

BYLAWS OF THE PACIFIC COAST QUARTER HORSE ASSOCIATION

Significant changes have been made to the bylaws and the rules that govern this association. Your PCQHA membership includes an obligation to know and abide by the rules. You are encouraged to read these rules thoroughly.

PCQHA MISSION STATEMENT

To provide opportunities for youth, amateur and professional horsemen of the Pacific Coast to gain firsthand knowledge of the suitability and adaptability of the American Quarter Horse through venues and beneficial services such as marketing, promotion, advertising and publicity.

To encourage the breeding and ownership of California-Bred American Quarter Horses by maintaining an awards program, which targets the accomplishments of these horses through PCQHA sponsored or approved programs.

Above all, Pacific Coast Quarter Horse Association encourages sportsmanship and family values, as well as the lasting friendships through participation in these activities. The humane and dignified treatment of the American Quarter Horse by owners, trainers, and exhibitors is expected at all times.

PCQHA VISION STATEMENT

PCQHA is to be the leader of the Quarter Horse Industry on the West Coast, providing its voice to protect and promote the American Quarter Horse to its fullest potential.

ARTICLE I - NAME

Section 1. The name of this corporation shall be and is PACIFIC COAST QUARTER HORSE ASSOCIATION, INC. (hereafter referred to as the PCQHA).

Section 2. The principal office of this association shall be in Paso Robles, California.

ARTICLE II - MEMBERSHIP

Section 1. Voting member: Any person (over the age of 18) firm or corporation (ranch, stable, etc.) actively interested in Quarter Horses is eligible to become a voting member of this association.

Section 2. Youth member: Any person, actively interested in Quarter Horses who is not more than eighteen (18) years of age on January 1 of that membership year, is eligible to become a youth member of this association and is eligible for membership in the American Quarter Horse Youth Association.

Section 3. Youth Life Member: Any person, actively interested in Quarter Horses who is not more than eighteen (18) years of age on January 1 of that membership year, is eligible to become a life member in return for a youth life-time membership payment. This life membership will expire on his or her 19th birthday.

Section 4. Honorary Life Member: Any person (over the age of 18), firm or corporation actively interested in Quarter Horses, who, by merit of outstanding service to this association and/or the Quarter Horse industry, may be voted an honorary life member. A two-thirds majority vote of the Board of Directors present at any regular or special meeting, or by a two-thirds majority vote of the general membership present at any annual meeting or special meeting is required. The President of the Association, upon completion of his/her term of office, shall be awarded an honorary life membership.

Section 5. Life Member: Any person (over the age of 18), firm or corporation in good standing may become a life member in return for a life-time membership payment.

Section 6. Admission to Membership: Application for membership shall be deemed accepted by receipt of said application in the PCQHA office and dues as provided by these bylaws, subject to acceptance by a majority of votes of the Board of Directors, within sixty (60) days after such presentation.

Section 7. Assessments: No member shall be subject to any assessments, or liable by reason of membership in the association.

Section 8. Property Rights: The Corporation does not contemplate pecuniary gain or profit to the members thereof. Upon dissolution of this corporation, any assets remaining after payment of all obligations and debts shall be distributed by the last Board of Directors, but none such assets shall be distributed to any member of this corporation.

Section 9. Voting Privileges: All members in good standing shall have the privilege of voting at association elections and at meetings of the members of the association; provided, however, that no such member who shall be delinquent by reason of non- payment of dues or other debts due the association shall be entitled to vote while such delinquency continues. Youth members may not vote at any annual meetings or special meetings of the senior membership. Youth members shall have the privilege of voting at youth membership meetings and election; provided, however, that no such youth

members who shall be delinquent by reason of non-payment of dues shall be entitled to vote while such delinquency continues. Senior voting members, life members, honorary life members may not vote at any youth annual meeting or special meetings of the youth membership.

Section 10. Membership in this 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 by the association. Membership, or application, therefore, may be terminated or rejected by the Executive Committee or 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 Executive Committee or Board. Termination or application rejection proceedings under this paragraph shall be conducted under the association's disciplinary procedures for notice, hearing and temporary suspension, the effect of termination or rejection may be denial of the privileges of the association as set forth in association disciplinary procedures.

The name under which a membership may be obtained will be limited to thirty (30) characters (letters, spaces and punctuation marks).

The application for membership should indicate clearly the name in which the membership is to be recorded. Care should be taken to apply for membership in exactly the same name that the AQHA registration papers are recorded. This rule mirrors the AQHA rule regarding membership.

For further explanation of membership requirements, refer to examples contained in Article III, Section 1.

Should a member in good standing undergo a legal name change, PCQHA shall, upon written request, change association records to reflect the change. There will be no charge for this change.

General privileges and responsibilities of members and non-members are as follows:

While in good standing, all members shall have equal rights, interests and responsibilities with respect to the association and its property; shall obey and be bound by all bylaws, rules and regulations of the association and decisions or actions of the Board of Directors or Executive Committee; shall have the right to vote by personal attendance at membership meetings; and shall have the right to hold office and committee assignments, except as otherwise limited.

Section 11. Disciplinary Procedures: The PCQHA Executive Committee is the forum within PCQHA, which, initially or ultimately, hears, or reviews evidence of alleged violation of the rules and regulations by members or non-members. In addition, the Executive Committee shall hear appeals from other committee's action. A member may be disciplined, suspended, fined and/or expelled from PCQHA and any non-member may be denied any or all PCQHA privileges. Proof necessary to establish a rule violation is that quantum of proof that would lead a reasonable person to believe the matter alleged to be true. A majority vote of the Executive Committee shall determine guilt, and its decision and action shall be final and binding on all parties. Suspension or expulsion by AQHA of any member of that association who is also a member of the PCQHA will constitute grounds for automatic suspension or expulsion from this association without further notice to such member. PCQHA will abide by the disciplinary procedures set forth by the American Quarter Horse Association.

Any member may be suspended and denied privileges of the association and any non-member may be denied privileges of the association by the Board of Directors of the association for the failure to pay when due any obligation owing to the association, or for giving a worthless check for entry fees, stall fees, office charges, stock charges or any other fees or charges connected with the exhibition of horses provided, however, that fifteen (15) days before the action by the Board of Directors written notice of the account due and the intention to suspend or withhold privileges of the association shall be delivered to such member or non-member. Any person or entity that becomes delinquent in a debt to PCQHA will be given 90 days after receipt of a demand letter in which to make satisfactory payment arrangements. Failure to comply with this demand will result in publication of the debtor's name in the official publication of PCQHA. Debtors who become 30 days delinquent will also be published in the PCQHA Journal and will be referred to AQHA for their consideration.

Any suspension and denial of privileges under this Section shall terminate upon full payment of the obligation due the association.

The Board of Directors of this association must base all other cases of suspension or expulsion upon a finding of fact by a two-thirds majority vote that the conduct of such member is or has been seriously detrimental to this association or to the Quarter Horse industry. Such finding, to be valid, must be based upon evidence adduced before such board at a hearing, due notice of which must be given to the party against whom a charge is so made.

Section 12. The association has adopted the following provision for the mutual benefit of members and with the intention of reducing the association's litigation expenses, which expenses would ultimately be borne by members and non-members, participating in association activities. Every member, by joining the association, or non-member, by participating in association-approved event, does thereby agree:

1) If unsuccessful in an attempt to overturn association decisions, actions, rules or regulations to reimburse the association for its reasonable attorney's fees, court costs and other expenses in defense of such suit; and

2) That he/she will not commence any action, whether in law or equity, against the association in any courts, other than those federal and state courts located in San Luis Obispo County, California.

ARTICLE III - ANNUAL MEMBERSHIP FEES AND DUES

Section 1. An annual fee shall be paid for each membership. This fee shall be due and payable on January 1 of each year and shall be considered delinquent if not paid within thirty (30) days thereafter.

Notice to the members of fees payable will be sent to members at their last known address not less than thirty (30) days prior to the end of each calendar year.

Section 2. Membership fees must be paid annually. Should a member fail to pay the appropriate fees by the due date, the membership shall be considered delinquent. There will be a grace period of thirty (30) days during which time there will be no penalty

The PCQHA board has the authority to make changes to the membership fees as necessary.

Members will receive the official publication of PCQHA, THE PACIFIC COAST JOURNAL, upon payment of an additional fee with their annual membership dues.

ARTICLE IV-MEMBERSHIP MEETING

Section 1. Annual Membership Meeting. There shall be an annual meeting of the association during the month of February, unless otherwise ordered by the Board of Directors, to receive the annual reports for the previous year, and the transactions of other business.

Section 2. Special Membership Meeting(s): A special meeting(s) of the association may be called by the president or the Board of Directors or shall be called by the president upon written request of twenty-five percent (25%) of the voting membership of the association.

Section 3. The usual parliamentary rules as laid down in Robert's Rules of Order shall govern all deliberation, when not in conflict with these bylaws.

Section 4. Notice of Meetings: Written notice of said membership meetings shall be sent to each member in good standing of the association at his/her last known address at least seven (7) days prior to the holding of such meetings.

Section 5. Quorum. A quorum of members shall consist of the number of members present at any regular meeting or any special meeting of which notice is given, provided however, that in no instances shall such quorum consist of less than twenty- five (25) members in good standing.

ARTICLE V - BOARD OF DIRECTORS

Section 1. Number: The Board of Directors shall consist of nine elected or appointed members of the association in good standing, plus voting Past Presidents as described in Article VII, Section 1 and Directors Emeriti as described in Article VI Section 10.

Section 2. Term of office: The nine (9) elected or appointed directors shall serve for a period of three (3) years, with the terms of office of three (3) expiring one year, three (3) expiring the following year, and three (3) expiring the next year. The provisions of the preceding sentences shall be subject to the provisions of Article VI, Section 1 hereof and should such section operate to extend the term of office of the president elect, the number of directors specified in said preceding sentence shall, in any such year, be reduced by one (1).

Section 3. Election: The election of directors shall be held by mail ballot during the fourth quarter of the year in a manner prescribed by these bylaws. Persons to be considered for nominees for director shall be recommended by a voting member of this association. Each proposed candidate for nomination must be eligible for nomination and shall have been a member in good standing for at least one (1) year prior to election. An official recommendation form for the purpose of recommending nominees to fill the existing vacancies of the Board of Directors for anyone (1) term shall be mailed to the entire senior membership. This form will designate said vacancies and the stipulated number of recommendations required. Said form must be signed by a member in good standing in order to qualify. The recommendations returned by the membership shall be tallied and screened by the nominating committee for the purpose of choosing the slate of candidates recommended by the membership, preferably resulting in two (2) candidates for each vacancy on the board. This then will comprise the names that will appear on the official ballot for the purpose of electing the new Board of Directors. This ballot will then be mailed to the entire senior membership and the board members elected in accordance with the ballots returned to the person(s) appointed by the Board of Directors. Each Member in good standing is entitled to one vote, and a ballot must be signed by the member in order to be counted. Only the marked ballots returned will be counted.

In case of a tie, the candidate with the most years as a PCQHA member will be declared the winner. Should a tie still exist, the candidate with the most years as an AQHA member will be declared the winner.

Section 4. Any vacancy in the Board of Directors caused by death, resignation, or any due cause, shall be filled by appointment by a majority of the remaining directors, though less than a quorum. Any qualified member of the association so appointed shall serve for the balance of the unexpired term of predecessor in office, and until the qualification and election of a successor. If the appointment is less than one (1) calendar year, it shall not count as a term in office. The Board of Directors has the power to shorten the term of an appointed director to balance the terms of the board members. At no time may the Board of Directors lengthen the term of any director.

Section 5. Quorum: Seven (7) members of the Board of Directors shall constitute a quorum for the transaction of any and all business which may come before it. Voting past presidents as defined by Article VII and Directors Emeriti as defined by Article VI shall be included in the count when determining if a quorum is present.

Sections 6. Powers: (A) The corporate powers of this association shall be vested in the Board of Directors. The Board of Directors shall have general charge of the affairs, funds

and property of the association and shall have full power to conduct the business of the association, and it shall be their duty to enforce the bylaws.

(B) The Board of Directors shall have power and authority to expel or suspend any member or director as provided in Article II, **Section 10** of these bylaws.

(C) The directors, by a majority vote, shall have the power to incur indebtedness, which shall be entered in a cashbook or journal and ledger of the corporation, and reported at the next meeting of the directors and entered in the minutes of such meeting.

Section 7. Duties: (A) It shall be the duty of the directors to conduct, manage and control the affairs and business of the corporation and to promulgate and enforce rules and regulations therefore not inconsistent with the laws of the state of California, or the bylaws of the corporation.

(B) It shall be the duty of the directors to cause to be kept a complete record of all of their minutes and acts, and of all proceedings of the members, and to present a full statement of the regular annual meeting of the members showing in detail the assets and liabilities of the corporation and the condition of its affairs generally.

(C) The directors shall, by resolution, regularly passed and recorded in the minutes of their meeting, designate a bank or banks with which the funds of the corporation shall be deposited.

(D) The directors shall, by resolution, regularly passed and recorded with the minutes of their meeting, designate the manner in which checks on any bank account of the corporation shall be signed, as well as the form of the endorsement of the corporation to be placed upon checks or other instrument for the purpose of deposit or otherwise.

Section 8. Absence: Any member of the Board of Directors unable to attend a board meeting shall, in a letter addressed to the PCQHA office, state the reason for his/her absence. If a director is absent from three (3) consecutive board meetings for reasons that the board has failed to declare to be sufficient, resignation shall be deemed tendered. If a director is absent from fifty percent (50%) or more than fifty percent (50%) of the board meetings held during a calendar year, reasons notwithstanding, resignation shall be deemed tendered. Upon the conditions of either situation listed above, the executive committee will review the director's performance on the board of Directors and the committees to which he/she is assigned. And, on this basis, will accept or reject the director's resignation.

Section 9. Director Mission Statement. As an elected director of the Pacific Coast Quarter Horse Association, the honor of serving the membership is a privilege, not a right. By accepting the nomination to the board, if elected, each director pledges to act diligently on behalf of the PCQHA by:

- Holding PCQHA in a positive light at all times.
- Soliciting new members.
- Actively participating in fund-raising activities.
- Making public relations visits to various equine clubs and related activities.

- Acting at all times in the best interest of the American Quarter Horse, the Pacific Coast Quarter Horse Association, and their members.
- Fulfilling such obligations and duties as may be required as director, officer, and/or committee member.
- If such time arises that a director can no longer fulfill the spirit of this pledge, that director will resign in favor of one who can and will. Should the Board of Directors determine that a director has violated this pledge, said Director can be removed at a meeting with a quorum of Directors presented by a majority vote of the Directors attending.

Section 10. All PCQHA Directors (newly elected and incumbents) are required to attend the PCQHA Annual Convention and Board Meeting. Roll call will be taken at the Board Meeting. Failure to attend two consecutive conventions will result in automatic removal from the board, reasons not withstanding.

ARTICLE VI - OFFICERS

Section 1. The elective officers of this association shall be president, president elect, vice president and treasurer, who shall be elected by and from the Board of Directors. The term of office of all officers shall be two (2) years. Confirmation of the second year of the term requires majority approval of the Board of Directors. Said confirmations shall be made at the September meeting of the Board of Directors. Any officer whose elected term to the Board of Directors expires during his/her term as an officer will be automatically nominated for the next election even though term of office exceeds Article V, Section II. If the currently elected term to the Board of Directors of the president-elect expires at the end on his/her first year as president elect, his/her term in office will be automatically extended. The president elect shall automatically advance to the office of president at the first regular board meeting in the first year of his/her presidency. For this purpose, the term as director of the president elect will be deemed automatically extended for such period of time, as may be required to enable compliance with the foregoing provision.

Section 2. Duties: Officers may be called upon by the president or Board of Directors to represent the association at legislative and governmental affairs and at meetings of the American Quarter Horse Association and local Quarter Horse association meetings and at such other affairs and meetings and groups as may be deemed desirable and appropriate.

Section 3. Each elective officer shall take office at the annual convention and shall serve for a term of two (2) years and until successor is duly qualified and elected in accordance with **Section 1.**

Section 4. Vacancies in any office may be filled for the balance of the term thereof by appointment by the Board of Directors at any regular meeting.

Section 5. President: The president shall be the chief executive officer of the association and shall preside at meetings of the association and of the Board of Directors and shall be

a member ex officio of all committees. The president shall also, at the annual meeting of the association and at such other times as shall be deemed proper, communicate to the association or to the Board of Directors such matters and make such suggestions as may in the president's opinion, tend to promote the welfare and increase the usefulness of the association, and shall perform such other duties as are necessarily incidental to the office of president or as may be prescribed by the Board of Directors. The president of the Association, upon completion of his/her term of office, shall be awarded an honorary life membership.

Section 6. President Elect. In the absence of the president, the president elect shall have the powers and shall perform the duties of the president and such other duties as may be prescribed by the Board of Directors.

Section 7. Vice President: In the absence of the president and the president elect, the vice president shall perform the duties of the president and such other duties as may be prescribed by the Board of Directors.

Section 8. Treasurer: The treasurer shall keep, or cause to be kept, an account of all moneys received and extended for the use of the association. All sums received he/she shall deposit or cause to be deposited in the bank or banks or trust company approved by the Board of Directors and shall make a report at the annual meeting or when called upon by the president. At the expiration of term of office, the treasurer shall deliver or cause to be delivered over to successor all books, moneys and other property, or in the absence of the treasurer elect, the president.

Section 9. In order to provide fair and adequate protection for the officers, directors and employees of the Pacific Coast Quarter Horse Association from potential liability which may arise from time to time by virtue of authorized conduct and action done in the furtherance of association business and activities, the Pacific Coast Quarter Horse Association, a California non-profit corporation, acting by and through its Board of Directors, thereunto duly authorized, does hereby agree to indemnify and hold harmless each association officer, director and salaried employee, from individual liability, whenever or however arising from authorized, non-negligent, good faith acts, conduct and decisions made or incurred in the furtherance of the association's business and in the individual's official capacity. If such individual is sued in a court of law, the association shall defend that individual at the association's cost on the condition that the association may direct the defense thereof and have full authority as to disposition of the case. The individual being protected will cooperate fully with the association in the defense of said liability and will promptly notify the Board of Directors of the Association of the existence of any potential claim of liability or of the filing of a suit against the individual; and will give the association full access to all information and records pertaining to the transaction.

Section 10. Director Emeritus. In recognition of the individual who has, in the past, served PCQHA faithfully as a regular Director be awarded lifetime tenure on the following basis: The individual who has reached the age of 65 years, having served the

previous 10 consecutive years as a regular Director. Upon reaching his/her 65th birthday, he/she will continue as a regular Director until the next annual meeting, whereupon he/she will automatically be elevated to Director Emeritus, thereby creating a vacancy to be filled by election of a regular Director. Any and all Director Emeriti will retain voting privileges provided he or she has fulfilled the director's attendance requirements (as set forth in Article V, Section 8) in the previous calendar year. Director Emeriti will be awarded life membership in PCQHA.

ARTICLE VII - PAST PRESIDENTS

Section 1. All past presidents are ex-officio members of the Board of Directors without voting privileges; except as described herein. Any and all past presidents will retain voting privileges provided he or she has fulfilled the director's attendance requirements (as set forth in Article V, Section 8) in the previous calendar year.

Section 2. A past president who has become inactive can regain voting privileges by becoming active. A past president will be deemed to be active after attending 3 (three) consecutive board meetings.

ARTICLE VIII - FISCAL YEAR & SURETY BONDS

Section 1. Fiscal Year and Review of accounts: The Corporation shall conduct its affairs on the fiscal year basis, same to begin on January 1 and end December 31 of the same year. An annual commercial review of the accounts of the association shall be made by a certified public account at the close of each fiscal year and or at such other times as the Board of Directors shall direct, but such review shall take place at least once annually. The results of said review or reviews shall be reported to the next annual meeting of the members. Such accountant shall be a disinterested person, and not a member of the Association.

Section 2. Surety Bonds: All officers or employees or members of the association who may be charged with the handling of any funds of the association shall give a surety bond, the premium for which shall be paid by the association, in such reasonable amount as shall be fixed by the Board of Directors.

ARTICLE IX - MEETING OF DIRECTORS

Section 1. Regular Meetings: Regular meeting of the Board of Directors shall be held at least every other month during the calendar year. The specific day will be coordinated and available at the PCQHA office. The date for any meeting may be changed by order of the board or if, in the opinion of the president, an alternate date would better suit the convenience of the majority of directors for any meeting or meetings.

- A. All meetings will be open to guests. Visiting members are not entitled to vote on any question that may come before the Board of Directors. Should a guest

wish to address the Board, a request must be made in writing. The Board may accept or deny the request by a simple majority.

- B. Any open meeting, by a simple majority of the Board of Directors, may be closed at any time during said meeting. Should the Board vote to close a meeting, all guests will be asked to vacate the meeting room.

Section 2. Special Meetings: Special meetings of the Board of Directors may be called at any time by the president upon written notice to the directors personally or by mail at least seventy-two (72) hours before the date fixed for such special meeting. The date of mailing shall be deemed the date of receipt. The proposed agenda of such special meeting must be expressed in the notice of such special meeting. If in any case, the address of a director be not shown on the records or be readily ascertainable, notice shall be given him/her by addressing such notice to him at last address shown on the association records. Notice of the time and place of holding an adjourned meeting need not be given to the absent director if the time and place be fixed at the meeting adjourned.

Section 3. Validity: The transactions at any meeting of the Board of Directors, however called and noticed, or wherever held, shall be as valid as though had at a meeting duly held after regularly called and noticed, provided a quorum be present, and provided further that either before or after the meeting each of the directors not present shall sign a written waiver of notice or consent to the holding of such meeting, or an approval of the minutes thereof. All such waivers, consents and approvals shall be made a part of the minutes of the meeting and filed among the association records.

ARTICLE X - COMMITTEES

Section 1. The president, subject to the approval of the Board of Directors, shall annually appoint such standing committees as may be required by the bylaws and such special or subcommittees as he/she may find necessary. Committees shall be composed of six (6) members and one (1) chairman unless it is deemed more desirable to increase or decrease the size of the committee. The president shall appoint a vice-chairman from each committee membership to act in the absence of the committee chairman. Committees shall be appointed from the membership unless otherwise specifically approved by the Board of Directors. Committees are responsible to the Board of Directors and each committee chairman shall make a report to the Board of Directors, in writing if so requested, of each of committee's meetings at the first succeeding Board of Directors meeting. Each committee chairman shall be a member of the board. The chairman shall chair one committee at a time but may be a member of more than one committee.

Section 2. Standing Committees: The following will comprise the official standing committees:

- Executive Committee
- Finance Committee
- Nominating and Election Committee

- Youth Committee
- Show Committee

Additional Committees or Subcommittees may be appointed by the president as stated under Article X, **Section 1**.

Section 3. Nominating Committee: The nominating committee will consist of three (3) members. They will be the immediate past president, the president and the president elect.

Section 4. Executive Committee: The executive committee will consist of five (5) members. They will be the president, president elect, vice president and two (2) members of the Board of Directors elected by and from the membership of the Board of Directors at the first regular meeting of the board following the annual election. Three (3) members of this committee present at a meeting will be considered a quorum. All powers of the Board of Directors are hereby vested in the executive committee. All actions of the executive committee shall be ratified by the Board of Directors at the next meeting of the Board of Directors.

Section 5. Election Committee: The election committee shall consist of three (3) members. They will be the same as the nominating committee. They will cause the official ballots to be mailed directly from the individual member to the auditors presently serving the association. A procedure to validate that all ballots received are from a current member will be worked out between the auditor and the PCQHA office. Upon receipt, tabulation and validation of the ballots, the auditor will furnish the results to each member of the election committee and the PCQHA office. All ballots and envelopes will be returned to the PCQHA office where they will be held for sixty (60) days.

ARTICLE XI - CONSTRUCTION OF BYLAWS

Section 1. On all questions arising as to the construction or the meaning of the bylaws, the decision of the Board of Directors shall be final unless rescinded by the members of the association at an annual meeting or at a special meeting called for that purpose.

ARTICLE XII - AMENDMENT OR REPEAL OF BYLAWS

Section 1. Power to repeal or amend these bylaws and adopt new bylaws is hereby delegated to the Board of Directors, subject to the conditions and limitations expressed in Section 9400 of the Corporations Code of the State of California.

ARTICLE XIII - AMENDMENT OF ARTICLES OF INCORPORATION

Section 1. Power to repeal or amend these articles of incorporation is hereby delegated to the Board of Directors save as otherwise prohibited by law.

D. PCQHA HALL OF FAME

The Pacific Coast has contributed some of the most outstanding horsemen and horsewomen to ever take the shank of a horse. Not only have many outstanding California people contributed to the breed, the Pacific Coast can boast numerous horses which have left an indelible mark on the American Quarter Horse.

In order to recognize and honor those individuals, PCQHA has established the PCQHA HALL OF FAME.

Requirements will be posted on our website.

BYLAWS OF THE PACIFIC COAST QUARTER HORSE YOUTH ASSOCIATION

MISSION STATEMENT

To promote the growth and development of the American Quarter Horse Industry both within PCQHYA and our communities. To encourage the pursuit of excellence of the membership in all avenues of life including scholarship, leadership, family involvement, and community interests while maintaining the highest of personal moral standards, cooperative sportsmanship and support of fellow members.

ARTICLE I - NAME AND PURPOSE

Section 1. The name of this association is and shall be the Pacific Coast Quarter Horse Youth Association. This organization shall be a division of the PCQHA, and shall operate within the scope of the bylaws, rules and regulations to the PCQHA. The youth must be eligible for membership in the American Quarter Horse Youth Association.

Section 2. The Pacific Coast Quarter Horse Youth Association, while operating within the scope of the bylaws, rules and regulations of the PCQHA, shall have a youth constitution specifically designed for the operation of the business of the youth organization.

Section 3. The objectives and purposes of the Pacific Coast Quarter Horse Youth Association, hereafter referred to as the PCQHYA, shall be as follows:

- a. To improve and promote the American Quarter Horse breed.
- b. To improve and develop capabilities of youth, both individually and through group participation, in the breeding, raising and exhibition of Quarter Horses.
- c. To develop and improve scholarship, leadership and community interest and participation of young horse enthusiasts.
- d. To encourage high moral character, sportsmanship and clean living among its members.

e. To establish a means whereby youth members may work in conjunction with the PCQHYA and AQHYA.

ARTICLE II - MEMBERSHIP

Section 1. Voting Member: Any youth eighteen (18) years of age and under actively interested in Quarter Horses is eligible to become a voting member

Section 2. Youth Member: Any person actively interested in Quarter Horses who is not more than eighteen (18) years of age on January 1 of that membership year is eligible to become a member of this association.

Section 3. Voting Privileges: Members in good standing shall have the privilege of voting at PCQHYA meetings and elections; provided, however, that no such member who shall be delinquent by reason of non-payment of dues shall be entitled to vote while such delinquency continues.

ARTICLE III - FEES AND DUES

Section 1. An annual membership fee shall be due and payable on January 1 of each year and shall be considered delinquent if not paid within thirty (30) days thereafter.

Youth Life Memberships are available. The one-time fee expires on the youth's 19th birthday. Any youth also has the option of purchasing a Full Life membership that will be good for youth through adult

Notice to the members of fees payable will be sent to members at their last known address not less than thirty (30) days prior to the end of each calendar year.

ARTICLE IV - MEMBERSHIP MEETINGS

Section 1. Annual Membership Meetings: There shall be an annual meeting of the association during the PCQHA Annual Convention, unless otherwise ordered by the Board of Directors of PCQHA, for receiving the annual reports of the previous year, and the transaction of other business.

Section 2. Special Membership Meeting(s): A special meeting(s) of the association may be called by the president or the Board of Directors or shall be called by the president upon written request of twenty-five (25) members in good standing of the voting membership of the association.

Section 3. The usual parliamentary rules as laid down in Robert's Rules of Order shall govern all deliberations, when noting conflict with these bylaws.

Section 4. Notice of Membership Meetings: Written notice of said membership meetings shall be sent to each member in good standing of the association at last known address at least seven (7) days prior to the holding of such meeting. For special meetings, notice of meeting must also be seven (7) days before said day of meeting.

Section 5. Quorum: a quorum of members shall consist of the number of members in good standing present at any regular meeting or any special meetings of which notice is given, provided however, that in no instance shall such quorum consist of less than twenty-five (25) members.

ARTICLE V - BOARD OF DIRECTORS

Section 1. The PCQHYA Board of Directors shall consist of nine (9) members in good standing of the youth membership, each of whom shall have been a member of the association for a minimum of one (1) year immediately preceding election as a youth director.

Past Presidents: Youth past presidents will be ex-officio members of the PCQHYA Board of Directors with voting privileges until such time as they reach the age they are no longer eligible for youth membership.

Section 2. Term of Office: The nine (9) directors shall serve for a period of two (2) years, with terms of office of four (4) expiring one (1) year and five (5) the next year in an alternate manner. If a director reaches the age limit for membership in PCQHA before term expires, replacement will be in accordance with Section 5 of Article V.

Section 3. Election: The election of directors shall be held by mail ballot during the last quarter of the year in a manner prescribed by these bylaws. Persons to be considered for nominees for directors shall be recommended by a voting member in good standing of this association. Each proposed candidate for nomination must be eligible for nomination and a member in good standing. An official recommendation form for the purpose of recommending nominees to fill the existing vacancies on the Board of Directors for two (2) years shall be mailed to the entire youth membership.

Said form must be signed by a member in good standing in order to qualify. The recommendations returned by the membership shall be tallied and screened by the nominating committee for the purpose of choosing the slate of candidates recommended by the membership, preferably resulting in two (2) candidates for each vacancy. This then will comprise the name that will appear on the official ballot for the purpose of electing the new Board of Directors. This ballot shall be returned to the person(s) designated by the Board of Directors. Each member in good standing is entitled to one vote, and a ballot must be signed by the member in order to be counted. Only the marked ballots returned will be counted.

In case of a tie, the older candidate will be declared the winner. Should a tie still exist, the candidate with the most years as a PCQHA member will be declared the winner. Should a tie still exist, the candidate with the most years as an AQHA member will be declared the winner.

Section 4. Duties of Directors: Duties of the Youth Board of Directors shall be to act on all matters of the youth membership and the youth activities program of the association. They shall review the rules of the association governing the scope of their responsibilities

at least once annually, and whenever deemed necessary, make recommendations to the Senior Board of Directors for modifications of the rules and shall perform such other duties as the president of the Board of Directors may so direct.

Section 5. Vacancies: Any vacancy that may occur on the youth board by reason of death, resignation, or otherwise, may be filled by a majority vote of the remaining members of the youth board for the unexpired term.

Section 6. Quorum: A majority, five (5) members in good standing of the whole youth board, shall constitute a quorum at any meeting of the youth board.

Section 7. Absence: Any member of the Board of the Directors unable to attend a board meeting shall, in a letter addressed to the president elect, state the reason for absence. If a director is absent from two (2) consecutive board meetings for reasons, which the board has failed to declare to be sufficient, resignation shall be deemed to have been tendered and accepted. If a director is absent from three (3) board meetings held during a calendar year, reasons notwithstanding, resignation shall be deemed to have been tendered and accepted and the board will then fill the vacancy caused by resignation as provided by these bylaws.

Section 8. Powers of Board: The Board of Directors shall have the power and authority to direct the affairs of the organization, including, but not limited to, the right to make, amend and repeal the constitution of the organization, as they may deem expedient, concerning conduct, management and activities of the organization, the admission, classification, qualification, suspension and expulsion of members, removal of officers, expenditure of money and other details relating to the general purposes of the organization, subject to the approval of the advisory board.

ARTICLE VI - OFFICERS

Section 1. The youth elective officers of this association shall be a youth President, President – Elect, Vice President, Secretary – Reporter and Treasurer.

Section 2. Election: The elective officers of the association shall be elected by the Board of Directors. Such election shall take place annually at the first meeting of the board following annual election of Board of Directors. Nominations from the floor by the Board of Directors will be taken. The nominations must be seconded and then voted upon by secret ballot. The office of President shall be filled by the person holding the office of President elect the previous year or shall be determined in advance by the previous year's board of directors. Any director nominated for the officer of President must have served at least one year on the PCQHYA board of directors.

Section 3. Term of Office: Each elective officer shall take office in January and shall serve for a term of one (1) year and until successor is duly qualified and elected.

Section 4. Vacancies in any office may be filled for the balance of the term thereof by the directors at any regular meeting.

Section 5. Duties of Officers:

A. President: The president shall be the chief executive officer of the association and shall have general supervision of the affairs of the association, subject to the direction of the Board of Directors, and shall preside at all meetings of the members and the Board of Directors. The president shall submit to the members annually at their meeting a report of the status of the association and its activities during the preceding year. The president shall appoint all committees of the association subject to the approval of the Board of Directors. No directors of this association may serve more than two (2) years as president.

The president shall have such other and further duties and authority as may be prescribed elsewhere in this constitution or from time to time by the Board of Directors.

B. President - Elect: The President - Elect shall, in the absence, disability or inability to act as the president, perform the duties and exercise the powers of the president and shall perform such other duties as the president shall from time to time prescribe.

C. Vice President: The Vice President shall in the absence, disability or inability to act as the president, or first vice president, perform the duties and exercise such other duties as the president shall from time to time prescribe.

D. Secretary – Reporter: The Secretary – Reporter shall attend all meetings of the members and the Board of Directors and shall record, or cause to be recorded, all votes taken and the minutes of all proceedings in a minute book of the association to be kept for that purpose. He/she shall perform like duties for the committees when requested to do so.

The Secretary – Reporter shall have the principal responsibility to give or cause to be given notice of all meetings of the Board of Directors and the members but shall not lessen the authority of others to give such notice as provided by this constitution.

The Secretary - Reporter shall have the responsibility of reporting on the activities of the association and of the individual members of the association to the Quarter Horse Journal. He/she shall maintain a scrapbook of all the activities of the association.

The Secretary - Reporter shall serve as historian of the association and shall have and perform such other duties, from time to time as prescribed by the Board of Directors or the president.

E. Treasurer: The Treasurer shall be responsible for making financial reports of the PCQHYA.

ARTICLE VII - MEETINGS OF DIRECTORS

Section 1. Regular Monthly Meetings: The PCQHYA Board of Directors will meet on a monthly basis or when deemed necessary.

Section 2. Special Meetings: Special meetings of the Board of Directors may be called at any time by the president or by an officer upon written notice to the directors personally or by mail at least seventy-two (72) hours before the date fixed for such special meeting. The proposed agenda of such special meeting must be expressed in notice of such special meeting. If in any case, the address of a director is not shown on the records or be readily ascertainable, notice shall be given him by addressing such notice to him at last address shown on the association records. Notice of the time and place of holding an adjourned meeting need not be given to the absent director if the time and place to be fixed at the meeting adjourned.

Section 3. Place of Business: The PCQHYA Board will meet wherever deemed necessary upon receipt of written notice.

ARTICLE VIII – COMMITTEES

All committees will be appointed by the PCQHYA President. THE PCQHYA board member shall hold the title of committee chair.

Section 1. Nominating: The nominating committee shall consist of the PCQHA youth activities committee, the PCQHYA president and two (2) board members of the PCQHYA.

Section 2. Fundraising: The fundraising committee shall consist of one person from the youth activities committee and at least one board member of the PCQHYA.

Section 3. Youth World Show Committee: the youth world show committee shall consist of one person from the youth activities committee and at least one board member of the PCQHYA.

Section 4. Events Committee: the events committee shall consist of one person from the youth activities committee and at least one board member of the PCQHYA.

Section 5. Public Relations: the public relations committee shall consist of one person from the youth activities committee and at least one board member of the PCQHYA.

ARTICLE IX - AMENDMENTS

Section 1. The constitution of the association may be amended at the annual meeting of the Board of Directors by a two-thirds vote of the directors present, provided a quorum of the directors is in attendance.

