

BY-LAWS OF THE MINNESOTA CUTTING HORSE ASSOCIATION, INC

ADOPTED:

AMENDED:

AMENDED January 13, 2007

**ARTICLE I**

**NAME**

SECTION 1: This association shall be known as the Minnesota Cutting Horse Association.

**ARTICLE II**

**PURPOSES**

SECTION 1: The purposes of the Minnesota Cutting Horse Association shall be: to encourage and develop public interest in cutting horses; to encourage presentation and participation of cutting horses in shows and exhibitions; to cooperate with show sponsors and officials in securing qualified judges; to encourage the development and breeding of finer cutting horses.

**ARTICLE III**

**POLICIES**

SECTION 1: This shall be a non-profit organization. No director, or its Chairperson or Vice-Chairperson of the Minnesota Cutting Horse Association, Inc. shall be liable to the Minnesota Cutting Horse Association, Inc., or its members or any exhibitors for monetary damages to a horse property or injuries to riders, spectators at any Minnesota Cutting Horse Association, Inc, sponsored functions. Nor is the Director, Chairperson, or Vice-Chairperson, liable for any debts incurred by this non-profit organization.

**ARTICLE IV**

**MEMBERSHIP AND DUES**

SECTION 1: Upon payment of annual dues and by subscribing to the purposes of the Association, each family membership is entitled to one vote. The Minnesota Cutting Horse Association year shall end at the conclusion of the Saturday cutting at the Fall Festival of Cuttings and the New Year shall begin at the start of Sunday's cutting at the Fall Festival of Cuttings. The membership shall elect new Board members in September.<sup>1</sup>

SECTION 2: The annual dues shall be paid on or before the conclusion of the Cutting Year, and if unpaid, shall be considered delinquent. Membership dues will be due on or before the conclusion of the Cutting Year as defined in Section 1.<sup>2</sup>

SECTION 3: Membership in the association will not be limited by race, color or religion.

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<sup>1</sup> "The Minnesota...September." Added June 10, 2006

<sup>2</sup> "Cutting Year" and "Membership...Section 1" Added June 10, 2006

SECTION 4: A membership may be terminated for any cause which the Board of Directors shall deem sufficient, under the following procedure: The Board may, by a three-fourths vote of those present at a regular Board Meeting, ask for the resignation of a member. If such resignation is not received within thirty days thereafter. Said member may be dropped by a three-fourths vote of the Directors present at any regular meeting provided said three-fourths shall in no case be less than the majority of the whole board.

Unanimous vote of those Directors present at any Board meeting may terminate a membership at any time; provided that notice of the proposed action has been mailed to all Board members at least five days in advance.

SECTION 5: When a membership ceases from any cause whatever, all rights and interests thereunder revert to the Minnesota Cutting Horse Association, Inc.

SECTION 6: No part of the net earnings of the Association will be allowed to inure to the benefit of any member.

## **ARTICLE V**

### **GOVERNMENT**

SECTION 1: The entire management and government of this Association, except as otherwise expressly provided herein, shall be vested in a Board of Directors.

## **ARTICLE VI**

### **BOARD OF DIRECTORS**

SECTION 1: The Board of Directors shall consist of eight members of the Association. Each Director will serve a 2-year term. Four Directors (½ the Board) will be elected each Cutting Year as defined under Article IV Section 1. The Chairperson and Vice-Chairperson will be elected annually by the newly elected Board of Directors by written ballot. The board member receiving the highest number of votes shall serve as Chairperson; the board member receiving the next highest number of votes shall serve as Vice-Chairperson. The Chairperson shall vote only in case of a tie vote and the Vice-Chairperson shall serve as presiding officer in the Chairperson's absence.

SECTION 2: Any vacancy occurring on the Board of Directors shall be filled for the unexpired term by the remaining members of the board or to be filled by the appointment of the Board.

SECTION 3: The Board of Directors shall hold meetings at the call of the Chairperson. One half the members of the Board shall constitute a quorum.

SECTION 4: Two unexcused absences by a Board member from meetings will constitute a review of the Board for termination of duties of said Board member.

## **ARTICLE VII**

### **OFFICER AND DUTIES**

- SECTION 1: The officers of the Association shall be a Chairperson, Vice-Chairperson, and a Secretary-Treasurer. The Chairperson and Vice-Chairperson shall be elected for a term of one year. The Secretary-Treasurer shall be appointed by the Chairperson, subject to the approval of the Board of Directors.
- SECTION 2: The Chairperson shall preside at all meetings of the Association and the Board of Directors, and will have general supervision of the affairs of the Association. The Chairperson shall be the ex-officio member of all committees with the exception of the nominating committee.
- SECTION 3: The Vice-Chairperson shall act in the absence of the Chairperson and shall perform such other duties as may be assigned by the Chairperson or the Board of Directors.
- SECTION 4: The Secretary-Treasurer shall be responsible for keeping records, conducting correspondence, and keeping roll of the members. He/she shall have charge of the finances of the Association and shall supervise accounts and have available reports for the Board of Directors, and shall make a full report to the membership annually. Accounts shall be audited annually by the board of Directors. The Secretary-Treasurer can be called upon to perform a variety of duties by the Board of Directors as long as those duties are consistent with reasonable duties of a Secretary-Treasurer.

## **ARTICLE VIII**

### **ELECTION**

- SECTION 1: A nominating committee of three members shall be appointed, consisting of one member from the Board whose term is not expiring and two members from the membership at large. The nominating committee shall make known its nominations to the membership not less than thirty days before the election.
- SECTION 2: In making known its nominations under SECTION 1, the Secretary shall mail to each membership an official ballot and voting envelope. This ballot shall contain both the names of the nominees and space for additional write-in candidates.
- SECTION 3: Ballots must be signed and returned to the Secretary in the official voting envelope by a date specified by the nominating committee.
- SECTION 4: Ballots will be opened and counted by the nominating committee prior to the Annual Meeting. Election results will be announced at the Annual Meeting.
- SECTION 5: The election of the Chairperson and Vice-Chairperson is covered under

Article VI, Section 1.

**ARTICLE IX**

**NOTICE OF MEETINGS**

SECTION 1: Notice of special, regular and annual meetings of the members shall be mailed at least seven days prior to the day such meeting is held. Meetings shall be called by the Chairperson or on the order of the Board of Directors.

**ARTICLE X**

**COMMITTEES**

SECTION 1: The Chairperson shall have the power to appoint standing committees as he deems proper except as herein otherwise provided. The appointment of the standing committee chairperson shall subject to the confirmation of the Board. He shall also have the power to appoint other committees as needs arise.

**ARTICLE XI**

**AMENDMENTS TO BY-LAWS**

SECTION 1: These By-Laws may be amended at any meeting of the Association by a two-thirds vote of the members present and voting, providing due notice has been given that this will be part of the order of business, and providing the amendment is not inconsistent with Articles of Incorporation.

**ARTICLE XII**

**RULES OF ORDER**

SECTION 1: Roberts Rules of Order (Revised) shall govern all proceeding of all meetings of the Association, of the Board of Directors, and of Committees, insofar as they do not conflict or are not inconsistent with the provisions of these By-Laws.

SECTION 2: The order of business at all meetings shall be:

1. Meeting called to order
2. Roll Call
3. Reading and disposal of minutes
4. Reports of Officers and Committees
5. Elections (if any)
6. Unfinished business
7. New Business
8. Adjournment

**ARTICLE XIII**

**DISSOLUTION**

SECTION 1: In event of dissolution, any remaining assets will be distributed to the Minnesota State High School Rodeo Assn. In no event will any assets be distributed to any members of the Minnesota Cutting Horse Association.