATION, REMOVAL, VACANCIES

Any officer may resign at any time by providing written notice to the President. The resignation will be effective on receipt of the notice or at a later time designated in the notice. The Board of Directors may remove an officer by a 2/3 majority vote of the directors when the removal serves the best interest of the Corporation. Should a vacancy occur within the Executive Committee, the Board of Directors may fill that vacancy, at the next regularly scheduled Board meeting. The person so chosen shall serve only until the end of the unexpired term.

ARTICLE (BY-LAW) III: BOARD OF DIRECTORS

SECTION I: DUTIES OF THE BOARD OF DIRECTORS

The duly elected Directors shall formulate the general policies of this organization and act on all business, brought before it by the Executive Committee, and provided, however, that such policies shall not be inconsistent with policies that are established by the Pinto Horse Association of America. The Board of Directors will approve the annual budget submitted by the Finance Committee for submission to the entire membership for ratification, and insure that the budget is followed. At the end of the fiscal year the Finance Committee, the Board of Directors themselves will be responsible for the auditing of the charter's books and to make this report or reading to the membership at the February meeting for ratification. The Board of Directors may within its own membership, appoint such regular and special committees as shall be beneficial to the successful operation of the Club.

A Director is expected to attend all six regular general meetings, the judges hiring meeting and the budget meeting. If a Director misses two consecutive meetings or three total meetings within the calendar year without just cause, said Director will be removed from office. It is said Director's obligation to notify the President of his/her absence.

SECTION II: MEETING OF THE BOARD OF DIRECTORS

The Board of Directors may hold a regular monthly meeting if necessary immediately preceding the monthly meeting of the membership. The President may call special meetings of the Board of Directors at such times as is proper and advisable provided, however, that such meetings may not supersede regular meetings and notice may be given by mail, e-mail, or telephone or cable in case of emergency.

SECTION III: RESIGNATION, REMOVAL, VACANCIES

Any Director may resign at any time by providing written notice to the President. The resignation will be effective on receipt of the notice or at a later time designated in the notice. Any Director may be removed by a 2/3 majority vote of the full membership entitled to vote. Any vacancy occurring on the Board shall be filled by a majority vote of the membership at the next regularly scheduled meeting. A Director so elected to fill the vacancy shall continue in office until the end of the unexpired term of a Director as past President shall not be filled.

SECTION IV: SECTOR DIRECTOR(S)

Sector Director(s) for the Corporation, in order to further communication between the national office and the Corporation, may attend the Board of Director meetings – both regular and special meetings.

ARTICLE (BY-LAW) IV: COMMITTEES

All committees shall be appointed by the President, with approval of the Board of Directors, prior to the event and charged with their responsibilities. In all Standings and Special Committees, the President shall appoint the Chairperson. These committees shall meet at the call of the Chairperson to conduct the business necessary to their committee. The President, with the Board of Directors, has the authority to reappoint or remove a committee Chairperson.

1. **ROM APPROVED SHOW COMMITTEE:** This committee shall check into show dates, etc. of all shows applying for ROM approval. The committee chairperson is to work closely with the President insuring the signing of approval forms, correct wording, and dates, etc. Copies of show approvals will be turned to the Secretary for placement in the annual records.
2. **YEAR END AWARDS COMMITTEE:** This committee shall keep an accurate record of all participants in the PtHAO Year End Awards Systems. Show results must be submitted as specified by the rules in the current Year End Awards Systems. These points should be reported in the newsletter.
3. **MEMBERSHIP COMMITTEE:** This committee will have cause to keep, maintain, and publish, annually to the entire membership, a membership roster showing names, address, and position held in the organization. This committee shall have a chairperson appointed by the President and at least two (2) other members appointed by the chairperson. This committee shall meet at the call of the chairperson and shall make known the eligibility requirements for activity promoting membership growth of this charter.
4. **FINANCE COMMITTEE:** The committee shall consist of a chairperson who shall be the Vice President of this organization, the Treasurer and two (2) members appointed by the chairperson, The finance committee shall prepare an annual budget for presentation to the Executive Committee and the Board of Directors prior to the regular meeting in February. This budget will be the plan for managing all assets of this organization. The budget and fundraising project will be presented to the Board and the Membership for their approval.
5. **NOMINATING COMMITTEE:** This committee shall consist of a chairperson appointed by the President and at least two (2) members appointed by the chairperson. This committee will meet on call of the chairperson and will be constantly on the alert for potential officers within the membership. At the October meeting, the committee will submit a slate of candidates for each office. The presentation of this slate does not preclude nominations from the floor.
6. **OTHER COMMITTEES:** Such other committees maybe appointed from time to time as may be necessary and proper for the carrying out of the best interest of the corporation, i.e. Queens Committee, Youth Advisors Committee, Banquet Committee, etc.

ARTICLE (BY-LAW) V: MEETINGS

- A. This organization shall meet monthly at the time and location designated by the President and/or Executive Committee. The organization may vote to discontinue

monthly meetings during the show season at which time the Executive Committee shall be empowered to transact normal of the organization.

- B. The President may call special membership meetings and/or Board of Directors meetings at such time as deemed advisable.
- C. The regular November meeting shall be the Annual meeting for the election of officers.
- D. At the regular meeting in February, the membership shall ratify the annual budget, which shall have been previously reviewed and approved by the Board of Directors.
- E. At the regular October meeting, the proposed show bill (s) for the next year shall be presented with discussion from the membership to follow.
- F. At the regular November meeting, the proposed show bill (s) may be amended and shall be approved by the general membership.

ARTICLE (BY-LAW) VI: QUORUM

A majority of the members present at any meeting of the officers, directors, or members shall be sufficient to constitute a quorum for the purpose of transacting business.

ARTICLE (BY-LAW) VII: ORDER OF BUSINESS

Order of business at all meetings of the organization shall be as follows:

1. Meeting Called to Order
2. Roll Call
3. Reading of the Minutes of Previous Meeting
4. Treasurer's Report
5. Committee Reports
6. Reading of Communications
7. Unfinished Business
8. Election of Executive Committee and Board of Directors (November Meeting)
9. New Business
10. Adjournment
11. Program

ARTICLE (BY-LAW) VIII: RULES OF ORDER

This organization shall govern its procedures by Robert's Rules of Order, Rev in all points not covered herein or provided for the Pinto Horse Association of America, Inc rules and regulations.

ARTICLE (BY-LAW) IX: AMENDMENTS

Any amendments to these By-Laws may be proposed at any regular meeting with notification of a pending vote to be published in the newsletter and voted upon at the regular meeting of the charter. Amendments shall be approved when they have received a majority vote of those members present.

ARTICLE (BY-LAW) X: INDEMNIFICATION

The Officers and Directors of the Corporation cannot be held personally or financially responsible for the actions of the Corporation.

ARTICLE (BY-LAW) XI: PERSONAL GRIEVANCES

The Corporation shall have no interest in personal grievances of one member toward another, and no discussion of this nature will be allowed at any meeting of the Corporation.