

# OHIO REGIONAL CLYDESDALE AND SHIRE ASSOCIATION, INC

## ARTICLE I - NAME

SECTION I - The name of this association shall be the OHIO REGIONAL CLYDESDALE AND SHIRE ASSOCIATION, INC. "ORCSA"

## ARTICLE II - OBJECT

- SECTION I - To act on behalf of the entire membership in promoting the two breeds of horses to their Best advantage not for profit at all horse shows, festivals, parades, fairs and gatherings In which horses are permitted to participate.
- SECTION II - To represent the official national organization of each breed (Clydesdale) (Shire) at all Events sponsored or sanctioned by the national organization within the membership Region according to the rules set forth by the breed association's national group.
- SECTION III - To act whenever possible to expand showing opportunities at all events, such as fairs, Parades, festivals, etc., in which one or the other or both breeds have never shown Before.
- SECTION IV - To always strive to show the breeds in separate halter classes if time, money and number Of horses will permit.
- SECTION V - To engage in any lawful act or activity for which corporations may be formed under Sections 1701.01 to 1701.90 inclusive of the Ohio Revised Code.
- SECTION VI - No part of the net earnings of the corporation shall inure to the benefit of, or be Distributed to, its, members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for Services rendered and to make payments and distribution in furtherance of the purposes Set forth hereinabove. No substantial part of the activities of the corporation shall be the Carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or Distribution of statements) and political campaign on behalf of any candidate for public Office. Notwithstanding any other provision of these articles, the corporation shall not Carry on any other activities not permitted to be carried on (a) by a corporation exempt From federal income tax under Section 501-(c) (3) of the Internal Revenue code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c ) (2) of the Internal revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).
- SECTION VII - Upon the dissolution of the corporation, the Board of trustees shall, after paying or Making provision for the payment of all of the liabilities of the corporation, dispose of all Of the assets of the corporation by dividing them equally between the two national Organizations of the breeds they represent.

## **ARTICLE III – MEMBERSHIP**

SECTION I - Membership is open to anyone interested in draft horses residing in any state east of the Rocky Mountain Continental Divide including the State in which the Divide is located, And all Provinces of Canada from Ontario Eastward to the Atlantic Ocean. Membership Will be divided into two groups: Individual (one vote) and Family (more than one person Listed) (two votes).

## **ARTICLE IV – TRUSTEES**

SECTION I - For purposes of corporation rules and regulations, there shall be a minimum of three Trustees, one has to be a Shire owner, one has to be a Clydesdale owner, and one can Be a non-horse owner but affiliated with one or the other National Breed organizations. Terms of office will be three years with one new Trustee elected each year. Trustees Can succeed themselves only one time by voting membership.

## **ARTICLE V – OFFICERS**

SECTION I - The officers of the Ohio Regional Clydesdale and Shire Association, Inc. shall be President, Vice-President, Secretary and Treasurer. These officers shall perform the Duties prescribed by these by-laws and by parliamentary authority adopted by the Association. The President and Vice-President will serve 2 years, must be elected from The membership eligible to vote. They can only succeed himself/herself no more than 3 Times. The Secretary and Treasurer will be elected every year, with no time limit. The Officers can be a Trustee, however, ORCSA hopes to have enough interested persons To discourage this dual responsibility.

### **SECTION II - (A) PRESIDENT**

1. Prepare the agenda for each regular or special membership meeting.
2. Shall be the only member authorized to enter into contracts as voted on by the Membership.
3. Shall appoint all committee chairmen as the need arises; membership approval is not Necessary.
4. Shall be an ex-officio member of all standing or special committees;
5. Shall be directly responsible to the Trustees for performance of duties.
6. Shall periodically make sure other officers are doing their assigned tasks.

### **(B) VICE – PRESIDENT**

1. Shall act in the behalf of the President if the President is absent

2. Shall respond to special tasks if requested by the President.
3. Shall be in charge of Show Promotion Fund raising and will work closely with the Secretary and Treasurer to accomplish this task.

(C) SECRETARY

1. Shall handle the Association's correspondence and prepare a suitable informative Newsletter each quarter; winter, spring, summer (before State fairs), and fall (after State fairs). The winter issue will be designated "The Stallion Issue". The fall Issue will be the "The Show Results Issue". A current membership roster is to Be sent with the winter newsletter.
2. Shall be responsible for all contracts as directed by official vote of membership.
3. Shall prepare all ballots and arrange for 3<sup>rd</sup> party independent tabulation of results When voting by mail.
4. Any other duties as requested by the President.

(D) TREASURER

1. Shall keep the official financial books, disperse all checks, and receive all bills, Request all dues and donations, and prepare a financial report annually (certified by An accountant on or before Oct. 15). Copies are to be distributed to each member annually with the winter newsletter.
2. Any other duties as requested by the President.

### SECTION III – MEETING – ELECTIONS

The annual membership meeting will be held each fall on the date set by the Ohio State Fair Officials for planning the following year's fair. If no fair meeting is held, the annual Meeting will be the 1<sup>st</sup> Saturday in December at a place to be determined by the President.

Nomination of officers and trustees will be held at that time.

A second meeting will be held each year for participants at the fair usually during the Ohio State Fair to nominate judges for presentation at the general Draft Horse Meeting for all breeds in December or date to be decided.

Note: Due to the great distances many of our members would have to travel for this Annual meeting, an election system will be set up so all active members will be able to Vote; all votes to be counted by a third party when necessary. How this will be done is to Be determined by the trustees. Voting for the officers, by-law changes, etc., will all be done my mail, a third party counting the votes when necessary.

A simple majority of those returning their ballots will be the margin for determining Election results, except for Constitution Changes, which will require 2/3 majority vote.

Only active members are permitted to vote.

## **ARTICLE VI – EXECUTIVE BOARD**

- SECTION I - The Executive Board will consist of all the elected officers and the three trustees.
- SECTION II - The President of the Association and/or the Chairman of the Trustees can call a special Meeting at any time of the Executive Board. This can be done with two weeks notice in Writing rather it be mail or E-mail. The meeting can be done by conference phone call If the need is urgent. In order to conduct business you need one Trustee and two officers.
- SECTION III - All officers sit at the pleasure of the executive board. Any officer not performing their Duties as written in the by-laws may be asked to resign.

BY-LAWS ADOPTED ON June 13, 2004