BY-LAWS OF REGION 8
OF THE
ARABIAN HORSE ASSOCIATION

ARTICLE I
Name

The name of this Corporation shall be Region 8 of the Arabian Horse Association (AHA).

ARTICLE II
Object

The object of this Corporation, hereafter referred to as Region 8, shall be: To promote Arabian, Half-Arabian and Anglo-Arabian horses while stimulating and encouraging interest in the Arabian breed; to formulate educational programs and activities for the owners and enthusiasts of the Arabian, Half-Arabian, and Anglo-Arabian horses; to foster and encourage good relations between Region 8 member associations, individual Region 8 members and the AHA; and to support the objectives and purposes of the AHA.

ARTICLE III
Membership and Dues

Section 1. Area

Region 8 shall be composed of the area including but not limited to the area as defined by the AHA. AHA may change the area of Region 8, either by action of the membership of AHA at annual convention or by the action of the Board of Directors of AHA.

Section 2. Membership

The membership of Region 8 shall consist of clubs and organizations that are members in good standing of AHA (Member Organizations). The action of AHA in granting membership to or revoking membership from any Member Organization shall automatically grant or revoke membership in Region 8.

Section 3. Dues

Each Member Organization may be assessed annual Region 8 dues, based upon the number of individual or life members of such Member Organization if deemed necessary by the Executive Committee The amount assessed will be determined by a majority vote of the Board of Delegates at the Region 8 meeting held in conjunction with the annual AHA convention. Dues, if assessed, are payable to the Region 8 Treasurer by January 15th and are delinquent on February 15th. Delinquent clubs shall be notified of said delinquency, and the assessed amount must be paid in full before their delegates can vote at any Region 8 or AHA meeting.

ARTICLE IV
Delegates

Section 1. Board of Delegates

The business and affairs of Region 8 shall be managed by a Board of Delegates. This Board shall consist of the Director, Vice-Director, Secretary, Treasurer, Immediate Past Director and the duly elected delegates from Region 8 Member Organizations that are members in good standing of AHA. The number of voting delegates from each Member Organization shall be the number

of delegates allowed the Member Organization as determined by the AHA By-Laws as of June 30th of each year. The Member Organization must submit to the Region 8 Secretary a list of delegates by August 1st of each year.

Section 2. Alternate Delegates
Each Member Organization may designate as many alternate delegates as desired. An alternate may be designated by a Member Organization to replace a previously named delegate with notification from the president and/or secretary of that Member Organization. This notification shall be presented to the Secretary of Region 8 prior to the meeting at which the alternate will vote.

ARTICLE V
Executive Committee

Section 1. Membership
The Executive Committee shall consist of the persons holding the offices of Director, Vice-Director, Secretary, Treasurer, and Immediate Past Director.

Section 2. Duties of the Executive Committee
The Executive Committee shall perform the duties prescribed by these By-Laws and by the Parliamentary Authority adopted by Region 8. The Executive Committee shall have general supervision of the affairs of Region 8 between its regular meetings, fix the time and place of meetings, make recommendations to Region 8 Member Organizations through their officers or delegates, and perform other duties as specified in these By-Laws. The Executive Committee shall be subject to the orders of Region 8 delegates and none of its acts shall conflict with action taken by Region 8 delegates. The Executive Committee is empowered by the Region 8 Board of Delegates to conduct all business of Region 8 between meetings, subject to ratification by the Board of Delegates at the next regular Region 8 meeting. Executive Committee members shall be entitled to vote on all Region 8 matters.

Section 3. Nominations
Nominations for the offices of the Executive Committee shall be made by a Nominating Committee consisting of four (4) Region 8 members with no more than two (2) members from each state. Any member who is nominated, but not present, must have given his or her prior approval. Members of the Nominating Committee shall be elected for a two-year term at the Region 8 meeting held in conjunction with the annual AHA Convention held in the even-numbered years. The Nominating Committee shall prepare a slate of officers consisting of at least one (1) qualified candidate for each office. The Nominating Committee should keep in consideration that there shall be no more than two (2) nominated persons from one (1) state on the Executive Committee, excluding the Immediate Past Director. This slate shall be presented in the odd-numbered years at the Region 8 meeting held in conjunction with the annual AHA Convention. The slate shall be distributed to all voting delegates at least 30 days prior to the annual AHA Convention, and shall also be published in any print or electronic form considered appropriate, prior to the meeting. Members of the Nominating Committee shall not seek an elected position for the term they serve as a Nominating Committee member.

Section 4. Election
Officers shall be elected by a majority vote of the Board of Delegates in accordance with the Parliamentary Authority. All officers must be members in good standing of a Region 8 Member Organization. The election shall take place at the Region 8 meeting held in conjunction with the annual AHA Convention, held in the odd-numbered years (one (1) year prior to taking office). The term of office shall be two (2) years, or until a successor is elected. The Director and Immediate Past Director may serve a maximum of two (2) consecutive terms. Other officers may serve an unlimited number of terms. There shall be no more than two (2) persons from any one (1) state serving on the Executive Committee, with the exclusion of the Immediate Past Director. The Immediate Past Director shall serve a term only as long as his/her successor serves as Director. Only in the case of no available or willing person(s) to run for a vacant position, may more than two (2) persons from one (1) state serve on the Executive Committee.

Section 5. Vacancy
Any vacancy in an office, except the Immediate Past Director, shall be filled as outlined in the Duties of Officers until the next election. If necessary, a temporary officer shall be appointed by a majority vote of the Executive Committee.

Section 6. Removal from Office
When it is determined that an officer is not acting in accordance with the By-Laws of Region 8, the officer may be removed by the voting delegation at a meeting called only for that purpose or a regular meeting. A three-fourths vote of the voting delegates present at the special or regular meeting is required for removal from office. A special meeting may be conducted by conference call or video conference if necessary.

Section 7. Duties of Officers of the Executive Committee
The officers of the Executive Committee of Region 8 shall have the powers and perform the duties and functions as follows:

a. **Director:** The Director shall be the chief executive officer of Region 8. The Director shall have general supervision, direction and control of the affairs and officers of Region 8. The Director shall preside at all meetings of the voting delegation, and perform all duties common to the office, and any other duties as assigned by the voting delegation. The Director shall also serve as a member of the National Council of AHA. The term of the Director, elected at the Region 8 meeting held in conjunction with the annual AHA Convention, shall begin immediately following the next AHA Convention.

b. **Vice-Director:** The Vice-Director, in absence, disability, or unwillingness to serve of the Director shall perform all duties of the Director. The Vice-Director may be assigned other duties by the voting delegation, the Executive Committee, or the Director. The Vice-Director shall succeed to the duties of the Director 8 in the absence, disability or unwillingness to serve of the Director, until the next Region 8 meeting held in conjunction with the annual AHA Convention, held in odd-numbered years.

c. **Secretary:** The Secretary shall keep or cause to be kept accurate minutes of all meetings of the Board of Delegates of Region 8. The Secretary shall publish notices of date, time

and place of all Region 8 meetings. The Secretary shall distribute (in print or electronically) official minutes of all Region 8 meetings to all voting delegates not later than 30 days after the meeting and shall ask for corrections or additions at that time. The minutes, with submitted corrections and/or additions, if any, shall be distributed to all voting delegates again at least 30 days prior to the next Region 8 meeting. The Secretary shall perform all duties common to the office and other duties as assigned by the Director, Executive Committee or the Board of Delegates, and shall maintain an accurate and up-to-date roster of names, mailing and email addresses of all Region 8 voting delegates.

d. **Treasurer:** The Treasurer shall receive all monies from fees, dues, debts or fines, giving receipt thereof; and shall receive all other monies coming to Region 8 and deposit same in a federally insured financial institution, except those monies that are received by the Show Committees and deposited into the Show accounts. Regional Show accounts may be maintained by the treasurer or a person designated by the treasurer. The Treasurer shall receive all bills and pay or direct their payment, except bills that are paid directly from the Show accounts. The Treasurer shall prepare annually, and at other times as directed by the Director, Executive Committee or Board of Delegates, reports as follows: Financial statements on a cash basis with comparative numbers from the previous years; a balance sheet as of the week prior to the meeting date; statement of cash receipts and cash disbursements for the period January 1 to the week prior to the meeting date; and statement of reconciliation of fund balances. Financial statements covering the calendar year shall be approved by the Executive Committee and provided to the Delegates at each Regular Region 8 Meeting. The Treasurer shall prepare a budget for the coming calendar year and shall present it in writing to the Board of Delegates for approval at the annual meeting held in conjunction with the AHA Convention. The Treasurer shall file annually all necessary tax forms and incorporation papers with the Colorado Secretary of State. The Treasurer shall send out any and all delinquent notices to Member Organizations. The Treasurer shall be a voting member of the Show Commission. The Treasurer shall have the duties pertaining to the office and as may be required by the Director, Executive Committee or the voting delegates. The term of the Treasurer shall be the calendar year, commencing on January 1st following the November when the other officers take office and ending December 31st.

ARTICLE VI
Meetings

Section 1. Regular Meetings

The voting delegates of Region 8 shall meet twice a year either in person or via video conference. Voting may be done in person, orally during a conference call, by email, or by other electronic means if meeting is held via video conference.

Section 2. Special Meetings

Special meetings of the Region 8 Board of Delegates may be called at any time by a majority vote of the Executive Committee, or by petition of ten (10) voting delegates. Only business specified in the call may be conducted at the special meeting. Special meetings shall require a ten- (10-) day advance written or electronic notice to all voting delegates. A special meeting may

be conducted by conference call or video conference if necessary. Voting may be done in person, orally during a conference call, by email, or other electronic means if meeting is held via video conference.

Section 3. Notice of Meetings
All Region 8 members shall receive notification of Delegate meetings via email to the email address on record with AHA.

Section 4. Quorum
A simple majority of the Board members or ten (10) voting delegates shall constitute a quorum for the transaction of all Region 8 business.

ARTICLE VII
Committees and Commissions

Section 1. Appointments
The Region 8 Director shall have the power to appoint all committees, except the Region 8 Nominating Committee and the Region 8 Show Commission. The Region 8 Executive Committee shall approve all Region 8 committee appointments. The term of service for all committees shall be one (1) year, unless otherwise stated. There are no term limitations for committee members.

Section 2. Special Committees

a. **Audit Committee.** A committee of three (3) members shall be appointed by the Director at the Region 8 meeting held in conjunction with the AHA Convention. It shall be the duty of the Audit Committee to review and report on the Region 8 financial accounts year to date, at the annual AHA Convention. The committee may seek an outside review, or formal audit should it be deemed necessary. If an outside audit is deemed necessary, a minimum of two (2) bids shall be obtained from outside accounting firms. Members of this committee cannot also be serving as current officers.

b. **Scholarship Committee.** A committee of four (4) members shall be appointed by the Director at the meeting held at the annual AHA Convention whose duty it shall be to review all applications made for any Region 8 scholarship. The committee shall determine which applicant(s) shall receive scholarship(s) as provided for in the Region 8 budget and report such recipients at the meeting held in conjunction with the Region 8 Championship Show.

c. **Other Committees.** The Director may appoint other committees as necessary. The number of members may vary, and the committees may be dissolved when their function is completed or no longer necessary.

ARTICLE VIII
Show Commission

The Region 8 Championship Show Commission shall consist of eight (8) Commission members, the Region 8 Treasurer and the Region 8 Director for a total of ten (10) voting members. The members of the Commission shall be elected to staggered two- (2) year terms, with two (2)

Commissioners to be elected from each state. If any state has no member running for election, then that position can be filled by a member-at-large from any of the other states. The residence of the Regional Director and Treasurer shall not be considered in this number. The members of the Commission shall be elected by a majority vote of the Board of Delegates in accordance with the Parliamentary Authority. The Chair of the Commission shall be elected by the Commission members annually. The Show Commission shall accept the responsibility of fulfilling all requirements as set forth in the approved Region 8 Championship Horse Show and Ride Guidelines.

ARTICLE IX
Waiver of Notice
Any officer or delegate may waive, in writing, any notice required to be given by law or under these Bylaws, whether before or after the time state.

ARTICLE X
Action Without a Meeting

Nothing contained in these By-Laws shall be construed to prevent any action taken at a meeting of the delegates or Executive Committee if consent in writing, setting forth the action so taken, is signed by all of the delegates or Executive Committee members entitled to vote with respect to the subject matter thereof.

ARTICLE XI
Indemnification of Officers and Delegates & Insurance

Region 8 shall secure such policies of insurance and/or bonds as it may deem reasonably required to protect the interests of Region 8, its officers, directors, and/or members. Such insurance should specifically cover any competitions (e.g. shows, or competitive and endurance rides). Additionally, the Board of Directors shall secure officers and directors insurance.

Further, Region 8 shall indemnify and hold harmless its officers and directors for their actions and omissions made in the course and scope of their service to Region 8 to the extent said actions and omissions were reasonable under the then-circumstances. Region 8 shall indemnify every delegate or officer and his/her heirs, executors and administrators, against expenses reasonably incurred by him/her in connection with any action, suit or proceeding to which he/she may be made a party by reason of his/her being or having been a delegate or officer to Region 8. In the event of a settlement, indemnification shall be provided in connection with such matters covered by the settlement. The foregoing right of indemnification shall not be exclusive to other rights to which he/she may be entitled.

ARTICLE XII
Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern Region 8 in all cases to which they are applicable and in which they are not inconsistent with these By-Laws, and any special rules of order Region 8 may adopt.

ARTICLE XIII
Dissolution

This organization may be dissolved by vote of its delegates at which time all assets shall be transferred to the Arabian Horse Association located in Greenwood Village, Colorado, its legally designated exempt organization.

ARTICLE XIV
Amendments

These By-Laws may be altered, amended or repealed at any meeting of the Board of Delegates, provided notice in writing of the proposed amendment is distributed to the delegates at least thirty (30) days prior to the meeting. A two-thirds vote of those delegates in attendance shall be required for any amendment to these Bylaws.

The above Bylaws have been amended and are subject to approval by the Board of Delegates:
Date: March 20, 2026
Director: Jim Porcher
Secretary: Cheryl McMahon