

**TENNESSEE WALKING HORSE BREEDERS' AND
EXHIBITORS' ASSOCIATION
OF WASHINGTON
BY-LAWS**

ARTICLE I: NAME

The Name of this organization shall be the TENNESSEE WALKING HORSE BREEDERS' AND EXHIBITORS' ASSOCIATION OF WASHINGTON. It shall be incorporated as a non-profit organization in accordance with the laws of the State of Washington.

ARTICLE II: OBJECTIVE

The objective of this organization shall be to promote and exhibit Tennessee Walking horses registered by the Tennessee Walking Horse Breeders' and Exhibitors' Association. To encourage the exhibition of these horses at recognized horse shows, trail rides, endurance rides, and to promote and/or sponsor shows, trail rides, clinics, and any other activities or events to create enthusiasm for the owning and riding of the Tennessee Walking Horse.

ARTICLE III: MEMBERSHIP AND DUES

A. Any person interested in Tennessee Walking Horses may become an active member upon payment of annual dues. Members are eligible to vote immediately upon payment of dues.

1. **FAMILY MEMBERSHIP:** Families (parents and their children 18 years or younger) who are residing at a single address, are eligible for Family Membership. Two members covered by a Family Membership shall be eligible to vote at all membership meetings of the Association. Names of voting members of the family shall be submitted to the Association together with the annual dues for the family. Family members, 18 years or older, shall be eligible to serve on the Board of Directors. Annual family membership dues will be determined annually by the Board of Directors. Any changes from the previous year shall be subject to the approval of a majority vote of the membership in attendance at the annual meeting.
2. **INDIVIDUAL MEMBERSHIP:** Individual members shall be 18 years of age or older and shall have one vote at all membership meetings of the Association. Individual members shall be eligible to serve on the Board of Directors. Annual dues for the individual members will be determined annually by the Board of Directors. Any changes from the previous year shall be subject to the approval of a majority vote of the membership in attendance at the annual meeting.

3. JUNIOR MEMBERSHIP: Junior membership shall be open to those 17 years of age or younger who are not included in a family membership and wish to participate as an individual. Junior members shall have voting privileges, however, they are not eligible to serve on the Board of Directors. Annual dues for Junior Membership will be determined annually by the Board of Directors. Any changes from the previous year shall be subject to the approval of a majority vote of the membership in attendance at the annual meeting.
 4. HONORARY MEMBERSHIP: There shall be two classes of Honorary Membership. The Board of Directors may select any individual warranting a Honorary Life Membership. This presentation shall take place at the Annual Banquet. Also, those individuals serving as National Director to the T.W.H.B.E.A. shall be Honorary Members for the duration of their elected term.
- B. The fiscal year of the Association shall be from January 1st, to December 31st.
 - C. The annual dues are due and payable January 1, and become delinquent March 1. Anyone failing to renew membership by March 1st, will not receive newsletters. Any person joining the Association during the fiscal year shall be charged full amount of annual dues.
 - D. The annual meeting of the members of the Association shall be held in Washington in November of each year. The time and place to be set by the Board of Directors for the purpose of electing the Board Members and conducting such other business as may properly come before the meeting. A quorum consists of all voting members in attendance. The annual Awards Banquet shall be held in conjunction with the annual membership meeting.
 - E. Special meetings of the members of the Association may be called by the President or by five (5) members of the Board of Directors, or by petition of one-third (1/3) of those members eligible to vote at a membership meeting, and the purpose or purposes for which the meeting called, shall be mailed or delivered to each person eligible to vote at a membership meeting, not less than thirty (30) nor more than fifty (50) days prior to the date of the meeting. Those persons eligible to vote who are present at the special meeting shall constitute a quorum at the meeting.

ARTICLE IV: BOARD OF DIRECTORS

- A. The business affairs of the Association shall be managed by the Board of Directors, consisting of 9 members. Term of office of the directors shall be staggered so that the terms of no more than (5) five directors expire in any one year. Directors shall be elected from active members.

- B. The Board of Directors shall meet for regular meetings as called by the President or by petition of any three (3) Directors. Only members of the Board of Directors shall be eligible to vote at Board meetings. Board members shall be notified at least **ten (20)** days prior to the meetings. All the Board meetings shall be open to the general membership.
- C. Any vacancy occurring on the Board of Directors shall be filled by the affirmative vote of a two-thirds majority of the directors in attendance at a board meeting. A director elected to fill a vacancy shall be elected for the remainder of the term.
- D. A member of the Board of Directors who misses more than three (30 unexcused board meetings in any one (1) year shall automatically forfeit his seat on the Board of Directors.
- E. A majority vote shall rule at all membership, board and executive committee meetings except in those cases where stated otherwise.

ARTICLE V: OFFICERS

- A. The officers of the Tennessee Walking Horse Breeders' and Exhibitors' Association of Washington shall be: President, First Vice-President, Second Vice-President, Secretary, and Treasurer. Officers shall be elected by majority vote of the Board of Directors from its members immediately following the annual meeting.
 - 1. **PRESIDENT:** The President shall preside at all meetings of the Association, the Board of Directors and Executive Committee. The President shall appoint the Chairman of all standing committees and such other committees as the Board of Directors may create, subject to the approval of the Board members. The president shall be ex-officio member of all committees. The president shall call all meetings as set forth in these By-Laws, and as deemed necessary to conduct the affairs of the Association.
 - 2. **FIRST VICE-PRESIDENT:** The First Vice-President shall perform the duties of the President in his absence or inability to act, and such other duties as the President may delegate to him.
 - 3. **SECOND VICE-PRESIDENT:** The Second Vice-President shall perform the duties of the first Vice-President in his absence or inability to act, and such other duties as the President may delegate to him.
 - 4. **SECRETARY:** The secretary shall record all minutes of the meetings of the Association.
 - 5. **TREASURER:** The treasurer shall collect all monies due the Association and shall have the care and custody and be responsible for the funds of the Association. The Treasurer shall file all reports as may be required by Government Agencies. The Treasurer shall make a full report of the financial positions of the Association at the annual meeting. This report

shall include a complete summary of cash receipts and disbursements for the Show Account, the General Account, and the High Points Awards Account. Separate bank accounts are to be maintained for these activities and no co-mingling of the monies shall be permitted without approval of the membership.

ARTICLE VI: EXECUTIVE COMMITTEE

The Executive Committee shall be composed of the elected officers of the Association. The Executive Committee shall transact any emergency business which may require immediate action between regular meetings of the Association. A quorum shall consist of five (5) members.

ARTICLE VII: REPRESENTATIVES AND STANDING COMMITTEES

- A. The Representatives shall be the National Representative, the Junior Representative, and Western International Walking Horse Association Representative.
1. **NATIONAL REPRESENTATIVE:** The National Representative shall keep this Association informed on all matters of national importance and interest. The National Representative shall attend all meetings of this association possible.
 2. **JUNIOR REPRESENTATIVE:** The Junior Representative shall be interested in exhibiting Tennessee Walking Horses and shall be expected to promote the junior and showing activities as well as being capable and eager to interest other young people in Walking Horse activities. This Representative shall not be more than seventeen (17) years of age. The Junior Representative is required to attend all meetings of this Association possible.
 3. **W.I.W.H.A REPRESENTATIVE:** The W.I.W.H.A. Representative shall consist of five (5) members and an alternate to the W.I.W.H. A. Enforcement Committee and one (1) member and an alternate to serve on the W.I.W.H. A. futurity Committee. These representatives shall be elected by majority of the voting members at a membership meeting.
- B. The Standing Committees shall be the Membership, Show, Trail, Promotion, Newsletter, Annual High Point Award Banquet, and Activities Committee. The Chairperson of each standing committee shall attend all meetings of this Association.
1. **MEMBERSHIP COMMITTEE:** The Membership Committee shall be responsible for increasing the membership of the Association.
 2. **SHOW COMMITTEE:** The Show Committee shall be responsible for the annual Tennessee Saturday Night Show. This committee shall also serve as liaison between this Association and other show sponsors.

3. **TRAIL COMMITTEE:** The Trail Committee shall be responsible for all trail ride activities. This committee shall also serve as the liaison between this Association and other trial related organizations.
4. **PROMOTION COMMITTEE:** The Promotion Committee shall be responsible for all promotional activities including clinics, exhibitions, communications with other breed organizations, advertising and all fund raising activities.
5. **NEWSLETTER COMMITTEE:** The Newsletter Committee shall be responsible for the publication of the minimum of six (6) newsletters per year.
6. **ANNUAL HIGH POINT AWARD COMMITTEE:** The Annual Awards Committee shall have the responsibility for the Annual Membership Meeting and the Annual Awards Banquet. This committee shall be responsible for maintaining all high point records, collection and submission of all monies to the treasure, which are to be deposited in the High Point Award account.
7. **ACTIVITIES COMMITTEE:** The Activities Committee shall have the responsibility for coordinating all social activities of this Association.

ARTICLE VIII: NOMINATING COMMITTEE

The Nominating Committee shall be appointed by the President, subject to the approval of the Board of Directors, at least two (2) months prior to the annual meeting of the members. The Nominating Committee shall be responsible for nominating members of this Association at he annual meeting to fill vacancies to maintain the number of Directors at nine (9), and to obtain the consent of all nominees as to their willingness to serve on the Board of Directors for a two (2) year term. The Nominating Committee shall consist of three (3) members eligible to vote at the membership meetings. Nominations may also be made from the floor at the annual membership meeting provided that any person so nominated indicates willingness to serve is elected.

ARTICLE IX: OFFICIAL ADDRESS

The official address and principal place of business of the Tennessee Walking Horse Breeders' an Exhibitors' Association of Washington shall be the address of the current Secretary.

ARTICLE X: DISSOLUTION

In the event of dissolution of this Association, any assets that have accumulated by the Association shall be disposed of to anon-profit educational or cultural organization, including those sharing the purposes of this Association, at the discretion of those members eligible to vote at Board of Directors' meetings.

ARTICLE XI: AMENDMENTS

These By-Laws may be amended by a two-third (2/3) majority vote of the members present at the annual membership meeting or a special membership meeting, provided that a thirty (30) day written notice of the meeting indicates such purpose. Any proposed amendments must be distributed to the membership a minimum of thirty (30) days prior to the ratification of the changes. All approved amendments to the Tennessee Walking Horse Breeders' and Exhibitors' Association of Washington By-Laws shall become effective immediately and mailed to the members within fifteen (15) days.

ARTICLE XII: PARLIMENTARY PROCEDURE

All meetings of the membership of the Association, of the Board of Directors, of the Executive Committee, and all of the standing committees and other committees shall be governed by Roberts Rules of Order.

(Updated: February 1988)