

Club Bylaws of the Northwest Friesian Horse Club

Amended 11/10/2018

ARTICLE I: Name, Legal Authority and Qualification for Membership

1. The name of the Club shall be Northwest Friesian Horse Club, hereafter referred to as the NWFHC.
2. Membership of the NWFHC is open to anyone with an interest in the Friesian horse.

ARTICLE II: Goals and vision of the NWFHC and Manner of Achieving Same

1. The NWFHC goal is to promote and to further the breeding of the purebred Friesian horse.
2. The NWFHC will accomplish this goal by recognizing all the rules, regulations and statutes established by "Het Friesch Paarden Stamboek" (KFPS), which is the Friesian horse stud book authority in the Netherlands. Because of geographical and language difficulties, the FHANA (Friesian Horse Association of North America) will negotiate procedures with the KFPS to provide members of FHANA with facilities to register purebred horses and have them judged in accordance with KFPS standards. The NWFHC will abide by the rules and regulations set forth by the FHANA.
3. The NWFHC will provide social activities to unite the NWFHC horse owners and enthusiasts and will provide a contact for the national organization.

ARTICLE III: Membership, Conditions of Entry and Termination

1. There shall be two categories of members, namely:

- Full Membership
- Associate Membership

a) Full Membership: (Individual, Business, or Family)

Must own a KFPS Registered Friesian horse and have a current FHANA membership and be eligible to vote in FHANA proceedings. A family in good standing is entitled to one vote in NWFHC proceedings and one member of the family who is at least eighteen (18) years old is eligible for election to the Board. FHANA members who join more than one Chapter can be a full voting member in ONLY ONE Chapter, but may be an Associate Member (non-voting) in additional Chapters.

b) Associate Membership:

Any person who has an interest in the Friesian horse, who is a FHANA Member, non-FHANA Member, an Associate Member of FHANA, or is a Full Member of another FHANA chapter can become an Associate Member of the NWFHC. An Associate Member is not entitled to vote in NWFHC proceedings, may not nominate someone to the Board and is not eligible for election to the Board.

2. Any member wishing to resign from the NWFHC shall give written notice to the Secretary. The NWFHC will accept the resignation upon receipt of any outstanding fees and assessments. There shall be no refund of paid membership dues.
3. Membership may be suspended or terminated at the request of the Board or by request and vote of the membership.
 - a) A member who violates the Bylaws of the NWFHC, or deals unfairly with the NWFHC or its members, or fails to fulfill obligations including payment of fees and or assessments, is liable to be suspended from all or any of the privileges of the NWFHC for such period or periods as the Board determines, or be expelled by the Board. A member so charged must be given at least thirty (30) days notice of the meeting at which the Board will consider the suspension or expulsion.
 - b) Any three members in good standing and entitled to vote can request a motion at the next membership meeting to suspend or terminate a member who is considered guilty of conduct unbecoming a member of the NWFHC. A member so charged has the right to appear before the Board as well as the membership to make proper defense. On receipt of the request for such motion, the Secretary on behalf of the Board must notify the member so charged at least thirty (30) days prior to the meeting of the Board and the membership meeting which will consider the suspension or termination. At least one member making the charge must be present in person to propose the motion at the said membership meeting. In the event that the member so charged is unable to be present at the membership meeting at which the motion for the suspension or termination is passed, the member has the right to appeal the decision at the next membership meeting.
 - c) Any member suspended from privileges of the KFPS, FHANA, or any other FHANA chapter shall automatically be suspended from privileges of the NWFHC for a like period of time.
4. Suspension or termination of membership, whether voluntary or involuntary, does not release a member from the liability for any fees or assessments.
5. Membership fee: The NWFHC will require that annual membership fees be paid by its members in accordance with the membership status as defined in

Section 1 a-b and in accordance with those fees set by the Board and approved by the general membership at an Annual General Meeting (AGM).

If any member shall default in payment of dues for a period of sixty (60) days, the member shall not be considered in good standing and shall not have any privileges of membership. Membership privileges shall be reinstated and the member shall be in good standing upon receipt of the membership fee and any past due assessments.

ARTICLE IV: President, Vice-President, Secretary, Treasurer, their powers, duties, terms of office, nomination/election, retirement and removal

1. The NWFHC shall be governed by a Board consisting of a President, Vice-President, Secretary and Treasurer.
2. The Board is responsible for managing the business of the NWFHC as to achieve its goals by exercising all such powers of the NWFHC as outlined by these Bylaws.
 - a) To designate the bank of the NWFHC and to determine who shall have signing authority for transactions involving the bank account or account of the NWFHC. The designation of signing authority shall be reviewed and approved at the NWFHC AGM.
 - b) To institute, conduct, defend, compound or abandon any legal proceeding by or against the NWFHC or the Board or staff or otherwise concerning the affairs of the NWFHC and also to compound and allow time for payment or settlement of any debts due and of any claims or demands by or against the NWFHC.
3. The duties of the Board shall be as follows:
 - a) The President shall preside at all Board and membership meetings of the NWFHC, enforce the Bylaws and generally supervise the affairs of the NWFHC. The President shall with approval of the Board of Directors appoint all regular and special committee chairperson(s).
 - b) The Vice-President shall assist the President in the discharge of their duties. The Vice-President shall officiate in the absence or incapacity of the President. In case of a vacancy in the office of the President, the Vice-President shall succeed to the office of President until the next AGM.
 - c) The Secretary shall assist the Board in duties and during every meeting of the Board and/or membership meetings, minutes shall be kept. Both the President and the Secretary shall affix their signatures to the minutes after the minutes have been officially accepted by the Board/membership.

- d) The Treasurer shall collect and receive all monies due or belonging to the NWFHC. The Treasurer shall deposit the same in a bank designated by the Board, in the name of the NWFHC. The NWFHC books shall be at all times open to inspection by the Board and the Treasurer shall report to them at every meeting the status of the NWFHC finances. The Treasurer shall keep a record of all income and expenditures and shall make payments of funds as directed by the Board. The Treasurer shall maintain accurate records of all other transactions falling within their office, shall render a report at each regular meeting and a complete financial statement at the AGM each year.
 - e) The Board at large shall take a leadership role in maintaining the Bylaws and other duties as determined from time to time by the President.
 - f) The Board may delegate any of the powers to committees consisting of members in good standing and eligible for election to the Board, providing at least one member of the Board is on the committee.
 - g) The Board shall appoint a FHANA Chapter representative and a FHANA Chapter contact.
4. The term of office of the Board shall be as follows:
- a) President shall be elected to a 2-year term.
 - b) Vice-President shall be elected to a 2-year term.
 - c) Secretary shall be elected to a 2-year term.
 - d) Treasurer shall be elected to a 2-year term.
 - e) President and Treasurer shall be elected on opposite years of the Vice President and Secretary.
 - f) Retiring Board members are eligible for re-election.
5. The election of the Board shall be conducted as follows:
- a) Notice goes out not less than - 45 days prior to AGM
Nomination closure - 30 days prior to AGM
Ballots go out not less than - 25 days prior to AGM
Ballots due back (i.e. postmarked if by mail) - 15 days prior to AGM
Results complete and reported to the Board - 7 days prior to AGM
 - b) Only a Full Member of the NWFHC may nominate any other Full Member for election as a Board member by a letter in writing addressed to the Secretary by mail or e-mail, provided that the member so nominated has endorsed his or her consent to such nomination.

- c) All such nominations must be received by the Secretary on or before the date specified for the receiving of nominations and any nomination received after such date shall be invalid.
- d) After the date specified for receipt a ballot will be prepared containing names of those persons duly nominated, and voting will occur by mail or email prior to the AGM. New officers will be seated at the end of the AGM.
- e) The President or Vice-President shall appoint a 3-person election committee to count all ballots duly received.
- f) Should a tie vote occur, the President or failing them the Vice-President shall have a casting vote to determine who shall be elected and will so certify.
- g) If there are no contested offices, the newly elected Board Members will be sworn in at the AGM with no balloting required.
- h) The results of the election shall be announced to the general membership at the AGM.

Members of the Board who fail to attend 3 consecutive scheduled meetings of the Board may be removed from office pursuant to a vote by the Board.

In the event that any Board member is unable to complete his/her term in office or is removed from office, the Board may at their discretion appoint another Full Member to fulfill the vacancy until the next election for that position.

ARTICLE V: Accounts, Signing Authority, Safe Keeping and Audit

1. The Board shall cause true accounts to be kept of the sums of money received and expended by the NWFHC and the matters in respect of which such receipts and expenditures take place. The books shall be kept by the Treasurer and shall always be open to the inspection of the Board.
2. All accounts in the name of the NWFHC shall have two Board members authorized to sign checks, one of whom is the Treasurer, and another Board member. Expenditures over the amount of \$250.00 need to have approval of the Board.
3. At the AGM prior to the financial year-end, the President, upon approval by the members present at that meeting, shall appoint two (2) auditors to audit the accounts of the NWFHC. Any such audit will be considered by the membership at the next General Membership Meeting.
4. The financial year of the NWFHC shall terminate on the 31st day of December in each year.

ARTICLE VI: Meetings

1. Meetings of the membership shall be held in every calendar year at such time and place as the Board may appoint.
2. The business of the NWFHC AGM shall be to receive and consider all old and new business, closing out the old year and starting new.
3. A quorum for Board meetings shall consist of at least three (3) Board members who need to be present in order to take action.
4. A quorum for General Membership Meetings shall consist of the Full Members who are present.
5. Parliamentary Authority:

The current edition of "Roberts Rules of Order" shall be used as a reference for procedure at all Membership and Board Meetings when not in conflict with these Bylaws. Failure to comply with "Roberts Rule of Order" shall not invalidate or adversely affect any action taken in good faith by the Board.

ARTICLE VII: Amendments to the Bylaws

Any Full Member in good standing and entitled to vote who has a new article to propose or a suggestion to alter an existing article in these Bylaws, must present it to the Board and membership, in writing, at the next AGM. After discussion, the exact wording of the amendment to the article will be adopted on a majority vote of seventy-five percent of the votes cast by members in good standing and entitled to vote.

ARTICLE VIII: Judging, Purpose, Eligibility, Presentation and Fees

1. The judging conducted by the KFPS has as its primary purpose the evaluation and selection of Friesian breeding stock. Certain categories of horses may be evaluated for premium awards and adult Friesians may be evaluated for promotion to the studbooks and to the registers of status/predicates.
2. Eligibility and evaluation will be in accordance with the Rules and Regulations set by KFPS and FHANA.
3. Presentation of horses will be in accordance with the Rules and Regulations set by KFPS and FHANA.
4. Fees for the Judging will be as follows:
 - a) Members of the NWFHC will need to be in good standing, with all dues paid in full.
 - b) Members of the NWFHC will be assessed a boarding fee determined by the facility used for the Judging.

c) Non-members will be required to pay a boarding fee and a fee established by the Board prior to the judging to assist paying the NWFHC costs incurred in holding the judging.

Bylaws of the NWFHC

Voted in by the Membership on this 10th day of November, 2018.

Will Bron

President: SIGNATURE ON FILE

Siri Tobey

Secretary: SIGNATURE ON FILE