

BY-LAWS OF THE AURORA HORSEMEN'S ASSOCIATION, INC.

ARTICLE I: NAME AND PURPOSE

- Section I: This organization shall be known as the Aurora Horsemen's Association, Inc. (A.H.A.), with the principal office located in the State of Colorado, City of Aurora.
- Section II: A registered office and registered agent, whose office and location will be identical, will be continuously maintained by the A.H.A., as required by the State of Colorado. The registered office may be, but need not be, identical as the principal office of A.H.A. The address of the registered office may be changed by recommendation of the Board of Directors, at a regular or special meeting. The recommendation shall be subject approval of the Board of Directors entitled to vote and present at said meeting.
- Section III: The purpose of A.H.A. is: To provide a nonprofit organization, as chartered by the State of Colorado. To further the economic and social interests of horses and all livestock, in general, and to promote the general welfare of the same. To encourage horsemen, horsewomen, children of all ages, and any other persons to engage in activities desirable and/or essential thereto, and in the best interest of horsemanship in Aurora, the State of Colorado and elsewhere.

ARTICLE II: MEMBERSHIP

- Section I: Membership of A.H.A. shall be open to any individual, family, or business interested in the welfare of horses and in good horsemanship in general.
- A. Individual membership shall consist of a person age 18 and over. A minor cannot join as an individual, but must have representation under a family membership, or under a business membership as a child of an adult.
 - B. A family membership shall consist of parents and their children (foster and/or dependent) age 17 and under as of the first of the calendar year, living in the same household.
 - C. A business membership shall consist of the owner of the business, spouse, children (foster and/or dependent) age 17 and under as of the first of the calendar year, living in the same household, or any four (4) persons designated, in writing, to the Board of Directors.
 - D. Each individual membership shall be entitled to one (1) vote. Each family membership shall be entitled to two (2) votes. Each business membership shall be entitled to two (2) votes. Lifetime membership shall be entitled vote(s) per membership as original member type (i.e. business, family, or individual), on each matter submitted for vote at regular or special meetings of A.H.A.
- Section II: Dues
- A. Payment of dues shall be required to acquire and/or maintain membership in A.H.A. Dues shall be payable in advance of the first show of the calendar year. The Board of Directors may determine installation fees, if any, and the amount of annual dues payable for individual, family, business or by recommendation at a regular or special meeting. The recommendation shall be subject to board approval by a majority vote of the board entitled to vote, that are present at said meeting.

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ARTICLE II: MEMBERSHIP (cont'd)

Section II: Dues (cont'd)

- B. If any member defaults in the payment of dues for a period of two (2) months from the date such dues become payable, his/her membership will be terminated.

- C. Payment of dues for new members who join after September 30th shall be prorated to one fourth (1/4) of the annual dues. They must pay the full annual dues for the following year at the same time.

Section III: Suspensions and Expulsions:

- A. Association with this organization of any member who shall at any time conduct himself or herself in such a manner, whether through personal misconduct, failure to pay assessments, may be considered no longer desirable. The Board of Directors, by affirmation vote of all board members may suspend or expel a member for cause after an appropriate hearing. His or her reinstatement may be prohibited for a period of time as may be determined by the Board. Any member suspended or expelled shall receive written notice of such action by certified mail within ten (10) days of such action.
- B. Any member expelled from A.H.A. (as provided in Article 2 Section 3A) shall have the right to appeal his or her disqualification by informing the Board of Directors, by certified mail, of his or her intentions within ten (10) days of receipt of notification. The appeal will be made to the Board of Directors at the next regular meeting following proper notification of intent. A majority of the board present, and entitled to vote, at said meeting shall have the authority to reinstate the suspended or expelled member.

ARTICLE III: MEETINGS

Section I: Meetings of the General Membership shall be held not less than three times a year at a predetermined time and place as designated by the Board of Directors. The meeting time and place may be changed at the direction of the President and/or Board of Directors. Notice of such change shall be electronically mailed, to the membership no later than ten (10) days before the meeting is scheduled.

Section II: Special meeting(s) of the General Membership may be called by the President or by a majority vote of the Board of Directors or by no less than one-fourth (1/4) of the General Membership having voting rights. Notification of the special meeting(s) will be mailed, with proper postage, and will be sent to the membership no later than ten (10) days before the meeting. The purpose (s), time(s) and place(s) of the special meeting(s) shall be enclosed in the notice.

Section III: Two (2) officers and one-twentieth (1/20) of the General Membership at a meeting who are, entitled to vote, at any meeting, regular or special, shall constitute a quorum for the purpose of conducting business.

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ARTICLE III: MEETINGS (cont'd)

Section IV: In the event of a "bonafide" emergency, notification of the time, place and date of any General Membership meeting, regular or special, or of any Board meeting, regular or special, may be made by the most expedient mode of communication available.

ARTICLE IV: OFFICERS

Section I: The officers of this organization shall be: President, Vice-President, Secretary, Treasurer. No person shall hold more than one of the above offices at the same time. Each officer shall hold office until his successor has been duly elected and properly installed. No person shall be elected to the same office more than two consecutive terms.

Section II: Any officer (s) may, as set forth in article 2, Section 3a, be removed from office. The officer removed may, as set forth in Article 2, Section 3b, appeal such removal.

ARTICLE V: ELECTION OF OFFICERS:

Section I: Nominations, Elections, and Installations

- A. The General Membership meeting held in September of each year shall be for the purpose of nominating candidates for the offices of A.H.A. (Officers and Board of Directors). To be eligible as a nominee you need to have been a current member during that years entire show season.
- B. The Board meeting in October shall be for the purpose of electing the board. The results of the election will be announced at this meeting.
- C. The year-end awards ceremony shall be for the purpose of installing the newly elected Officers and members of the Board of Directors.

Section II: The transaction of other business as may come before the membership may be held at any of the above meetings.

ARTICLE VI: DUTIES OF OFFICERS

Section I: President

- A. The President shall preside at all meetings of the General Membership, regular or special, and all meetings of the Board of Directors, regular or special. The President shall cast a vote in case of a tie.
- B. The President shall be the executive officer of A.H.A. and shall, in general, supervise and control the business of and affairs of A.H.A.
- C. The President shall be responsible for the enforcement of the by-laws and any rule(s) established by A.H.A.

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ARTICLE VI: DUTIES OF OFFICERS (cont'd)

Section I: President (cont'd)

- D. The President may approve expenditures of funds for A.H.A. up to an amount previously approved by the Board of Directors.

Section II: Vice-President

- A. The Vice-President shall assist the President in the discharge of his/her duties. In the event the President is absent or unable to perform the duties of his/her office, the Vice-President shall assume all duties and have all powers of the President.
- B. A vacancy in the office of the Presidency shall be filled by the Vice-President for the remainder of the term of office.

- Section III: Treasurer
- A. The Treasurer shall have charge and custody of and be responsible for all funds and securities of A.H.A
 - B. The Treasurer shall receive and give receipts for moneys due and payable to A.H.A and deposit such moneys to the credit of A.H.A. in such depositories as may be selected by the Board of Directors.
 - C. One (1) of the three Board approved signatures shall be required to sign checks, drafts, or orders for payment of moneys, notes or other evidences of indebtedness, for the disbursement of funds of A.H.A.
 - D. The Treasurer shall keep true and correct records of all receipts and expenditures. The financial records may be, by request to the Treasurer, inspected by any member and his/her Agent or Attorney(s) at a reasonable time and place.
 - E. The Treasurer shall maintain a petty cash fund not to exceed \$150.00 (one hundred fifty dollars). This fund shall be maintained for the normal day to day operating expenditures of A.H.A. Deposits to the petty cash fund will be made only from the general fund after itemized receipts have been presented to the Board.
 - F. A review of the funds of A.H.A. shall be performed in December of each year by a Review Committee of not less than five (5) people. The Review Committee shall consist of the President, President-elect, Treasurer, Treasurer-elect, and at least one (1) other individual (Board Members or General Members). Time and place of the review to be determined by those on the Review Committee.

- Section IV: Secretary
- A. The Secretary shall keep the minutes of the meetings of the membership and of the Board of Directors in one or more books provided for the purpose and shall report the minutes of each at the following meeting. The Secretary shall see that all notices are duly given, in accordance with the provisions of the by-laws or as required by law.
 - B. The Secretary shall perform all duties incident to the office of Secretary.

Section V: A vacancy in any office (except President) shall be temporarily filled by an appointment of the Board of Directors, and an election shall be held at the next regular General Membership meeting for that purpose.

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BYLAWS OF THE AURORA HORSEMEN'S ASSOCIATION, INC.
ARTICLE VII: BOARD OF DIRECTORS

- Section I: The Board of Directors shall manage the normal business affairs of A.H.A.
- Section II: The Board of Directors shall consist of the Officers and not less than two nor more than ten director. Officers and Board Members shall be elected for two-year terms. Each director shall hold office until his successor shall have been duly elected and installed.
- Section III: Meetings:
- A. Meetings of the Board of Directors shall be held monthly at a predetermined time and place as designated by the Board of Directors. The meeting time and place may be changed by resolution of the Board of Directors. Notice of such change shall be electronically mailed, to the membership no later than seven (7) days before said meeting is scheduled. Emergencies shall be in accordance with Article 3. Section 4.

- B. Special meeting(s) may be called by the President or at the request of any five (5) Board of Directors. Notification of the special meeting(s) will be electronically mailed, and will be sent to the Directors no later than seven (7) days before the meeting is scheduled. Emergencies shall be in accordance with Article 3, Section 4.

Section IV: The President and five (5) Board members shall constitute a quorum for the transaction of any and all business of A.H.A. at regular or special meeting of the Board unless acts or action require a greater number by law.

Section V: The Board of Directors shall authorize all normal expenditures from the general fund.

Section VI: The Board of Directors may, under due consideration, replace any Board member who misses three (3) Board Meetings during the Fiscal year. The President will contact said member.

Section VII Vacancies
The Board of Directors shall appoint, by a majority vote, a member of A.H.A. as a director to fill a vacancy for the unexpired term of office.

ARTICLE VIII: COMMITTEES

Section I:

- A. The Board of Directors shall, by a majority vote, designate all committees. The President shall appoint all Chairpersons.
- B. Committees shall aid and assist in the implementation of the intent(s) and purpose(s) set forth in the Articles of Incorporation of A.H.A.

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Bylaw Committee

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ARTICLE VIII: COMMITTEES (cont'd)

Section II.

- A. The Chairperson(s) may, but not need be, a Board Member.
- B. The Chairperson may appoint members of his or her committee. The Chairperson may remove member(s) of his or her committee for cause.
- C. The Chairperson shall submit to the Board of Directors for approval a budget for operating expenses of his or her committee, if required or needed.
- D. The Chairperson or designee of each committee will report to the Board of Directors at each meeting.

Section III: All Chairpersons shall be members of A.H.A.

Section IV: Vacancies in the membership of a committee shall be filled by the Chairperson of that committee.

Section V: A majority of the committee shall constitute a quorum for the purpose of conducting business of the committee.

Section VI: Resignation: The committee Chairperson(s) shall submit, in writing, a letter of resignation to the President.

ARTICLE IX: CONTRACTS, CHECKS, DEPOSITS, FUNDS

The Board of Directors may authorize, in writing any Officer(s) or agents(s) of A.H.A., in addition to the officers so authorized by these by-laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of A.H.A. Such authority may be general or confined to specific instances.

ARTICLE X: FISCAL YEAR

The fiscal year of A.H.A. shall begin on the first day of January and end on the last day of December in each year.

ARTICLE XII: AMENDMENTS TO THE BY-LAWS

Section I:

- A. The By-laws may be altered, amended, or repealed and new by-laws adopted, if at a meeting of the Board of Directors, the By-law Committee gives its intentions to alter, amend, or repeal.
- B. Any Proposed amendment(s) or change(s) to the By-laws must be presented at a regular board meeting. Proposed changes must be sent to General Membership in written form, in the monthly newsletter for general membership review. Changes can only take effect after the said publication mailing, and during the next regularly scheduled meeting.
- C. The question shall also be submitted whenever at least one-twentieth (1/20) of the members, entitled to vote thereon, so request.
- D. A Copy of the adopted By-laws shall be provided to the General membership, upon request.