

**CONSTITUTION AND BY-LAWS  
OF THE  
OHIO VALLEY ARABIAN HORSE ASSOCIATION**

**Article I  
Name**

The name of this organization shall be the **OHIO VALLEY ARABIAN HORSE ASSOCIATION**, hereafter referred to as **OVAHA**, and it shall be a non-profit organization.

**Article II  
Object and Purpose**

The object and purpose of the **OHIO VALLEY ARABIAN HORSE ASSOCIATION** shall be to:

- Formulate educational and publicity programs and other activities in the interest of the Arabian, Half-Arabian and Anglo-Arabian horse owners and enthusiasts in the Ohio Valley area
- Aid and encourage the breeding, exhibiting, use and perpetuation of the Arabian, Half-Arabian and Anglo-Arabian horse
- Promote, encourage and stimulate popular interest in the outstanding using qualities of the Arabian, Half-Arabian and Anglo-Arabian horse
- Foster and encourage enjoyment and good relations between club members, and
- Do any and all things necessary to accomplish the objectives and purpose as stated herein

**Article III  
Membership**

Membership in the **OHIO VALLEY ARABIAN HORSE ASSOCIATION** shall be open to all owners, exhibitors and friends of the Arabian, Half-Arabian and Anglo-Arabian horse. Members will be of three (3) categories:

- **Full Membership** which includes affiliation with the **ARABIAN HORSE ASSOCIATION (AHA)** and full privileges in **OVAHA**;

- **Associate Membership** which excludes voting privileges and ability to hold office in the OVAHA but includes Recreational Riding and High Point eligibility and all other club privileges, and
- **Youth Membership** for those persons who have not reached his/her 18th birthday as of December 1st of the current competition year. Youth members are entitled to the same privileges as an Associate Member and, in addition, are entitled to a Youth Membership in AHA.

#### **Article IV Membership Dues**

The annual dues of the OHIO VALLEY ARABIAN HORSE ASSOCIATION shall be of three (3) categories:

- **Individual Full Membership** will include the annual dues to the Arabian Horse Association
- **Associate Membership**
- **Youth Membership**

The Individual Full Membership will constitute one (1) vote in all matters of business of AHA and the OVAHA, and the dues will be paid annually.

The Individual Associate membership excludes voting privileges and the dues will be paid annually.

The Youth Membership is for those persons who have not yet reached his/her 18th birthday as of December 1st of the current competition year. Youth members are entitled to the same privileges in OVAHA as an Associate Member and, in addition, are entitled to a Youth Membership in AHA. The dues for the Youth Membership will be paid annually.

The OVAHA membership year shall run concurrent with AHA. Dues are due and payable to AHA and OVAHA. Late penalties will be assessed by AHA.

Membership dues shall be on a calendar year basis due and payable anytime during the current membership year.

#### **Article V Withdrawal or Expulsion of Members**

The Board of Directors may, by unanimous vote, remove a member from the roll of the Association for conduct deleterious to the best interest of the Arabian horse or to the best interest of OVAHA.

## **Article VI Board of Directors**

**The business and affairs of OVAHA shall be managed and controlled by the Board of Directors which shall consist of the President, Vice-President, Secretary and the Treasurer of OVAHA during the term of their offices, and the Immediate Past President. In addition, there shall be six (6) Board Members, of who three (3) shall be elected at each annual meeting to serve for a period of two (2) years. All officers and Directors must be Full Members, in good standing, of OVAHA.**

**Any Board Member elected and serving his or her entire term of two (2) years shall be eligible for ~~one (1)~~ two (2) succeeding terms. A vacancy among such elected members may be filled by a majority vote of the Board of Directors. Such Board Member shall hold office until the next annual meeting of OVAHA, at which time the membership shall vote to fill the balance of the term. All Board Members are expected to attend Board Meetings. Absence from more than two (2) consecutive meetings may result in a request for resignation from the Board.**

## **Article VII Officers**

### **Section 1. Enumeration**

**The officers of OVAHA shall consist of a President, a Vice-President, a Secretary and a Treasurer.**

### **Section 2. Election**

**The nomination committee's proposed slate of officers shall be served with the announcement of the meeting just prior to the election meeting. Nominations will be taken from the floor at the meeting just prior to the election meeting. No nominations will be taken from the floor at the election meeting.**

### **Section 3. Qualifications**

**All officers shall be Full Members in good standing with OVAHA.**

### **Section 4. Vacancy**

**Any vacancy in the officers shall be filled by a Board Member appointed by a majority vote of the Board of Directors until the next annual meeting.**

#### **Section 5. Duties of the President**

- **The President shall preside at all annual meetings and at all meetings of the Board of Directors;**
- **Except as otherwise provided, he or she shall appoint all committees, who shall serve at the discretion of the President, and shall be an ex-officio member of all committees;**
- **Within any limitations imposed by the constitution and by-laws, or duly adopted resolutions of the annual meeting, or of the Board of Directors, he or she shall have general power to conduct and manage the affairs and business of OVAHA;**
- **He or she shall have other and further powers as may be specifically delegated to him or her by proper authority.**

#### **Section 6. Duties of the Vice-President**

- **The Vice-President shall assume the duties of the President in the event of the absence, or inability to act, of the President or at his or her request;**
- **The Vice-President shall chair the annual nomination committee;**
- **The Vice-President shall have such other duties, respectively, as may be specifically delegated to him or her by proper authority.**

#### **Section 7. Duties of the Secretary**

- **The Secretary shall keep, or cause to be kept, a full and complete record of the proceedings of the annual meeting and of meetings of the Board of Directors and of action taken by the Board of Directors by mail;**
- **The Secretary shall handle, or cause to be handled, all correspondence and communications and generally do and perform all duties incidental the office of Secretary;**
- **The Secretary shall publish notices of the place and date of the annual meeting and of meetings of the Board of Directors;**
- **The Secretary shall have such other duties as may be prescribed by proper authority.**

#### **Section 8. Duties of the Treasurer**

- **The Treasurer shall receive, or cause to be received, all monies belonging to or paid into OVAHA and safely keep the same;**
- **The Treasurer shall disburse funds of OVAHA in accordance with the direction of proper authority;**
- **The Treasurer shall keep complete books of accounts and shall make an itemized statement and report to the annual meeting and such interim reports as may be required by the Board of Directors;**
- **The Treasurer shall have such other duties as may be prescribed by proper authority.**

## **Article VIII Committees**

### **Section 1. Membership Committee**

**The President shall appoint a committee on membership, to hold office at the discretion of the President. Such committee shall have those duties prescribed by this constitution and by-laws and such other duties as may be delegated by the annual meeting, the Board of Directors, or the President.**

### **Section 2. Nomination Committee**

**The Vice-President shall chair a committee to receive nominations for the annual election of Officers and Directors. To assist the Vice-President, the committee shall include two (2) club members selected by the general membership.**

### **Section 3. Other Committees**

**The annual meeting, the Board of Directors or the President may from time to time provide for the appointment, membership and duties for such other committees as may be necessary or desirable.**

## **Article IX Meetings**

### **Section 1. Annual Business Meeting**

**The annual business meeting of OVAHA shall be at some designated date and place during December as determined by the Board of Directors each year. The order of business of the annual meeting shall be:**

- **President's call to order**
- **Reading of the minutes of the previous meeting**
- **Treasurer's report**
- **Report of Committees**
- **Unfinished Business**
- **New Business**
- **Election of Officers and Directors**
- **Adjournment**
- **Any other social activities**

## **Section 2. Special Meetings**

**Special meetings may be called by the President or by a majority of the Directors at such time and place as deemed necessary.**

## **Section 3. Regular Meetings**

**Regular meetings will be held as often as the membership shall desire. Schedule to be determined each year after the annual meeting.**

## **Section 4. Notice of Meetings**

**Written notice of general meetings shall be mailed or e-mailed by the Association Secretary at least one (1) week prior to the times of such meeting.**

## **Section 5. Voting by Mail or Electronic Communication**

**The Board of Directors may take action, without a meeting, by mail, e-mail, fax, or similar communication when:**

**A notice stating the action to be taken and the time by which a Director must respond is transmitted by mail, e-mail or fax or similar communication to each member of the Board, and, each member of the Board, by the time stated in the notice:**

- (a) Votes in writing for such action; or**
- (b) (1) Votes in writing against such action, or abstains in writing from voting, or fails to respond, or vote; and**
- (2) Fails to demand that action not be taken without a meeting.**

**The response required herein must be by mail, e-mail or fax, and, shall include the President's signature.**

**2. The notice required by subsection 1 of paragraph f shall state:**

- (a) The action to be taken; and
- (b) The time by which a Director must respond;
- (c) That failure to respond by the time stated in the notice will have the same effect as abstaining in writing by the time stated in the notice and failing to demand in writing, by the time stated in the notice, that action not be taken without a meeting; and

(d) Any other matters the Ohio Valley Arabian Horse Association determines to include.

3. The number of affirmative votes for such action meets or exceeds the number that would be necessary to take such action at a meeting at which all Directors were present and voting.

4. All signed written instruments necessary for any action taken pursuant to this section shall be filed with the minutes of the meetings of the Board of Directors.

## **Article XI Delegates to the AHA Convention**

All delegates to the Arabian Horse Association (AHA) convention shall be selected by the Board of Directors after consideration of application from the membership.

The Club shall provide partial reimbursement to qualified delegates, amount to be determined and approved annually by 2/3 vote of the Board of Directors. To qualify for reimbursement, selected delegate must attend at least 50% of Board and 50% of General Meetings for the current convention year.

## **Article XII Rules of Order**

Meeting procedures for committees, executives and most board meetings can be much different than those for larger gatherings. Certain formalities are unnecessary when the group size is less than about a dozen members. For example:

- There is no limit to the number of times a member may speak to an issue.
- It is not necessary to address the chair before speaking.
- The chair needn't leave that post in order to speak, make motions or vote. (In fact, he or she may well be the most active participant in discussions and work of the committee.)
- Motions need not be seconded.
- Action can be taken, at times, without the introduction of a motion.

If, however, a small group using these "relaxed" rules discovers that any one of the four basic meeting principles is being abused, then more formal procedures may be reintroduced to the meeting.

For more formal occasions or occasions as declared by the presiding officer, OVAHA meetings shall be governed by current Robert's Rules of Order.

**Article XIII**  
**Dissolution**

**In the event of dissolution, all assets shall be distributed to such organizations as are qualified as tax exempt under Section 501(c) of the Internal Revenue Code or the corresponding provisions of a future United States Internal Revenue law.**