

**Bylaws of the
Southern Arizona Arabian Horse Association, Inc.**

Article I

Name and Purpose

The Association shall be known as the Southern Arizona Arabian Horse Association, Inc. (SAAHA). This Association is formed for the purpose of sponsoring and cultivating interest in the Arabian horse breed and the participation in activities that will further this interest. These shall include activities such as clinics, farm tours, shows, trail rides and the like, all of which should promote the humane care of the breed.

Article II

Incorporation and Dissolution

This Association is incorporated under the Non-Profit Corporation Law of the State of Arizona and the general corporation laws to the extent therein made applicable, and shall be governed by acts amendatory thereof.

Whenever this Association shall be dissolved, as described in Article 13, no part of its funds or property shall be distributed to, or among its members, but after payment of all indebtedness of the Association, its surplus funds and properties shall be used for furthering the case of the Arabian horse in such manner as the Board Directors shall determine. To dissolve the Association, a two-thirds (2/3) majority of members must vote at a general membership meeting called specifically for this purpose.

Article III

Affiliation

This Association is an affiliate of the Arabian Horse Association (AHA), and shall appoint delegates to AHA. The number of said delegates shall be consistent with, and adhere to the Constitution and/or bylaws of AHA.

Article IV

Membership

Membership shall be open to any person upon receipt and acceptance of that person's application and tender of dues. Renewed membership fees are due and payable by or before each members own renewal date.

Membership fees under SAAHA's control will be set in such amounts as determined by the Board of Directors.

Article V

Types of Membership

Membership classifications shall consist of the following types:

- 1 or 3 year Adult Affiliate with competition card
- 1 or 3 year Adult Affiliate without competition card
- Lifetime Adult AHA Membership
- 1 year Youth Affiliate with competition card
- 1 year Youth Affiliation without competition card
- 1 Year Social Member (SAAHA only)
- Honorary Life Member (SAAHA only)

Adult Affiliate SAAHA Membership dues include one membership in AHA, Region 7 and SAAHA. It entitles one vote at all SAAHA general membership meetings and participation in all club activities.

Youth Affiliate Membership consists of dues paying members of the SAAHA Youth Group (age through 18) includes membership in AHA, Region 7 and SAAHA. It entitles participation in all club activities except voting privileges in SAAHA.

Social Membership includes all SAAHA activities but does not include membership in AHA or voting privileges in SAAHA.

Honorary Life Membership is a lifetime voting membership in SAAHA in appreciation of outstanding service to be bestowed by the Board of Directors; this does not include membership to the AHA or Region 7.

Article VI

Agenda

Fiscal Year:

For the purpose of planning, installation of officers, programming and budgeting, January 1st – December 31st will serve as the fiscal year for the Association.

Membership Meetings:

A minimum of four scheduled general membership meetings shall be held during each calendar year. The general meeting and election of Officers of this Association shall be conducted at the meeting of the membership to be held in October/November.

Board Meetings:

An annual calendar of activities and budget shall be developed and approved by the Board of Directors for adoption at the January or February Board of Directors meeting. The Budget will be available to members upon request. Calendar of activities shall be announced by club communication channels.

Article VII

Board of Directors

The Board of Directors, as the governing body of SAAHA, are responsible to the total membership and are expected to have the Association's goals at top priority. The Board of Directors shall consist of nine, but not to exceed eleven elected members: President, Vice President, Secretary, Treasurer and five, or at most seven Directors, each of the positions being elected by a majority vote of the general membership. Each member of the Board shall serve a term of one year and may be re-elected.

With the approval of the Board, the President may appoint a Treasurer for Shows and an adult Treasurer for Youth or a youth member with adult supervision.

A quorum shall consist of fifty percent plus one of the elected members of the Board and any action approved at such meeting called in accordance with the provision of these laws and Article of Incorporation shall be binding upon this Association.

The President shall vote only in the case of a tie. In the event a vacancy occurs on the Board of Directors, the President shall fill such vacancy by appointment with the approval of the remaining members of the Board of Directors. In the event the President is unable to fulfill her/her term, the Vice President shall fulfill it for the remainder of the year.

The Board of Directors shall have the right to remove from its body an Officer or Director for lack of attendance at board or general membership meetings, or who has exhibited behavior unacceptable at SAAHA functions or demonstrates incompetence in their position. Such a vacancy shall be filled by appointment of the President with approval by the remaining members of the Board of Directors.

No meeting of the Board of Directors shall be called without five days prior notice being given to all Officers and Directors, except with the express consent of all members of the Board of Directors.

Article VIII

Officers

The President shall preside at all meeting of the Board of Directors, annual, regular and special meetings. The President shall also appoint committees and have general charge of and control over the affairs of the corporation and shall have all other duties as may be prescribed by law, by the Articles of Incorporation, by these Bylaws, and by the Directors, or by resolution of the Membership including SAAHA actions and policies.

The President and Vice President must be a member of the Association for two years preceding his/her nomination. Prior to nomination, the President and Vice President must have served a minimum of one term on the Board of Directors.

The Vice President shall perform and be vested with all duties and powers of the President in the event of the absence of the President.

In the event the President or Vice President are unable to perform the duties of the office, a substitute President shall be appointed by the Board of Directors for the remainder of the term.

Minutes of the Board of Directors meetings shall be kept by the Secretary and shall be approved at the next regular meeting of the Board. Minutes shall be announced by club communication channels. Minutes of all other regular or special meetings shall be kept by the Secretary and must be approved at the next Board of Directors meeting. Upon formal acceptance of minutes of the Board of Directors, regular and special meetings, a copy of those minutes shall be placed with the President's files as well as in the regular secretarial file. Official copies of the minutes shall be kept for seven years.

The Secretary shall keep and maintain all records relating to this Association and shall further perform such other duties as pertaining to that office. All records shall be open to inspection by any member in good standing at any regular meeting. The procedural manual (policies) shall be kept current by the Board of Directors.

Ultimate control and accountability for all financial matters (including show and youth) of the Association shall be with the Board of Directors. The Treasurer (with the assistance of the show and/or youth treasurers, if appointed) shall be custodian of all organizational funds and accounts.

Checks payable to the Treasurer must be signed by the President and checks payable to the President must be signed by the Treasurers. All individuals handling SAAHA funds shall be covered by an insurance policy/bond. The Treasurer shall report to the Board of Directors and to the membership at regular meetings on the status of the treasury.

No previous experience is required for the Secretary or Treasurer. All Officers and Directors must be a current member of AHA through SAAHA. All nominees for Office or Directors must be paid members of AHA and SAAHA thirty days prior to election.

Article IX

Committees

The President, with the approval of the Board of Directors, shall establish standing committees as appear necessary to efficiently conduct the business, educational and social affairs of the Association. The President shall be an ex-officio member of all committees. The President, with the approval of the Board of Directors, may appoint for one year all representatives, and/or delegates to any and all associations which this Association is affiliated.

The President may establish an Executive Committee consisting of: President, Vice President and two Directors, which could include problem solving, assistance in developing agendas, and developing recommendations for Board action. The Executive Committee shall not be authorized to establish policy on behalf of the Association.

Article X

Election of Board of Directors

The election of the Board of Directors shall be held at the October/November general membership meeting. The President shall appoint a Nominating Committee composed of three members in good standing. The Chairperson on the Nominating Committee shall be a current member of the Board of Directors. Candidates for office as selected by the Nominating Committee shall be made known to the general membership at least thirty days prior to the annual meeting.

Nominations may also be made at the general election meeting by any Adult voting member. Persons nominated from the floor must be present and agree to accept the nomination. Nomination requirements, as stated in the Bylaws, must be met for any nominations made at the meeting.

In the event that there is only one nomination for each officer and board member, a unanimous ballot may be cast. Voting shall be conducted by secret ballot when there is more than one nomination for each officer and board member. Newly elected Officer and Directors shall assume office on January 1st.

Article XI

Audit

An annual examination of the financial records will be performed by either:

a. A specially appointed audit committee to consist of three SAAHA members, one of whom must be a current Board member. The committee shall report its finds to the Board of Directors, or:

b. The Board of Directors may request a more complete financial review or audit by an outside source depending on the circumstances.

In the event an outside source is used to review the financial records, the Board of Directors shall determine whether a cash flow accounting will suffice or a detailed accounting is required.

Article XII

Rule of Order

“Robert’s Rules of Order – Revised” shall govern all meetings of this Association in all cases in which they are consistent with the Bylaws of this Association.

Article XIII

Amendments

These Bylaws may be amended in the following manner: Changes will be presented to the Board of Directors for discussion and then presented to the general membership. A notice of the proposed amendment(s) shall be made known to the general membership at least thirty days prior to a regular or special membership meeting. At the meeting a two-thirds majority of the members in good standing who are present and voting is required to amend these Bylaws.

KNOWN ALL PERSONS BY THESE PRESENT: That the undersigned, being the members of the Board of Directors of this Association, a corporation incorporated, organized and existing under the laws of the State of Arizona, do hereby certify that the foregoing BYLAWS consisting of thirteen Articles were duly amended and adopted as the BYLAWS of said Corporation/Association on the 5th of NOVEMBER (date) 2022

SOUTHERN ARIZONA ARABIAN HORSE ASSOCIATION, INC.

By: Marilou Balloun
Marilou Balloun, President

By: Darcy Damron
Darcy Damron, Secretary