

BYLAWS
WYOMING HORSE COUNCIL

ARTICLE I: Name

The name of this organization shall be Wyoming Horse Council.

ARTICLE II: Statement of Purpose

The purpose of the Wyoming Horse Council is to provide an association of persons having a common interest to promote the equine industry in Wyoming; to serve as a means of communication within the industry and spokesman to those outside the industry; to monitor legislation and administrative decisions which would have an impact on equine and/or horsemen; and to promote and protect the Wyoming equine industry.

ARTICLE III: Memberships

Section 1. Classes of Memberships: Membership in the council shall be of the following classes with dues to be set by the Board of Directors.

- (a) Individual Memberships: Any person who subscribes to and promotes the purposes and policies of this council.
- (b) Family Memberships: Any family who subscribes to and promotes the purposes and policies of this council.
- (c) Commercial Memberships: For any type of business, farm, ranch, stable, or commercial enterprises.
- (d) Organization memberships: For any equine association, society, club or other group.
- (e) Associate memberships: For any type of business or association. Does not have a voting right.
- (f) Honorary: No dues. To be awarded only by vote of the Board of Directors.

Section 2. Voting. Each member, except Associate members, is entitled to one vote on each matter submitted to a vote of the members. With regard to family members, commercial members or organization members, they shall be entitled to one vote per family, organization or commercial entity regardless of the number of members or employees they may have. Organizations, family members, and commercial members must designate their official representatives.

Section 3. Transfer of Membership: Membership in this council and corporation is not transferable or assignable.

ARTICLE IV: Meetings of Members

Section 1. Annual Meeting. An annual meeting of the members shall be held (set by the Board of Directors) for the purpose of electing directors, receiving reports from the officers, Board of Directors and committees, reviewing for approval or disapproval the actions of the Board of Directors over the previous year and disposing of such other business as may properly come before the membership.

Section 2. Special Meetings. Special meetings of the members may be called by the President, the Board of Directors, or by a group of members comprising not less than one-tenth (1/10) of the number of members entitled to vote at such meetings.

Section 3. Notice of Meetings. Written notice stating the place, date and hour; and, in the case of a special meeting, the purpose for which the meeting is called, shall be delivered not less than thirty (30) days before the date of the meeting, either personally, electronically, or by mail, to each member at their last known address.

Section 4. Quorum. Those members present.

Section 5. Proxies. Proxies will not be allowed.

Section 6. Business. The order of business and procedures of each meeting shall be conducted to Robert's Rules of Order, Newly Revised.

Section 7. Presiding Officer. The President of the Council shall preside at all meetings of the members unless unable to attend. In that event, the Vice President shall serve and preside. In the absence of both the President and Vice President, the members shall choose a member to preside at the meeting. The Secretary of the Council shall act as the Secretary at all meetings. In the event of the absence or inability of the Secretary to serve, the presiding officer shall appoint an acting Secretary for the meeting.

ARTICLE V: Board of Directors

Section 1. General Powers: The affairs of the council shall be managed by the Board of Directors.

- Section 2. Number and Tenure: The number of directors shall be fourteen(14) to be elected from the 7 state geographical appointment districts (map attached) with 2 elected from each district. Beginning with the initial election at the organizational meeting, terms shall be staggered with 4 directors holding 1 year term, 5 directors holding 2 year terms and 5 directors holding 3 year terms. Subsequent elections shall be for 3 year terms. Directors may succeed themselves.
- Section 3. Qualifications: To be elected, a director must be an individual member, or an official delegate of a family, commercial or organization membership.
- Section 4. Regular Meetings: A regular meeting of the Board of Directors shall be held without any notice other than these Bylaws immediately after and at the same place of the annual meeting of the members. The Board of Directors may provide by resolution the time and place for holding additional regular meetings without other notice than such resolution. Additional regular meetings shall be held at such place as the directors shall determine.
- Section 5. Special Meetings: Special meetings of the Board of Directors may be called by or at the request of the President or any three (3) directors and shall be held at such place as the directors may determine.
- Section 6. Notice: Notice of the special meetings of the Board of Directors shall be given not less than seventy-two (72) hours prior to the time of the said meeting.
- Section 7. Quorum: Seven members of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the board.
- Section 8. Board Decisions: The acts of a majority of the directors present at a meeting in which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these Bylaws.
- Section 9. Vacancies: A vacancy in the Board shall be filled by vote of the remaining directors. Each director so elected shall hold office until the next annual meeting of members, at which time a director shall be elected to complete the unexpired term of the vacant office.
- Section 10. Removal: Any director may be removed from office by three-fourths vote of the other members of the board at any meeting of the board, regular or special. Termination of membership in the council shall also terminate the service of a member on the Board of Directors. Any position on the Board of Directors created by such removal shall be deemed a vacancy and filled as provided in the preceding paragraph.

- Section 11. Attendance: Attendance of directors at membership meetings and board meetings is very important. Any director that missed three (3) meetings in a row will be asked to resign their place on the board.
- Section 12. Salaries: Directors, as such, shall not receive any stated salaries for their services; but nothing herein contained shall be construed to preclude any director from serving the council in any other capacity and receiving compensation therefore.

ARTICLE VI: Officers

- Section 1. Officers: The officers of the council shall be a President, one Vice President, a Secretary, a Treasurer and such other officers as may be elected in accordance with the provisions of this article.
- Section 2. Election and Term of Office: The offices of the council shall be elected by the Board of Directors at the regular meeting immediately following the annual meeting of members for two year terms. If the election of officers is not held at such meeting, such election shall be held as soon there-after as can be scheduled. New offices may be created and filled at any meeting of the Board of Directors. Each officer shall hold office until his successor is duly elected. Selection of officers shall be limited to members of the Board of Directors. Officers may succeed themselves no more than once.
- Section 3. Removal: Any officer elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interest of the council would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed.
- Section 4. Vacancies: A vacancy in any office because of death, resignation, removal, disqualification or otherwise shall be filled within 90 days by the Board of Directors for the unexpired portion of the term.

ARTICLE VII: Staff

- Section 1. Staff: The board of directors may hire staff as necessary to carry out the functions of the board.

ARTICLE VIII: Committees

Section 1. Committees of Directors: The Board of Directors may designate and appoint one or more committees, to aid and assist the officers of the council to implement the interests and purposes of the Wyoming Horse Council.

Except as otherwise provided in such resolution, members of each committee shall be members of the council. The President of the council may appoint or remove committee members whenever the best interests of the council would be served.

Section 2. Term of Office: Each member of a committee shall serve until the next annual meeting of the members of the council or until his successor is appointed.

Section 3. Chairman: One member of each committee shall be appointed chairman by the President.

Section 4. Quorum: Unless otherwise designated by the Board of Directors those committee members present will constitute a quorum.

ARTICLE IX: Contracts, Checks, Deposits & Funds

Section 1. Contracts: The Board of Directors may authorize any officer or officers, agent or agents of the council - in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of the council.

Section 2. Checks, Drafts or Orders: All checks, drafts or orders for the payment of money, notes or other evidence of indebtedness issued in the name of the council, shall be signed by such officer or officers, agent or agents of the council, and in manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer and counter-signed by the President or Vice President of the council.

Section 3. Deposits: all funds of the council shall be deposited to the credit of the council in such banks, trust companies or other depositories as the Board of Directors may select.

Section 4. Gifts: The Board of Directors may accept or deny on behalf of the council any contribution, gift, bequest or devise for any purpose of the council.

ARTICLE X: Fiscal Year

The fiscal year of the council shall begin on the first day of January and end on the last day of December in each year.

ARTICLE XI: Amendments

These Bylaws may be altered, amended or repealed, and new Bylaws may be adopted by a majority of the general membership present at any regular meeting or any special meeting, if 30-day written notice is given of intention to alter or amend or repeal or adopt new bylaws at such meeting.

ARTICLE XII: Loans

No loans shall be made by the council to its directors or officers.

ARTICLE XIII: Savings Clause

In the event a portion or portions of these bylaws are found to be inconsistent with state or federal law, such portions to the extent that they violate the law shall be deemed deleted and of no force and effect.

Updated 4/25/09

Appointment Districts Map

