

2010 BYLAW CHANGE PROPOSALS

To take effect January 1, 2010.

06-01-10 *Submitted by the Executive Committee*

REVISED 6/17/09

ARTICLE I. TITLE, OBJECTIVES, LOCATION, DEFINITIONS (*reference page 6 of the 2009 NRHA Handbook*)

Section 5

Add new in alphabetical order and renumber accordingly

Member(s) A general reference to those individuals and legal entities who have paid a membership fee to the Association and are further defined in these bylaws, rules and regulations. Unless otherwise described, wherever “member(s)” is found in the bylaws, rules and regulations, it is understood to mean NRHA member or all NRHA members.

Intent of Proposal (include additional pages as necessary): To perform basic bylaw maintenance by adding a very general definition and clarify the use of “member(s)” throughout the bylaws, rules and regulations

Hier geht es um die Definition wer Mitglied ist und als solches innerhalb des Regelbuches bezeichnet wird

Wahlempfehlung Reining Deutschland: FOR

07-01-10 Submitted by Catherine H. Irvin and Gary R. Pipkin

ARTICLE II. MEMBERSHIP (reference page 7 of the 2009 NRHA Handbook)

Section 6. No exhibitor or owner may be required to be a member of any organization other than the National Reining Horse Association in order to compete in an NRHA approved reining event or class, with the exception that dual memberships may be required for NRHA/National Equestrian Federation or Federation Equestre Internationale dual approved events, breed association affiliates/alliances dual approved events and National Association Affiliate of the country the members resides in. membership in one's own local affiliate for participation in the regional/country NRHA Affiliate Championship circuit series. Although highly encouraged, membership in one's National Association Affiliate shall be strictly voluntary. Non-competitors desiring membership in the NRHA may apply directly to the NRHA office.

Intent of Proposal:

To clear up the ambiguity created by amendments to this section in the prior two years. To create equality among all NRHA members worldwide in membership requirements and to give non-competitors direct membership application access through the NRHA office.

Diese Regeländerung über eine Dual Membership ist seit Jahren immer wieder im Gespräch und mit unterschiedlichem Erfolg durch die Mitglieder entschieden worden. Besonders die kleinen Länder in Europa würde unter dieser Regelung wie oben formuliert leiden. Viele Verbände können ohne zusätzlichen Mitgliedsbeiträge nicht existieren.

Wahlempfehlung Reining Deutschland: AGAINST

08-01-10 *Submitted by the International Committee*

ARTICLE IV. OFFICERS AND EXECUTIVE COMMITTEE (*reference page 8 of the 2009 NRHA Handbook*)

Section 1. The officers of the Association shall be a President, a Vice-President, and six (6) Directors-At-Large with a minimum of one (1) Director-At-Large that resides outside of the United States of America. These officers shall comprise the Executive Committee of the Association. The salaries of all officers and agents of the corporation shall be fixed by the Board of Directors at the Board's sole discretion.

Intent of Proposal (*include additional pages as necessary*):

To make the Executive Committee a truly international committee proportionate to the international community worldwide.

Diese Satzungsänderung soll die Internationalen Mitglieder im Executive Committee (der Geschäftsführende Vorstand) stärken. Nachdem 1/3 der 16.000 NRHA Mitglieder nicht aus USA kommen sollten diese auch im obersten Gremium vertreten sein

Wahlempfehlung Reining Deutschland FOR

ARTICLE V. ELECTION OF OFFICERS

Section 1. The election of officers (generally referred to as the annual election) shall be held each year at a general membership meeting of the Association at the time and place during a 30 day period of time designated by the Board of Directors at their first meeting of the year. ...remaining language unchanged...

Section 2. Nominations of candidates for the offices open for election shall be submitted by the Nominating Committee appointed by the President, and submitted to the President to the Board of Directors no less than one hundred twenty (120) days prior to the Annual General Membership Meeting- start of the annual officer election. All candidates for officer positions must have a minimum of 1 year previous experience on the NRHA Board of Directors prior to taking office.

Intent of Proposal (include additional pages as necessary): : Separates the annual election from the annual general membership meeting to allow the association the flexibility to schedule both the election and annual general membership meeting independently from each other at times that are more convenient for the membership. Establishes continuity in reference to “annual elections” with other language throughout bylaws. Edits in Section 2 also bring the language consistent with ARTICLE VIII, Section 1. a) Nominating Committee.

Hier geht es um Zeitabläufe bei den jährlichen Wahlen.

Wahlempfehlung Reining Deutschland FOR

11-02-10 Submitted by Mike & Catherine Hancock

REVISED 6/18/09

ARTICLE VII. BOARD OF DIRECTORS (reference page 11 of the 2009 NRHA Handbook)

Section 1. Language unchanged

a) The NRHA Board of Directors shall be empowered to create, delete or modify regions which shall encompass specified geographic areas on any Continent with an NRHA membership, the boundaries of which may change from time to time as determined by the Board of Directors of the Association. NRHA members from each Affiliate Region which has achieved an NRHA membership of 500, shall elect at least one director to the NRHA Board of Directors...Following sentences remain unchanged.... Add to end of paragraph: Should a country with an NAA, at any time upon direction by the NRHA Board, be incorporated into a region, continuation of the NAA designation and participation in the IAP shall be at the discretion of the NRHA Board.

b) Each National Association Affiliate (NAA) with 400 200 members, that is not part of any region ... Remainder of paragraph is unchanged.

c) The nomination and election of directors by National Association Affiliates shall be governed administered by the respective NAA under the procedures approved by the NRHA Board of Directors. The election of Affiliate Region Directors within the U.S. shall occur in conjunction with that respective Region's Affiliate Regional Finals Championship show." Remainder of paragraph is unchanged.

d) Elected members of the board of Directors on the NRHA Board shall:
i) be a citizen of the foreign NAA country or a country that is associated with U.S. the Affiliate Region from which they are elected.
ii) be a full-time resident of the NAA country, or U.S. the Affiliate Region from which they are elected.
Remainder of paragraph is unchanged.

e) and f) remain unchanged

g) The nomination of candidates and election procedures to be followed by the Affiliate Regions within the U.S. shall be established by the Board of Directors and published within the General Rules and Regulations of this Association. Remaining language unchanged.

Article I. TITLE, OBJECTIVES, LOCATION, DEFINITIONS

Section 5.

14. Those members elected to a two-year term by their respective U.S. Affiliate Region or NAA country.

Intent of Proposal:

Currently there is no alternative in our Bylaws that allow any treatment of an International area other than NAA and IAP status. As growth occurs in certain areas, we may need different programs than those that exist today. This gives the Board of Directors the flexibility to create Regions in non-U.S. countries that have needs or abilities that are different from the NAA's. It could also allow the combination of smaller areas or countries to form a Region.

It would be difficult for the entire NRHA membership to understand the particular issues within a particular area and determine the best programs.

The Board will be able to communicate directly with the membership within these areas and develop the best programs with their involvement.

Diese Satzungsänderungen würde die Rechte der kleinen Länder enorm verschlechtern. Kein Land unter 500 Mitgliedern hätte einen Sitz im NRHA Board. Die Zusammenfassung von Ländern zu größeren Mitgliedseinheiten kann aus Sicht des International Committee's nicht per Satzungsänderung erfolgen, sondern sollte mit den jeweiligen Länder im gegenseitigem Einvernehmen entschieden werden.

Wahlempfehlung Reining Deutschland AGAINST

11-03-10 *Submitted by Mike & Catherine Hancock*

ARTICLE VII. Section 1 (b) *(reference page 11 of the 2009 NRHA Handbook)*

Section 1.

b) paragraph remains unchanged. Add to end: **In the event there is a change in NAA status, the elected Directors will serve the remainder of the term for which they were elected.**

Intent of Proposal:

Our By-Laws are currently silent on what happens to the Director term if there is a change in the status of the NAA. The NAA Directors are elected by the members in a country, changing of the NAA should not necessarily dictate a change in the member's choice. Therefore the Director should complete the entire term for which he was elected.

Satzungsänderung zur Klarstellung wie lange ein Director im Board sein kann

Wahlempfehlung Reining Deutschland FOR

11-04-10 *Submitted by Mike & Catherine Hancock*

ARTICLE VII. Section 1 (h) *(reference page 11 of the 2009 NRHA Handbook)*

Section 1.

Add new

h) In the event of a tie vote, the Board of Directors will vote to break the tie.

Intent of Proposal:

Intent. Our By-Laws are silent on how to handle a tie vote for Regional or NAA Directors. The By-Laws do provide that the BOD will break ties in an election for Directors at Large or Vice President. This amendment allows for the same process.

Sinnvolle Regelung bei Stimmengleichheit

Wahlempfehlung Reining Deutschland FOR

11-07-10 Submitted by the International Committee, Gary Pipkin, and Cathy Irvin

REVISED 6/17/09

ARTICLE VII. Section 1 & 5 (reference page 11 of the 2009 NRHA Handbook)

Section 1: The business of the Association shall be managed by the Board of Directors. The Board of Directors shall be comprised of the Executive Committee and a number of elected Directors as follows: including: Regional Directors as defined in Section 1 a). and National Association Affiliate Directors (NAA Directors) as defined in the Section 1 b).

a) **Regional Directors.** Regional Affiliates within the U.S. are to be grouped into Affiliate Regions, which may change from time to time as determined by the Board of Directors of the Association. NRHA members from each Affiliate Region shall elect at least one director to the NRHA Board of Directors. An additional director shall be elected from the Affiliate Region when the total NRHA membership in the region reaches 1,000 members and another seat shall be elected for each additional 500 members. Membership numbers as of December 31 of the prior year will be used to determine current year term director seats available for the Affiliate Regions. All newly elected Regional Directors shall serve a term of two years which shall commence on January 1 following the elections.

b) **Elected Affiliate Regional Directors.:**

- i) Shall be a citizen of the United States.
- ii) Shall be a resident of the US Region from which they are elected.
- iii) Shall be a member in good standing of the NRHA.
- iv) Serve an initial term of two years and may be re-elected by NRHA members within their Region for additional two year terms.
- v) The nomination of candidates and election procedures of Regional Directors shall be established by the Board of Directors and published within the General Rules and Regulations of the Association Handbook.
- vi) The NRHA Board of Directors shall be empowered to fill vacancies occurring among the Regional Directors by a majority vote of the remaining Regional Directors and Officers. An individual elected to fill a vacancy shall come from the same Affiliate Region in which the vacancy occurred, shall meet the same qualifying criteria and shall serve the unexpired term of their predecessor

c) **NAA Directors.** Each National Association Affiliate (NAA) with 100 members shall elect shall have the right to one director seat (NAA Director) on the NRHA board provided the country has at least four (4) NRHA approved shows with a full slate of classes were held in that country during the previous calendar year. One additional director seat shall be elected will be available when that NAA reaches 1,000 members and another seat for each additional 500 members. Membership numbers and qualifying shows as of December 31 of the prior year will be used to determine current term director seats available to National Association Affiliates the NAA country. The term of all newly elected NAA directors shall be two years commencing January 1 following the elections.

d) Elected NAA Directors:

- i) The nomination and election of the NAA director(s) shall be administered by the respective NAA under the procedures approved by the NRHA Board of Directors..
- ii) NRHA members in good standing, residing in each NAA country, shall be allowed to participate in the nomination and election process of the NAA Director(s) from their respective country.
- iii) Each year the NAA must advise NRHA of the elected NAA director(s).
- iv) Shall be a resident of the NAA country they are representing
- v) Shall be a member in good standing of the NRHA
- vi) Shall be a member in good standing of the NAA
- vii) Each NAA's Board of Directors shall be empowered to fill vacancies occurring among that country's NAA Directors. An individual selected to fill a vacancy shall meet the same qualifying criteria and shall serve the unexpired term of their predecessor

~~e) e) The nomination and election of directors by National Association Affiliates shall be governed by the~~

~~respective NAA. The election of Affiliate Region directors within the U.S. shall occur in conjunction with that respective Region's Affiliate Finals Championship show. Voting for Elected Directors shall be accomplished by electronic internet voting where practical and applicable or by mail-in absentee ballot and the results shall be counted and reported by an Elections Administrator appointed by the Executive Committee. The term of all newly elected directors of the Association shall commence on January 1 following the elections.~~

~~d. Elected members of the board of Directors shall:~~

- ~~i. be a citizen of the foreign NAA or U.S. Region from which they are elected.~~
- ~~ii. be a full time resident of the country or U.S. region from which they are elected.~~
- ~~iii. be a member in good standing with the NRHA~~
- ~~iv. serve for an initial term of two years and may be re-elected by NRHA members within their~~
~~Region or country for additional two year terms.~~

~~Renumber current e) to f) language unchanged~~

~~Renumber current f) to g) language unchanged~~

~~g) The nomination of candidates and election procedures to be followed by the Affiliate Regions within the U.S. shall be established by the Board of Directors and published within the General Rules and Regulations of this Association.~~

Section 2 – 4 remain unchanged

~~**Section 5.** The Board of Directors shall be empowered to fill vacancies occurring in the Board. Any vacancy occurring in the elected Board shall be filled by an affirmative vote of a majority of the remaining directors. An individual elected to fill a vacancy shall come from the same Affiliate Region or National Association from which the vacancy occurred and shall serve the unexpired term of his/her predecessor.~~

~~Renumber all following Sections accordingly. Their content remains unchanged.~~

Intent of Proposal (include additional pages as necessary):

To help clarify the differences between 'Regional Affiliate Directors' and National Association Directors'.
To ensure all NRHA members in their respective countries are provided the opportunity to participate in the nomination and election process of the NAA director.

Diese Satzungsänderung limitiert ebenfalls die Rechte der Internationalen Affiliates wie schon die Satzungsänderung 11-02-10. Eine Nationale Affiliate wie z.B. Belgien oder die Schweiz hätten keinen Sitz im NRHA Board mehr.

Wahlempfehlung Reining Deutschland

AGAINST

18-07-10 Submitted by the Finance Committee

ARTICLE VIII. Section 1 (b) ii and ARTICLE XI. Section 1 (reference page 18 of the 2009 NRHA Handbook)

Section 1. Standing Committees

b) Finance Committee

ii. No changes to preceding language... Addition after this sentence:

The Finance Committee shall be responsible to publish in the Members Only section of the NRHA website, a quarterly financial report within 15 days after review by the Board of Directors and the annual audited financial statement within 4 months after the end of the fiscal year. The Board of Directors may grant extensions to this time in 30 day increments on a case by case basis for reasonable cause when requested by the Finance Committee. ... all following language unchanged.

ARTICLE XI. ANNUAL STATEMENTS

Section 1. No changes to preceding language... "...following the completion of said audit and published on the NRHA website within ~~150 days of~~ 4 months after the close of the fiscal year or within any extension that may be granted by the Board of Directors pursuant to ARTICLE VIII, Section 1. b) ii." All following language unchanged.

Intent of Proposal:

To bring conflicting language into consistency and provide the Board the ability to responsibly grant extensions arising from any unforeseen circumstances.

Satzungsänderung zur mehr Flexibilität für das Finanzdepartment

Wahlempfehlung Reining Deutschland FOR

19-01-10 *Submitted by the Executive Committee*

ARTICLE VIII. Section 1 (e) *(reference page 19 of the 2009 NRHA Handbook)*

Section 1. Standing Committees

e) Bylaw Committee. The President, at the beginning of his/her term of office shall appoint a Bylaw Committee, comprised of no less than three (3) and no more than six (6) members. These appointments shall be approved by the Board of Directors. whose Bylaw Committee duties and responsibilities shall be:

Add new i. To review bylaws and make recommendations to the Executive Committee for maintenance as necessary.

Renumber all following.

Add new xi. Additional duties of the Bylaw Committee may be enumerated by Board Resolution to be filed with the Active Resolutions in the Corporate Record Book.

Intent of Proposal (include additional pages as necessary): To define the structure and creation of the Bylaw Committee, include bylaw maintenance in its responsibilities and allow the Board to assign additional duties as is consistent with the other Standing Committees.

Satzungsänderung zur Vorbereitung und Vereinfachung von
Satzungsänderung

Wahlempfehlung Reining Deutschland FOR

21-01-10 *Submitted by Mike Hancock and Judy Caton*

ARTICLE VII. Section 2 *(reference page 21 of the 2009 NRHA Handbook)*

Section 2. Additional Committees

f) No person shall be involved, as chairperson or member, with more than three (3) Additional Committees simultaneously during their term in office.

Intent of Proposal (include additional pages as necessary): To clarify the limit reference is for Additional Committees only.

Satzungsänderung zur Verhinderung von Ämterhäufung bei einer Person

Wahlempfehlung Reining Deutschland FOR

22-01-10 Submitted by the International Committee

ARTICLE IX. Section 1 (a) iii, iv (reference page 22 of the 2009 NRHA Handbook)

Section 1.

a) National Association Affiliates

- i. Only one affiliate per country will be recognized as a 'National Association Affiliate.
- ii. Must have twenty-five (25) members in good standing with the NRHA.
- iii. At least four (4) NHRA approved shows with full slates of classes must be held within each respective country, during the previous calendar each year.
- iv. Each National Association Affiliate must submit annually a summary report of its past and current year activities and future plans to promote reining and NRHA in their respective country. If the NAA participates in the International Affiliate Program as outlined in General Rules and Regulations, they must report financial information on the distribution of IAP rebates.

Intent of Proposal (include additional pages as necessary):

To correct wording as some countries have affiliates and show management firms that physically 'host the show'.

This change also follows the wording in ARTICLE VII. Section 1 b) which uses the same 'approval' wording

If the NAA country participates in the IAP program and receives NRHA IAP rebates, the NAA must provide NRHA the financial accountability for the distribution of these funds, which further verifies the promotion of NRHA and the sport of Reining in their country.

This allows NRHA further detail in renewal of an NAA status.

Satzungsänderung zur Klärung der Voraussetzungen und Anforderungen für National Affiliate Associations

Wahlempfehlung Reining Deutschland FOR

23-01-10 Submitted by Catherine H. Irvin and Gary R. Pipkin

ARTICLE IX. Section 4 (reference page 23 of the 2009 NRHA Handbook)

Section 4. All NRHA Affiliate officers ~~and Board members~~ must be members in good standing with NRHA.

Intent Of Proposal:

To allow local affiliates the ability to populate their non-officer board of directors positions with club members who are not actively competing in NRHA approved events and thus don't see a reason to pay the additional NRHA membership fee. Many current affiliate members are involved in club classes, support of youth activities, etc., and by not having the affiliate board members also having to be NRHA members in good standing, local affiliates would have the ability to tap these valuable resources for their internal administration.

This Bylaw change also makes the Bylaws consistent with internal practice. The current Affiliate Application form requests only the names of affiliate officers, not the entire affiliate board.

Satzungsänderung zur Verhinderung, dass Mitglieder, die von der NRHA z.B. gesperrt sind bei Affiliates im Board sitzen können

Wahlempfehlung Reining Deutschland FOR