

# **BY-LAWS OF THE WEST TENNESSEE QUARTER HORSE ASSOCIATION**

*Revised January 2023*

## **ARTICLE I – NAME AND PURPOSE**

**Section 1:** The Association was organized January 12, 1979, and shall be known as the West Tennessee Quarter Horse Association (WTQHA) and shall at all times be operated and conducted as a non-profit association in accordance with the laws of the STATE OF TENNESSEE, and shall have such rights and powers as are granted to such associations.

**Section 2:** The principal place of business of the Association shall be Jackson, Madison County, Tennessee, but its members may be residents of any state, territory, or county, and business may be carried on at any place convenient to such members or officials as may be participating. Only bona fide residents of West Tennessee may hold office in this Association. West Tennessee is defined as all of Tennessee located west of the Tennessee River.

## **ARTICLE II – MEMBERSHIP AND DUES**

**Section 1:** Members of this Association shall be admitted, retained and expelled in accordance with such rules and regulations as the Board of Directors may, from time to time, adopt.

1A) a yearly single membership fee determined by Board of Directors entitles West Tennessee Members the benefits of membership and one (1) vote during the membership meeting.

1B) a yearly family membership fee determined by Board of Directors, entitles West Tennessee members, the husband, wife, and children, to all benefits of membership and two (2) votes during the membership meeting.

**Section 2:** Meetings of the members shall be held at such time and place as may be fixed by resolution of the Board of Directors for the purpose of electing directors, and for the transactions of such other business as may be brought before the meeting. All elected offices will be by secret ballot. Those voting must be registered at the door of the meeting. Notice of such meetings shall be given by mailing a notice stating the time and place of such meeting to the last known address of each member in good standing, not less than fifteen (15) days prior to the date of such meetings.

**Section 3:** Special meetings of the members may be held at such time and place as may be designated by written notice to the members of the Board of Directors, by not less than twenty-five percent (25%) of the members then in good standing. Notice of each such special meeting shall state the purpose of the meeting and shall be given in the same manner as provided with respect to notice of membership meetings.

**Section 4:** Any By-Law change requires two-thirds (2/3) majority of the members present at the membership meeting and the mail in votes that meet the qualifications. All members shall be notified fifteen (15) days prior to meeting of any possible changes.

**Section 5:** All members of WTQHA shall receive a copy of the By-Laws upon joining the Association.

**Section 6:** Robert's Rules of Order shall prevail at all WTQHA meetings.

### ARTICLE III – MEETINGS

**Section 1:** The business and property of the Association shall be managed and controlled by the Board of Directors.

**Section 2:** A majority of Directors shall constitute a quorum for the transaction of business, but if at any meeting of the Board there may be less than a quorum present, a majority of those present may adjourn the meeting from time to time until a quorum shall be present.

**Section 3:** In the case of any vacancy in the Board of Directors by death, resignation, disqualification or removal, the remaining Directors by vote of a majority thereof may elect a successor director for the unexpired term.

3A) Any Director missing two consecutive Board Meetings shall be reviewed before being removed by the Board.

3B) No voting substitutes will be allowed; however, any WTQHA member may attend any and all Board Meetings.

**Section 4:** A regular meeting of the Board of Directors shall be held within the following calendar month of the annual membership meeting. No notice shall be required for such regular meeting of the Board.

**Section 5:** Special meeting of the Board of Directors or membership shall be held whenever called by two-thirds (2/3) of the Directors in office. The Secretary shall give notice of each special meeting by mailing or telephoning the same to each Director at least fifteen (15) days prior to such meeting; but such notice may be waived by any Director. Unless otherwise indicated in the notice thereof, any and all business may be transacted at a special meeting. At any meeting attended by all Directors, any business may be transacted.

**Section 6:** The written contracts of the Association shall be executed on behalf of the WTQHA by the Association Secretary. There shall be a written contract between all hired judges, staff, and show facility stating the agreed terms of service to WTQHA.

**Section 7:** The Board of Directors shall have the power and authority to make, amend, repeal, and enforce such rules and regulations, not contrary to law or the Certification of Incorporation of these By-Laws as they may deem proper relating to the conduct, management, and activities of the Association, the admission, classification, qualification, suspension, and expulsion of members, removal, suspension, and expulsion of any Board Member, the fixing and collecting of dues and fees, registration, auditing of books and records, the awarding of championships, and the conduction of shows, contests, exhibitions, races, sales, and social functions and other details, relating to the general purpose of the Association all however, subject to revision or amendment by the members at any regular or special meeting.

7A) Any additional activities to be scheduled during a WTQHA event must have a thirty-day (30) notice prior to the event to the WTQHA Board of Directors with voting by the majority of the Board of Directors plus a representative from the facility management.

**Section 8:** The Board of Directors from time to time may create and empower other committees, general or special.

## ARTICLE IV – OFFICERS

**Section 1:** The Directors shall consist of eight (8) representatives from the West Tennessee Area. Only one (1) director can be elected from each family membership, or individual memberships of the same mailing address. *(Amended December 2012)*

*Amendment: For 2013 only elect four (4) two-year term directors, and four (4) one-year term directors.*

**Section 2:** The National Director, if a resident of West Tennessee, shall be a member of the Board of Directors and shall have voting privileges.

**Section 3:** A Chairperson and Vice Chairperson shall be elected from the members of the Board, by the members of the Board of Directors.

**Section 4:** The Directors shall be elected by general membership *at the annual meeting. (Amended December 2012)*

**Section 5:** The chairperson of the Board shall preside at all meetings of the Board of Directors. The Board shall see that all By-Laws, rules, and regulations of the Association are enforced.

**Section 6:** In the absence of the Chairperson, the Vice Chairperson shall perform the duties of the Chairperson.

**Section 7:** The Secretary-Treasurer shall be appointed by the Board of Directors and will perform the duties of the position in one of the following capacities:

- A) The Secretary-Treasurer will not receive monetary compensation but will possess voting privileges as a member of the Board of Directors; or
- B) The Secretary-Treasurer will receive monetary compensation at an amount determined by the Board of Directors. No compensated employee (ex. Secretary) shall have voting privileges or hold a position as a Board Member.

Additionally, the Secretary-Treasurer will perform the following duties:

He/she shall be ex-officio Secretary of all committees appointed by his/her office to the Board of Directors when demanded and to all membership meetings and shall perform other such duties as may be prescribed by the Board of Directors. He/she shall receive, disburse, and account for all funds of the Association by itemized statement in detail to each membership meeting of the members and to the Board of Directors when demanded.

**Section 8:** The Board of Directors shall at the end of the show season (after the Futurity if such) and before the General Membership Meeting, review (audit) the financial records of the Association and correct any discrepancies before the new Board of Directors assumes responsibilities.

**Section 9:** The Youth Director shall be an appointed position by the Board of Directors. He/She will have voting privileges at all Board of Directors Meetings. He/She will act in an advisory capacity to the youth as needed.

**Section 10:** Mailed in ballots will be allowed at the General Membership Meetings. Mailed in ballots will be counted provided; A) It is signed, B) It is witnessed by a WTQHA member, C) It has been mailed to the Secretary-Treasurer, (postmarked five (5) days before the meeting) and it is opened at the meeting, D) The outside of the envelope is to be marked "Ballot of \_\_\_\_\_" (member's name).

## ARTICLE V – POINTS

**Section 1:** Selected classes at each show circuit will be considered WTQHA Member Award Classes (MAC). Member Award Classes (MAC) will be chosen by the WTQHA Board of Directors prior to each show and will be designated on the show bill.

**Section 2:** Owner of the horse and exhibitor of the horse shall be a member in good standing of the WTQHA in order for the horse to be considered for Member Award Class (MAC) points. If joining WTQHA during the weekend of the show, the membership form must be completed and accepted before the new member begins showing in order to be eligible for WTQHA MAC points for the weekend. Membership fees may be requested to be added to the exhibitor's show tab. Open points shall be awarded to qualifying horses regardless of exhibitors or transfer of ownership so long as WTQHA requirements are met. Points in the amateur and youth divisions are to be compiled on a one-horse/one-amateur or one-youth basis.

**Section 3:** Only AQHA shows that are sponsored by WTQHA and meet the guidelines of the WTQHA will include Member Award Classes (MAC). Member points shall be awarded to all qualified horses and exhibitors entered and exhibited in WTQHA-approved shows in approved halter and performance events for selected Member Award Classes (MAC).

**Section 4:** Awards for designated Member Award Classes (MAC) may be monetary payback or pre-selected prizes. Awards will be determined by the WTQHA Board of Directors prior to each show, and will be listed on the show bill.

**Section 5:** In the event of point ties in any Member Award Class, a tie-breaking judge from each show will be designated prior to the start of the show, and will be utilized to determine the winner.

## ARTICLE VI – FUTURITY

**Section 1:** The *WTQHA may or may not have a Halter and Performance Futurity each year at the discretion of the Board of Directors. (Amended December 2012)*

## ARTICLE VII – JUDGES

**Section 1:** The selection of the AQHA Judges of the WTQHA sponsored shows shall be the responsibility of the WTQHA Board of Directors.

## ARTICLE VIII

**Section 1:** In the event of a question that is not answered directly by the WTQHA By-Laws, the question will be settled by the AQHA Rules and Regulation Handbook.