

Official Bylaws of the Indiana Miniature Equine Club

Revised November 2017

ARTICLE I - NAME, GOALS, LOCATION

SECTION 101. NAME.

The name of this organization shall be The Indiana Miniature Equine Club, here-in-after referred to as the "Club." The official abbreviation shall be IMEC.

SECTION 102. GOALS.

- A. To function as a recognized club of the American Miniature Horse Association and the American Miniature Horse Registry.
- 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 promote horsemanship, fellowship and sportsmanship.
- F. To function in the best interests of its members as a non-profit corporation.

SECTION 103. PLACE OF BUSINESS:

The principle place of business of the Club shall be determined by the Board of Directors. Business may be conducted or carried on within the State of Indiana or adjacent territory at any place convenient to such officials as may be participating. Its members, officers or directors may be residents of any state or adjacent territory.

ARTICLE II - MEMBERSHIP

The membership shall approve general rules and regulations, which shall govern the members and the Club, on all matters not contained in these Bylaws.

There will be three (3) levels of membership:

- A. Individual Adult Membership: One adult vote. Persons 18 years of age and older.
- B. Youth Membership: All persons under the age of 18 (non-voting).
- C. Household Membership (family): Two adult votes. Children under 18 years have no vote.

SECTION 201. ELIGIBILITY.

Membership is open to all persons who are interested in the miniature horse breed, the purposes of the miniature equine breed registries and the goals of this organization. Members in good standing are those persons who have applied for and been accepted to membership by the Board of Directors and who are not in arrears in payment of their dues, show fees, futurity fees or any other debt to the Club.

SECTION 202. NEW MEMBERS.

Application for membership shall be in writing and shall provide the name of applicant, if a Family membership the name of spouse and/or all dependent children under the age of 18 years to be included in the membership. Date of birth of all dependent children shall be provided on application. All applications shall be accompanied by the appropriate membership fee and is to be submitted to the Secretary.

SECTION 203: ANNUAL DUES

Annual dues shall be due and payable on January 1 of each year. A member whose annual dues have not been paid by January 1 shall be considered to be in arrears and shall no longer participate or be able to vote on Club matters until dues are paid. The fees for annual dues will be determined by a majority vote of the membership.

Members will conduct themselves in a manner that improves and promotes the club and the horses with respect toward horses and owners. Membership is not transferrable or assignable. Failure to make payment of annual dues by March 1 shall signify termination of membership.

SECTION 204. LIABILITIES

Officers and members shall not be personally liable for the debts, liabilities or other obligations of the Club.

ARTICLE III – GENERAL MEMBERSHIP MEETINGS

SECTION 301: GENERAL MEMBERSHIP MEETINGS

Meetings of the Club shall be held at such time and place as determined by the membership, with a minimum of three (3) meetings annually. Notice of the hour and place of such meetings shall be posted on the Club website and shall be e-mailed or mailed to all current members by the Secretary or a designated representative of the Secretary at least five (5) days prior to the date of the meeting.

SECTION 302 – RULES OF ORDER

The Club will govern its procedures by “Roberts Rules of Order Revised” as such rules may be revised from time to time insofar as such rules are not inconsistent or in conflict with these Bylaws or the applicable law.

SECTION 303 – QUORUM

The quorum for such meetings shall be twenty (20) percent of the regular voting membership and an affirmative vote by the majority of the members in attendance shall be required for the adoption of any measure.

SECTION 304 – VOTING

In all matters governed by a vote of the members, each member 18 years of age or older and in good standing shall be entitled to one vote except a family membership entitles two votes per family, at least one of which shall be from a parent or guardian and the other from a family member eighteen (18) years of age or older. Absentee or vote by proxy are not allowed in any meeting of this Club.

The President, Vice President, Secretary, Treasurer and Directors shall be elected as follows:

A slate of eligible Officers and/or Board members shall be prepared at the October General Membership Meeting.

- A. The President will then cause written ballots to be mailed to the voting membership, which ballot will contain the names of the nominees and the date by which the ballot must be received by the Organization in order to be counted.
- B. The nominee or nominees, as the case may be, receiving the highest number of votes cast shall be deemed elected.
- C. If there are no contested offices, the newly elected officers and directors will be sworn in at the November Meeting will no balloting required.

SECTION 305 - SPECIAL MEETINGS

Special meetings may be called by the President, Board of Directors or the Secretary upon receipt of petition signed by five (5) members of the Club who are in good standing. Written notice of the time and place of such meeting shall be e-mailed or mailed by the Secretary and must be received by members at least five (5) days prior to the date of the meeting. Said notice shall state the purpose of the meeting and no other club business may be transacted. All other General Membership Meeting rules shall apply.

ARTICLE IV - OFFICERS AND DIRECTORS

SECTION 401 - OFFICERS

The officers shall consist of the following serving one year terms:

- A. The President shall preside at all meetings of the Club and Board and shall have the duties and powers normally appurtenant to the office of the President. The President shall be an ex officio member of all committees.
- B. The Vice-President shall have the powers and exercise the duties of the President in case of the President's death, absence, or incapacity.
- C. The Secretary shall keep a record of all meetings of the Club and Board and of all matters of which a record shall be ordered by the Club. The Secretary shall keep a roll of all members of the Club and their addresses, a current mailing list of all members of the Club, and shall have charge of all correspondence and carry out such other duties as are prescribed by the Club.
- D. The Treasurer shall receive all money due the club and keep a proper account of same, shall pay all demands when duly authorized by the Club and shall report the financial condition at each regular meeting. The records shall be audited by a qualified person, appointed by the President and approved by the Board, at least once per calendar year or upon any change of the treasurer. A checking account will be maintained at a local bank.

SECTION 402 - BOARD OF DIRECTORS

The general supervision of affairs of the Club shall be vested in the Board of Directors and they shall audit all bills against the Club, may fill any and all vacancies which may occur among the officers between annual meetings; and carry on all business and other activities of the Club subject to general membership vote and knowledge. In the event that an action is required within a timeframe which deems it not in the best interest of the Club to wait until the next Membership Meeting to obtain membership approval by membership vote, such

action may be approved by a majority vote of the Board of Directors. Such action shall be communicated to the Membership by e-mail within 5 (five) days.

The Board of Directors shall consist of the elected officers, the immediate Past President, and two Directors at large elected from the membership. With the exception of the Past President, the Board Members shall be elected at the annual meeting. Officers shall serve for a term of one (1) year. The Directors at large shall serve a two year term, with one opening being available each year. To be eligible for elected office, a member must have attended any combination of three (3) Membership meetings and/or club functions during the current calendar year.

SECTION 403 – VACANCIES

If any vacancy occurs on the Board during the year, such vacancy shall be filled for the unexpired term of office by a majority vote of all the remaining members of the Board at its first meeting following the vacancy.

SECTION 404 - REMOVAL FROM OFFICE

All Officers and Directors are subject to removal from office if, without due cause, they are absent from three (3) board meetings or two (2) Membership meetings in succession. Any officer or director who fails to attend at least two Membership meetings of the Club during the current term of office or who otherwise fails to fulfill the functions of his/her office shall, at the discretion of the Board of Directors, be subject to recall from office and replaced by the Board.

ARTICLE V - CALENDAR YEAR, ANNUAL MEETINGS, ELECTIONS

SECTION 501 - CALENDAR YEAR

The Club's fiscal year shall begin the first day of January and end on the 31st day of December. The Club's calendar year shall be January 1st through December 31st.

SECTION 502 - NOMINATIONS

No person may be a candidate in an election who has not been nominated. No later than August 15, the Board shall select a Nominating Committee consisting of three (3) members and one (1) alternate. The Nominating Committee shall select a chairperson for its committee and it shall be his/her duty to call a committee meeting which shall be held during September before the Nomination Meeting in October.

- A. The Committee shall nominate all interested candidates for each office and open position on the Board, and after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary.

- B. The proposed slate will be mailed to members at least fifteen (15) days prior to the October Nomination meeting.
- C. Additional nominations may be made at the October meeting by any member in attendance provided that the person so nominated does not decline when their name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, the member proposing nomination shall present to the Secretary a written signed statement from the proposed candidate signifying his/her willingness to be a candidate. No person may be a candidate for more than one position.
- D. All nominees must be members in good standing for a minimum of twelve (12) contiguous months and shall have attended at least 50% of all scheduled membership meetings throughout the current calendar year.
- E. Official ballots will be mailed to all members in good standing at least fifteen (15) days prior to the Annual Meeting. In the event there are no additional nominations from the floor at the October Nomination meeting, the proposed slate of officers will stand and no official ballots will be mailed.
- F. Nominations cannot be made at the Annual Meeting.

SECTION 503 – ELECTIONS

The collected ballots will be counted at the Annual Meeting. The nominated candidate receiving the greatest number of votes for each office shall be declared elected. Absentee ballots will be accepted if received by the Secretary prior to the start of the Annual Meeting. All Officers retain their current positions until the beginning of the next calendar year.

SECTION 504 - ANNUAL MEETING

The Annual Meeting shall be held in the month of November at which time Directors and Officers for the ensuing year shall be elected by signed ballot from among those nominated in accordance with Section 502 of this Article. All voting shall be on official ballots as received from the Secretary. No reproduced ballot forms will be accepted. Each retiring officer shall turn over to his successor in office all properties and records relating to that office within thirty (30) days after the election.

.ARTICLE VI - COMMITTEES

SECTION 601 – COMMITTEE APPOINTMENTS

Board of Directors shall have the power to appoint committees as they deem necessary to carry on the work of the Club. All committee members shall be members in good standing of the Club with consideration given to membership tenure and participation. The President

shall be an x-officio member of all committees. Standing Committees shall be determined and enacted as the growth of the Club dictates.

Section 602 – COMMITTEE GENERAL PROCEDURES

- A. The Board will, by e-mail, newsletter and/or posting on the Club website, solicit all members to volunteer for each of the committees or other appointed positions listing the committees to be filled and ask the interested members to respond back to the President of their desire.
- B. The Board will make the appointments for various assignments from among those who volunteer for the given assignment. If there are no volunteers, the Board will make the assignment from available members among the membership.
- C. All committee appointments will be communicated for the information of club members.
- D. All committees are required to keep minutes and correspondence of all meetings, submitting copies to the Club Secretary for the Club files.
- E. Once appointed, a committee chairperson or other position appointee may only be removed by a majority vote of the Board of Directors.
- F. These committees shall submit a budget for the ensuing year to the Board prior to the February meeting and report the status of the budget at each meeting.

Committee budgets will be reviewed and approved by membership vote at the February meeting. Any anticipated expense line item overage in excess of ten percent (10%) of the approved budget must be voted on and approved by the Membership before being incurred.

Section 603 – STANDING COMMITTEES

Audit Committee

- A. The Audit Committee will audit the financial records for the previous calendar year and must complete the audit and report at the first business meeting held in the new calendar year. The Audit Committee may call for an outside audit by a qualified disinterested party. The cost of an outside audit shall be borne by the Club.
- B. The Audit Committee shall consist of three (3) members each serving a three (3) year term. One member will come up for election each year. The membership will vote in the new member. The Audit Committee terms shall be the same as elected officers.

Nominating Committee

The Board shall appoint three members who will comprise the Nominating Committee. They shall be responsible for ascertaining the eligibility of members for all officers and for submitting a slate of at least one qualified candidate for each office at the October General Membership Meeting.

The nominating committee shall be responsible for providing each voting member a ballot containing the final slate of officers and specific instructions for returning the ballot to the Secretary prior to the November Meeting.

Youth Committee

The Youth Committee shall plan, organize and conduct youth activities which will encourage and promote youth participation in the Club and provide knowledge of the American Miniature Horse.

OCAP Committee

The Open Competition Activities Program (OCAP) Committee shall develop and conduct educational events. Visit nursing homes and schools and participate in parades and community events to promote the American Miniature Horse. The Committee will be responsible for documenting membership participation and acknowledgement of outstanding participation, including but not limited to the OCAP Year-end Award.

Show Committee

The Show Committee shall consist of a chair and no less than three (3) other members and will preside over all activities of the committee. This committee shall be responsible for the development and over-all operations of all Club shows and subcommittees shall be assigned as necessary. These shall include but not be limited to Futurity Committee and, AMHR Show Committee. The committee shall be charged with the following duties:

- A. Acquiring, within budget constraints, arenas for all shows.
- B. Researching and maintaining an up-to-date list of all qualified judges, stewards, ringmasters and announcers.
- C. Preparing show bills for Club, AMHA sanctioned and/or AMHR sanctioned shows.
- D. Preparing up-to-date guidelines for show managers, including a list of the duties of all show officials.

- E. Securing all ribbons, trophies, and other awards as approved for each function and making/overseeing presentations of such awards as appropriate and approved by the Club.
- F. Maintaining and assuming responsibility for the club's show equipment.
- G. Obtaining and submitting to the Club secretary and president a summary of the results of each show and recommendations for improvements of show operations.
- H. Obtaining from AMHA and/or AMHR approval and reservation for the show dates for the following year by October 1 of the current year.

Year-end Banquet Committee

The Year-end Banquet Committee will be responsible for the scheduling the time and location of the banquet, coordinating the banquet activities and decorating.

Year-end Awards/Presentations Committee

The Year-end Awards/Presentations Committee will be responsible for buying, delivering and presenting of year-end awards within the approved budget.

Membership/Publicity Committee

The Membership/Publicity Committee will be responsible for promoting the awareness of the Club and conducting an annual membership drive.

Newsletter Committee

The Editor will be responsible for publishing the Club Newsletter within guidelines provided by the Board of Directors. The Committee will be responsible for exploring and collecting information regarding activities of the Club and educational information for the membership and providing it to the Editor for publishing in the Newsletter. The Newsletter will be published at least quarterly.

Bylaws Committee

The Bylaws Committee shall have a working knowledge of the Club Bylaws, alert the President and Directors of potential By-law problem areas developing due to internal or external dynamics of Club activities and present proposed Bylaw revisions for consideration at General Membership Meetings.

ARTICLE VII - EXPENDITURES

SECTION 701: EXPENDITURES

The funds of the Organization shall be managed by the Treasurer. Any expenditure exceeding One Thousand Dollars (\$1,000) shall be approved by a majority vote of the membership at a general or special membership meeting. A petty cash fund of \$50 will be given to the Secretary for club supplies. An itemized statement must accompany the receipts and be submitted annually and/or when there is a need for additional funds. The membership shall determine the fees and charges for all items not expressly stated in these bylaws. The President shall have \$100 available annually for miscellaneous supplies and expenses. An itemized statement must accompany the receipts and be submitted to the Treasurer for reimbursement.

ARTICLE VIII - DISCIPLINE

SECTION 801: SUSPENSION

Any member who is suspended from the privileges of any recognized Miniature Horse Registry shall be suspended from the Club, and lose their club voting privileges, for the same duration as that suspension.

SECTION 802 - SUSPENSION OR EXPULSION

Membership shall be suspended or terminated whenever such member ceases to possess the qualifications for membership as set out in these Bylaws. Prior to the suspension or termination of any membership for cause, the Board of Directors shall notify such member in writing of the Board's intention to suspend or terminate such membership and such member shall have the right to request a hearing on same by the Board. Upon such member's failure to request in writing a hearing on such suspension or termination of membership, such membership will be suspended or terminated within twenty (20) days after the said notice of intention by the Board of Directors. In the event of a hearing, such membership shall only be suspended or terminated upon a three-fourths (3/4) vote of the Board of Directors.

SECTION 803 - RIGHTS OF MEMBERS UPON EXPULSION OR TERMINATION OF MEMBERSHIP

In the event of termination of membership, regardless of how terminated, the Club shall not be or become liable for the payment upon such termination in any amount in excess of the membership fee paid by the member for all purposes which shall be the value of the property interest of such member in the Club and each member is received into the Club upon the express agreement on the part of each such member and upon the condition that the value of his/her interest in the Club shall not be in excess of the membership fee paid by him/her. This provision is not intended as a penalty for the forfeiture or termination of membership, but rather, it is intended that membership in the Club as such shall not have or be taken to have any real or intrinsic value in excess of the value of the membership paid.

ARTICLE IX - AMENDMENTS

These Bylaws may be amended by a majority vote of the members present, in good standing, and voting at any Membership or Special meeting called for that purpose, but the proposed amendments must be embodied in the call for any such meeting and e-mailed or mailed to each voting member to be received five (5) days prior to the date of such meeting.

ARTICLE X - DISSOLUTION

The Club may be dissolved at any time by the written and signed consent of not less than two-thirds (2/3) of the voting members. After payment of all the debts of the Club, the remaining property and assets of the Club shall be donated to a charity or charities selected by vote of the membership.

ARTICLE XI - ORDER OF BUSINESS

SECTION 1101 - REGULAR MEETINGS

At regular meetings of the Club the order of business, so far as the character and nature of the meeting may permit, shall be as follows: Roll Call/Sign in Sheet, Introduction of New Members and/or Guests, Minutes of the Last Meeting, Report of the Treasurer, Report of the President, Officers, or Directors, Report of the Committees, Election of Officers and Directors (At Annual Meeting), Unfinished Business, New Business, Adjournment.

SECTION 1102 - BOARD OF DIRECTORS MEETINGS

At Board meetings, the order of business, unless otherwise directed by majority vote of those present, shall be as follows: Reading of Minutes of the Last Meeting, Report of the Secretary, Report of the Treasurer, Report of the Committees, Unfinished Business, New Business, Adjournment.