

# Mississippi Amateur Quarter Horse Association

## By-Laws

Effective January 30, 2021

### ARTICLE I -NAME, OBJECTIVES AND LOCATION

**Section 1.** The name of this association shall be: Mississippi Amateur Quarter Horse Association, Inc. (Association or MAQHA) and shall be at all times operated and conducted as a non-profit association in accordance with the laws of the state of Mississippi and the rules and regulations of the Mississippi Quarter Horse Association, Inc. (MQHA)

**Section 2.** Objects: The purpose of this Association shall be to assist and encourage the Amateur owner in breeding, showing and using the American Quarter Horse; and promote and improve the breed in every way possible.

**Section 3.** Location: The principal place of business shall be at the office of the Treasurer, or at such place as may be designated by the Board of Directors, and business of this association may be conducted at any place convenient or otherwise beneficial to the officers, directors, or members of this association within the state of Mississippi

**Section 4.** The organization is organized exclusively for charitable, religious, educational and scientific purposes under Section 501(c)(3) of the Internal Revenue Code or corresponding sections of any future tax code.

### ARTICLE II - MEMBERS AND PRILEGES

**Section 1.** Members of the Association shall be admitted, retained and expelled in accordance with such rules and regulations as adopted by the membership.

**Section 2.** In all matters governed by the vote of the members, each member in good standing shall be entitled to one vote. A member is in good standing when they meet the eligibility requirements and appropriate dues are paid in full.

**Section 3.** Whenever in these By-Laws the term member(s) is used, it shall mean a member(s) in good standing with the right to vote.

**Section 4.** All members in good standing of the Association who are residents of the state of Mississippi are eligible to serve as officer or director. To be eligible for Officer position, candidate must be a director for at least one year subject to the direction of the Board of Directors. Membership tenure requirement to serve as an officer may be waived by Board of Directors if there are not enough members who qualify.

**Section 5.** There shall be three (3) types of membership: Regular Member, Non-Resident Member and Life Member.

To be eligible for membership in MAQHA, each member shall be a member of MQHA and have a current and valid Amateur card issued by the American Quarter Horse Association. If a member's AQHA Amateur card is pulled or becomes invalid for disciplinary reasons, the membership is hereby terminated and eligibility for year-end awards is voided. If a member's Amateur card is given up voluntarily, membership is terminated, however eligibility for year-end awards and MAQHA points earned during the current show year remain intact, up to the point when membership was terminated.

Memberships are not transferrable.

**A. Regular Member** The status of Regular member shall be given to any member of the Association who is a resident of the state of Mississippi. Regular members shall have all voting rights and privileges and will be eligible for all MAQHA year-end awards.

**B. Non-Resident Member** The status of Non-Resident Member shall be given to any member of the Association who is not a resident of the state of Mississippi. Non-Resident members shall have voting rights but are not eligible to serve on the board of directors in any capacity. Non-Resident members shall earn MAQHA points and will be eligible MAQHA year end awards except Overall High Point (All Around) Champion and Reserve Champion.

**C. Life Member** The status of Life Member shall be given to any member of the Association, regular or non-resident, who has paid the appropriate Life Membership fee for both MAQHA and MQHA or maintain membership in MQHA. Life members shall have all voting rights, and privileges and shall be eligible for MAQHA year-end awards as applicable for resident and non-residents of the state of Mississippi.

### **ARTICLE III DUES & FEES**

**Section 1.** The Board of Directors will review and establish dues and fees of the Association on an annual basis no later than the month of September. In a vote to change fees and dues, each district must be represented by one of the director, or in their absence, an officer residing in that district.

**Section 2.** For each regular, or non-resident membership, an annual fee of ten (\$10) shall be paid. This fee shall be due and payable at the time membership is requested and annually thereafter. Membership fees are due November 1<sup>st</sup> of each year and expire the following October 31.

**Section 3.** The fee of \$100 is required for life membership for MAQHA, and no annual fees will then be required.

### **ARTICLE IV MEMBERSHIP MEETINGS**

**Section 1.** The Association shall meet in person at least annually at a time and place to be set by the Directors and shall not conflict with the business meeting of MQHA.

**Section 2.** Special meetings of the members may be held at such time and place as may be designated in a notice, whenever called in writing by the direction of the President or by a majority of the Board of Directors, or by notice signed by not less than twenty (20) percent of the members then in good standing. Notice of each special meeting shall indicate briefly the object(s) of the meeting and the Special Called meeting shall be restricted to the purpose for the called meeting.

**Section 3.** Notice of special meetings of the members shall be given by mailing and/or emailing a notice stating the time, place and object of such meeting to each member, not less than seven (7) days prior to the date of such meeting.

**Section 4.** At any meeting of the members held in accordance with the foregoing provisions as to notice, the members attending such meeting shall constitute a quorum.

## ARTICLE V DIRECTORS

**Section 1.** The business and property of the Association shall be managed and controlled by the Board of Directors. Any policy or rule set by the membership at a proper meeting shall be strictly adhered to by the Board of Directors. Any action taken by this association or by its Board of Directors, other than routine action, must be approved by the Mississippi Quarter Horse Association, Inc.

**Section 2.** The board of Directors shall consist of the elected officers of the Association, all past presidents, the elected directors from each of the four districts in the state, and ~~Directors at Large~~. All members of the board of Directors shall be members in good standing of the Association.

**Section 3.** District Directors shall be elected at the regular annual meeting of the Association as follows: The State shall be divided into four districts, coinciding with the districts as set forth in the MQHA by-laws, Article IV, Section 2, paragraphs 2 and 3. The members residing in each district shall elect a minimum of two (2) Directors and one (1) Alternative from their district. Each district which has a total membership exceeding ten (10) members shall be entitled to an additional Directors as noted below, with a maximum of five (5) Directors from any one district. Such determination will depend on the number of members in good standing as of the time of election.

**Section 4.** The basis for additional Directors shall be:

11-20 members	One (1) additional director
21-30 members	Two (2) additional directors
Over 30 members	Three (3) additional directors

**Section 5.** The number of Directors for each district shall be determined annually by the board and announced at the annual meeting prior to voting. In the event that the number of Directors in any given district declines, then that district will allow the expiring Director's office to remain vacant, unless otherwise agreed to by the members of the affected district attending the election meeting.

**Section 6.** Such elected district Directors must be members in good standing and reside in the district from which they are elected. Directors shall be elected for a term of three (3) calendar years.- The alternate director shall serve a term of one (1) year.

**Section 7.** The alternate director may attend all Board meetings as a non-voting member. He/She may serve as proxy for a director from the same District at any Board meeting, providing the absent Director has notified the President or Secretary of the substitution in advance of the meeting.

Any vacancy resulting from the death or resignation of an elected District Director shall be filled by the Alternate Director.

In the event any duly elected District Director shall fail to attend three (3) consecutive meetings of the Directors without a legitimate excuse approved by the board, then at the third meeting those Directors present shall have the power to elevate the Alternate Director and he/she shall have all the powers, during the unexpired term, of the defaulting Director.

In the event the Alternate Director is elevated to Director status or otherwise vacates his/her position, the Directors of his/her district shall elect a new Alternate director to serve out the unexpired term.

**Section 8.** All past Presidents of the Association, so long as they shall remain members of the Association in good standing, shall be Directors-at-large with the right to attend meetings, participate in discussions, and vote on all matters brought before the board of Directors.

**Section 9.** Any member in good standing of the Association that is a duly elected Director of the Mississippi Quarter Horse Association, Inc. shall serve as a Director-at-large with the right to vote so long as they remain a Director of MQHA and a member in good standing of MAQHA.

**Section 10.** The Directors shall meet annually at the same time as the regular, annual meeting of the members and monthly thereafter at a time and place determined by the board of directors. The Directors, including the officers, present at a regularly scheduled meetings shall constitute a quorum.

Board meetings shall be held at a central location, but Board members who are not present in person shall have the right to participate by telephone, or other means of electronic communication subject to any limitations established in rules adopted by the Board to govern such participation.

To the fullest extent permitted by law, all meetings, except Annual meeting, but include monthly/directors, committee/task force , the board of directors or membership may conduct business by electronic means providing that all directors and/or all members are included in the means of communication.

## ARTICLE VI OFFICERS AND DUTIES

**Section 1.** Officers of the Association shall be a President, Vice-President, a Secretary, Treasurer( if not paid appointed position) and a Reporter. Officers shall be elected by the

general membership at the regular annual meeting for a term of one year. All officers shall be members in good standing and shall be legal residents of the state of Mississippi.

**Section 2.** President: The President shall be the chief executive officer of the Association and shall preside at all meetings of the board of Directors. He/she shall see that the by-laws, rules and regulations of the Association are enforced, and shall perform all other duties that may be prescribed from time to time by the Board of Directors. He/she shall be ex-officio member of all committees except the nominating committee. The president will be responsible for appointing members/directors to standing committees and establish any task forces as needed. A task force will serve for a maximum of 1 year unless their work deemed incomplete and necessary to finish.

The President shall appoint a Liaison Officer to the Board of Directors of the MQHA. The responsibility of this officer is to attend all MQHA Board meetings, to relate to the MQHA board the activities and needs of MAQHA, and to serve as a means of communication between the Board of Directors of MQHA and MAQHA. Any member of the Association, including elected officers or Directors, may serve in this capacity. This appointment is subject to the approval of the Board of Directors of MAQHA.

**Section 3.** Vice-President: In the absence of the President, the Vice President shall have the powers and shall perform the duties of the President and such other duties as may be prescribed by the Board of Directors.

**Section 4.** Secretary: The Secretary shall keep the minutes of all membership meetings and directors' meetings. He/She shall be the custodian for the safekeeping of all documents and records of the Association. He/She shall be ex-officio secretary of all committees appointed by the President or Board of Directors, and shall perform such other duties as may be prescribed by the Board of Directors.

**Section 5.** Treasurer: The Treasurer shall receive all money, and shall disburse the same only upon itemized demands and upon the order of the Board of Directors. He/She shall account for all the same by itemized statements in detail to each annual meeting of the members of MAQHA, MQHA, and the Board of Directors and monthly to the Board of Directors.

The treasurer may be appointed by the MAQHA president and approved by the board of directors with continued approval each year by the board of directors as a paid office with the option of reverting back to a volunteer position if deemed necessary. Salary of the treasurer will be voted on and approved by the board of directors. If a paid position, then the occupant has no voting right but may analyze financial issues and provide recommendations.

**Section 6** Reporter: The Reporter shall have the responsibility of gathering and publicizing information pertinent to the Association, and/or of interest to the members, through our various communication platforms.

**Section 7.** All vacancies in the offices of the Association shall be filled by the Board of Directors for the unexpired term and those appointed shall serve until the election and acceptance of their duly qualified successors.

**Section 8.** Elected officers shall take office immediately following installation at the annual membership meeting and shall serve until the installation of their duly qualified successors.

## **ARTICLE VII STANDING COMMITTEES**

**Section 1. A Nominating Committee** consisting of one Director from each district shall be appointed by the President each year for the purpose of nominating candidates for the elected offices. The Nominating Committee shall submit at least one candidate for each office. Other nominations will be accepted at the time of the annual meeting.

**Section 2. A Show Committee(s)** shall be appointed by the President. The responsibility of this committee shall be to plan the annual AQHA show(s) sponsored by MAQHA.

**Section 3. An Awards Committee** shall be appointed by the President. The responsibility of this committee shall be to select, procure and distribute appropriate year-end awards including the Sportsmanship Award. The committee shall work in conjunction with the MAQHA Treasurer, MQHA Banquet Chairman, and the MQHA Points Secretary to determine budget, schedule and recipients.

A champion (highest points) and reserve champion (second highest points) will be selected in each Amateur, Level 1 Amateur, and Select Amateur class as well as an Overall High-point (All Around) Champion and Reserve Champion in each category (Amateur, Novice Amateur, and Select Amateur).

Members will qualify for year-end awards in accordance with MQHA rules.

**Section 4. Scholarship Committee** shall be appointed by the President. The responsibility of this committee shall be to accept applicants and select a recipient for the Mississippi Amateur Quarter Horse Association Scholarship according to the rules stipulated by the MAQHA Board of Directors. This committee shall oversee the updates to application and rules regarding the Scholarship fund

## **ARTICLE VIII AMENDMENTS**

**Section 1.** These bylaws may only be amended at the annual MAQHA membership meeting held normally in January, after having been submitted for approval of the Rules Committee of MQHA no later than November 1<sup>st</sup> of the prior year.

Proposed bylaw changes shall be posted on MQHA's website for review.

## **Article IX DISSOLUTION**

**Section 1.** Upon the dissolution of this association, the board of directors, after providing for the payment of all obligations, shall distribute any remaining assets to the Mississippi Quarter Horse Association.