



By-Laws of the American Saddlebred Horse Association of Michigan

(Effective January 01, 2012)

ARTICLE I

The purpose or purposes for which the corporation is organized are:

To provide individuals and organizations with a central authority which will support, encourage, supplement and coordinate the efforts of those presently engaged in constructive conservation of our horse community in the State of Michigan; to educate and inform individuals and organizations through speaker bureaus, literature and films, educational programs and coordination; and to advocate conservation and promotion of our horse community.

The Corporation shall take whatever action is deemed appropriate and necessary to achieve these objectives, with the express exclusion, however, of participating in or intervening in (including the publishing of or distribution of statements) any political campaign on behalf of any candidate for public office.

No part of the net earnings of the Corporation, if any, shall inure to the benefit of, or be distributed, to, its members, directors, officers or other persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to reimburse persons for expenses necessarily incurred in connection with the furtherance of the purposes of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, except that the Corporation may make lobbying expenditures (as defined in Section 4911 of the Internal Revenue Code of 1954, as amended) in amounts not in excess of the lobbying nontaxable amount for the \

"Corporation for the taxable year as determined under said Internal Revenue Service Code Section 4911 and gross roots expenditures (as, defined in said Internal Revenue Service Code Section 4911) in an amount not in excess of the gross roots nontaxable amount for the Corporation for the taxable year determined under Internal Revenue Service Code Section 4911, and further provided that the Corporation shall not, at any time, make any excess lobbying expenditures as defined in said Internal Revenue Service Code Section 4911.

Notwithstanding any other provision of these Articles of Incorporation, no member, director, officer, employee or representative of this Corporation shall take any action or carry on any activity on behalf of the Corporation not permitted to be taken or carried on (1) by an organization exempt under Section 501(c)(3) of the Internal Revenue Service Code and its Regulations as they now exist or as they may hereafter be amended, or (2) by an organization, contributions to which are deductible under Section 170(c)(2) of such Internal Revenue Service Code and Regulation as they now exist or as they may hereafter be amended.

ARTICLE II

Membership

A. Membership in this Association shall be open to all persons owning or interested in the American Saddlebred Horse who shall apply therefore upon application provided by the Association and pay annual dues as fixed by the Board of Directors of the Association.

B. Membership shall be divided into four (4) classifications: Family, Senior, Junior, and Honorary.

1. Family memberships consist of two parents or legal guardians and all children seventeen (17) or younger. They are entitled to two votes of the senior members. Dues are \$25.00 for one year or \$70.00 for three years.

2. Senior members are those eighteen (18) years and older. They are entitled to one vote. Dues are \$15.00 for one year or \$40.00 for three years.

3. Junior members are those seventeen (17) years and under as of January 1 of the membership year. Junior members do not have a vote. Dues are \$10.00 for one year or \$25.00 for 3 years.

4. Honorary memberships are given to those members designated by the Board of Directors who have demonstrated distinguished service for the good of the Association and the American Saddlebred Horse. Honorary members shall not pay dues and shall have no voting privileges.

C. Membership Year

The membership year will begin on December 1 and expire on November 30 of the following year. Memberships must be renewed each year. Those who have not paid dues by May 1 will be dropped from the membership. Members will be notified prior to their pending delinquency. A member may join anytime, but association high points will only count from the date of membership dues is received.

D. Membership Dues

Membership dues will be reviewed annually and said dues may be adjusted by a majority vote of the Board of Directors.

ARTICLE III

Board of Directors

A. All property and affairs of the Association shall be managed by the Board of Directors.

B. the Board of Directors shall consist of fifteen (15) to eighteen (18) active members of the Association.

C. Five to six directors shall be elected at each annual meeting by the membership for terms of three (3) years and shall serve for such term or until successors are elected. Nominees for Board of Directors must have been an active voting member of the Association for at least two years. Each Director of a Charter Club must also be a member of the American Saddlebred Horse Association. Nominations for candidates for the Board of Directors shall be made as provided in Article VII A.

D. In addition to the foregoing directors, a junior director can be elected annually for term of one (1) year or until a successor is selected. The junior director shall be a junior member of the association and shall be elected only by the junior members.

E. Any board member who misses three (3) meetings in succession without notifying the President or the Secretary shall be in jeopardy of losing their seat on the board unless there are extenuating circumstances beyond their control.

F. Any vacancies on the board shall be filled by election of the Board of Directors for the balance of the unexpired term.



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ARTICLE IV

Officers of the Association

- A.** Candidates for officers must have served at least one year on the Board of Directors prior to election as an officer.
- B.** the President, the Vice President, the Secretary, and the Treasurer will be elected by the Board of Directors from among their number at the first meeting of the new membership year.
- C.** Officers shall serve in their respective officer for term of one (1) year or until their successors are elected.

- C.** Completed ballots may be returned to the Chairman of the Nomination Committee prior to the annual meeting, or maybe hand carried and presented at the annual meeting. Members may vote by proxy by giving their written proxy to another voting member who shall be present in person at the annual meeting. Any ballot received after the annual meeting will be considered null and void. The five nominees receiving the highest number of votes will serve as Directors of the Association for the three calendar years following election.

ARTICLE V

Duties of Officers

A. President

The President shall preside at all meetings of the Board of Directors and of the Association, and shall perform such other duties as ordinarily pertains to his/her office.

B. Vice President

The Vice President shall preside at meetings of the Board of Directors and of the Association in the absence of the president, will assist the President in the performance of his/her duties as the president may request and shall perform such other duties as usually pertain to his/her office.

C. Secretary

The Secretary shall keep and preserve the books and records of the Association, to send out notices of meetings of the Association and of the Board of Directors thereof, shall record and preserved minutes of such meetings, and shall perform such other duties as usually pertain to his/her office.

D. Treasurer

The Treasurer shall have custody of all funds of the Association, accept monies and give receipts, pay all bills, and render such accountants to the Board of Directors and to the Association, and shall perform such other duties as pertain to his/her office.

ARTICLE VI

Nominations/Elections

- A.** Nominations for members of the Board of Directors for the regular term shall be made by the Nominating Committee and submitted to the Board of Directors for approval at least thirty (30) days prior to the annual meeting. The ballot with the slate of nominees will be sent to the members with the notification of the annual meeting not less than twenty (20) days prior to the annual meeting. Additional nominations may be made independently by any ten (10) currently active voting members of the Association who shall file with the Secretary of the Board of Directors the name is of such nominees over the signatures of the proposers, and with the consent of the proposed nominees. Names of these nominees must be received prior to the final board meeting of the year in sufficient time for the names to be included on the ballot. Names of those elected will be announced that the annual meeting of this Association.
- B.** No candidate for membership on the Board of Directors shall be voted for other than those proposed in either the two ways above set forth.

ARTICLE VII

Meetings

- A.** Annual meeting of the Association shall be held each year at the date, time and place established by the Board of Directors, and notice of the annual meeting shall be sent to the members of the Association not less than twenty (20) days prior to such meeting.
- B.** Voting members present in person shall constitute a quorum at all meetings of the Association competent to transact such business as may properly come before the meeting. A simple majority vote is necessary to transact such business as may come before the Association membership.
- C.** Special meetings of the Association may be called by the Board of Directors. Five (5) days written notice will be given to members of special meetings. Reason for calling the special meeting will be stated in such written notice, and no other agenda item will be discussed.
- D.** Meetings of the Association shall be held as the Board of Directors may determine, or on such other occasions as the members may determine. Fifteen (15) days written notice shall be given prior to regular meetings.
- E.** Regular meetings of the Board of Directors shall be held on such time, date and place as the Board may determine, but not less often than the number of regular meetings of the Association. Five (5) days written notice shall be given directors of regular and special meetings, unless they wave notice.
- F.** Special meetings of the Board of Directors may be called by the President whenever deemed necessary, or upon request of three (3) members of the Board.
- G.** Eight (8) members of the Board of Directors shall constitute a quorum. A simple majority vote is necessary to transact such business as may come before the board.
- H.** Meeting shall be conducted in accordance with the Sturgis Standard Code of Parliamentary Procedure pursuant to the following agenda to the extent applicable:

1. Called to order
2. Introduction of new members and guests
3. Reading and approval of minutes of previous meeting
4. Report of treasurer
5. President's announcements
6. Correspondence
7. Committee reports
8. Unfinished business
9. New business
10. Elections of program (if any)



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Article VIII

Committees

A. The chairman and members of each standing committee will be appointed by the President, subject to the approval of the Board of Directors. The President of the Board of Directors may from time to time designate such committees as in their judgment may be necessary for the proper conduct of the affairs of the association.

B. The following standing committees are hereby established:

1. Steering Committee
2. Magazine/Directory
3. Program/Social
4. Membership/Points
5. Horse Shows Committee
6. Nomination Committee
7. Public Committee
8. Bylaws Committee

ARTICLE IX

Amendments

A. The Board of Directors may by a two-thirds vote amend, change or repeal any and all rules, regulation, provisions and bylaws of the Association.

B. Any active voting member may propose an amendment or change in the bylaws of the Association. Such proposed amendment or change must be in submitted in writing to the Board of Directors at least thirty (30) days prior to the meeting at which it is to be presented.

ARTICLE X

Dissolution

In the event of dissolution of the Association, all funds remaining to its credit or account shall be distributed to other organizations with similar goals who have obtained the same classification under the current Internal Revenue Code. This distribution shall be accomplished at the direction of the governing body within six (6) months of said dissolution.

American Saddlebred Horse Association of Michigan Inc.

