



Bylaws & Rules

2018

California Cow Horse Association
Affiliate of the National Reined Cow Horse Association
www.californiacowhorse.com

CALIFORNIA COW HORSE ASSOCIATION
2018 BYLAWS AND RULES
December 14, 2017

BYLAWS

ARTICLE I – Name, Purpose & Office

Section 1. Name: The name of this corporation shall be and is the California Cow Horse Association (CCHA), and shall at all times be operated and conducted as a non-profit mutual benefit corporation in accordance with the laws of the State of California.

Section 2. Purpose: The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the Non-Profit Mutual Benefit Corporation Law. Such purposes for which this corporation is formed are educational, recreational, and other non-profit purposes in connection with reined cow horse activities, contests and associated social events.

Section 3: Principal Office: The principal place of business of this corporation shall be at a place so established by the Board of Directors of the Association.

ARTICLE II – Membership

Section 1. Eligibility for membership: Any individual, firm, corporation (ranch, stable, etc.) dedicated to the purposes of the Association shall be eligible for regular membership in the Association upon approval of the Board of Directors and upon payment of such dues and fees as the Board of Directors may fix from time to time.

Section 2. Admission to membership: An application of regular membership shall be in writing on a form specified by the Board of Directors and shall be deemed provisionally accepted upon presentation to any board member, along with the advance payment of annual dues as provided for in these bylaws. Such application shall be subject to rejection by the Board of Directors for a period of sixty days after such presentation. In the absence of such rejection, it shall be deemed approved. During said sixty-day period, the applicant may participate in Association activities as a regular member, except that such applicant may not vote in Association elections or at membership meetings. If any applicant is rejected, all dues paid shall be refunded.

Section 3. Life Member: Any regular member in good standing may elect to become a life member upon payment of a fee fixed by the Board of Directors. Thereafter, the life member will have no further obligation to pay annual dues.

Section 4. Honorary Life Member: An honorary life membership in the Association may, at the direction of the Board of Directors, be bestowed upon a deserving individual, firm or corporation (ranch, stable, etc.). An honorary member may participate in all activities of the Association. Honorary members shall pay no dues.

Section 5: Voting privileges: All regular, life and honorary life members in good standing shall have the right to vote on the election of directors and officers, on the disposition of all or substantially all of the assets of the Association, on any merger and its principal terms, and on any election to dissolve the corporation, each member having one vote. In addition, each such member shall have all of the rights afforded members under the California Non-Profit Mutual Benefit Corporation Law; provided, however, that no such member who shall be delinquent by reason of non-payment of dues or other debts due the Association shall be entitled to vote while such delinquency continues. Family membership constitutes one membership and shall vote accordingly.

Section 6. Assessments: No member shall be subject to any assessments or liability by reason of membership in the association.

Section 7. Dues and fees: Each member must pay, within the time and upon the conditions set by the Board of Directors, dues and fees in the amounts fixed from time to time by the Board of Directors.

Section 8. Good standing: Those members who have paid the required dues and fees in accordance with these bylaws and who are not suspended, shall be members in good standing.

Section 9. Property rights: The Association does not contemplate pecuniary gain or profit to the members thereof. Upon dissolution of the Association, all obligations and debts shall be paid and any assets remaining distributed in the manner designated by the Board of Directors, or in lieu of such designation, as provided by law.

Section 10. Termination and suspension of membership: A membership shall terminate on occurrence of any of the following events:

- a. Resignation of a member.
- b. Expiration of the period of membership unless the membership is renewed upon terms fixed by the Board of Directors.
- c. Failure of a member to pay dues or fees as set by the Board of Directors within 30 days after they become due and payable.
- d. Occurrence of any event that renders a member ineligible for membership or failure to satisfy membership qualifications.
- e. Expulsion of a member under Section 11 of these bylaws, based upon a good faith determination of the Board of Directors that the member has failed in a serious and material degree to observe the rules of conduct of the Association or has engaged in conduct materially and seriously prejudicial to the purpose and interests of the corporation.
- f. A member may be suspended under Section 11 of these bylaws based upon a good faith determination of the Board of Directors that the member has failed in a material and serious degree to observe the Association's rules of conduct or has engaged in conduct materially and seriously prejudicial to the purpose and interests of the Association. A person whose membership is suspended shall not be considered a member during the period of suspension.

Section 11. Procedure for suspension and expulsion: If grounds appear to exist for expulsion or suspension of a member under Section 10 of these bylaws, the procedure set forth here shall be followed:

- a. The member shall be given fifteen days prior notice of the proposed expulsion or suspension and the reasons thereof. Notices shall be by any method reasonably expected to provide actual notice.
- b. The member shall be given an opportunity to be heard either orally or in writing at least five days before the effective date of the proposed expulsion or suspension. The hearing shall be held with and/or written statement considered by the Board of Directors.
- c. The Board of Directors shall decide whether or not the member shall be expelled or suspended.
- d. Any ruling by the Board of Directors resulting in expulsion or suspension may be appealed by the expelled or suspended member to the membership at a special meeting of the membership called at the request of the expelled or suspended member and duly noticed pursuant to Article IV, Section 3, of these bylaws for the purpose of considering such an appeal. At such meeting both the expelled or suspended member and the Board of Directors shall have the opportunity to be heard by the membership and the membership shall then vote by secret ballot on the question of expulsion or suspension. It shall require the vote of a majority of a quorum of the membership as defined in Article IV, Section 4, of these bylaws against expulsion or suspension, to overturn the ruling of the Board of Directors. If a quorum does not appear at the time and place designated for the special membership meeting, the action of the Board of Directors shall be final.

Section 12. Transfer of membership: Neither membership nor any right arising from membership shall be transferred. All membership rights shall cease upon a member's death or dissolution of the Association.

ARTICLE III – Dues

Section 1. Dues: Each regular member's dues in the amount fixed by the Board of Directors are due and payable on the first of each show year. Anyone joining and paying dues at the final show of the show year, shall be considered paid up for the following show year.

ARTICLE IV – Membership Meetings

Section 1. Regular membership meetings: There shall be one meeting of the members of the Association during the course of each calendar year for receiving the reports of the previous year's activities and the transactions of other business. Said regular meeting shall be held in January or at the time of the Awards Banquet, or on such a date as designated by the Board of Directors.

Section 2. Notice of regular membership meetings: Notice of each regular meeting of the membership shall be given to each voting member in writing at least ten days prior to said meeting. Approval by members of any of the following proposals, other than by unanimous approval of those entitled to vote, is valid only if the notice states the general nature of the proposal or proposals:

- a. Removing a director without cause.
- b. Filling vacancies on the Board of Directors.
- c. Amending the Articles of Incorporation.
- d. Electing to wind-up and dissolve the Association.

Section 3. Special membership meetings: Special meetings of the Association may be called by the President or the Board of Directors provided, that written notice of such a meeting shall be sent to all voting members in good standing at least five days prior to the date of the meeting and that said notice shall specify the general nature of the business to be transacted at said meeting, and no other business may be transacted.

Section 4. Quorum:

- a. Regular and special membership meetings: Ten percent of the voting power shall constitute a quorum. However, if any regular meeting of the membership is attended by less than one-third of the voting power, the only matters that may be voted on are those of which notice of their general nature were given.
- b. Board meetings: Fifty percent of the Board of Directors shall constitute a quorum.
- c. Loss of a quorum: If at any time during a regular membership, special membership or board meeting, a quorum does not or ceases to exist, the meeting must be adjourned.

Section 5. Parliamentary rules: The usual parliamentary rules as laid down in "Robert's Rules of Order", as may be amended from time to time, shall govern all deliberations, insofar as such rules are not inconsistent with or in conflict with these bylaws, the Articles of Incorporation of this corporation, or the law.

Section 6. Manner of casting votes: Voting may be by voice or ballot except that any election of directors or officers must be by ballot.

Section 7. Approval by majority vote: If a quorum is present, the affirmative vote of a majority of the voting power present at the meeting, entitled to vote and voting on any matter, shall be the act of the members unless vote of a greater number is required by the California Non-Profit Mutual Benefit Corporation Laws.

ARTICLE V – Board of Directors

Section 1. Number of members: The board of directors shall consist of nine voting members of the Association, in good standing. Four of the directors shall be the elected officers. The remaining five directors shall consist of the immediate past president and the four elected directors or, if the past president does not serve, then five elected members.

Section 2. Term of office: Each director shall serve a period of two years, and may be re-elected. Provided, however, that no director may serve more than four consecutive terms, except for the immediate past president.

Section 3. Election: The election of directors shall be held each year prior to the end of the show year. Directors shall assume office at the first board meeting of the new show year. Election shall be held by secret ballot. No more than two persons of the same immediate family may hold office at the same time. Only voting members in good standing may hold office in the Association. Directors must also be members in good standing of the NRCHA.

Section 4. Vacancies: Any vacancy on the Board of Directors caused by death, resignation, or any other cause, shall be filled by appointment by a majority of the remaining directors, though less than a quorum. Any qualified voting member of the Association, so appointed, shall serve for the balance of the unexpired term of his predecessor in office, or until the qualification and election of his successor.

Section 6. Powers:

- a. The corporate powers of this Association shall be vested in the Board of Directors.
- b. The directors, by majority vote, shall have the power to incur indebtedness within the limits fixed by the corporation law of the State of California. The terms and amounts of such indebtedness shall be entered in a cashbook or journal and ledger of the corporation and reported at the next directors and membership meetings and entered in the minutes of such meetings.

Section 7. Duties:

- a. It shall be the duties of the directors to conduct, manage, and control the affairs and business of the Association and to promulgate and enforce rules and regulations therefore consistent with the rules and regulations of the bylaws of the Association.
- b. It shall be the duty of the directors to cause to be kept a complete record of all their minutes and acts of all proceedings of the members, and to present a full statement of the board meetings, showing in detail the assets and liabilities of the Association and the condition of its affairs.
- c. The directors shall, by resolution, regularly passed and recorded in the minutes of their meetings, designate the manner in which checks on any bank account of the Association shall be signed, as well as the form of endorsement of the Association to be placed upon checks or other instruments for the purpose of their deposit or otherwise.

Section 8. Absence: Any member of the Board of Directors who is unable to attend a board meeting shall submit in advance the reason for his absence. If a director is absent from two consecutive meetings for reasons which a majority of the board find insufficient, his resignation shall be demanded. The board will then fill the vacancy caused by his resignation as provided by these bylaws.

ARTICLE VI – Officers

Section 1. Elected officers: The elective officers of the Association shall be President, Vice President, Secretary and Treasurer, to be elected by the Board of Directors. Such election shall take place annually at the first board meeting of the new show year. Each elective officer shall assume office at the first board

meeting of the new show year and shall serve for a term of one year or until his successor is duly elected and installed. No more than two members of the same immediate family may hold office at the same time. All officers may be re-elected but may not serve more than four consecutive terms. All officers may not stand for election to any office or the board for one year following their completion of service of four consecutive terms on the Board of Directors. In four consecutive years, no director shall serve more than two terms as President. The immediate Past President may serve as a director following his presidency as provided in Article V, Section 1, and as provided in Article VII, Section 1, of these bylaws.

Section 2. Vacancies: Vacancies in any office may be filled for the balance of the term thereof by a majority vote of the directors at any board meeting.

Section 3. President: The President shall be the chief officer of the organization and shall preside at meetings of the Association and of the Board of Directors and shall be an ex-officio member of all committees. He shall also preside at the regular membership meeting of the Association and at such other times as he shall deem proper, communicate to the Association or the Board of Directors such matters and make suggestions as may, in his opinion, tend to promote the welfare and increase the usefulness of the Association. He shall perform such other duties as are necessarily incident to the office of President or as may be prescribed by the Board of Directors.

Section 4. Vice President: In the absence of the president, the Vice-President shall have the powers and shall perform the duties of the President and other such duties as may be prescribed by the Board of Directors.

Section 5: Secretary: The Secretary shall keep the minutes of all membership and board meetings. It shall be the Secretary's duty to give notice of, and attend all board and membership meetings. The Secretary shall conduct correspondence and carry into execution all orders, votes and resolutions not otherwise specified by the Board of Directors. The secretary shall keep all records of membership.

Section 6: Treasurer: The Treasurer shall cause to be kept an account of all monies received and expended for the use of the Association. The Treasurer shall deposit all sums received in the bank, or banks, approved by the Board of Directors, and shall make a report at meetings or when called upon by the President. At the expiration of the term of office, the Treasurer shall deliver over to his successor all books, monies, or other property, or in the absence of the Treasurer-elect to the President.

ARTICLE VII – Past President

Section 1. Past president: Immediate past president may remain as a member of the Board of Directors with voting privileges. The immediate past president's term shall be as long as their successor is in office, unless the past president should resign. Refer to Article V, Sections 1 and 2, of these bylaws.

ARTICLE VIII – Calendar and Show Year

Section 1. Calendar Year: The Association shall conduct its financial affairs on the calendar year basis, same to begin on January 1 and end on December 31 of the same year. An annual auditing of the account of the Association shall be made by three members in good standing of the Association appointed by the Board of Directors or by a CPA selected by the Board of Directors. The results of said audit shall be available to all members of the Association.

Section 2. Show Year: The Association shall use the same show year as the NRCHA, see current year's NRCHA Rule Book Rule 4.3.

ARTICLE IX – Meetings of Directors

Section 1. Meetings of Board of Directors: Meetings of the Board of Directors shall be held at a time and place designated by the Board of Directors. Meetings shall be held as deemed necessary by the Board.

ARTICLE X – Committees

Section 1. Committees and standing committees: The President, subject to approval of the Board of Directors, shall annually appoint such standing committees as may be required by the bylaws, and such special committees as deemed necessary. Each committee shall have one chairman. Committee members shall be appointed from the Board of Directors or the voting membership.

- a. Nominating committee: To be appointed on or before September 15 of each year.
- b. Membership committee: To be appointed by the new President each year at the first meeting of the Board of Directors. This committee shall provide a variety of information services to the membership and foster an outreach and welcoming atmosphere for new members and youth.
- c. Sponsorship committee: To be appointed by the new President each year at the first meeting of the Board of Directors. This committee shall consist of members and shall handle all sponsorship related duties, including but not limited to fund raising for show and year end awards.
- d. Banquet committee: To be appointed by the new President each year at the first meeting of the Board of Directors. This committee will have the responsibility to organize the annual awards banquet.
- e. Awards committee: To be appointed by the new President each year at the first meeting of the Board of Directors. This committee shall organize, research and order all awards for the Association.
- f. Communications and marketing committee: To be appointed by the new President each year at the first meeting of the Board of Directors. This committee shall promote the Association's purpose and activities with the membership and the general public through the Association's website, Facebook page, direct mailing and other media as deemed appropriate by the Board.
- g. Bylaws, rules and judging committee: To be appointed by the new President each year at the first meeting of the Board of Directors. This committee shall annually review, for adoption or change, the bylaws and rules for the Association. The committee chairman shall also be the parliamentarian of the Association.

ARTICLE XI – Amendment or Repeal of Bylaws

Section 1. Power to amend or repeal bylaws: Said power is hereby delegated to the Board of Directors, subject to the conditions and limitations expressed in section 7150 of the Corporations Code of the State of California (Non-Profit Mutual Benefit Corporation) as it may be amended from time to time.

ARTICLE XII – Indemnification

Section 1. Indemnification: The Association shall indemnify each of its Directors, Officers, employees and committee members whether or not then in service as such, against all reasonable expenses actually and necessarily incurred by him or her in connection with the defense of any litigation to which the individual may have been a part because he/she was a director, officer or employee and committee member of the Association. The individual shall have no right to reimbursement, however, in relation to matters as to which he or she has been adjudged liable to the Association for negligence or misconduct in the performance in his/her duty as a director, officer or employee and committee member by reason of willful misconduct, bad faith, gross negligence, or reckless disregard of the duties of his/her office or employment. The right to indemnity for expense shall also apply to expense of suits which are comprised or settled if the court having jurisdiction of this matter shall approve such settlement. Pursuant to California Corporation's Code section 7237. The foregoing right of indemnification shall be an addition to, and not exclusive of, all other rights which such director, officer or employee may be entitled.

Be it known that these bylaws as herein written by the Board of Directors of the California Cow Horse Association have been adopted, and that the Secretary of the Association has in his possession a copy of the organization's original bylaws.

RULES

1. General Rules for Show and Contest: See current year's NRCHA Rule Book Rule 1.

2. Divisions:

- a. **Open:** Open to any rider.
- b. **Limited Open:** See current year's NRCHA Rule Book Rules 3.5.2 and 3.6.2.
- c. **Non-Pro:** See current year's NRCHA Rule Book Rule 2.1 Non-Pro Definition and Rules.
- d. **Youth:** See current year's NRCHA Rule Book Rule 2.1 Non-Pro Definition and Rules with particular emphasis on 2.2 and 2.2.1.
- e. **Non-Pro Limited:** See current year's NRCHA Rule Book Rules 2.1 and 3.8.

3. NRCHA Approved Classes:

- a. **NRCHA Open Bridle:** See current year's NRCHA Rule Book Rule 3, sections 3.5 and 3.5.1.
- b. **NRCHA Limited Open Bridle:** See current year's NRCHA Rule Book Rule 3, sections 3.5 and 3.5.2.
- c. **NRCHA Youth Bridle:** See current year's NRCHA Rule Book Rule 3, sections 3.5 and 3.5.6.
- d. **NRCHA Non-Pro Bridle:** See current year's NRCHA Rule Book Rule 3, sections 3.5 and 3.5.3.
- e. **NRCHA Intermediate Non-Pro Bridle:** See current year's NRCHA Rule Book Rule 3, sections 3.5 and 3.5.4.
- f. **NRCHA Novice Non-Pro Bridle:** See current year's NRCHA Rule Book Rule 3, sections 3.5 and 3.5.5.
- g. **NRCHA Open Hackamore:** See current year's NRCHA Rule Book Rule 3, sections 3.6 and 3.6.1.
- h. **NRCHA Limited Open Hackamore:** See current year's NRCHA Rule Book Rule 3, sections 3.6 and 3.6.2.
- i. **NRCHA Non-Pro Hackamore:** See current year's NRCHA Rule Book Rule 3, sections 3.6 and 3.6.3.
- j. **NRCHA Open Two-Rein:** See current year's NRCHA Rule Book Rule 3, sections 3.7 and 3.7.1.
- k. **NRCHA Non-Pro Two-Rein:** See current year's NRCHA Rule Book Rule 3, sections 3.7 and 3.7.2.
- l. **NRCHA Youth Limited:** See current year's NRCHA Rule Book Rule 3, sections 3.8 and 3.8.4.
- m. **NRCHA Non-Pro Limited:** See current year's NRCHA Rule Book Rules 3.8 and 3.8.1.

- n. **NRCHA 5K Non-Pro Limited:** See current year's NRCHA Rule Book Rules 3.8 and 3.8.2.
- o. **NRCHA 1K Non-Pro Limited:** See current year's NRCHA Rule Book Rules 3.8 and 3.8.3.

4. CCHA Approved Classes:

- a. **CCHA Open Bridle:** See current year's NRCHA Rule Book Rule 3, sections 3.5 and 3.5.1.
- b. **CCHA Limited Open Bridle:** See current year's NRCHA Rule Book Rule 3, sections 3.5 and 3.5.2.
- c. **CCHA Youth Bridle:** See current year's NRCHA Rule Book Rule 3, sections 3.5 and 3.5.6.
- d. **CCHA Non-Pro Bridle:** See current year's NRCHA Rule Book Rule 3, sections 3.5 and 3.5.3.
- e. **CCHA Novice Non-Pro Bridle:** See current year's NRCHA Rule Book Rule 3, sections 3.5 and 3.5.5.
- f. **CCHA Open Junior Horse:** Open to any rider satisfying Rule 2.a and horses 5 years of age and under shown in a snaffle bit or hackamore.
- g. **CCHA Limited Open Junior Horse:** Open to any rider satisfying Rule 2.b and horses 5 years of age and under shown in a snaffle bit or hackamore.
- h. **CCHA Non-Pro Junior Horse:** Open to any rider satisfying Rule 2.c and horses 5 years of age and under shown in a snaffle bit or hackamore.
- i. **CCHA Open Two-Rein:** See current year's NRCHA Rule Book Rule 3, sections 3.7 and 3.7.1.
- j. **CCHA Non-Pro Two-Rein:** See current year's NRCHA Rule Book Rule 3, sections 3.7 and 3.7.2.
- k. **CCHA Open Boxing:** See current year's NRCHA Rule Book Rule 3, section 3.8, except open to any rider and there is no earning's limit.
- l. **CCHA Youth Limited:** See current year's NRCHA Rule Book Rule 3, sections 3.8 and 3.8.4.
- m. **CCHA Non-Pro Limited:** See current year's NRCHA Rule Book Rules 3.8 and 3.8.1.
- n. **CCHA Intermediate Non-Pro Limited:** See current year's NRCHA Rule Book Rules 3.8 and 3.8.2. except open to approved non-pro riders who have not:
 - i) Finished in first place in year-end points standings in CCHA intermediate non-pro limited in any previous show year (starting with 2018 year-end points standings to take effect for 2019 show season).
- o. **CCHA Novice Non-Pro Limited:** See current year's NRCHA Rule Book Rules 3.8 and 3.8.3. except open to approved non-pro riders who have not:
 - i) Finished in the top 5 in year-end points standings in any CCHA non-pro limited class in any previous show year.
 - ii) Earned more than \$500 lifetime earnings combined in all non-pro limited classes in any association.

5. **Appointments and equipment:** See current year's NRCHA Rule Book Rules 5 and 6.

6. **Payouts:** See current year's NRCHA Rule Book Rule 7.2.

7. **Ties:** See current year's NRCHA Rule Book Rule 7.3.

8. NRCHA class points: See current year's NRCHA Rule Book Rule 7.4.

9. CCHA class points: One point for winning class plus one point for each horse defeated. No points are awarded if the total score is zero, but the show counts toward meeting minimum requirement of competing in one-half of the shows to qualify for year-end awards.

10. Year-end Performance awards: Awarded as determined by the Board of Directors based on year-end points standings in CCHA classes with at least one qualifying open horse or non-pro horse and rider combination. Points go with horse in open divisions. Points go with horse and rider combination in non-pro divisions. Open horses and non-pro horse and rider combinations must meet the minimum requirements of competing in one-half of the shows and earning at least one non-zero score.

11. Year-end Participation awards: Awarded as determined by the Board of Directors to open and non-pro riders showing in at least one CCHA class in all of the shows.

12. Rules for Competition: See current year's NRCHA Rule Book Rule 9.

13. Special Events – Spectaculars: See current year's NRCHA Rule Book Rule 11.1.2.

14. Show Management: Shows shall be approved and conducted according to current year's NRCHA Rule Book Rule 12.

15. NRCHA Representative: Shows shall have an NRCHA Representative according to current year's NRCHA Rule Book Rule 13.

16. Ethics: Show participants shall conduct themselves according to current year's NRCHA Rule Book Rule 14.1.

17. Humane Treatment and Care and Maintenance of Cattle: Cattle shall be humanely treated according to current year's NRCHA Rule Book Rules 14.2 and 14.2.1.

18. Humane Treatment and Care and Maintenance of Horses: Horses shall be humanely treated according to current year's NRCHA Rule Book Rules 14.2, 14.2.2, 14.2.3, 14.2.4 and 14.2.5.

19. Complaints: Show participants may file complaints according to current year's NRCHA Rule Book Rule 14.3.

20. Judges: Shows shall use judges qualified according to current year's NRCHA Rule Book Rule 16.

21. Judging: Shows shall be judged according to current year's NRCHA Rule Book Rule 19.

22. Patterns and Markers: Shows shall use patterns and markers according to current year's NRCHA Rule Book Rule 20.

