

Northwest Miniature Horse and Shetland Pony Alliance BY-LAWS

Article I – Name

The name of this organization shall be Northwest Miniature Horse and Shetland Pony Alliance (NWMHSPA). It shall at all times be operated and conducted as a non-profit organization in accordance with the laws of the United States of America and of the State of Washington providing for such organizations and by which it shall acquire all rights as granted to organizations of this kind.

Article II – Objectives

The NWMHSPA was formed to promote the breeding, showing and general ownership of miniature horses and Shetland ponies. The objectives shall also be to further educate the general public regarding the benefits of owning small equine, while also educating owners on the importance of good equine management and care.

Article III – Membership

Section 1 – Membership

Membership is open to those who subscribe to the objectives, agree to abide by club By-Laws, complete a membership application, and pay dues. The Board of Directors will have the right to approve all applications for membership. A family membership shall be those individuals residing in the same household.

Section 2 – Membership Year

The membership year is January 1st through December 31st.

Section 3 – Membership Dues

Membership shall be paid annually and may be amended from time to time by the Board of Directors. Annual dues shall not be prorated and members who are renewing their membership will be responsible for paying the required annual dues to the club Treasurer prior to December 31st each year. A special “Youth” membership for any youth 17 & under who is not part of a family membership will be \$5.00 per year. A membership in this organization is not transferable or assignable. Failure to make the payment of annual dues shall signify termination of membership, however if dues are paid by March 1st of the subsequent year, membership will be reinstated for the current membership year. The interest of any member in the property or monies of this organization shall cease with the termination of his/her membership. Dues must be paid by March 1st of the current show year to be eligible for Year-End High Point awards.

Section 4 – Membership Rights

Members in good standing will have equal rights and responsibilities with respect to the club. Each shall obey and be bound by all By-Laws; shall have the right to attend meetings and club activities; have floor privileges, hold office or committee assignments; vote in club elections, and vote on changes to the By-Laws, and matters presented to the membership. In all matters governed by a vote of the members, family memberships that include a spouse or partner will have a maximum of two votes. Children and “youth” members will have no vote. Members must be present, either physically or telephonically, to vote. Proxy voting will not be permitted.

Section 5 – Membership Responsibilities

Members agree to abide by the By-Laws; conduct themselves in a respectful manner toward others at the club meetings and functions; and display and promote good sportsmanship at all times.

Section 6 – Member in Good Standing

A member in good standing is one who abides by the By-Laws of the club and is current in all dues and assessments. Assessments includes any and all fees due from club shows.

Section 7 – Termination of Membership

Membership of any member of the club may be terminated for failure to abide by the current By-Laws or for any other conduct contrary to the best interest of the club as determined by the Board of Directors. The decision to terminate membership will be made by a majority vote (one-half plus one) of the Board of Directors. The reasons for termination will be given to the member in writing and an opportunity given for explanation.

Article IV – Elective Positions

Section 1 – Elected Officers

Elected Officers of the NWMHSPA shall be President, Vice President, Secretary and Treasurer. Each officer will be elected for a term of two years. Vacancies occurring before the term is expired may be filled by a majority vote of the remaining Board members for the expired term of office.

Section 2 – Board of Directors

The Board of Directors shall consist of the elected officers and one member of the NWMHSPA.

Section 3 – Nominations and Elections

Notice shall be posted on the website and via social media methods soliciting those that are interested in serving as an officer or member of the board of directors. Nominees, Officers, and Directors must be members in good standing. The Officers and Board of Directors will be elected from the membership by a simple majority vote taken during the Fall meeting which shall be held via forms of virtual communication (i.e. phone, Zoom, Webex etc.) or in-person. The newly elected Officers and Board members will take office on January 1st of the following year.

In the event that no candidate elects to run for an officer position or the board of director position, the current Board of Directors is authorized to appoint someone from the membership, or if insufficient members are willing to serve to fill all of the positions, the current Board of Directors may decide to combine some of the officer positions making their best efforts to have the total members of the Board of Directors be an odd number in order to minimize the likelihood of tie votes.

Section 4 – Vacancies in Office

When any Board of Director's position is vacated, the Board of Directors shall appoint from the membership a person to fill the position for the duration of the original term of office. Such appointments shall be confirmed by vote of the membership at the next general membership meeting with the possibility of the nomination of other candidates from the floor.

Section 5 – Disability of Officers

In the event that any officer shall be absent or become incapacitated or be unable to perform the duties of his/her office for any other reason, the President shall be empowered to delegate all or part of his/her duties to another officer until such time as the absent or incapacitated officer shall be able to resume the performance of his/her duties.

Section 6 – Recall

A member of the Board of Directors and/or an Officer may be recalled by a two-thirds majority vote of the voting members registered at a general or special membership meeting.

Section 7 – Contracts

Written permission pertaining to NWMHSPA business shall be executed on behalf of the organization by the President, Vice President or such other person authorized by the Board of Directors.

Article V – Duties of Officers

Section 1 – The President shall:

- a. Read and abide by the NWMHSPA By-Laws.
- b. Direct all newly elected and/or appointed Board of Directors to read and abide by the NWMHSPA By-Laws.
- c. Be the principal officer of the club.
- d. Preside at meetings of the NWMHSPA.
- e. Communicate to the membership of the Board of Directors any opinions, ideas, or concerns in regard to the welfare of the NWMHSPA and its members.
- f. Appoint the chairperson of each standing and special committee. He/she shall also appoint those committee members with the aid of the chairperson and the Board before the Spring annual meeting.
- g. Obey all lawful orders of the body and be familiar with these By-Laws and Robert's Rules of Order Newly Revised.

Section 2 – The Vice President shall:

- a. In the absence of the President, the Vice President shall have the powers and shall perform the duties of the President.
- b. In the event of a vacancy of the President's office due to prolonged illness, death, or resignation, the Vice President automatically assumes the office. Such appointments shall be confirmed by vote of the membership at the next general or special membership meeting with the possibility of the nomination of other candidates from the floor.
- c. Read and abide by the By-Laws of the club.
- d. Be responsible for correspondence and communication with ASPC/AMHR home office pertaining to all club business and or activities.

Section 3 – The Secretary shall:

- a. Keep the minutes of all meetings of the membership and the Board of Directors.
- b. Prepare a report of the meeting in a timely fashion such that it is available for viewing by the membership on the club website.
- c. The minutes of the previous meeting shall be presented at the next scheduled meeting for approval by the membership.

Section 4 – The Treasurer shall:

- a. Receive all monies belonging to the NWMHSPA.
- b. Prepare an annual budget using input from the Committee Chairs and the Board of Directors and submit it to the Board of Directors before the annual winter meeting.
- c. Deposit all monies in a bank checking and/or savings account(s) selected by the Board of Directors.

- d. Provide the selected bank with a signature card authorizing checking and savings account drafts to be signed by two joint signatures.
- e. Assist the Audit Committee with the annual audit of the accounting records, as needed or requested by the Board of Directors.
- f. Be prepared to present the current financial situation of the organization at each General, Special, and Board of Directors meeting.
- g. Maintain an accounting record of receipts and disbursements as directed by the Board of Directors.
- h. Disburse the organization's funds as ordered by the President or the Board of Directors. A written check request to the Treasurer is necessary to disburse funds. All requests for funds must be accompanied by a receipt or an invoice.

Section 5 – The Board of Directors shall:

- a. Provide oversight of the Club operations.
- b. Approve membership termination, if required.
- c. Request annual audits, as deemed appropriate.
- d. Review and approve annual budgets.

Article VI – Standing Committees

All standing committee chairpersons and committees shall be appointed before the winter annual meeting. The Committee Chairs should submit input to the Board of Directors. A budget will be prepared and submitted to the Board of Directors before the winter meeting for their approval.

Section 1 – Audit Committee

- a. The Audit Committee shall consist of three (3) members and the Treasurer. It shall be the duty of the Audit Committee to properly audit the books and records of the Treasurer annually or at the request of the Board of Directors.
- b. The Audit Committee shall certify in form of communication to the Board of Directors that the books and records were found correct.

Section 2 – By-Laws Committee

- a. Shall have a working knowledge of the NWMHSPA By-Laws and shall alert the President and Board of Directors of potential By-Law problem areas developing due to internal or external dynamics of the club activities.
- b. Shall present proposed By-Law revisions for consideration to the Board of Directors for review. Any changes shall be posted on the website for review by the membership at least 30 days prior to the next scheduled meeting, where final approval and voting shall take place.

Section 3 – Show Committee

- a. The Show Committee shall consist of four (4) or more members appointed by the President.
- b. The Show Committee shall present for approval an initial report of all planned activities, including a tentative show schedule for the upcoming year, by the October meeting. They shall submit a detailed budget for each proposed activity for approval by the Board of Directors.
- c. The Show Committee shall be responsible for acquiring, within budget projections, show arena for all shows and all show staff.

Article VII – Meetings

Section 1 – General Membership Meetings

NWMHSPA shall have two meetings annually. The Board of Directors may hold monthly meetings to conduct the business of the club, if needed.

Section 2 – Special Membership Meetings

The President may call special meetings of the Board or General Membership. A special meeting may also be called at the written request of three (3) members of the Board of Directors. No business other than that for which a special meeting shall be transacted except by majority consent of the Board of Directors.

All club meetings shall be held either virtually or in-person.

Section 4 – Quorum

A majority of the members present at the Board of Directors or General Membership meetings shall constitute a quorum for the transaction of business, provided that if less than a majority of the Board members are present at such meeting, a majority of the Board present may adjourn the meeting to another time without further notice. They may also continue the meeting, however they cannot vote on action items.