



National Reining Horse Association
BYLAW AMENDMENT
PROPOSAL FORM
EFFECTIVE 2008

Must be received by the NRHA office no later than June 1, 2007

By-Law Change Type: Please include *NRHA Handbook* page number: Pages 5-8

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|---|---|---------------------------------------|
| <input type="checkbox"/> Article I | <input checked="" type="checkbox"/> Article V | <input type="checkbox"/> Article IX |
| <input checked="" type="checkbox"/> Article II | <input type="checkbox"/> Article VI | <input type="checkbox"/> Article X |
| <input checked="" type="checkbox"/> Article III | <input type="checkbox"/> Article VII | <input type="checkbox"/> Article XI |
| <input checked="" type="checkbox"/> Article IV | <input type="checkbox"/> Article VIII | <input type="checkbox"/> Article XII |
| | | <input type="checkbox"/> Article XIII |

Proposed Change:

Pages 5-8, Article II. OFFICERS AND EXECUTIVE BOARD, ARTICLE III. ELECTION OF OFFICERS, Article IV. DUTIES OF OFFICERS, and ARTICLE V. DIRECTORS

ARTICLE II. OFFICERS AND EXECUTIVE BOARD

Section 1. The Officers of the Association shall be a President, a Vice-President and six (6) At-Large Executive Board Members. These officers shall comprise the Executive Board of the Association. Additionally, the Reining Horse Sports Foundation President shall serve as a voting member of the Executive Board of the Association. The salaries of all officers and agents of the Association shall be fixed by the Board of Directors at the Board's sole discretion.

ARTICLE III. ELECTION OF OFFICERS

Section 1. The election of officers shall be held at a general membership meeting of the association at the time and place designated by the Board of Directors. The term of all newly elected officers of the Association shall commence on January 1st following the elections.

- (a) So as to have continuity in the officers of the Association, three At-Large Executive Board Members will be elected annually. Every other year a Vice-President will be elected and the existing Vice-President will advance to the President's Chair.
- (b) The President and Vice-President shall serve two-year terms, respectively.
- (c) An At-Large Executive Board Member shall serve a two (2) year term and shall be eligible for nomination and re-election by the general membership at the end of that term.

(Note: Elections under these amended bylaws shall take place at the general membership meeting in the fall of 2008 and the officers and directors so elected shall commence their term of office on January 1, 2009. The 2008 Vice President shall serve an additional two years as Vice President for the 2009-2010 term.)

Article IV. DUTIES OF OFFICERS

Delete the existing Section 2 of this Article and properly renumber the remaining Sections in this Article IV)

Section 2. It shall be the duty of the Vice-President to perform all of the duties of the President in the event of his/her absence or incapacity to serve.

(Renumber existing Section 6. if applicable)

Section 6. Vacancies. If the office of any officer, or agent, one or more, becomes vacant for any reason, the Board of Directors may choose a successor or successors, who shall hold office for the unexpired time in respect of which such vacancy occurred. ~~Vacancies in the Board of Directors, including vacancies resulting from an increase in the number of Directors, shall be filled by a majority of the remaining members of the Board no less than a quorum, and each person so elected shall be a Director until the successor is elected by the membership, who may make such election at the next meeting of the membership, or at any special meeting duly called for that purpose and held prior thereto.~~ (Deleted language is addressed in Article V. Section 5.)

ARTICLE V. DIRECTORS

Section 1. The business of this Association shall be managed by its Board of Directors. The Board of Directors shall be comprised of the Executive Board and a number of Elected Directors as follows:

- (a) Regional Affiliates within the U.S. are to be grouped into Affiliate Regions, which may change from time to time as determined by the Board of Directors of the association. NRHA members from each Affiliate Region shall elect at least one director to the NRHA Board of Directors. An additional director shall be elected from the Affiliate Region when total NRHA membership in the region reaches 1,000 members and another seat shall be elected for each additional 500 members. Membership numbers as of December 31st of the prior year will be used to determine current year director seats available for the Affiliate Regions.
- (b) Each National Association Affiliate (NAA) with 100 members shall elect one director to the NRHA Board provided that country has at least (4) NRHA approved shows with a full slate of classes. One additional director seat shall be elected when that NAA reaches 1,000 members and another seat shall be elected for each additional 500 members. Membership numbers and qualifying shows as of December 31st of the prior year will be used to determine current year director seats available to National Association Affiliates.
- (c) The nomination and election of directors by National Association Affiliates shall be governed by the respective NAA. The election of Affiliate Region directors within the U.S. shall take place at the same time as that respective Region's Affiliate Finals Championship show. Voting for Elected Directors, Vice-President and At-Large Executive Board Members may be accomplished by mail-in ballot or by voting in person at the designated time and place called for in the election procedures and the results shall be counted and reported by an independent auditing firm appointed by the Executive Board. The term of all newly elected directors of the Association shall commence on January 1st following the elections.
- (d) Elected members of the Board of Directors must be permanent residents of the Affiliate Region or country from which they were elected and be members in good standing with the NRHA. Elected members of the Board of Directors shall serve for an initial term of

two years and may be re-elected by NRHA members within their Affiliate Region or country for additional two-year terms.

- (e) The President of the Association, with the approval of the Executive Board, may appoint a maximum of five additional members to serve on the Board of Directors when, in his/her opinion, that individual possesses certain professional skills that will be an attribute to the Association. The term of said appointed member shall run concurrent with the term of the appointing President.
- (f) The nomination of candidates and election procedures to be followed by the Affiliate Regions within the U.S. shall be established by the Board of Directors and published within the General Rules and Regulations of this Association.

Section 5. The Board of Directors shall be empowered to fill vacancies occurring in the elected Board by an affirmative vote of a majority of the remaining directors. An individual elected to fill a vacancy shall come from the same Affiliate Region or National Association Affiliate from which the vacancy occurred and shall serve the unexpired term of his predecessor.

Intent of Proposal: To establish new bylaws addressing the creation of an elected Board of Directors with representation from across the world elected by the respective NRHA members within each Affiliate Region or National Association Affiliate; to establish director numbers by Affiliate Regions and National Association Affiliates; to change the size and make-up of the Executive Board of the Association; to implement new terms for Executive Board members; to address issues relative to removal and filling of vacancies. These bylaw amendment proposals address the concerns and desires of the NRHA membership toward having a representative form of Association governance.

Proponent: Executive Board Board Committee Affiliate Member Staff

Name: Gary R. Pipkin, Chairperson of a membership-based bylaws working group **Membership #:** 16844 LM

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Date Submitted: _____ / _____ / _____			
Minutes documentation	Meeting #1: _____ / _____ / _____	Meeting #2: _____ / _____ / _____	
Reviewed by Rules & Regs Committee: _____	Rule Change #: _____		