

**Constitution and By-laws  
of the  
Oklahoma Amateur Quarter Horse Association  
Amended August 2, 2016**

**Article I  
Name and Objectives**

**Section 1.** This organization shall be a division of the Oklahoma Quarter Horse Association, shall operate within the scope of the by-laws, rules and regulation of the Oklahoma Quarter Horse Association, and shall be named the Oklahoma Amateur Quarter Horse Association.

**Section 2.** The objectives and purposes of the Oklahoma Amateur Quarter Horse Association, hereinafter referred to as the OAQHA, shall be as follows:

**A)** To Promote the American Quarter Horse by creating programs of interest to nonprofessional Quarter Horse owners and enthusiasts throughout the State of Oklahoma;

**B)** To develop the capabilities of nonprofessional Quarter Horse owners and enthusiasts by providing education programs, opportunities for competition, award programs, and social interaction; and

**C)** To raise public awareness of the value of Quarter Horses and the OQHA and OAQHA through public relations and community service programming.

**Article II  
Membership**

**Section 1.** Any person who is paid member of OQHA, and who meets the requirement of an Amateur under the rules of AQHA, shall be eligible for membership in this Association. No person shall be permitted to hold elective office or participate in the programs of this Association, including year-end awards, unless he or she holds a current AQHA Amateur Exhibitor Card, and shall have paid current OAQHA dues and whatever other fees the Board of Directors may from time to time impose.

**Section 2.** Annual membership dues shall be in such amount or amounts, as the Board of Directors shall determine in advance.

**Article III  
Board of Directors**

**Section 1.** The Board of Directors of the OAQHA shall consist of:

**A)** Elected Officers of the Association

**B)** Twelve (12) Directors who shall be residents of the State of Oklahoma and shall be elected annually from the membership. Terms begin at the close of the Annual Meeting at which they were elected and end when their successors are elected and qualified; provided that at the initial election of Directors, the members of the Association shall elect one-third (1/3) of the elected members to serve for one (1) year, one-third (1/3) to serve for two (2) years and one-third (1/3) to serve for three (3) years.

**C)** Past Presidents of the OAQHA who are members in good standing and who shall not be bound by attendance requirements nor counted towards a quorum.

**Section 2.** Directors may be re-elected to succeed themselves.

**Section 3.** The conduct of the affairs and business of the Association shall be vested in the Board of Directors, and the Board of Directors may exercise all such powers of the Association, and do all such lawful acts and things, as are not by statute or by the Articles of Incorporation of the Oklahoma Quarter Horse Association, or by these By-laws directed or required to be exercised or done by the members of the Association or the OQHA.

**Section 4.** A vacancy on the Board of Directors shall be declared to exist upon:

**A)** the death of a member

**B)** the 'written resignation of a member

**C)** a member becoming a non-resident of the State of Oklahoma

**D)** failure of a member to attend three (3) meetings in a calendar year, unless a majority of the Executive Committee agrees there is a reasonable excuse for the absence. Any vacancy on the Board of Directors may be filled at any organizational, regular, or special meeting at which a quorum is present by a majority vote of the Directors present at such meetings.

**Section 5. Board Meeting**

**A) Organizational Meeting:** The Organizational Meeting of the Board of Directors shall be held within 30 (thirty) days of the Annual Meeting. At such meeting, the Board of Directors may transact any business that may properly be brought before the meeting.

**B) Regular Meeting:** Regular meetings of the Board of Directors shall be at such times and places as may be determined by the Board of Directors. At any regular meeting, the Board of Directors may transact any business that may properly be brought before the meeting.

**C) Special Meetings:** Special meetings of the Board of Directors may be held on the call of the President, on the call of the OQHA Advisor, on the call of a minimum of four (4) members of the Board of Directors, and may be held at such time and place as may be designated in the call thereof. At any Special Meeting, the Board of Directors may transact only the business specified in the notice.

**D) Annual Meeting:** The Annual Meeting of the Board of Directors shall be on the same date and the same place as the annual meeting of the members of the Association. No notice to the Board of Directors of the Annual

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Meeting shall be required. At the Annual Meeting of the Board of Directors, the Directors shall transact any business that may be properly brought before the meeting.

**Section 6.** Notice of the time, place, and purpose of any meeting of the Board of Directors (other than the Annual Meeting) shall be given by not less than three (3) days notice to each Director by (a) separate written notice; (b) notice contained in a conspicuous place in regular official membership publication or newsletter; (c) electronically communicating; (d) OQHA website; (e) telephone or (f) by any other means allowed by law shall be construed and is accepted as legal notice of such meeting Any Director may waive notice of any meeting.

**Section 7.** At any meeting of the Board of Directors, a majority of the members comprising the Board of Directors shall constitute a quorum.

**Section 8.** At all meetings of the Board of Directors at which a quorum is present, the vote of a majority of those Directors present at such meeting shall decide any question before the meeting.

**Article IV  
Advisor**

**Section 1.** The Advisor to the OQHA shall be appointed by the OQHA Board of Directors.

**Article V  
Officers**

**Section 1.** The Officers of the Association shall consist of a President, First Vice-President, Second Vice-President, and Treasurer; all of whom shall be elected by the members of the Association at the Annual Meeting provided that the President, First Vice-President, Second Vice-President, and the Treasurer of the Association may be elected from the elected members of the Board of Directors. Each officer shall hold office for a term of one (1) year, beginning at the close of the Annual Meeting at which they were elected and ending when a successor is elected.

**Section 2. Powers and duties of the officers:**

**A) President:** The President shall be the Chief Executive Officer of the Association, and shall have general direction and charge of the conduct and operation of the Association, subject to the authority of the Board of Directors. The President shall appoint all committees of the Association; shall appoint a reporter on the affairs of the Association to the OQHA Newsletter and other news sources; shall have power to execute all documents of every nature in its behalf; shall see that all orders and resolutions of the Board of Directors are carried into effect; and shall preside as chairperson at all meetings of the membership and the Board of Directors.

**B) Vice-Presidents:** In the absence or the inability to act of the President, the Vice-Presidents, in the order of their designation, shall perform the duties of the President. In addition, the Second Vice-President shall keep the minutes of meetings and shall furnish the president and OQHA Advisor a copy of the minutes of each meeting. The Vice-President shall perform such other duties as may, from time to time be assigned to them by the Board of Directors.

**C) Treasurer:** The Treasurer shall keep the Associations financial records and shall submit a statement of financial condition, including receipts and disbursements, at each regular meeting of the Board of Directors, shall keep an up-to-date roster of the members of the Association, and shall collect membership dues.

**D) Executive Committee:** The Executive Committee shall consist of the President, Vice-Presidents, Treasurer, the immediate Past President, and a Director at Large elected by the Board of Directors. The Executive Committee will review the agenda before Board Meetings and make appropriate additions and revisions: will review Board of Directors attendance records and determine who shall be retained on the Board: will propose the budget; will have the power to authorize emergency expenditures not to exceed \$500.00 when the Board of Directors cannot meet, provided funds can be found with the approved budget; and will recommend to the Nominating Committee members to serve as Officers in the coming year.

**Section 3. Election of Officers and Directors:** The Directors of the Board of directors and the Officers of the Association shall be elected by written ballot by the members of the Association at the Annual Meeting. The President shall appoint a nomination committee at least thirty (30) days prior to the Annual meeting and this committee shall present to the membership at such meeting a list of nominees for the directorship and offices to be filled at such Annual Meeting; provided that nominees must have been members of the OQHA for at least one (1) year before they are eligible to be on the Board of Directors. For a nominee to be eligible for election the current year's dues must be paid by March 15 of the year prior to election. Any member present at the Annual Meeting who is eligible to vote may make additional nominations for such directorships and officers from the floor. All elections results shall be considered final and incontestable unless written protest is filed with the President of the OQHA within seven (7) days of the date of election.

**Article VI  
Membership Meeting**

**Section 1.** There shall be a general membership meeting each year, which shall be held at the annual convention to coincide with Annual Meeting of the Oklahoma Quarter Horse Association.

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**Section 2.** The President, or in his absence, the OQHA Advisor, may call a special meeting of the Association to be held at such time and place as shall be designated in the notice of such meeting.

**Section 3.** Prior notice of any Annual Meeting may be given by written notice sent at least ten (10) days prior to the scheduled meeting by: (a) separate written notice; (b) notice contained in a conspicuous place in regular official membership publication or newsletter; (c) electronically communicating; (d) OQHA website; (e) telephone or (f) by any other means allowed by law shall be construed and is accepted as legal notice of such meeting

**Section 4.** Prior notice of any Special Meeting be given by written notice sent at least five (5) days prior to the scheduled meeting by: (a) separate written notice; (b) notice contained in a conspicuous place in regular official membership publication or newsletter; (c) electronically communicating; (d) OQHA website; (e) telephone or (f) by any other means allowed by law shall be construed and is accepted as legal notice of such meeting and the purpose for which the meeting is called.

**Section 5.** At any meeting of the members of the Association, called in accordance with provisions of this article, the presence of ten (10) members of the Association entitled to vote shall constitute a quorum.

**Section 6.** At all meetings of the members of the Association, each member whose dues are paid sixty (60) days before the meeting in which voting is to take place and who is in all other respects a member of the Association in good standing shall be entitled to one (1) vote. The vote of the majority of those members present and entitled to vote shall decide any question brought before the meeting, provided, however, that if the question is one upon which a different vote is required by express provision of law, of the Articles of Incorporation, or these By-laws, the express provision shall govern and control the decision of the question. Voting on any question before the membership shall be by written ballot, if requested by any member present.

**Article VII  
Year End Awards**

**Section 1.** The OQHA may award horse of the year awards at its annual convention.

**Section 2.** Yearend awards will be made in accordance with the rules approved by the Board of Directors and the OQHA Advisor. Such rules shall be published and disseminated to the membership annually. Rules governing such awards may be modified as circumstances necessitate and as approved by the Board of Directors and OQHA Advisor.

**Article VIII  
Amendments**

**Section 1. Amendments:** These By-laws may be amended or altered, in whole or in part, by a majority vote of the number of Directors comprising the Board of Directors at any regular or special meeting of the Board of Directors, or by the vote of a majority of the members of the Association entitled to vote at any annual or special meeting of the members, provided that any amendment of the By-laws changing the number of Directors comprising the Board of Directors or the item or the place of the election of Directors, must be at least sixty (60) days before the date on which any election of Directors is held, and notice of such change must be given to each member at least twenty (20) days before the election is held, in person or by letter mailed to his address as shown in the records of the Association.

**Article IX  
Miscellaneous**

**Section 1.** The Board of Directors and OQHA Advisor shall exercise absolute authority in disciplinary matters. In all such cases, the Board of Directors and OQHA Advisor shall have the power, after due hearing, to suspend or revoke the membership of the offending person or persons.

**Section 2.** Except for the immediate past president of the OQHA, no person may serve as an Officer or Director who is not a member in good standing for the calendar year for which that person has been elected to serve.

**Section 3.** The fiscal year of the Association shall be the calendar year.

**Section 4. Waiver of Notice:** Whenever under the provisions of these By-laws, or the law, the Directors or any committee are authorized to hold any meeting after notice, a written waiver of notice, signed by the person or persons entitled to notice, whether before or after the time started therein, shall be deemed equivalent to notice.