

**ROCKY MOUNTAIN MINIATURE HORSE CLUB, INC**  
**By-laws**

***ARTICLE I - OFFICE***

The principal office of the Corporation in the State of Colorado will be located at the home address of the current elected President.

***ARTICLE II - PURPOSE***

The purpose of the Rocky Mountain Miniature Horse Club, Inc. (hereinafter referred to as RMMHC) will be as follows:

- A. To function as a recognized club under the rules, regulations and by-laws of the America Miniature Horse Assoc.
- B. To develop and promote the American Miniature Horse.
- C. To educate all owners, members, and interested parties about the American Miniature Horse.
- D. To encourage the breeding of excellence in conformation and performance of the American Miniature Horse.
- E. To develop and promote good fellowship among other people and associations.
- F. The Club will be a non-profit corporation functioning in the best interests of all its members.

***ARTICLE III - MEMBERSHIP***

- A. There will be no shareholders of the Corporation.
- B. Membership is open to all persons who are interested in the American Miniature Horse and agree to abide by RMMHC's rules and regulations.
- C. Membership will be divided into four (4) categories.
  - 1. SINGLE MEMBERSHIP - intended for one adult providing one (1) vote and newsletter.
  - 2. FAMILY MEMBERSHIP - intended for applicant and spouse and all dependent children under the age of 18 as of January 1 providing two (2) adult votes and newsletter. Dependent children are not eligible to vote.
  - 3. FARM, RANCH or PARTNERSHIP - intended for a farm or ranch owned and operated by related and non-related individuals providing two (2) adult votes and newsletter. Adults must be specified at time of membership application.
  - 4. YOUTH MEMBERSHIP – intended for youth under the age of 18 years as of January 1 will receive a newsletter and is eligible for club awards. No voting privileges.
- D. Membership will run on an annual basis from January 1 to December 31 and must be applied for in writing to include name, address, telephone number, name of spouse, and all dependent children, as applicable.
- E. Membership is not transferable.
- F. No member will be personally liable for debts, liabilities or obligations of RMMHC, except as provided by the laws of the State of Colorado.
- G. Each new member will receive membership packet, which will consist of a current membership list, , most recent newsletter, and any other information deemed appropriate.

***ARTICLE IV - DUES***

- A. All dues will be paid on an annual basis according to membership (see Article IIIC). Members joining after July 1 will pay one half of the annual dues.
- B. Dues:
  - 1. Single membership
  - 2. Family membership
  - 3. Farm, Ranch or Partnership membership
  - 4. Youth Membership
- C. Failure to renew membership by February 1 of each year shall terminate membership
- D. Change in dues will be made by a majority vote of the membership at the annual meeting.

#### **ARTICLE V - BOARD OF DIRECTORS**

- A. Its Board of Directors will manage the business and affairs of the Corporation.
  - 1. In accordance with Colorado Corporate law, no Board member will be under the age of 19 years.
- B. The Directors will, in all cases, act as a board but in no way conflict with action taken by a majority vote of the membership and not in conflict with these by-laws and the laws of the State of Colorado.
- C. One (1) Director will be appointed by a majority of the Board to be an authorized signature on all existing RMMHC bank accounts. Said Director will not be required to sign each check presented for payment but will act as an emergency signature should the situation be deemed necessary by a majority vote of the Board.
- D. No compensation will be paid to Directors for their services. Should a Director be hired by RMMHC to perform a specific duty or service not related to the office of Director, then compensation will be appropriate.
- E. The number of Directors of the corporation will be no more or no less than five (5).
  - 1. There will be one (1) youth advisor between the ages of 13 years and 18 years, which will be elected in the same manner as the regular Directors to serve on the Board. This youth advisor will have no voting power and will hold office for one (1) year beginning each January 1. This youth advisor must be a member of RMMHC .
- F. Each Director thus elected by a majority vote of the membership will hold office for a term of two (2) consecutive years. Elections will be held at the fall meeting.
  - 1. No Director will hold office for more than a two (2) term limit or four (4) consecutive years.  
A Director must be off the board for at least one year, after holding office for the two (2) term limit, before he/she may be elected again.
  - 2. In 1995 the two (2) longest serving Directors will be replaced. These replacements will take office beginning January 1, 1996 for the term of two (2) years. In 1996 the remaining (3) Directors will be replaced. These replacements will take office beginning January 1, 1997. This rotation will then be repeated to retain continuity of leadership.
- G. The Board of Directors will hold an annual meeting on the same day as and prior to the spring meeting each year.
- H. Meetings of the Board of Directors may be called at the request of the President or any two (2) Directors. The person or persons authorized to call special meetings of the Board may fix the place for holding any special meeting called by them. Notice of any special meeting shall be given in writing or by telephone, at least seven days prior to the special meeting. Each director will be advised in advance as to the subject matter of any special meeting.
- I. At any meeting of the Board or Directors there must be at least three Board members present to conduct business.
- J. A Director elected to fill a vacancy caused by resignation, death, or removal will be elected by a majority of the Directors. Said replacement will serve the remainder of the term he/she is filling.
- K. A Director may be removed for just cause by a majority vote of the membership. A meeting must be requested in the manner stated in Article VIIC. The person presenting the removal request will attend the meeting of the Board of Directors and present to the Board the reasons the Director should be removed. A majority vote of the Board will decide if a vote is to be taken by the membership. Removal notice will be given to the Director in writing by the President.
  - 1. Any Director failing to attend the Board Meeting without just cause may be removed and replaced by the remaining Board (see Article VI.).
- M. A Director may resign at any time by giving written notice to the Board of Directors, the President, or the Secretary of the Corporation. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the Board of Directors, or such officer, and the acceptance of the resignation shall not be necessary to make it effective.
- N. All voting records of the Board of Directors will be made available to the RMMHC membership.

## *ARTICLE VI – OFFICERS*

**A. The officers of the Corporation will be:**

1. **President**
    - a. The President will be the principal executive officer of the Corporation and in general supervise all of the affairs of the Corporation. He/She will preside at all general membership meetings and, when present, at all meetings of the Board of Directors. He/She will perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors or membership from time to time. He/She will be the ex-officio member of all committees. He/She, along with the Treasurer, will be responsible for the corporate dues, keeping all official state records current and be authorized to sign on all of the RMMHC bank accounts. He/She, along with the Secretary, will set an agenda for all meetings. He/She will edit the newsletter.
  2. **Vice-President**
    - a. In absence of the President or in the event of his/her inability to perform, the Vice President will carry out the duties of the office of President and oversee any project the President so directs.
  3. **Secretary**
    - a. The Secretary will record all minutes of membership meetings and meetings of the Board of Directors. He/She will, along with the President set an agenda for all meetings. He/She will publish the newsletter for the RMMHC or appoint a newsletter editor and will be in charge of all correspondence. He/She, along with the Treasurer, will count ballots at all elections.
  4. **Treasurer**
    - a. The Treasurer will collect and receive all monies due RMMHC and deposit same in a bank approved by the Board of Directors. He/She, along with the President and one (1) Director, will be authorized to sign on all bank accounts belonging to RMMHC. Other than necessary expenditures needed for the ordinary operations of the Clubs daily business, the Treasurer must have all other expenditures approved by a majority vote of the Board of Directors. The exception to this will be the ad placed in the Miniature Horse World. He/She will provide a monthly accounting of debits and credits to each Director when requested. Records of the Treasurer will be audited by two (2) persons appointed by the President and approved by the Board of Directors upon any change of the Treasurer or once every two (2) years. At least one person must have an accounting background. When necessary, Colorado Tax Form 990-EZ will be filed with the State of Colorado. The financial books and/or papers belonging to RMMHC will at all times be open to inspection by the Board of Directors and he/she will report to them.
- B. The officers of the corporation are to be elected by a majority vote of RMMHC's membership during its general election. Officers will be elected at the fall meeting either in person or with a mail ballot.**
- C. Newly elected officers will begin serving their term effective January 1 following the election.**
- D. Each officer will hold office for a term of two (2) years.**
1. No officer will hold office more than two (2) consecutive terms or a total of four (4) consecutive years.
- E. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, will be filled by a majority vote of the Board of Directors for the unexpired portion of the term.**
1. Any person(s) appointed to fill any unexpired term of office will be eligible for two (2) full terms of office if elected.
- F. The Board of Directors may recommend removal of an officer whenever in their judgment the best interests of the Corporation would be served thereby. The removal of an officer will only be done by written ballot with a majority vote of the full voting membership.**
1. An officer will be automatically removed from office if said officer has not attended at least two meetings for each twelve (12) months in office.
- G. No compensation will be paid to an officer for their services. Should an officer be hired by RMMHC to perform a specific duty or service not related to the office, then compensation will be appropriate.**
- H. All records pertaining to each office shall be delivered to each new officer no later than January 31 of the year following the election.**

**ARTICLE VII - MEETINGS**

- A. There will be one annual meeting of RMMHC to be held in the month of June. The time and place will be determined by the membership.
- B. All members will be notified by newsletter, mail, or e-mail of the location, time and other pertinent information for the annual meeting and any special meetings.
  - 1. Special meetings may be called by or at the request of the President or any three (3) Board members. Written notice to the membership will be given no less than seven (7) days of the special meeting.
- C. Regular meetings will be held with the specific date and location to be determined by the Board of Directors, if not determined by the membership at the previous meeting. Written notice will be given to the membership in the next newsletter.
  - 1. An election meeting will be set at the annual meeting. Members will be notified as to time and location in the newsletter following annual meeting.
    - a. Members will be provided with a mail-in ballot to be opened by the Secretary at the election meeting only. A mail-in ballot will only be used should any member not be able to attend the election meeting in person.
    - b. The President will appoint a nomination committee consisting of three (3) RMMHC members no later than May 15 of each year to seek members interested in running for office.
      - i. All nominations will be verified with the person being nominated.
      - ii. The committee will nominate at least one person to fill each vacancy
      - iii. After securing the consent of each nominee, his or her name will be placed on the ballot form to be voted upon.
      - iv. Should a member wish to nominate an individual by mail, they must submit that name to the President or nomination committee no later than 90 days before the election.

**ARTICLE VIII - AMENDMENTS**

- A. The by-laws may be amended by a  $\frac{3}{4}$  majority vote of the members present and voting. The proposed amendment(s) must be included in a written notice mailed to each voting member at least two (2) weeks prior to the date of said meeting. By-laws will be considered and voted on for amendment at the annual meeting only.

**ARTICLE IX - MISCELLANEOUS**

- A. The fiscal year of RMMHC will run from January 1 through December 31.
- B. General income of RMMHC will be generated through contributions, fund raising, and other income producing activities.
- C. The Directors may authorize any officer(s) or agent(s) to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation and such authority may be general or confined to specific instances.

**SUBMITTED AND APPROVED BY MAJORITY VOTE OF MEMBERSHIP ON JUNE 25, 2011.**