

# **West Virginia Quarter Horse Association, Inc.**

## **(Proposal for Updated Version) Official Handbook, By-Laws, Rules and Regulations**

Prepared by:  
Stacey Chase Jividen  
April 5, 2018

## **ARTICLE I**

### **Name, Object, and Location**

#### **Section 1.**

##### ***Name of the Organization***

The name of the organization shall be the **West Virginia Quarter Horse Association** (hereby known as **WVQHA**).

#### **Section 2.**

##### ***Object***

The object of the organization shall be to promote interest in the breeding, handling, and showing of horses registered by the parent organization, the **American Quarter Horse Association** (hereby known as **AQHA**).

#### **Section 3.**

##### ***Place of Business***

The place of business shall be the address of the presiding **Secretary**.  
The members of WVQHA may be residents of any state, territory, or country.

## **ARTICLE II**

### **Relationship to Parent Association**

#### **Section 1.**

##### ***Relationship to AQHA***

All proceedings of this association shall conform to the policies, rules, regulations, and activities of the American Quarter Horse Association.

#### **Section 2.**

##### ***Adoption of AQHA Rules***

The West Virginia Quarter Horse Association recognizes and adopts all existing rules and regulations as published in AQHA's most current rulebook: **The American Quarter Horse Association's Official Handbook of Rules and Regulations**.

## **ARTICLE III**

### **Members and Membership Meetings**

#### **Section 1.**

##### ***Membership***

Membership shall be from **January 1 through December 31** of each year. Membership shall be open to any person interested in promoting quarter horses registered by AQHA yet members need not own a registered quarter horse.

- a. Any person having joined WVQHA shall thereby become subject to the current rules and By-Laws of the association and therefore shall be subject to expulsion from the organization as set forth in the By-Laws.
- b. Members of the association shall be admitted, retained, and expelled in accordance with such rules and regulations set forth by the **Board of Directors**.
- c. Any member may be suspended and denied privileges of the WVQHA for the failure to pay when due any obligation owed the association or for giving a worthless check for entry fees, stall fees, offices charges, stock charges, or any other fees or charges connected with the association, provided, however, **that fifteen (15) business days before action by the association, written notice of the account due and the intention to suspend or withhold privileges shall be delivered, via U.S. Postal Service Certified Mail to the address listed on their membership and/or show entry form, to such member or nonmember**. Any suspension and/or denial of privileges of under this section shall terminate upon full payment of the obligation due the association. Any monies not collected within two months of said written notice shall result in notification to AQHA for further legal action.
- d. In all matters governed by the vote of the members, each member aged 18 and over in good standing shall be entitled to one vote.
  - i. A member 18 years of age admitted under a Family Membership may vote upon the absence of either parent when present at meetings.
- e. Whenever in these By-Laws, whenever the term **member** is used, unless otherwise specified, it shall mean a member or members having the right to vote (i.e. a member in good standing).

#### **Section 2.**

##### ***Membership Meetings***

The meetings of the general membership shall be held at least one time during the calendar year at such time and place as may be fixed by resolution. Any business may be brought before the membership at the meeting.

### **Section 3.**

#### ***Special Membership Meetings***

- a. Special meetings of the members may be held at such time and place as may be designated in the notice, **whenever called in writing by the direction of the *President* or by a majority of the *Board of Directors* or by a *petition* signed by not less than twenty percent (20%) of the members then in good standing.**
- b. Notice of each special meeting shall indicate briefly the object or objects of that meeting. Notice shall be given not less than ***five (5) business days*** prior to the date of such meeting.
- c. The annual election of the association's ***Officers*** and ***Board of Directors*** will be held in the month of December.

### **Section 4.**

#### ***Membership Meeting Quorum***

At any meeting of the members held in accordance with the foregoing provisions and provided via written notice, the members attending said meeting shall constitute a quorum of the members for all purposes.

### **Section 5.**

#### ***Membership Meeting Procedure***

- a. Any ***Officer*** of the association may call the meeting of the members to order and may act as chairperson of such meeting with the precedence being given as follows: ***President, Vice President, Secretary, and Treasurer.*** In the absence of all such officers, members present may elect a ***chairperson.***
- b. The ***Secretary*** of the association shall act as secretary of all meetings of the members but in his or her absence, the ***President*** may appoint any such person to act as secretary of the meeting.

## **ARTICLE IV**

### **Fiscal Year, Annual Membership, and Membership Fees**

#### **Section 1.**

##### ***Fiscal Year***

The association shall conduct its fiscal affairs on the calendar year basis, same to begin January 1 and ending on December 31 of the same year.

#### **Section 2.**

##### ***Annual Membership***

Membership shall consist of three categories:

- a. **Individual Membership** (one vote) shall include not only individuals but stables, farms, and/or corporations.
  - i. Only one individual will be a member when a membership is in the name of a stable, farm, or corporation with that individual being the person whose name and signature appearing as the authorized agent on the application.
- b. **Family Membership** (two votes) shall include a husband and wife, or at least one parent or legal guardian and any children under the age of 18 years.
  - i. Exception: When a youth is still qualified to show in youth activity classes, he or she will be considered a member when his or her parents join under a **Family Membership**.
  - ii. This membership **does not include** membership in the **West Virginia Quarter Horse Youth Association** (hereby known as **WVQHYA**).
- c. **Lifetime Membership** (one vote) shall include individuals, stables, farms, and/or corporations.
  - i. Only one individual will be a member when a membership is in the name of a stable, farm, or corporation with that individual whose name and signature appearing as the authorized agent on the application.
- d. **Youth Membership** (no vote): criteria for the **WVQHYA** are detailed in the current **West Virginia Quarter Horse Youth Association By-Laws**.

#### **Section 3.**

##### ***Annual Membership Fees***

Annual Fees shall be set forth by the **Board of Directors** and are subject to change without notice. ***The membership and all afforded privileges of membership including, but not limited to, point(s) and vote(s), shall commence when the membership application is completed AND the membership fees are paid in full.***

## ARTICLE V

### Officers and Duties

#### Section 1.

##### **Officers**

- a. The officers of the association shall consist of a **President**, a **Vice President**, a **Secretary**, a **Treasurer**, **Youth Advisor(s)**, and a **Board of Directors**.
- b. All officers, except the **Secretary**, shall be elected by a majority vote of the members.
  - i. The **Secretary**, **Point Secretary**, and **Membership Secretary** shall be appointed by the **President** and confirmed by the **Board of Directors** and will not have a vote on issues arising at **Board of Directors** meetings.
  - ii. If an officer holds more than one office (i.e. someone is Board of Director and Membership Secretary), they will only have one vote.
- c. To qualify to serve in any elected or appointed office in the association, an individual **must be a WVQHA member in good standing at the time of the election or appointment.**
- d. The term of any elected **Officer** shall **begin on January 1 and end December 31 of that calendar year.** If an **Officer** begins his or her term after January 1, that term will end December 31 of the same calendar year.
- e. No more than two family members (immediate family) may concurrently hold an **Officer** position within the same calendar year.

#### Section 2.

##### **President**

- a. **President:** The **President** shall be the Chief Executive Officer of the association and shall preside at all meetings of the **Board of Directors**.
- b. The **President** shall enforce the By-Laws, rules, and regulations of the association and shall perform all other duties that may be prescribed from time to time by the **Board of Directors**.
- c. The **President** has the power to create and dissolve committees, general or special, of whose members may include **Officers**, **Directors**, or individuals from the general membership.
- d. The **President** shall be an ex-official member of all committees.
- e. To qualify as a candidate for **President**, an individual must have served **at least one (1) year as an elected member of the Board of Directors.**
- f. The **President** may succeed himself/herself in office. This is to be an elected office on an annual basis for which an individual may serve a **maximum of six (6) consecutive terms.**
- g. The retiring **President** shall serve as Director for **one (1) year** in addition to the maximum amount of the members serving on the **Board of Directors**.

### **Section 3.**

#### ***Vice President***

- a. ***Vice President***: In the absence of the ***President***, the ***Vice President*** shall have the powers of the office of ***President*** and shall perform the duties of the ***President*** as well as any duties prescribed by the ***Board of Directors***.
- b. The ***Vice President*** shall be allowed to succeed himself/herself in office. This is to be an elected office on an annual basis for which an individual may serve a **maximum of six (6) consecutive terms**.

### **Section 4.**

#### ***Secretary***

- a. ***Secretary***: The ***Secretary*** shall keep the minutes of all membership and ***Board of Directors***' meetings.
- b. The ***Secretary*** shall be the custodian for the safekeeping of all documents and records of the association.
- c. The ***Secretary*** shall make a report of his/her office to the ***Board of Directors*** and to all membership meetings, and shall perform such other duties as may be prescribed by the ***Board of Directors*** from time to time.

### **Section 5.**

#### ***Treasurer***

- a. ***Treasurer***: The ***Treasurer*** shall disburse monies only upon itemized demands and upon the order of the ***Board of Directors***.
- b. The ***Treasurer*** shall receive all monies.
- c. The ***Treasurer*** shall account for all monies in a detailed, itemized statement at each meeting of the ***Board of Directors*** and/or membership meeting.
- d. The detailed itemized statement must be accompanied by the current bank statement(s).
- e. The ***Treasurer*** may request of the WVQHA that his/her records and accounts be verified before his/her successor takes over such records and accounts and when he/she shall deliver to the ***succeeding Treasurer*** all records, accounts and other property in his/her possession belonging to the WVQHA.
- f. An annual audit shall be performed at the end of the calendar year. The ***Board of Directors*** will decide the type of audit.

## **ARTICLE VI**

### **Board of Directors**

#### **Section 1.**

##### ***Board of Directors***

- a. ***Board of Directors***: The business and property of the association shall be managed and controlled by the ***Board of Directors***.
- b. The ***Board of Directors*** (also referred to as ***Board***) shall be composed of a **minimum of ten (10) persons and a maximum of fifteen (15) persons (hereby referred to as *Board Member, Board Members, Director, or Directors*), which excludes the *Past President***.
- c. Each ***Board Member*** shall serve until his/her successor has been duly elected and qualified. During the election, **the four (4) candidates receiving the greater number of votes will be elected for two (2) years and the candidates receiving the lesser amount will be elected for one (1) year.**
- d. In case of any increase in the number of ***Board Members***, the additional ***Board Members*** shall serve as such until the election and qualification of their successors by the members.

#### **Section 2.**

##### ***Board of Directors Vacancies***

In case of any vacancy in the ***Board of Directors*** by death, resignation, disqualification, or other cause, the remaining ***Board Members*** by affirmative vote of a majority thereof may elect a successor.

- a. A ***Board*** vacancy will first be filled by a ***Board of Directors*** nominee with the next highest vote tally from the most recent election.
- b. If no eligible nominees from the most recent election are able or willing to serve as a ***Board Member***, the ***Board of Directors*** will nominate and elect a ***Director*** to fill the vacancy.

#### **Section 3.**

##### ***Board Meetings***

The ***Board of Directors*** will meet in such a time, place and frequency as determined by the ***Board Members*** and ***Officers*** of the association.

- a. The ***Secretary*** and/or ***President*** shall give notice of each regular meeting by mail or telephone to each ***Director*** and other ***Officers*** **at least five (5) business days before the meeting.**
- b. Special meetings of the ***Board of Directors*** shall be held whenever called by direction of the ***President*** or **by two-thirds of the members of the *Board of Directors*.**

- c. The **Secretary** and/or **President** shall give notice of each special meeting by mailing or telephoning the same to each **Director** and other **Officers at least five (5) business days before the meeting.**

#### **Section 4.**

##### ***Board of Directors Meeting Quorum***

A quorum of the **Board of Directors** shall consist of **no less than fifty percent (50%) of the duly elected directors.**

- a. If a **quorum** is not present for a meeting of the **Board of Directors**, the **Directors** may meet until a **quorum** is present but may not conduct any official business or entertain motions until a **legal quorum** has been assembled.

#### **Section 5.**

##### ***Board of Directors Meeting Procedures***

- a. At all meetings of the **Board of Directors**, business shall be transacted in such order as the **Board** may determine.
  - i. At each meeting, all **Directors** will be provided an agenda from the **President**, the **Secretary's** minutes from the previous meeting, and the **Treasurer's** report on the association's current finances.
  - ii. **Robert's Rules of Order (Newly Revised)** shall govern the parliamentary procedures of the association when not in conflict with these By-Laws.
  - iii. The order of business may be altered or suspended at any meeting by a majority vote of the **Board of Directors.**
- b. If any WVQHA member wishes to address the **Board of Directors**, he or she shall **notify the President no less than forty-eight (48) hours prior to the meeting** in order to be included in the agenda.
- c. Any WVQHA member in good standing may attend regularly scheduled **Board of Directors** meetings.
- d. A member of the **Board of Directors** will be excused from voting on any motion which, if passed, would result in a direct and unique personal financial benefit to said **Director.**

#### **Section 6.**

##### ***Contracts***

The written contracts of the association shall be executed on behalf of the association by the **President** or **Vice President** and attested by the **Secretary.**

## **Section 7.**

### ***Board of Directors Attendance Policy***

Any member of the **Board of Directors** may be **absent at no more than three (3) unexcused Board of Directors meetings in a calendar year**. Any **Board of Director** member who fails to attend two **Board** meetings, regardless of cause or circumstance, will be notified via a U.S. Postal Service certified letter by the WVQHA **Secretary** that **one (1) additional absence** will result in removal from the Board. If a **third (3rd) absence** occurs, regardless of cause or circumstance, the **Board of Director** will be removed from the **Board** and replaced in accordance to the rules set forth in **Article VI. Section 2.**

## **Section 8.**

### ***Board of Directors Power and Authority***

The **Board of Directors** shall have the power and authority to make, amend, repeal, and enforce such rules, regulations, and contracts, not contrary to law or the Certificate of Incorporation of these By-Laws, as they may deem expedient concerning the conduct, management, and activities of the association, as well as the admission, classification, suspension, and expulsion of members in addition to the collection of dues and fees, the conduction of shows, contest, exhibitions, races, sales, and social functions, and other details relating to the general purposes of the association. **All, however, are subject to revision of amendment by the members, provided written notice of intention by any rule or regulation shall have been mailed (either via U.S. mail or by e-mail) to all members at least fifteen (15) days in advance of the meeting.**

## **Section 9.**

### ***Board and Membership Actions***

The **Board of Directors** shall have the power to make, amend, and repeal the By-Laws of the association by vote of majority of the **Directors** at any regular or special meeting of the **Board**, subject to the right of the members to rescind or amend any such By-Laws in the same manner as provided in **Article VI. Section 8.** for the revision or amendment of rules, regulations, and contracts.

## **ARTICLE VII**

### **Election Procedures**

#### **Section 1.**

##### ***Election Procedure***

The procedure for the election of **Officers** and members of the **Board of Directors** shall be as follows:

- a. Nominations for **President, Vice President, Treasurer,** and **Board of Directors** shall be made annually by a **Nominating Committee**, with said committee consisting of **Incumbent Officers and Board of Directors.**
- b. **Any member desiring candidacy may do so by notifying any member of the Nominating Committee, in writing, by October 1.**
- c. **Ballots will be mailed to all members of the association by November 15 and must be postmarked no later than December 1.**
- d. Results of the election will be announced at the annual meeting.
- e. Any resulting ties will be broken by secret ballot at the annual meeting.

#### **Section 2.**

##### ***Impeachment***

The procedure for impeachment of an **Officer(s)** or **Board of Director(s)**, shall be as follows:

- a. If any elected or appointed **Officer(s)** or **Board of Director(s)**, is found to have violated the By-Laws, Rules, Regulations, or is acting in a manner considered unprofessional, committing fraudulent or unlawful act(s), or otherwise determined to be a nuisance, can be voted out by a majority of seventy-five percent (75%) of the **Board of Directors** at any **Board of Directors** meeting.

## **ARTICLE VIII**

### **Points**

#### **Section 1.**

##### ***WVQHA Points***

- a. The point year will be from **October 15th of one year to October 14 of the following year.**
- b. In order to be eligible for points, the owner AND the exhibitor of the horse must be a **member in good standing**, with membership application completed AND fees paid, of the WVQHA at the time the points are earned.
- c. All documents and records of the WVQHA **Point Secretary** shall be open to inspection upon the request of an individual member.

#### **Section 2.**

##### ***WVQHA Point System***

- a. Points are awarded according to placing in every class offered with the WVQHA Point System executed in parallel to the AQHA Point System.
  - i. **Example:** In the case of a class with four (4) entries, 4 points would be awarded for 1st place, 3 points for 2nd place, 2 points for 3rd place, and 1 point for 4th place.
- b. All points won at WVQHA approved AQHA shows will be counted.

#### **Section 3.**

##### ***Point Secretary***

A **Point Secretary** shall record and file all points submitted. The **Point Secretary** will furnish a report on points submitted, which shall be available in the show office during horse show hours and posted on the association's Facebook page. The **Point Secretary** shall tabulate and submit a final year end total of the WVQHA points to be posted on the association's Facebook page in November. **All objections, changes, or challenges must be submitted in writing to the WVQHA President within ten (10) days of the final point tabulation being posted on the association's Facebook page.**

**Section 4.**  
**Year End Awards**

The WVQHA shall present Year End Awards at an annual banquet to be held at an announced location and date following the final horse show of the calendar year. The **Board of Directors** reserve the right to change the location, date, and/or time of the annual banquet. Award winners do not have to be present to receive their award(s).

- a. In order to be eligible for Year End Award(s)
  - i. The candidate must be a **member of WVQHA in good standing. Points will not start to accumulate/count until all membership applications and fees are collected.**
  - ii. The candidate must have **shown to at least fourteen (14) judges in each class at WVQHA approved shows during the calendar year.**
    1. **Example:** During the calendar year, the candidate showed to ten (10) judges in Amateur Hunter Under Saddle and 14 judges in Amateur Hunt Seat Equitation. The candidate would ONLY be eligible for a Year End Award in Amateur Hunt Seat Equitation.
- b. The Year End Awards are subject to the financial stability (or lack thereof) of the association.
  - i. Any or all Year End Awards/Monies distributed will be voted upon by the **Board of Directors**. Considerations must be given in regards to the current financial stability of the association.

## **ARTICLE IX**

### **Grievance Protest**

#### **Section 1.**

##### ***Protest Procedure***

- a. A protest may be made by an exhibitor, agent, or the parent of a youth member for any violation of WVQHA rules. It must be:
  - i. In writing,
  - ii. Signed by the protester,
  - iii. Postmarked and addressed to the current **Secretary** of the WVQHA within five (5) days of said violation, and
  - iv. Accompanied by a \$25.00 deposit.
- b. The **Secretary** will turn the protest over to the **Board** at the next **Board** meeting.
  - i. The **Board** will serve as a **Grievance Committee**.
  - ii. If the **Grievance Committee** decides in favor of the complainant, the deposit will be refunded.
  - iii. If the **Grievance Committee** decides against the complainant, the deposit will be forfeited to the association.

#### **Section 2.**

##### ***Discipline and Hearings***

- a. Any member may be disciplined, suspended, or expelled from the association and any other member or nonmember may be denied any and all privileges of the association whenever it shall have been established by satisfactory evidence that such member or nonmember has knowingly and willfully violated any pertinent rule of the association.
- b. Whenever anyone shall be accused of any violation, **he shall be given not less than fifteen (15) days notice, by U.S. Postal Service Certified Mail, return receipt requested, a time and place for hearing such accusation by the Board of Directors, at which time and place he/she shall have an opportunity, in person, to be heard and to present evidence in his/her own behalf and to hear and refute evidence offered against him/her.**
- c. The decision and action of the **Board of Directors** shall be final and binding on all parties.
- d. Pending final hearing by the **Board of Directors**, the **Board** may, by giving written notice of their action, temporarily suspend such member, the effect of which shall be to deny him/her further association privileges until the **Board of Directors** can hear the matter and take the appropriate disciplinary action.

## **ARTICLE X**

### **Dissolution of Assets**

#### **Section 1.**

In the event of dissolution of the WVQHA, all assets pertaining to WVQHA will be distributed to a nonprofit organization to be disclosed of at the time of dissolution.