

MASON DIXON PASO FINO HORSE ASSOCIATION, INC. BY-LAWS

ARTICLE I (Name, Operation)

Section 1. The name of the Association shall be Mason Dixon Paso Fino Horse Association, Inc. (hereinafter referred to as Mason Dixon PFHA or the Association). The Association shall be operated and conducted as a nonprofit organization. The Association will operate as a regional group affiliate of the Paso Fino Horse Association (Hereafter referred to as PFHA). The Association will conduct itself in a way consistent with the aims and rules of the PFHA.

Section 2. Financial Operation. Mason Dixon PFHA shall under no circumstances be used for personal financial enrichment or gain of any of its members, and no portion of its money or property shall be permitted to inure to the benefit of any individuals except as expenses paid for agent or volunteer services rendered to or for the Association.

ARTICLE II (Objectives)

The objectives of the Association shall include but not be limited to:

- To promote interest in and to advance in any ways the study and science of the Paso Fino Horse Breed.
- Protection of the Paso Fino breed and its heredity.
- Assisting and encouraging the membership to breed, raise, train, enhance, improve, protect, and promote the Paso Fino breed;
- maintaining accurate records of all Mason Dixon PFHA affairs and activities with reasonable access thereto for the members of Mason Dixon PFHA;
- sponsoring shows, educational clinics, trail rides and other forums for the benefits of its members; and
- informing, promoting and educating the public in general as to the qualities of the Paso Fino horse, by means of publications, exhibitions and other informative means.

ARTICLE III (Memberships, Dues, Privileges and Responsibilities)

Section 1. Memberships. Any adult person interested in the objectives of the Mason Dixon PFHA is eligible for membership application. Membership applications shall be submitted in writing along with applicable dues to the designated person of Mason Dixon PFHA.

Section 2. Membership classifications. Mason Dixon PFHA membership classifications include

- Individual membership – one (1) adult (at least eighteen (18) years of age). Individual memberships are entitled to one (1) vote.
- Family membership – up to two (2) designated adults and any children under

the age of eighteen (18) living in the same household. Family memberships are entitled to one (1) vote for each designated adult.

- Youth membership - one youth under eighteen (18) years of age. Youth memberships are ineligible to vote.

Section 3. Dues. The annual dues in the amount fixed by the Board of Directors from time to time, shall be payable on or before the first day of October each year.

Section 4. Membership Responsibilities. To be entitled to full Mason Dixon PFHA benefits one must

- Be a member of Mason Dixon PFHA
- Maintain current Mason Dixon PFHA dues,
- Maintain good standing with Mason Dixon PFHA and
- Not have designated a region other than Mason Dixon as one's regional affiliation.

Members with a regional affiliation other than Mason Dixon PFHA with PFHA are entitled to all benefits with the exception of voting on national matters, voting in Mason Dixon PFHA elections and holding office in Mason Dixon PFHA.

Membership is for a term of one year and must be renewed on an annual basis. Applicants must be free of outstanding debts to Mason Dixon PFHA before membership will be renewed. The Board of Directors reserves the right to review, reject, or revoke the application of any individual whose conduct is found to be contrary to or in violation of the Code of Ethics as detailed in the PFHA Constitution.

Section 4. Member Discipline. The Board of Directors may censure, suspend, or expel from Mason Dixon PFHA any member charged with acts of conduct detrimental to the Association and/or in violation of the Code of Ethics detailed in the PFHA Constitution. Disciplinary action will be imposed after a due and proper hearing at which the accused is afforded an opportunity to be heard and defended on all charges.

ARTICLE IV (Officers of Mason Dixon PFHA)

Section 1. The officers of Mason Dixon shall consist of a President, Vice-President, Secretary, Treasurer and the Regional representative to the PFHA. The aforesaid officers shall be elected by secret ballot at the designated annual membership meeting every two years to correspond with the term of officers of PFHA. Officers of Mason Dixon PFHA assume the duties of their offices on the first day of January following election.

ARTICLE V (Duties of Officers)

Section 1. Duties of the President. The President shall be the Chief Executive

Officer of Mason Dixon and shall preside over all meetings thereof and meetings of the Board of Directors. The President shall have the right to appoint a Parliamentarian and all Mason Dixon Committee Chairpersons as may be deemed requisite and perform such other and further acts and functions as are usually performed by a President of a Membership Association.

Section 2. Duties of the Vice President. The Vice-President shall in the absence or during the incapacity of the President perform the duties and functions of the President's office.

Section 3. Duties of the Secretary. The Secretary shall record and maintain a record of the minutes of all meetings and proceedings of Mason Dixon PFHA, conduct correspondence and perform such other secretarial duties as may be required by the President, the Board of Directors and the incorporation records maintenance.

Section 4. Duties of the Treasurer. The Treasurer shall be the fiscal officer of Mason Dixon and shall deposit all funds received in the designated banking institution in the name of Mason Dixon PFHA. The Treasurer shall maintain an accurate account of all finances and financial transactions and shall make all authorized disbursements.

The Treasurer shall insure that disbursements are made only through the official Mason Dixon checking account. Itemized vouchers shall support disbursements and the Treasurer shall maintain vouchers. An annual audit of the files and accounts of the Association may be conducted by a qualified person appointed by the President at the close of each fiscal year and the results of such audit shall be reported to the members at the next occurring annual meeting. Interim audits may also be made upon giving at least ten (10) days notice to the Treasurer. At the annual meeting a full and complete report of all receipts and disbursements and financial status of the Mason Dixon PFHA shall be made by the Treasurer. During the fiscal year interim financial reports may be requested by the President or the Board of Directors. No funds shall be withdrawn from the Association depository except by check signed by either the President, Vice President, or Treasurer, all of whom may be bonded in the amount determined by the Board of Directors. The Treasurer is responsible for all tax reports and returns as may be required by the State and Federal Governments.

Section 5. Duties of the Regional Representative to the PFHA. The Regional Representative to the PFHA shall represent the interests of the membership of the Mason Dixon PFHA at the PFHA by serving as a board member of that organization. In as much as is possible, the Regional Representative shall determine the wishes of the Mason Dixon membership on issues before the board of the PFHA and vote accordingly and at least make a full and complete report of all votes cast, including the rationale to the membership via the newsletter.

ARTICLE VI (Board of Directors)

Section 1. Composition. The Board of Directors shall be composed of the President, Vice President, Secretary, Treasurer, Regional Representative to the PFHA and the immediate Past President.

Section 2. Duties and Responsibilities. The Board of Directors shall be the administrative and policy making body of Mason Dixon PFHA and have general supervision of the affairs thereof. No act of the Board of Directors, however, shall conflict with the By Laws of the Mason Dixon PFHA.

The Board shall hold at least two (2) meetings per year at such times and places designated by the President.

The Board shall have the right to declare a vacancy in it's membership when any member without just cause fails to attend (2) consecutive Board meetings.

The Board shall have the right to fill any vacancy on said Board by electing a new member who shall hold such office until the next election of officers.

The presence in person of a majority of the Board members shall be requisite for the transaction of business at any meeting thereof and a majority vote of such members present shall be necessary for a decision.

ARTICLE VII (Meetings)

Section 1. Annual Meeting. The annual meeting for the election of officers shall be held in October, November, or December, time and place to be determined by the President. Additional meetings may be called at the discretion of the President.

Section 2. Notice. Due written communication of each membership meeting must be given at least two (2) weeks in advance stating the date, time and place of such meeting. In the event, however, that an emergency meeting is required, oral notice thereof shall be deemed due and sufficient notice.

Section 3. Transaction of Business. A quorum is defined as at least twenty (20) voting members and shall be required for the transaction of business at any membership meeting. There shall be no voting by proxy at any meeting. However, absentee ballots will be recognized as members present when voting for officers and By-Law changes. A notification of by-law changes shall be given to the membership at least two (2) weeks prior to such meeting.

ARTICLE VIII (Elections)

Section 1. The President, within a reasonable time after the annual meeting, shall

appoint a nominating committee consisting of three (3) Mason Dixon voting members in good standing, none of whom are officers of the Association. The responsibility of this committee will be to actively solicit and encourage qualified candidates and make as well as receive nominations for offices for the ensuing term. The nominating committee must ascertain that each person nominated is willing and able to perform the duties of the office and must receive written or verbal consent from the candidate. The committee shall publish to the membership the list of candidates for each office thirty (30) days prior to the election and the Annual Meeting. Nominations for any office may be made by any member in good standing from the floor at the annual meeting. All nominees must give prior consent to have their name placed in nomination, including nominations from the floor. A nominating committee member will voluntarily resign from the Nominating Committee if he or she is nominated for an office of the Association. The Nominating Committee shall remain in force until its recommendations are presented to the Presiding Officer at the Annual Membership Meeting.

Section 2. Eligibility for Office. No person shall be eligible to serve as an officer of Mason Dixon PFHA unless such person has been an active member in good standing with Mason Dixon PFHA for at least twelve (12) months prior to the date of nomination. No person shall hold more than one (1) elective office in the Mason Dixon PFHA at one time.

Section 3. Election Procedures. Members who are unable to attend the annual meeting may vote by absentee ballot. An absentee ballot may be used only for the election of officers. The form for the Absentee Ballot will be published in the Association's newsletter. All absentee ballots shall be completed according to requirements stated on the ballot and shall be sent to the Secretary of the Association to be received no later than 5 days before the annual meeting. Any member voting by absentee ballot shall have been a member in good standing of the Mason Dixon PFHA for thirty (30) days prior to the meeting.

ARTICLE IX (Committees)

Section 1. The President, upon taking office, shall within a reasonable time thereafter, appoint the chairpersons and members of such committees he/she deems requisite for the ensuing year. The chairpersons of all committees shall submit to the Board of Directors their respective programs for consideration and appropriate action.

ARTICLE X (Chapters within the Organization)

Section 1. A group of twenty or more Mason Dixon members may organize themselves into a "chapter" which can have a representative on the Mason Dixon Board of Directors. The relationship will be formalized and operated through a "Memorandum of Understanding" between the Board of Directors and the chapter.

ARTICLE XI (Organization Procedure)

Section 1. Amendments to By-Laws. Amendments to the within By-Laws may be adopted by a two-thirds (2/3) vote of the members present at any regular or special meeting of Mason Dixon PFHA at which there is at least 20 members present, provided also that written notice of such meeting and any proposed amendment shall have been given at least two (2) weeks prior to such meeting to the membership.

Section 2. Dissolution. Mason Dixon PFHA is perpetual or until dissolved as provided by Statue and upon adoption of a Resolution for such purpose by a two-thirds (2/3) vote of the membership either by presence or by notarized absentee ballots. A written notice of such Resolution shall be presented to the membership two (2) weeks prior to a meeting called for the purpose of voting on dissolution. In the event Mason Dixon is dissolved, no member or group of members shall receive any benefit from the assets of Mason Dixon PFHA, but such assets remaining after the payment of outstanding obligations, shall be turned over to another eleemosynary, or not for profit corporation which is exempt from tax.

Section 3. Parliamentary Authority. "Roberts Rules of Order" shall constitute the parliamentary authority for all matters of procedure not specifically provided for by the within By-Laws.

Dated: March 30, 2003
Submitted By:

Adopted: March 30, 2003
Amended: November 6, 2004