

OKLAHOMA BUCKSKIN HORSE ASSOCIATION
2023 Recommendations for Bylaw changes

ARTICLE I
NAME, PURPOSE, PLACE OF BUSINESS

Section 1. Name: This Association shall be known as the OKLAHOMA BUCKSKIN HORSE ASSOCIATION (OBHA) and shall at all times be operated and conducted as an incorporated non-profit association in accordance with the laws of the State of Oklahoma providing for such organizations and by which it shall acquire all such rights as granted to associations of the kind.

Section 2. Purpose: The principal objective of the Association shall be to promote interest in the equines recognized by the American Buckskin Registry Association, as well as to promote association of those persons interested in the American Buckskin Horses within the State of Oklahoma. All of the purposes, policies and activities of this Association will be consistent with the purposes, policies and activities of the American Buckskin Registry Association.

Section 3. Place of Business: The Principal place of business shall be the address of a duly elected officer domiciled in the State of Oklahoma, but business of the Association may be conducted at any location established by the Board of Directors.

Section 4. The fiscal year of the Club shall be the calendar year.

ARTICLE II
MEMBERSHIP

Section 1. Members whose annual dues are paid will have all privileges granted a membership. An OBHA membership is required for anyone wishing to be elected to serve as an OBHA officer or member of the OBHA Board of Directors. The majority of OBHA Board members should be residents of Oklahoma.

Section 2. Membership in the Association is a privilege, not a right: application for which shall be made on forms and by fees and procedures prescribed from time to time. A membership may be terminated or rejected by the Board of Directors for cause detrimental to the interest of the Association, its programs, policies, objectives and harmonious relationship of its members as determined by the Board of Directors.

Section 3. Members of OBHA shall be admitted, retained and expelled in accordance with such rules and regulations as the Board of Directors may, from time to time, adopt.

Section 4. The Board of Directors may authorize the granting of various types of membership, with or without voting rights and with or without dues assessment and for such duration as the Board of Directors may determine and direct. The Association shall have no initial membership fee, but shall, except as herein above provided, assess annual membership dues for each calendar year in such amounts as the Board of Directors determines in advance.

Section 5. Any member of the Association may resign from membership by written resignation delivered to the OBHA office. Failure to pay annual dues, except as such annual dues may have been forgiven by the Board of Directors as above provided, by a date prescribed annually by the Board of Directors shall result in forfeiture of membership.

Section 6. While in good standing, all members shall have equal rights, interest and responsibilities with respect to the Association and its property; shall obey and be bound by all by-laws, rules and regulations of the Association and decisions or actions of the Board of Directors; shall have the right to vote by personal attendance membership meetings; and shall have the right to hold office and committee assignments, except as otherwise limited.

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Section 7. In regard to individuals who are non-members yet participate in any Association approved events by such actions, and in regard to such transactions, so thereby agree to be bound by all by-laws, rules and regulations of OBHA and decisions and actions by the Board of Directors.

Section 8. Voting. In all matters governed by the vote of the members, every member in good standing who has reached the age of at least 19 years shall be entitled to vote. A member in good standing shall be defined as a member currently free of disciplinary restrictions. Members on probation or suspension are not considered in good standing.

Section 9. Membership Types

1. A single membership shall be defined as any individual person is entitled to one (1) vote per member present.
2. A family membership shall be defined as head of household to include spouse or legal partner of the same household (as legally recognized by the State of Oklahoma), and all unmarried legal children eighteen (18) years and under residing with or under the legal guardianship of the head of household. A family membership is entitled to two (2) votes.
3. Individual life memberships are available with a maximum fee of 10x's the current membership fee amount.

ARTICLE III
BOARD OF DIRECTORS

Section 1. Board of Directors. The majority of OBHA Board of Directors, should be residents of the State of Oklahoma and shall also be known as officers of the Club. The nine (9) members shall be as follows: President, Vice President, Secretary, Treasurer, Reporter and four (4) Chairperson positions.

Section 2. Eligibility: A board member must be a member of OBHA. Only two (2) family members may hold a position on the Board of Directors during the same year in the Association.

Section 3. Vacancies: In case of vacancy of the OBHA Board of Directors by written resignation, death, or any other cause, a successor shall be nominated and voted on by the Board of Directors and shall fill the unexpired term of the vacant Board Position being replaced, or until a successor is elected at the next general membership meeting.

ARTICLE IV
MEETINGS

Section 1. Meeting notice may be given by written notice to members sent at least ten (10) days prior to the meeting by: (a) separate written notice; (b) notice contained in a conspicuous place in regular official membership publication or newsletter or social media; (c) electronically communicating; (d) OBHA website or (e) or by any other means allowed by law shall be construed and is accepted as legal notice of such meeting.

Section 2. Board of Directors Meetings: The regular meeting of the Board of Directors shall be held a minimum of 4 times each year. A quorum of the Board of Directors must be present at any meeting for the transaction of business.

Section 3. General Membership Meetings. General Membership meetings will take the place of the board meeting for the month in which it is held.

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Section 4. Attendance. Officers are required to attend the general business meetings and board meetings except for excusable circumstances. The President or Secretary is to be notified of any absences prior to the scheduled meeting.

Section 5. Any Board of Directors Member not abiding by these by-laws will be notified in writing of their replacement and his/her successor shall be nominated and voted on by the Board of Directors and shall fill the unexpired term of the Director being replaced, or until a successor is elected at the next general membership meeting.

Section 6. Meetings of the Board of Directors may be called or canceled when deemed necessary by the direction of the President or by a quorum of the Board of Directors in office upon notification of all directors by phone or otherwise. Seven (7) days written notice will be given when possible.

Section 7. Year End Banquet. The Year-End Banquet and General Business Meeting of the Association shall be held at such time and place as may be fixed by a vote of the Board of Directors.

Section 8. Special Meeting. Special meeting of the general membership may be held at such time and place as may be designated in the notice whenever called by the direction of the President, by a quorum of the Board of Directors, or by notice signed by no less than 50% of the members then in good standing. Notice of each special meeting indicating the object or objects thereof shall be given in the same manner as is provided for with respect to the regular meeting.

Section 9. Any officer of the Association may call the meeting to order and may act as chairperson of such meeting. Precedence being given as follows: President, Vice President, Secretary, Treasurer, Reporter. In the absence of all such officers, the members present may elect a chairperson. The secretary of the Association shall act as secretary at all meeting, but in his/her absence, the chairperson may appoint a person to act as secretary of such meetings.

**ARTICLE V
ELECTIONS OFFICERS AND DIRECTORS**

Section 1. Election of Officers and Directors. Election of officers and directors shall be held at the OBHA Annual Meeting. Voting (by a majority of OBHA members present) may be an in writing/closed ballot previously distributed by the nominating committee chairperson, or by using any other available forms of media or communication. The newly elected officers and directors will be requested to sit in on the Year-End business meeting and should be ready to take over at the next monthly Board of Directors meeting.

Section 2. The nominating committee shall conduct the election and the counting of votes. At each annual meeting, the members shall elect a President, Vice President, Secretary, Treasurer, Reporter, and four (4) Chairpersons, all serving one-year terms of office.

**ARTICLE VI
OFFICERS AND DUTIES**

Section 1. President: The President shall be the chief executive officer of the Association and shall preside at any and all meetings of the members and Board of Directors. He/She shall see that the by-laws, rules and regulations of the Association are enforced and shall perform all other such duties as may be prescribed periodically by the members.

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Section 2. Vice President: The Vice President, in the absence of the President, shall have the powers and shall perform the duties of the president and such other duties as may be prescribed by the members.

Section 3. Secretary: The Secretary shall keep the minutes of all membership meetings, director meetings and any such special meetings. He/She shall make a report to all membership meetings and shall perform other duties as may be prescribed by the members. Correspondence received will be directed to the President and the Board of Directors.

Section 4. Treasurer: The Treasurer shall receive the monies turned in to him/her by the secretary or committee chairperson. They shall account for the same by itemized statements in detail to each meeting of the members and to the Board of Directors upon demand. Also, he/she shall cause to be submitted to the members a proposed budget and anticipated expenditures for the forthcoming year.

Section 5. Reporter: The reporter shall be responsible for public relations for the club. They may submit articles to recognized equine publications, newsletters, or public posts on social media, as well as actively pursue new members by using any means of media available.

Section 6. Four Elected Chairpersons: The 4 elected Chairpersons shall each serve on at least one (1) committee as set in by-laws.

- A. The Chairperson of Special Events:** The chairperson of Special Events shall be responsible for implementing special events for the club. They shall coordinate with the Reporter to effectively publicize club activities and sponsors. They shall coordinate with the youth director on special activities.
- B. The Chairperson of Youth Activities:** The chairperson of Youth Activities shall lead & coordinate with youth members to create suitable activities that will enhance their participation at shows & other events. Shall coordinate with Reporter and Director of Special Events.
- C. Two Chairperson of Show Operations:** These chairpersons shall assist the Show Manager and perform the duties given in the Policies and Procedures Handbook.

Section 7. Expenditures: All expenditures of the Association must be approved by Board of Directors.

Section 8. Auditing of Accounts: An audit of the financial books will be made yearly, or upon demand of the Board of Directors or upon demand by a majority vote of the general membership.

**ARTICLES VII
COMMITTEES**

Section 1. The OBHA President should appoint members to serve on, standing and ad hoc committees. Committees may be created by the Board of Directors. The following list includes the major committees that may or may not be enacted each year. Other committees may be created as needed, without being added to the bylaws. Specific duties and guidelines for committees may be found in the **Policies and Procedures Handbook**.

ABRA World Show
Horse show
Media
Membership/giving info to the Reporter
Finance/works with the Treasurer

Nominating
Trophy-Prizes-Year End Awards
Youth
Year-End Banquet

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Section 2. Any formed committee shall consist of (1) chairperson and at least (2) other members.

**ARTICLE VIII
AMENDMENTS**

Section 1. The members shall have the power to make, amend, and repeal the bylaws of the Association by the vote of the majority of members in good standing present at any general membership meeting of the Association. Thirty (30) days written notice of the proposed amendments will be available to all members in good standing before any vote may be called for by the following (a) separate written notice; (b) notice contained in a conspicuous place in regular official membership publication or newsletter or social media; (c) electronically communicating; (d) OBHA website or; (e) or by any other means allowed by law shall be construed and is accepted as legal notice.

**ARTICLE IX
INDEMNIFICATION**

Section 1. OBHA shall indemnify any person made or threatened to be made a defendant or respondent to any threatened or pending action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that the person was or is an officer, director, employee or committee member. This indemnification is available only if, with respect to the matter made the basis of the underlying action such indemnitee (a) acted in good faith (b) acted in a manner he or she reasonably believed to be in the best interest of the OBHA and (c) had no reasonable cause to believe his or her conduct was illegal or unlawful.

Section 2. The termination of any action by judgment, order, settlement or conviction, or on a plea of nolo contendere shall not of itself create an irrefutable presumption that the indemnitee did not meet these requirements.

Section 3. This indemnity shall include all usual and customary expenses incurred in defense of or response to the action, including attorney fees, costs, judgments fines and amounts paid in settlement that are reasonably incurred by such person in connection with such action.

Section 4. Failure of the indemnitee to promptly notify OBHA of any threatened or pending action, suit or proceeding, if it is determined that such failure was prejudicial to the rights of the OBHA, shall enable the OBHA to deny indemnification to such person. Additionally, no person shall be indemnified with respect to any action filed by or undertaken by the OBHA against the person to whom indemnification would otherwise be available.

**ARTICLE X
DISSOLUTION**

Section 1. Dissolution. Upon the dissolution of the OBHA, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Association, dispose of all the assets of the Association, exclusively for the purposes of the OBHA in such manner to such organization or organizations organized and operated exclusively for agricultural purposes as shall at the time qualify as an exempt organization or organizations under Section 501 C (5) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) as the Board of Directors shall determine. The American Buckskin Registry Association, Tulsa, OK is to be given first consideration.