

CALIFORNIA REINED COW HORSE ASSOCIATION

2026 BYLAWS AND RULES



2026 Edition

Bylaws adopted December 31, 2024 • Award rule amended April 17, 2025

BYLAWS

ARTICLE I – Name, Purpose & Office

Section 1. Name: The name of this corporation shall be and is the California Reined Cow Horse Association (CRCHA), 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 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. Regular Members: There shall be three types of regular members: individual, family and youth.

Section 4. 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 5. 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 6: Voting privileges: All individual, family and 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: 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.

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, subject to the conditions and limitations expressed in section 7111 of the Corporations Code of the State of California (Non-Profit Mutual Benefit Corporation) as it may be amended from time to time.

Section 10. Termination 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. 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 rules of conduct of the Association 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.
- f. A member may be expelled 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 rules of conduct of the Association or has engaged in conduct materially and seriously prejudicial to the purpose and interests of the Association.

Section 11. Procedure for suspension and expulsion: If grounds appear to exist for suspension or expulsion 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 suspension or expulsion 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 suspension or expulsion. 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 suspended or expelled.
- d. Any ruling by the Board of Directors resulting in suspension or expulsion may be appealed by the suspended or expelled member to the membership at a special meeting of the membership called at the request of the suspended or expelled member and duly noticed pursuant to Article III, Section 3, of these bylaws for the purpose of considering such an appeal. At such meeting both the suspended or expelled 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 suspension or expulsion. It shall require the vote of a majority of a quorum of the membership as

defined in Article III, Section 4, of these bylaws against suspension or expulsion, 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 – Board of Directors

Section 1. Number of members: The Board of Directors shall consist of nine voting members, in good standing.

Section 2. Immediate Past President: If the end of the President's term as an officer coincides with the end of his or her term as a director, he or she may remain on the Board without voting privileges as the immediate Past President. The immediate Past President's term shall be one year.

Section 3. Term of office: Each director shall serve a period of two years and may be re-elected.

Section 4. Nomination: Members in good standing applying for nomination to serve on the Board of Directors, shall be reviewed by the nominating committee and presented to the Board for final review and approval prior to being placed on the ballot for election. For a nominee to be rejected, the Board must find that their election as a director would be materially and seriously prejudicial to the purpose and interests of the Association. Such rejections must be approved by the vote of a majority of the voting power present at the meeting.

Section 5. Election: The election of directors shall be held each year prior to the end of the show year. Election shall be held by secret ballot. No more than two members of the same immediate family may hold office at the same time. Only voting members in good standing may hold office in the Association. So long as the association is an affiliate member of the NRCHA, directors must also be members in good standing of the NRCHA.

Section 6. Transition: Directors shall assume office at the first Board meeting following the confirmation and announcement of their election.

Section 7. Vacancies: Any vacancy on the Board of Directors caused by death, resignation, or any other cause, may be filled by appointment by a majority of the remaining directors, though less than a quorum. Any voting member in good standing of the Association, so appointed, shall serve for the balance of the unexpired term of his or her predecessor in office, or until the qualification and election of his or her successor.

Section 8. 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 9. 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 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. Checks less than an amount as the Board of Directors may fix from time to time shall not require countersignature, checks greater than that amount shall require countersignature, except for checks to business payees as the Board of Directors may approve from time to time. All checks will normally be signed by the Treasurer. One or more additional directors shall have signature authority to countersign checks over the amount set by the Board, and as a contingency for cases where the Treasurer is unavailable. Checks issued by the show secretary shall be signed by the Treasurer or one of the directors with signature authority after printing. Under no circumstances shall checks be signed by an individual payee, by an immediate family member of an individual payee, or by an owner or employee of a business payee. Under no circumstances shall blank checks be signed. These practices as applicable shall govern all forms of payment.

Section 10. Authority and Decision Making:

- a. Any delegation of authority must be approved by a majority of a quorum of the Board of Directors.
- b. Under normal circumstances, decisions including delegation of authority, shall be made after deliberation concluding in a motion, by the vote of a majority of a quorum at meetings of the Board of Directors.
- c. In occasional circumstances, when urgent decisions must be made between meetings of the Board of Directors, the President may utilize teleconferencing and messaging in lieu of a meeting, to present an executive motion for the vote of a majority of a quorum of the Board of Directors.
- d. In exceptional circumstances, when time critical decisions must be made between meetings of the Board of Directors, the President may utilize teleconferencing and messaging with at least two Directors, who if possible have either applicable expert knowledge or committee responsibilities or both, and outside subject matter experts as applicable, to determine the facts, deliberate and make an executive decision. As soon as possible thereafter, the President shall inform the Board of Directors of the circumstances, the facts, their deliberation and their decision.

Section 11. Compensation:

- a. Directors shall serve on behalf of the Association in a volunteer capacity without compensation.
- b. Directors may serve concurrently on behalf of the Association in a contract labor capacity with compensation as announcer, scribe, back gate monitor, cattle worker, tractor driver or other similar positions with approval of the Board, but may not serve as executive director, communications and media director, show secretary, show manager or bookkeeper while also serving as Directors, except without compensation as required to temporarily fill vacant positions until qualified contractor permanent replacements can be hired.
- c. Directors may be reimbursed for actual and reasonable expenses incurred in fulfillment of their duties on behalf of the Association limited to:
 - i. Mileage incurred in the conduct of Association business at a rate approved from time to time by the Board.
 - ii. Expendable office supplies used in the conduct of Association business.

- iii. Other such expenses in the conduct of Association business as may be approved by the Board from time to time.
- iv. Requests for expense reimbursements shall be submitted to the finance committee for review, approval and payment and after payment shall be forwarded to the bookkeeper for recording.

Section 12. Absence: Any member of the Board of Directors who is unable to attend a Board meeting shall submit in advance the reason for his or her absence. If a director is absent from two consecutive or three total meetings in one year for reasons which a majority of the Board find insufficient, his or her resignation shall be demanded. The Board may then fill the vacancy caused by his or her resignation as provided in Article IV, Section 7, of these bylaws.

ARTICLE IV – 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 Board. The outgoing president shall call for nominations from the floor for president. Once elected, the incoming president shall call for nominations from the floor for the remaining officers. If more than one candidate is nominated to any office, election shall be by secret ballot. Each elective officer shall assume office upon their election and shall serve for a term of one year or until his or her successor is duly elected and installed. No more than two members of the same immediate family may hold office at the same time.

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 chairman of the board and shall give notice or cause notice to be given of regular meetings and shall preside at all meetings of the Association and of the Board of Directors and shall be an ex-officio member of all committees, he or she shall also preside at such other times as he or she shall deem proper, communicate to the Association or the Board of Directors such matters and make suggestions as may, in his or her opinion, tend to promote the welfare and increase the usefulness of the Association. He or she 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 shall perform other such duties as may be delegated by the President or prescribed by the Board of Directors.

Section 5: Secretary: The Secretary shall keep the minutes of all meetings. It shall be the Secretary's duty to give notice or cause notice to be given of special meetings. The Secretary shall fulfill other such administrative actions as may be required from time to time.

Section 6: Treasurer: The Treasurer shall keep or cause to be kept an account of all monies received and expended for the use of the Association. The Treasurer shall deposit or cause to be deposited all sums received in the bank, or banks, approved by the Board of Directors, shall prepare or cause to be prepared the Association's state and federal tax returns and 1099 forms, and shall make reports, as defined by the Board of Directors from time to time, at all board meetings or when called upon by the President. At the expiration of the term of office, the Treasurer shall deliver over or cause to be delivered over to his or her successor all books, monies, or other property, or in the absence of the Treasurer-elect to the President.

ARTICLE V – 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 he or she deems necessary. Each committee shall have one chairperson, who shall be a Director. Committee members shall be appointed by the committee chairpersons from the Board of Directors or the voting membership in good standing.

a. Nominating committee: To be appointed by the new President each year at the first meeting of the Board of Directors. This committee shall plan and conduct or cause to be planned and conducted the annual election of directors. This committee shall review candidates applying for nomination to serve on the Board and prepare and present to the Board for approval the list of recommended candidates to be placed on the ballot.

b. Membership committee: To be appointed by the new President each year at the first meeting of the Board of Directors. This committee shall ensure or cause to be ensured that the membership list is current, provide or cause to be provided information services to the membership including but not limited to a new member packet, promote or cause to be promoted member engagement and coordinate or cause to be coordinated outreach to members with hardships.

- c. Sponsorship committee:** To be appointed by the new President each year at the first meeting of the Board of Directors. This committee shall prepare and present or cause to be prepared and presented to the Board for approval the annual sponsorship program and shall perform or cause to be performed all sponsorship related duties, including but not limited to preparation of the sponsorship brochure, solicitation, invoicing, receipt of payment, receipt of sponsor announcement content and provision of such to communications and media director and announcer, receipt of sponsor sign art and video advertising and provision of such to printer, videographer and communications and media director, sponsor fulfillment and retention, and all sponsorship activities of the Association shall be conducted by or caused to be conducted through this committee.
- d. Banquet committee:** To be appointed by the new President each year at the first meeting of the Board of Directors. This committee shall prepare and present or cause to be prepared and presented to the Board for approval the annual year end awards banquet plan and corresponding budget and shall plan and conduct or cause to be planned and conducted the 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 prepare and present or cause to be prepared and presented to the Board for approval the annual year end awards policy and corresponding awards budget and shall order or cause to be ordered all show and year end awards for the Association.
- f. Finance committee:** To be chaired by the treasurer. This committee shall:
- i. Prepare or cause to be prepared and presented to the Board for approval the annual budget of the Association.
 - ii. Update or cause to be updated said budget as required from time to time, and reported to the Board at the next regularly scheduled board meeting.
 - iii. Review or cause to be reviewed the Association's monthly bank statements, check registers, expense reports, and other financial records if any, and reported to the Board at the next regularly scheduled board meeting.
 - iv. Review or cause to be reviewed the profit and loss statements for all events produced by the Association, and reported to the Board at the next regularly scheduled board meeting.
 - v. Review or cause to be reviewed the Association's annual year end profit & loss statement, and report to the Board.
 - vi. Review or cause to be reviewed the Association's annual 1099 statements, and report to the Board.
 - vii. Review or cause to be reviewed the Association's federal and state income tax returns, and report to the Board.
 - viii. Conduct and present or cause to be conducted and presented to the Board for approval an annual review of the Association's bank accounts including signature approval for expenditures from said accounts.
- g. Communications committee:** To be appointed by the new President each year at the first meeting of the Board of Directors. This committee shall promote or cause to be promoted the Association's purpose and activities with the membership and the public through the Association's website, social media accounts, email and other print or digital media as deemed appropriate by the Board, and all official communications of the Association shall be conducted or caused to be conducted by and through this committee. This committee shall monitor or cause to be monitored all Association correspondence whether by email, social media, text or other means, and reply in a timely manner or forward to the responsible officer or committee chairperson for disposition. The communications committee chairperson, the president, the executive director and the communications and media director shall have administrative access to the Association's email, website and social media accounts, the communications committee members shall have editorial access to said accounts, and administrative and editorial access shall be limited to these Directors, office staff and members. This committee shall maintain or cause to be maintained the Association email, website and social media accounts including but not limited to domain name registration, website hosting, and administrative and editorial privileges. This committee shall update and enforce or cause to be updated and enforced the Association's media policy. At the expiration of the term of office, the Chairperson shall deliver over to his or her successor all accounts, usernames, passwords or other information, or in the absence of their successor to the President and said accounts shall be updated accordingly.
- h. Show planning committee:** To be appointed by the new President each year at the first meeting of the Board of Directors. This committee shall prepare and present or cause to be prepared and presented to the Board for approval the dates and locations of all events promoted by the Association, shall prepare or cause to be prepared the class lists for all events promoted by the Association, shall select or cause to be selected the reining patterns, hire or cause to be hired the judges and assign or cause to be assigned the show representatives for all events promoted by the Association, prepare or cause to be prepared the entry forms, schedules and timelines and maintain or cause to be maintained a checklist or otherwise insure that all preparations for events promoted by the Association are completed according to plan.

- i. **Show operations committee:** To be appointed by the new President each year at the first meeting of the Board of Directors. This committee shall hire and coordinate or cause to be hired and coordinated the show labor and notify the treasurer, executive director and show manager of such, hire and coordinate or cause to be hired and coordinated the food and merchandise vendors and notify the facilities of such, order, receive, feed, water and ship or cause to be ordered, received, fed, watered and shipped cattle, coordinate or cause to be coordinated with facility management, executive director, show secretary and show manager as required, and maintain or cause to be maintained a checklist or otherwise insure that all events promoted by the Association are executed as scheduled and according to plan, including post event review and recommendation to the Board for corrective action as required.
- j. **Bylaws and rules committee:** To be appointed by the new President each year at the first meeting of the Board of Directors. This committee shall review or cause to be reviewed annually, the bylaws and rules of the Association, including a review of the applicable portions of the California Law Corporations Code Title 1 Division 2 Part 3, and so long as the Association is promoting NRCHA sanctioned events, the NRCHA rule book to ensure compliance of the Association bylaws and rules therewith. The committee chairperson or his or her designee shall also be the parliamentarian of the Association and shall insure that the applicable parliamentary rules in "Robert's Rules of Order"

as approved by the Board from time to time, are followed at all meetings of the Association, as provided in Article VI, Section 6, and are recorded in the appendix of the bylaws.

ARTICLE VI – Office Staff

Section 1. Authorization: The Board of Directors may hire from time to time, office staff as they deem necessary to plan and conduct the affairs of the association. Such staff shall work under the terms and conditions of written agreements approved by the Board of Directors. Such agreements shall be reviewed and renewed annually, and shall include at a minimum the requirements for the position, the responsibilities, authorities and compensation of the position.

Section 2. Hiring: The President or his or her designee shall negotiate such office staff agreements, which shall be presented to the Board of Directors for review and approval at their annual planning meeting or other board meetings.

Section 3. Positions: Office staff positions including but not limited to executive director, communications and media director, show secretary, show manager and bookkeeper shall be filled subject to such written agreements and hiring procedures.

Section 4. Reporting: If an executive director is employed, he or shall report to the president or his or her designee, and the office staff shall report to the executive director. In the absence of an executive director the office staff shall report to the president or his or her designee.

ARTICLE VII – Meetings

Section 1. Meetings of Board of Directors: Meetings of the Board of Directors shall be held at a time and place designated by the President or his or her designee. Meetings shall be held as deemed necessary by the Board. Invited members or non-members may be present for and participate in public comments, the remainder of the meetings shall be open only to Directors and the Executive Director if there is one, who not being elected by the members shall not have voting power, and may be excused by the President or his designee as required for the Directors to address confidential business.

Section 2. Regular membership meetings: There shall be one meeting of the members of the Association during 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 at the time of the Awards Banquet, or on such a date as designated by the Board of Directors.

Section 3. 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. Amending the Articles of Incorporation.
- c. Electing to wind-up and dissolve the Association.

Section 4. Special membership meetings: Special meetings of the Association may be called by the President or his or her designee provided that written notice of such a meeting shall be sent to all voting members in good standing not less than ten nor more than 90 days prior to the date of the meeting and that said notice shall state the place, date and time of the meeting, and the general nature of the business to be transacted at said meeting, and no other business may be transacted.

Section 5. Agendas: Agendas for all meetings shall be prepared or caused to be prepared by the President or his or her designees.

Section 6. Quorum:

- a. Board meetings:** Fifty percent of the Board of Directors shall constitute a quorum.
- b. 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.
- c. Loss of a quorum:** If at any time during a Board, regular membership or special membership meeting, a quorum does not or ceases to exist, the meeting must be adjourned.

Section 7. Parliamentary rules: The applicable parliamentary rules in “Robert’s Rules of Order”, as may be amended by the Board 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.

- a. The parliamentarian shall enforce the meeting rules of order.
- b. The President presides or in his or her absence the Vice President or other designee.
- c. The President votes only to break ties.
- d. The President may send a motion back to the Board for further discussion followed by a second vote, which shall require the affirmative vote of two-thirds of the voting power present to pass.
- e. The President or parliamentarian may demand a roll call vote.
- f. The President and parliamentarian shall have the authority to call a recess to restore order, and if required to dismiss a director from a meeting for cause.

Section 8. Manner of casting votes: Voting may be by voice or ballot except that any election of Directors or officers must be by ballot or as stipulated in Article VII, section 7, paragraph e.

Section 9. 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 the affirmative vote of a greater number is required on a matter as stipulated elsewhere in these bylaws or by the California Non-Profit Mutual Benefit Corporation Laws.

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.

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 – 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, however amendment or repeal of any bylaw shall require the affirmative vote of two-thirds of the voting power present at the meeting.

ARTICLE X – 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 or 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 or 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 Reined Cow Horse Association have been adopted, and that the Parliamentarian of the Association has in his or her 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. Horse Show Divisions:

2.1. Open: Open to any rider.

2.2. Limited Open: See current year's NRCHA Rule Book Rules 3.5.2 and 3.6.2.

2.3. Non-Pro: See current year's NRCHA Rule Book Rules 2.1, 2.2, 2.3, 2.4, 2.5 and 2.7.

2.4. Youth: See current year's NRCHA Rule Book Rule 2.6.

2.5. Non Pro Boxing: See current year's NRCHA Rule Book Rules 2.1, 2.2, 2.3, 2.4, 2.5 and 3.8.

2.6. Non Pro Box Drive: See current year's NRCHA Rule Book Rules 2.1, 2.2, 2.3, 2.4, 2.5, 3.8, 3.12, 3.12.1, 3.12.2, 3.12.3 and 3.12.5.

3. Limited Age Event Divisions:

3.1. Open: Open to any rider.

3.2. Intermediate Open: See NRCHA Rule Book Rule 10.4.2, 10.4.2.1, 10.4.2.2 and 10.4.2.3.

3.3. Limited Open: See NRCHA Rule Book Rule 10.4.3, 10.4.3.1, 10.4.3.2 and 10.4.3.3.

3.4. Level 1 Open: See NRCHA Rule Book Rule 10.4.4, 10.4.4.1, 10.4.4.2 and 10.4.4.3.

3.5. Non Pro: See NRCHA Rule Book Rule 10.4.6.

3.6. Intermediate Non Pro: See NRCHA Rule Book Rule 10.4.7.

3.7. Limited Non Pro: See NRCHA Rule Book Rule 10.4.8 and 3.2.

3.8. Level 1 Non Pro: See NRCHA Rule Book Rule 10.4.9 and 3.2.

3.9. Non Pro Boxing: See NRCHA Rule Book Rule 10.4.11 and 2.4.

3.10. Level 1 Non Pro Boxing: See NRCHA Rule Book Rule 10.4.12, 2.4 and 3.2.

4. NRCHA Approved Classes:

4.1. NRCHA Open Bridle: See current year's NRCHA Rule Book Rule 3, sections 3.5 and 3.5.1.

4.2. NRCHA Limited Open Bridle: See current year's NRCHA Rule Book Rule 3, sections 3.5 and 3.5.2.

4.3. NRCHA Non Pro Bridle: See current year's NRCHA Rule Book Rule 3, sections 3.5 and 3.5.3.

4.4. NRCHA Intermediate Non Pro Bridle: See current year's NRCHA Rule Book Rule 3, sections 3.5 and 3.5.4.

4.5. NRCHA Level 1 Non Pro Bridle: See current year's NRCHA Rule Book Rule 3, sections 3.5 and 3.5.5.

4.6. NRCHA Select Non Pro Bridle: See current year's NRCHA Rule Book Rule 3, sections 3.5, 3.5.5 and 3.9.1.

4.7. NRCHA Open Hackamore: See current year's NRCHA Rule Book Rule 3, sections 3.6 and 3.6.1.

4.8. NRCHA Limited Open Hackamore: See current year's NRCHA Rule Book Rule 3, sections 3.6 and 3.6.2.

4.9. NRCHA Non Pro Hackamore: See current year's NRCHA Rule Book Rule 3, sections 3.6 and 3.6.3.

4.10. NRCHA Open Two-Rein: See current year's NRCHA Rule Book Rule 3, sections 3.7 and 3.7.1.

4.11. NRCHA Non Pro Two-Rein: See current year's NRCHA Rule Book Rule 3, sections 3.7 and 3.7.2.

4.12. NRCHA Youth Cow Horse (Fence): See current year's NRCHA Rule Book Rule 3, section

3.7.3.

4.13. NRCHA Youth Boxing: See current year's NRCHA Rule Book Rule 3, sections 3.8 and 3.8.4.

4.14. NRCHA Non Pro Boxing: See current year's NRCHA Rule Book Rules 3.8 and 3.8.1 and 2.4.

4.15. NRCHA Intermediate Non Pro Boxing: See current year's NRCHA Rule Book Rules 3.8 and 3.8.2.

4.16. NRCHA Limited Non Pro Boxing: See current year's NRCHA Rule Book Rules 3.8 and 3.8.3.

4.17. NRCHA Select Non Pro Boxing: See current year's NRCHA Rule Book Rules 3.8, 3.8.3 and 3.9.1.

4.18. NRCHA Box Drive: See current year's NRCHA Rule Book Rules 2.1, 2.2, 2.3, 2.4, 2.5, 3.8, 3.12, 3.12.1, 3.12.2, 3.12.3 and 3.12.5.

5. CRCHA Approved Classes:

5.1. CRCHA Open Bridle: See current year's NRCHA Rule Book Rule 3, sections 3.5 and 3.5.1.

5.2. CRCHA Limited Open Bridle: See current year's NRCHA Rule Book Rule 3, sections 3.5 and 3.5.2.

5.3. CRCHA Non Pro Bridle: See current year's NRCHA Rule Book Rule 3, sections 3.5 and 3.5.3.

5.4. CRCHA Intermediate Non Pro Bridle: See current year's NRCHA Rule Book Rule 3, sections 3.5 and 3.5.4.

5.5. CRCHA Level 1 Non Pro Bridle: See current year's NRCHA Rule Book Rule 3, sections 3.5 and 3.5.5, except open to approved non pro riders who have not:

5.5.1. Finished in first place in year-end points standings in CRCHA non pro bridle, intermediate non pro bridle or level 1 non pro bridle in any previous show year (effective 2024).

5.6. CRCHA Select Non Pro Bridle: See current year's NRCHA Rule Book Rule 3, sections 3.5, 3.5.5. and 3.9.1.

5.7. CRCHA Open Hackamore: See current year's NRCHA Rule Book Rule 3, sections 3.6 and 3.6.1.

5.8. CRCHA Limited Open Hackamore: See current year's NRCHA Rule Book Rule 3, sections 3.6 and 3.6.2.

5.9. CRCHA Open Junior Horse: Open to any rider satisfying Rule 2.1 and horses 5 years of age and under shown in a snaffle bit or hackamore.

5.10. CRCHA Limited Open Junior Horse: Open to any rider satisfying Rule 2.2 and horses 5 years of age and under shown in a snaffle bit or hackamore.

5.11. CRCHA Non Pro Hackamore: See current year's NRCHA Rule Book Rule 3, sections 3.6 and 3.6.3.

5.12. CRCHA Non Pro Junior Horse: Open to any rider satisfying Rule 2.3 and horses 5 years of age and under shown in a snaffle bit or hackamore.

5.13. CRCHA Open Two-Rein: See current year's NRCHA Rule Book Rule 3, sections 3.7 and 3.7.1.

5.14. CRCHA Non Pro Two-Rein: See current year's NRCHA Rule Book Rule 3, sections 3.7 and 3.7.2.

5.15. CRCHA Youth Cow Horse (Fence): See current year's NRCHA Rule Book Rule 3, section 3.7.3.

5.16. CRCHA Youth Boxing: See current year's NRCHA Rule Book Rule 3, sections 3.8 and 3.8.4.

5.17. CRCHA 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.

5.18. CRCHA Non Pro Boxing: See current year's NRCHA Rule Book Rules 3.8, 3.8.1 and 2.4.

5.19. CRCHA Intermediate Non Pro Boxing: See current year's NRCHA Rule Book Rules 3.8 and

3.8.2, except open to approved non pro riders who have not:

5.19.1. Finished in first place in year-end points standings in CCHA or CRCHA non pro boxing or intermediate non pro boxing in any previous show year.

5.20. CRCHA Limited Non Pro Boxing: See current year's NRCHA Rule Book Rules 3.8 and 3.8.3, except open to approved non pro riders who have not:

5.20.1. Finished in the top 3 in year-end points standings in CCHA or CRCHA non pro boxing, intermediate non pro boxing or limited non pro boxing in any previous show year.

5.21. CRCHA Select Non Pro Boxing: See current year's NRCHA Rule Book Rules 3.8, 3.8.3 and

3.9.1.

5.22. CRCHA Box Drive: See current year's NRCHA Rule Book Rules 2.1, 2.2, 2.3, 2.4, 2.5, 3.8,

3.12, 3.12.1, 3.12.2, 3.12.3 and 3.12.5.

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

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

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

9. CRCHA 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 requirements to qualify for year-end awards.

10. CRCHA year-end awards: Awarded as determined by the Board of Directors based on year-end points standings in CRCHA 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.

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

12. Limited Age Events: See current year's NRCHA Rule Book Rule 10.

13. Special Events: See current year's NRCHA Rule Book Rule 11.

14. Show Approval and 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. Disciplinary and 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.

APPENDIX

1. ARTICLE I, Section 3, Principal office: 2335 N Gurr Rd Atwater, CA 95301.

2. ARTICLE II, Section 7, Membership dues: Individual \$45, youth \$25, family \$60, individual lifetime \$450.

3. ARTICLE III, Section 11, Paragraph c, Sub-paragraph i, Mileage reimbursement: \$0.67 per mile.

4. 2026 CRCHA show rules:

a. General:

- i. Owner & rider must be current CRCHA member in good standing to enter NRCHA or CRCHA class
 - ii. Owner & rider must be current NRCHA member in good standing to enter NRCHA class,
 - iii. Exhibitor is responsible for eligibility to compete in the classes entered according to the guidelines set forth in the NRCHA & CRCHA rulebooks
 - iv. Each shaded block of classes drawn & run concurrently
- v. Cross entries in more than one class in a shaded block of classes pay only one cattle fee
 - vi. Scratch after cattle ordered forfeits cattle fee in NRCHA & CRCHA classes
 - vii. Scratch after draw forfeits add back, office and cattle fees in NRCHA classes
 - viii. Scratch after draw forfeits office & cattle fees in CRCHA classes

b. All events:

- i. All entries, reservations & questions must be submitted to show secretary
 - ii. Entries including late entries accepted by online entry only, all changes or scratches to entries submitted online must be made by email to show secretary
 - iii. Confirmation email will be sent for all entries, if not received contact show secretary by email
 - iv. Checks not picked up at show will be mailed after show (checks may be held due to missing or conflicting SSN/TIN or mailing address or outstanding balance due)
- v. Standings posted Wednesday 2 weeks after show

c. All events except Spring Classic & Fall Classic premier events:

- i. Show #1 entries & stall, RV & dry camp reservations open last Friday of December
 - ii. All other shows entries & stall, RV & dry camp reservations open first Wednesday following previous show
 - iii. Entries close midnight Friday week before show
 - iv. Final schedule & preliminary timeline & entry verification, stall, shavings, RV & dry camp lists posted Saturday week before show
- v. Late entries for cattle & draws close midnight Sunday week before show (\$30 late fee)
 - vi. Cattle ordered Monday week of show based on entries received by midnight Sunday
 - vii. Stall chart & schedule posted Tuesday week of show based on entries received by midnight Sunday (stall location not guaranteed for stall requests received after midnight Sunday)
 - viii. Entries after midnight Sunday close 2 pm day before class (provided cattle available, \$30 late fee, drawn last)
 - ix. Daily draws & timeline posted by 6 pm day before class
- x. Results & judge's sheets posted 2 hrs after end of class
 - xi. Shows are 2 days with open fence & non pro fence & box drive classes on Saturday & all youth & open & non pro boxing classes on Sunday (unless posted otherwise in advance)

d. Spring Classic premier event:

- i. All entries (derby, spectacular & horse show) & stall, RV & dry camp reservations open Wednesday 2/5
 - ii. All entries (derby, spectacular & horse show) close midnight Friday 3/7
 - iii. Entry verification, stall, shavings, RV & dry camp lists posted Saturday 3/8

- iv. Late entries for cattle & draws close midnight Sunday 3/9 (derby & spectacular \$200 late fee, horse show \$30 late fee)
- v. Cattle ordered Monday 3/10 based on entries received by midnight Sunday 3/9
 - vi. Draws and stall chart posted Wednesday 3/12 based on entries received by midnight Sunday 3/9 (stall location not guaranteed for stall requests received after midnight Sunday)
 - vii. Derby & spectacular entries after midnight Sunday 3/9 close noon Saturday 3/15 (\$200 late fee, drawn last)
 - viii. Final derby & spectacular draws posted Saturday 3/15
 - ix. Horse show entries after midnight Sunday 3/9 close 2 pm day before class (provided cattle available, \$30 late fee, drawn last)
- x. Final horse show draws posted by 4 pm day before class
 - xi. Results & judge's sheets posted 2 hrs after end of class
 - xii. All other event information in exhibitor packet

e. Fall Classic premier event:

- i. All entries (futures, derby & horse show) & stall, RV & dry camp reservations open Wednesday 9/24
 - ii. All entries (futures, derby & horse show) close midnight Thursday 10/30
 - iii. Final schedule & preliminary timeline & entry verification, stall, shavings, RV & dry camp lists posted Friday 10/31
 - iv. Late entries for cattle & draws close midnight Sunday 11/2 (futures & derby \$200 late fee, horse show \$30 late fee)
- v. Cattle ordered Monday 11/3 based on entries received by midnight Sunday 11/2
 - vi. Stall chart posted Thursday 11/6 based on entries received by midnight Sunday 11/2 (stall location not guaranteed for stall requests received after midnight Sunday)
 - vii. Futures & derby entries after midnight Sunday 11/2 close noon Friday 11/7 (\$200 late fee, drawn last)
 - viii. Futures & derby draws & timeline posted by 4 pm Friday 11/7
 - ix. Horse show entries after midnight Sunday 11/2 close 2 pm day before class (provided cattle available, \$30 late fee, drawn last)
- x. Daily horse show draws & timeline posted by 6 pm day before class
 - xi. Results & judge's sheets posted 2 hrs after end of class
 - xii. All other event information in exhibitor packet

f. All herd practices:

- i. Must have registered or grade horse name
 - ii. Limit 1 work per horse

5. 2026 CRCHA award rules:

- a. NRCHA classes earn NRCHA regional and national points, have added money and add back (no added money in select classes) and pay out according to NRCHA rule 7.2 (Board of

Directors may adjust futures & derby payouts at their discretion as permitted by NRCHA rules)

- b. CRCHA classes earn year-end points & have year-end awards
- c. Year-end points in all CRCHA classes awarded as defined in rule 8 "CRCHA 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 requirements to qualify for year-end awards.")
- d. Year-end awards in all CRCHA classes based on the number of qualified open horses or non pro horse and rider combinations at the end of the year (hereinafter referred to as "qualified exhibitors") as defined in rule 9 "CRCHA awards" ("Awarded as determined by the Board of Directors based on year-end points standings in CRCHA 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.")

e. Year-end awards:

- i. In classes with 1-2 qualified exhibitors, 1 place will be awarded

- ii. In classes with 3-4 qualified exhibitors, 2 places will be awarded
- iii. In classes with 5-6 qualified exhibitors, 4 places will be awarded
- iv. In classes with 7-9 qualified exhibitors, 6 places will be awarded
- v. In classes with 10 or more qualified exhibitors, 8 places will be awarded
 - vi. CRCHA youth cow horse and youth boxing year end champions will receive trophy saddles, and all qualified youth exhibitors will receive year end awards
- f. CRCHA year-end class champions will receive custom trophy tack awards; however, year-end champions in all CRCHA classes with 6 or more qualified open horses or non pro horse and rider combinations will receive custom trophy saddles. CRCHA youth cow horse and youth boxing year end champions will receive saddles regardless of the number of qualified horse and rider combinations in those two classes. Provided that at least 6 of the scheduled 9 shows are held and exhibitors must have competed in at least half of the completed shows to be qualified (6 shows held must compete in 3, 7 or 8 shows held must compete in 4, 9 shows held must compete in 5), in the case of ties on points the number of shows will break the tie, in the case of ties on points and shows the total high cow score will break the tie, in the case of ties on points, shows and total cow scores co-champions will be declared and a coin toss will determine the winner of the champion awards
- g. CRCHA class champions will receive awards at Spring Classic, Spring Shoot Out and Fall Classic events, champions based on high total rein & cow scores, high cow scores will break ties, in the case of ties on high cow scores co-champions will be declared and a coin toss will determine the winner of the awards
- h. Open/non pro/youth fence shoot out and non pro/youth boxing shoot out champions at Spring Shoot Out event will receive trophy saddles, to qualify for the Shoot Out exhibitors must compete in CRCHA classes at both shows #4 and #5 (NRCHA classes do not count toward the shoot out, no other qualification requirements apply), each horse and rider combination will be limited to one entry in the Shoot Out (if a horse and rider combination qualify in more than one class they will be limited to one entry in the Shoot Out), qualification is based on high total cow scores in shows #4 and #5, in the case of ties, all tied horse and rider combinations will qualify, for fence classes the top total cow score (including ties) from shows #4 and #5 in open, non pro and youth fence CRCHA classes (Open Bridle, Limited Open Bridle, Non Pro Bridle, Select Non Pro Bridle, Intermediate Non Pro Bridle, Level 1 Non Pro Bridle, Open Hackamore, Limited Open Hackamore, Open Jr Horse, Limited Open Jr Horse, Non Pro Hackamore, Non Pro Jr Horse, Open Two Rein, Non Pro Two Rein, Youth Cow Horse) will qualify, for boxing classes the top three total cow scores (including ties) from shows #4 and #5 in non pro and youth boxing CRCHA classes (Youth Boxing, Non Pro Boxing, Select Non Pro Boxing, Intermediate Non Pro Boxing, Limited Non Pro Boxing) will qualify (Open Boxing & Non Pro Box Drive not included in the Shoot Out)