

BYLAWS OF
Ohio Reined Cow Horse Association, Inc.

ARTICLE I

Name

The name of this association shall be: OHIO REINED COW HORSE ASSOCIATION, Inc. ("ORCHA"). The association shall be incorporated under the laws of the State of Ohio as a non-profit corporation.

ARTICLE II

Purpose

ORCHA was organized for the following purposes:

- A. To perpetuate the early Spanish/ Vaquero traditions of highly trained and well reined, working cow horses, and;
- B. To improve the quality of the western reined stock horse, and;
- C. To promote and educate the public to the training methods of the reined working cow horse, and;
- D. To hold competitive events, seminars, clinics, demonstrations, and exhibits to promote the reined working cow horse, and;
- E. To use and encourage the use of standard rules for conducting and judging contests of the reined working cow horse, and;
- F. To assist and support the National Reined Cow Horse Association (NRCHA) in the pursuit of its purposes as defined within the NRCHA bylaws.

ARTICLE III

Membership

- A. Membership shall be open to interested individuals, families, businesses, and organizations upon payment of membership fees.
- B. Membership shall not be restricted based on race, color, religion, sex, national origin, handicap, familial status, age, or marital status.
- C. The membership year shall begin on November 16 and end on November 15 to coincide with NRCHA membership.
- D. Membership shall be offered in following classifications:
 - 1. Single members are those nineteen years and older as of November 16 of the current membership year. They are entitled to one vote on the election of board members and other matters brought to them by the Board of Directors.
 - 2. Family members consist of couples, parent(s), or legal guardian(s) and all children 18 years old and younger. Each family member, 19 years and older, is entitled to one vote on the election of board members and other matters brought to them by the Board of Directors.
 - 3. Youth members must be 18 years old and younger, as of November 16 of the membership year.
- E. Membership fees shall be established by the Board of Directors.
- F. Membership shall not be transferable.
- G. Membership fees are non-refundable.

- H. Annual fees for membership are payable at anytime and are subject to provisions contained within ORCHA Rules.
- I. Persons who apply for membership during the last show of any show season will have membership for that show and the following membership year. Points awarded during that show are subject to provisions within the ORCHA rules.
- J. Any member may voluntarily withdraw or may be suspended or expelled by majority vote of the Board of Directors for violation of the Bylaws, non-payment of dues, or for conduct deemed detrimental to the club.

ARTICLE IV

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 5 active members of the association.
- C. All Directors shall be elected by ballots mailed to all current members. All Directors shall serve a term of four years. The term of Directors and Officers shall commence November 16 and end November 15 of election years. Terms have been staggered. Founding directors terms began in 2008. Election years are as follows: 2010, 2012, 2014, 2016, 2018, etc.
- D. Nominations for Directors shall be submitted to the Board of Directors and a ballot will be created with all nominees. The Board of Directors may nominate further individuals during the nomination period. Election results will be announced via newsletter and/or meeting minutes to the general membership.
- E. All Board members must hold a current ORCHA and NRCHA membership.
- F. Any Board member may voluntarily withdraw or may be suspended or expelled by majority vote of the Board of Directors for violation of the Bylaws, non-payment of dues, missing three consecutive regular Board of Directors meetings, or for conduct deemed detrimental to the club.
- G. When there are openings on the Board of Directors, Directors may be nominated by any member at any Board of Directors meeting. A majority vote of Directors attending the meeting is required to add the nominated Director to the Board. The term of any Director so appointed by the Board of Directors ends on November 15 of the election year of the replaced Director.

ARTICLE V

Meetings

- A. The Board of Directors shall meet regularly as established by the Board of Directors. Any member or interested individual may attend these meetings.
- B. Four Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors.
- C. The Annual General Membership Meeting (AGMM) shall be held in November of each year. The time and location of the meeting will be established by the Board of Directors and will be communicated to the membership of ORCHA no less than twenty days prior to the meeting.
- D. Executive session meetings of the Board of Directors may be called whenever deemed necessary and all Directors shall be notified no later than twenty-four hours prior to such meeting. Executive session meetings of ORCHA may be called by a majority of the Board of Directors.
- E. Meetings of the Board of Directors shall be conducted in accordance with Roberts Rules of Order, Simplified and Applied.

- F. For any motion before the Board, the Board may choose by two-thirds majority of those present to open the vote to all members present or to open the vote to all members through a mailed ballot.
- G. Outside of meetings, affairs of the Association may be conducted through electronic correspondence, including putting forth and seconding of motions and electronic voting on motions before the Board of Directors. Results of any motions shall be included in the minutes presented at the next Board of Directors meeting.

ARTICLE VI

Committees & Representatives

A. The following are the standing committees and representatives for the Association:

1. Youth Representative (Advisor)
2. Green Representative
3. Membership Representative
4. AQHA Show Representative
5. Fund Raising & Sponsors Representative /Committee
6. Awards Representative

The term of representatives and committee heads shall commence November 16 and end November 15 of election years. Terms will be four years. Elections will occur every 2 years to fill vacant positions. Election years are as follows: 2010, 2012, 2014, 2016, 2018, etc.

ARTICLE VII

Rules and Regulations

- A. The Board of Directors shall establish rules and regulations for the presentation and judging of ORCHA events. The rules and regulations so adopted shall be changed, nullified, or repealed only by a majority vote of the Board of Directors. The Board of Directors must provide any changes made to the rules to the membership in writing, once approved.
- B. Any rules adopted by the Board of Directors in any given membership year go into effect the following membership year.
- C. Any member in good standing may present to the Board of Directors a proposed change to the rules and regulations for consideration. Changes are to be submitted in writing before or during any Board of Directors or general membership meeting.
- D. Every new member shall receive a printed copy of the most current ORCHA rules and bylaws.

ARTICLE VIII

Amendments

The Board of Directors, by majority vote, may amend or change any provision under these Bylaws. Amendments and changes may also be proposed by any voting member in good-standing.

ARTICLE IX

Indemnification/Insurance

Representatives and board members may be indemnified by the Association to the fullest extent permitted by the laws of the State of Ohio. The association may purchase insurance protecting its representatives and directors from civil liability occasioned by their conduct in office.

ARTICLE X

Disclaimers & Dissolution

- A. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, representatives, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.
- B. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
- C. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- D. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

These Bylaws were originally approved and adopted by the Ohio Reined Cow Horse Association Board of Directors by way of special meeting on the 24th day of January 2009. The bylaws were amended August 7, 2011.