



2024 - By Laws

ARTICLE I - Name

The name of this corporation shall be the Intermountain Reining Horse Association, hereinafter referred to as the Association.

ARTICLE II - Objectives

This Association is incorporated under the laws of the State of Utah and shall at all times be operated as a not-for-profit association in accordance with the laws of the State of Utah and the United States of America. The Association shall encourage the promotion and development of the reining horse through ownership, breeding, training and showing of the reining horse.

ARTICLE III - Membership & Voting

Any interested breeder, owner, or enthusiast of the reining horse who will serve as a member in the best interest of the Association and the reining horse and agrees to pay membership dues shall be considered eligible for membership in the Association. Membership classifications are as follows:

Section 1.0 - Membership Categories

- A. Individual - One membership to the Association with full privileges to all activities.
- B. Entity - Shall include a partnership, LLC, corporations, syndicate, ranch and institutions of learning or any legal form of business.
- C. Youth - One membership to any interested youth 18 years or younger as of January 1, of the year requested membership. Youth membership includes all privileges of the Association.
- D. Family - One membership which includes all members of the immediate family.
Immediate family is defined as: spouse, partner/mate, parent, sibling. Please see the current NRHA handbook - section B, sub section 3 (b), for additional information
- E. Honorary -Membership with full privileges of the Association.
Honorary membership could include services to IRHA that provide extraordinary generosity with two-thirds (2/3) approval of

the board. Honorary membership are good for the current calendar year.

Section 1.1 - Voting

All individual members, entity, including approved honorary members, who are in good standing with the Association, shall be entitled to one (1) vote. Family memberships shall receive two (2) votes. Youth members, 18 years and under as of January 1 the of current year, are not entitled to vote.

Section 1.2 - Number of Members and Transferrable Memberships

The number of memberships shall not be limited. Membership is not transferrable.

Section 1.3 - Annual Dues

Annual dues shall be set by a two-thirds (2/3) majority vote of the Board of Directors. Memberships dues approved by the Board of Directors shall continue until resolution changing the dues are approved. Membership shall begin from the receipt of payment and be for the remainder of the calendar year. Membership paid during the last two (2) months of the calendar year shall be good for the entire following year.

ARTICLE IV - Officers

Section 1.0 - Eligibility Eligibility

Only individual adult members (19 years or older, as of January 1 of the current year) in good standing with the Association shall be eligible to be officers of the Association. Officers shall be elected to a two (2) years term and may succeed themselves. Elections shall be by ~~writers~~ ballot and a majority of the votes cast shall elect each officer. In case of a vacancy in the office of President, the Vice President shall automatically succeed the President for the duration of the President's term.

Section 1.1 - President

The President shall be elected by the membership and shall serve as the chief executive officer of the Association. Term shall be two (2) year term with a limit of 3 consecutive terms. The election for the President should take place at the annual year end awards banquet. The outgoing

President should be allowed to finish out their term of any necessary business and/or the Association's year end awards banquet. If the board and membership wish to elect the reigning president for one additional term (s) , past the two (2) term, it can be done so by recommendation of the board and put to vote to the general membership.

The President shall preside over all meetings if the membership, appointed committees and Board of Directors. The President shall only vote in case if ties. The President shall see that the by-laws, rules and regulations of the Association are enforced. Persons eligible for the Association Presidential Election are the following: the current Vice President, past President or Vice President of two years, a current or past board member that has been heavily involved in the Association business and has been the Head of a Committee for the least 3 years. President can be elected by electronic vote via a computerized system. Special request mail in ballots can be casted by email or mail to a central email or mailing address specially set up for Association purposes solely.

Section 1.2 --1st Vice President

The ~~1st~~ Vice President shall be elected by the membership. The Vice President shall be a two (2) year term. Shall preside in the absence of the President and when so acting shall have all the powers of, and be subject to all restrictions' on the President. The Vice President shall succeed the President should the office be vacated prior to the regular elections of a successor. ~~Election of the 1st Vice President will take place on the opposite year of the 2nd Vice President.~~ If it is the election year for the Vice President it shall take place at he same time as president. ~~The board can nominate the 2nd Vice President to advance to this position or new elected individual can be nominated.~~ This position shall have voting rights with the Board of Directors. 1st Vice President can be elected by electronic vote via a computerized system. Special request mail in ballots can be casted by email or mail to a central business email or mailing address specially set up for the Association purposes solely.

Section 1.3 1.4 - Secretary

The Secretary shall keep accurate minutes, membership records, and all records of all proceeding of the official meetings of the Association and provide monthly documentation at all board meetings. Shall submit all notices and reports to the Board of Directors and/or general membership in accordance with the By Laws. The books of the Secretary shall be

open for inspection at all times. This position is not a member of the Board of Directors, unless elected to the board. This position shall have one (1) vote.

Section 1.4 1.5 - Treasure

The Treasure, subject to the approval of the Board of Directors, shall serve as the principal financial officer of the Association. The Treasure shall be responsible for the safe keeping of all funds and property of the Association. The Treasure shall keep accurate records of accounts and financial transactions and report to the Board of Directors at monthly meetings. The Treasure from time to time performs other duties as requested by the President or the Board of Directors. The Treasure shall be authorized to engage an outside auditor for an annual review. All financial transactions and accounting records are open to inspection at all times. The Treasure shall not be a signer on any Association accounts, but should have viewing access to all accounts for accurate record keeping. The Treasure should keep possession of all the Associations checks, where they are not a singer on any accounts. This position is not a member of the Board of Directors, unless elected to the Board.

Section. 1.5 1.6-- Encumbrance of Financial and Removal of Officers

No, Officer, without the prior approval of the Board of Directors, can encumber the financials of the Association in any amount greater than \$1,500.00 with the exception of normal operation of the Association business expenses and activities. Any officer of the Association may be removed by a two-thirds (2/3) vote of the Board of Directors for fraud, misappropriation of funds, behavior in appropriate to an officer of the Association, or any other reason, where the best interest of the Association will be served by such removal. The general membership shall be notified of such removal.

ARTICLE V - Board of Directors & Elections

Section 1.0 - Board of Directors

The Board of Directors shall consist of four (4) elected officers, (president, vice president, secretary and treasure) the immediate past president and 8 elected directors. The Board shall manage the business of the Association. In order to provide for continuity in the management of the Association four (4) elected directors shall be elected at the annual Meeting in odd numbered years and four (4) elected directors shall be elected at the Annual Meeting in even numbered years. An additional four (4) individual may be appointed by the ~~President~~ current board of the

Association to serve as appointed members of the Board of Directors for one year terms with full powers and responsibilities of an elected board member.

Board of Directors can be elected by electronic vote via a computerized system. Special request mail in ballots can be casted by email or mailed to a central business email or mailing address specially set up for the Association purposes solely.

Section 1.1 - Terms of Elected and Appointed Board Members

Directors elected to the Board of Directors shall serve a two-year term. Directors may succeed themselves. The term the appointed board members shall be for a period of one year or until the next annual meeting of the general membership.

Section 1.2 - Vacancies and Absences

Any vacancy occurring in the elected members of the Board of Directors shall be filled by the affirmative vote of the majority of the remaining Board of Directors. A Director elected to fill a vacancy shall hold the office for the balance of the replaced Director's term.

In the event any Director shall be absent for two (2) board meetings during such Director's term, the Board of Directors will review the circumstances of the absence and determine appropriate action.

ARTICLE VI - Meetings

Section 1.0 - Board of Directors Meeting

Board of Directors meetings shall be held at a time and place set by the President, or by the majority of the Directors'. These meetings will be open to any member in good standings, wishing to attend, but shall not be entitled to a vote. At meetings of the Board of Directors, business shall be transacted in such order as the Board of Directors may determine. At any meeting of the board there must be a majority of elected Board of Directors and/or Officers to constitute a quorum.

Section 1.1 - Special Meetings

Special meetings of the Board of Directors may be called at any time by the President or by any three (3) members of the Board. Notice for special meetings will be given in the official publication and/or written (including email notice) notice of time and place at least ten (10) days

prior to the meeting. Business transacted at all special meetings shall be confined to the objectives stated in the written notice of the meeting and matters germane thereto.

ARTICLE VII - Standing Committees

Section 1.0 - Special Meetings

The Association may have some or all of the following standing committees:

Activities: The Vice President serves as the Chair of the Activities Committee. The Activities Committee coordinates and oversees programs presented at regular meetings and coordinates arrangements for all activities the than business meetings and shows, such as trail rides, clinics, fun shows and social events.

Affiliate: The Affiliate Committee coordinates annual participation in the NRHA Affilaite programs. Submits recommendations for all show related activity.

Finance Committee: The Finance Committee is comprised of the current Association Treasurer and an outside source appointed by the president, to accomplish the annual financial audit. This audit will be taken from information provided by the current Association Treasurer. A review will take place periodically throughout the year once the treasurer has received and recorded information from the show secretary ay the completion of shows.

Sponsorship & Fundraising Committee: The Fundraising Committee solicits sponsorships from local, regional and national organizations to assist the Association to promote activities that benefit the Association and the reining horse industry.

Promotions: Promotions encourage the promotions of the Association through print, programs, and activities the then clinics and social events as outlined by the Activities Committee.

Show/Futurity/Derby: The Show/Futurity/Derby Committee organizes and promotes the Annual Futurity and Derby Show.

Nominating: The Nominating Committee shall consist of three (3) members with the Chair being appointed by the President. The Nominating Committee shall nominate a slate of individuals that

have agreed to serve, if elected, to be an officer and/or director and place the names of said individuals on the official ballot.

Year-end Awards Committee: The Year-end Awards Committee shall organize the year-end awards banquet by acquiring a venue, acquiring bids, placing orders on prizes and saddles from reputable dealers and companies. Selecting quality awards for class awarded winners and placers, and quality reputable saddles for the awarded saddle winners.

Section 1.1 - Committee Reports

Each committee will generally make a report of activities at regular membership meetings, board meetings, or at the special request of the President. If appropriate, financial reports will be made to the Board of Directors and/or general membership no less than annually.

ARTICLE VIII - Indemnification:

The Association shall indemnify the Board of Directors, the Officers, their heirs, executors and administrators against expenses reasonably by them in connection with any action, suit or proceeding to which they may be made a party by reason of being or having been a director to officer of the Association, except in relation to matters as to which the director or officer shall be finally adjudged in such action, suit or proceeding to be liable for negligence or misconduct. In the event of a settlement indemnification shall be provided only in connection with such matters covered by the settlement as to which the Association is advised by council that the person to be indemnified did not commit a breach of duty to the Association. The foregoing right of indemnification shall not be exclusive of the rights to which the individual may be entitled.

ARTICLE IX - Amendments

The Bylaws may be amended, altered or replaced and new Bylaws may be adopted. Amendments to the Bylaws must be presented to the Association Board of Directors in writing at least ninety (90) days prior to elections. Written notice of the proposed amendments will be given to in the Association official publication and/or written (including email notice) to the membership at least thirty (30) days before annual elections. Approved amendments will be adopted when approved by a two-thirds (2/3) majority vote of the Board of Directors and after ratification by the membership at the annual meeting. Proposed amendments may be presented at any regular meeting of the Board of Directors by a director or by a member in good standing of the Association.

ARTICLE X - Purpose

These Bylaws are adopted for the sole purpose of facilitating the discharge, in an orderly manner, of the purposes of the Association. These Bylaws shall never be construed in any way that would impair the efficient operation of the Association.

In the event a situation or circumstance arise that is not covered, specified, or identified in the Association bylaws. In the place of this event the Association, board and individual shall resort to the National Reining Horse (NRHA) association rules, bylaws, regulations and any governing body or precedence offered and followed by the said national organization.

Revised - 11/8/23