

NEW MEXICO HORSE COUNCIL, INC.
BY-LAWS
Ratified: May 5, 2007

Article I. Name

The name of this organization shall be the NEW MEXICO HORSE COUNCIL, a non-profit corporation, which will be referred to as the COUNCIL. The place of business and the mailing address of the COUNCIL will be as designated by the Board of Directors.

Article II. Purpose

A. The purpose of the COUNCIL is to represent the interests of the horse community within the State of New Mexico as a Council of Horsemen which may, as directed and approved by the Board of Directors, speak as one voice to government officials and agencies:

1. When appropriate, to register and act as a lobby representing the horse community to the State Legislature
2. To maintain a communication with the American Horse Council (Washington, D.C.) so as to disseminate information and reports of that group's actions and to support and participate in those actions
3. To support forums, clinics, and other such informational and educational events which will benefit the equine community
4. To forward the best interest of the horse industry of New Mexico in all its phases and specifically by sponsoring, cultivating and fostering an interest in equines and horsemanship;
5. To give aid and support to beneficial activities concerning equines;
6. To assist and encourage acquisition, building, maintenance and supervision of trails, rights-of-way, and equine facilities;
7. To do any and all things in furtherance of the interests of equines and the equine industry;
8. To influence legislation and policy changes at the grassroots level by giving a voice to all segments of the industry including sport, race, and pleasure horse enthusiasts and their support industries.

B. For the uses and purposes for which this COUNCIL is formed, to lease, purchase, hold, use, and enjoy in fee simple, or deed in trust, such lands and properties as may be needed, or to dispose of same at the pleasure of the COUNCIL.

Article III. Membership

A. Types of Membership

1. Organizational Membership. Any organization of horsemen shall be eligible for regular COUNCIL membership with the payment of the annual dues.
2. Individual Membership. There shall be two types:
 - a. Any individual over eighteen years of age may apply for an individual membership with the payment of annual dues.
 - b. Individual life membership—any individual may apply for a life-time membership with the payment of a one-time due.
3. Commercial Membership. Any business may apply for a Commercial Membership with the payment of annual dues.
4. Associate Membership. Organizations who are not primarily horse oriented may apply for an Associate Membership with the payment of annual dues.

B. Application for Membership

1. All membership requests or applications shall be subject to review and approval by the Board of Directors following EEOC guidelines.
2. Organizational Membership applications will include:

- a. The name and address of the organization
- b. The total number of members
- c. The name and address of its officers and the members designated to act as Delegates to the COUNCIL

C. Voting

1. Each organization that is a member shall be entitled to two (2) delegates and two (2) votes at any general meeting. The voting delegates must have written authorization from their organization.
2. Proxies shall be recognized.
3. A delegate may not represent more than one organization.
4. A delegate may cast an individual vote as well as a delegate vote, if the delegate is also an individual member.
5. Individual members are entitled to one (1) vote.
6. Commercial memberships are entitled to one (1) vote.
7. Associate members are not entitled to vote.

D. Termination of Membership

1. Membership is not transferable.
2. A member acting in a manner contrary to the purposes of the Council may be suspended or expelled by a vote of three-fourths (3/4) of the members of the Board of Directors present at a quorumed meeting, provided notice in writing shall have first been given to the Board of Directors and to the member who is the subject of the proposed action at least 15 days prior to the meeting.

E. Membership Year

The membership year for the Council is January through December 31.

F. Dues

Dues, as established annually by the Board of Directors, shall be payable the first day of January of each year.

Article IV. Finances

- A. All monies collected shall be deposited in a financial institution approved by the Board of Directors.
- B. The financial year shall be from January 1 to December 31.
- C. The financial books of the COUNCIL shall be established according to accepted accounting practices and shall be audited annually by an auditor or by an audit committee approved by the Board of Directors.
- D. A financial report may be presented at each meeting of the Board of Directors. An annual audited financial report shall be presented to the Board of Directors during the first quarter of the following year.

Article V. Board of Directors, Officers, and Board of Trustees

A. Board of Directors and Officers

1. The Board of Directors will conduct the business of the COUNCIL.
2. The Board of Directors shall consist of fifteen (15) members who are elected by the membership and shall serve a term of three (3) years. Five (5) shall be elected each year.
3. Elections for vacancies on the Board of Directors shall be held annually in a manner to be determined by the Board. A nominating committee shall be appointed by the President to propose a slate for members of the Board, striving for a balanced organizational representation.
4. The officers of the COUNCIL shall be the President, Vice-President, Secretary, and Treasurer. They shall be elected from the members of the Board of Directors and by the members of the Board of Directors at the first meeting of the Board of Directors of the calendar year. They shall serve until their successors shall be elected or until expiration of their term on the Board.
5. The general duties of the Board of Directors and officers shall be to oversee the operation of the COUNCIL.
6. The President shall be the chief executive officer of the association and with the advice and consent of the Board of Directors, shall have general supervision, direction and control of the business of the COUNCIL. The President shall preside over and call meetings of the COUNCIL and the Board of Directors. The President shall appoint the chairmen of all committees and shall, with the Treasurer, sign all contracts authorized by the COUNCIL.
7. The Vice-President shall perform all the duties of the President in the absence or disability of the President and when so acting shall have all the powers of, and be subject to all the restrictions upon, the

President. The Vice-President shall have such other powers and perform such other duties as may be prescribed by the President.

8. The Secretary shall be responsible for the minutes and agendas of all membership meetings, specified special meetings, and Directors' meetings and shall be keeper of all documents and records of the COUNCIL. The secretary shall also keep a current roster of members, Directors, and Committees.

9. The Treasurer shall have custody of all monies of the COUNCIL and maintain the financial accounts, disperse funds, maintain a voucher file and make a financial report at the annual meeting, Board meetings and when requested by the Board. The Board of Directors shall approve special and unusual expenditures before being paid. All checks shall have two signatures -- by the Treasurer or by the President and another officer.

10. Any member of the Board of Directors or any officer may be removed from office by a vote of three-fourths (3/4) majority of the members of the Board of Directors present at a regularly constituted quorumed meeting, provided a notice in writing to such Board Member or officer shall have first been given by the COUNCIL at least 15 days prior to the meeting.

11. In the event of a vacancy on the Board of Directors, the Board of Directors will appoint a replacement to serve the remainder of that term.

12. In the event of a vacancy of any Officer of the Board of Directors, the Board of Directors will elect a replacement to serve for the remainder of that term.

13. Each Board member must hold a Membership in the COUNCIL.

Article VI. Meetings

A. All meetings of this corporation shall be conducted in accordance with Roberts Rules of Order, most recent edition, except as otherwise provided for in these by-laws

B. General Membership

1. The annual meeting of the membership shall be held during the month of November or December. The purpose is the election of Board members and the transaction of necessary business. At least thirty (30) days' notice of this meeting shall be given by mail to the members. Additional membership meetings may be scheduled during the year by the Board or as stated in item 2.

2. Special meetings of the membership may be called at any time on petition to the President and signed by 15% of the members. The members shall be informed as in Paragraph 1.

3. Quorum for Membership Meetings. At any meeting of the membership held in accordance with the foregoing provisions as to notice, the members attending such meeting including proxies shall constitute a quorum for all purposes.

C. Board of Directors

1. The Board of Directors shall meet at the call of the President no less than four (4) times a year. A seven (7) days' notice will be given each Board member of said meeting.

2. Quorum for Board of Directors Meeting. At any meeting of the Board, the members attending the meeting shall constitute a quorum for all purposes.

3. Special meetings of the Board of Directors may be called by the President or by five (5) Board members requesting in writing that the President call a meeting. Said meeting shall be convened within 30 days of written request. A seven (7) days' notice will be given each Board member of said meeting.

4. Any Board member who misses (3) consecutive Board meetings may be removed from the Board by a vote of three-fourths (3/4) of the members of the Board of Directors present at a regularly constituted quorumed meeting, provided notice in writing to such member shall have first been given by the COUNCIL at least 15 days prior to the meeting.

Article VII. Amendments

These By-laws may be altered or amended at any regular meeting or at any special meeting of the COUNCIL by a three-fourths (3/4) vote of the quorum. Written notice is to be given thirty (30) days prior to the meeting of such intention to alter or amend. Such proposals must be set forth in detail in the written notice.