

**WEST COAST REINING HORSE ASSOCIATION**  
**By-Laws**

**ARTICLE I. OFFICES**

Principal Office

Section 1.01.A. The principle office of the West Coast Reining Horse Association (“WCRHA”), for its transaction of business, is located in the County of Sacramento and State of California. The mailing address is: 11525 Bruceville Road, Elk Grove, CA 95757. The West Coast Reining Horse Association is an Affiliate of the National Reining Horse Association (NRHA).

Section 1.01.B. The WCRHA is organized exclusively for one or more of the purposes specified in Section 501(c)(7) of the Internal Revenue Code.

Change of Address

Section 1.02. The Board of Directors has full power and authority, with a majority vote, to change the office of the WCRHA, from one location to another, within the state of California. Any change shall be noted by the Secretary in the By-Laws, but is not to be considered an amendment of these By-Laws.

Definitions

- (1) WCRHA: abbreviation for the West Coast Reining Horse Association
- (2) Association: A general reference to the West Coast Reining Horse Association
- (3) Board of Directors: The governing body of the West Coast Reining Horse Association.
- (4) Executive Committee: Comprised of the President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Secretary and Treasurer of the West Coast Reining Horse Association.
- (5) President: A current member of the Board of Directors and elected to a 1 year term by the members of the Board.
- (6) Committee Chair: Appointed by the President to preside over the respective committee.
- (7) Member(s): A general reference to those individuals, sponsors or business entities that have paid membership dues to the West Coast Reining Horse Association.

**ARTICLE II. MEMBERS**

Classification of Members

Section 2.01. Membership in the WCRHA is open to any person of good character and reputation that has an interest in reining horses and the promotion of the Reining horse. However, membership is a privilege and not a vested right that can be rejected or revoked at the discretion of the Executive Committee. No person shall hold more than one membership in the Association.

## Eligibility for Membership

Section 2.02.A. The Association shall have two categories of members – Adult and Youth.

Section 2.02.B. An adult member is a member who is 19 years old, or older, as of January 1<sup>st</sup> of the calendar year. Only adult members shall have equal voting and other rights attendant to membership in the West Coast Reining Horse Association.

Section 2.02.C. A youth member is a member who is 18 years old, or younger, and shall be designated a member of the West Coast Reining Horse Youth Association (WCRHyA), a division of the West Coast Reining Horse Association (WCRHA). Youth members shall not have voting rights on those matters affecting the general Association. However, youth members may elect officers and representatives within the youth association, and those officers shall have the right to propose changes concerning activities and conduct within the youth organization. The youth association shall operate within the WCRHA bylaws and regulations, and all proposals tendered by youth association members shall be subject to approval by a majority of the WCRHA Executive Committee. The WCRHyA may designate a youth member to act as liaison with the WCRHA Executive Committee.

## Admission to Membership

Section 2.03. Members are to be admitted and allowed to maintain their membership in accordance with the rules and regulations of the West Coast Reining Horse Association. Membership will commence on the date the application and other required documents, if any, and payment of the appropriate dues, where applicable are received. In order to be considered a member in good standing, membership dues must be current.

## Dues

Section 2.04.A. Each adult member shall pay annual membership dues of \$40 for a one-year membership, \$100 for a three-year membership; and \$300 for a life membership. Each youth member shall pay annual membership dues of \$15 for a one year membership. Dues shall be paid to the secretary, and any changes in the amount of dues shall be voted on and approved by a majority vote of the Board of Directors. (Proposed) Increases will not be retroactive on dues paid prior to the date of change.

Section 2.04.B. Dues are payable for the first year on admission of membership and annually thereafter at the commencement of each calendar year.

Section 2.04.C. There may be a \$25.00 charge for any returned or insufficient funds checks to the West Coast Reining Horse Association.

## Membership List

Section 2.05. The West Coast Reining Horse Association shall keep, in written form, a membership list containing the name, address, phone number and if available the e-mail address of each member.

## Inspection Rights of Members

Section 2.06 Subject to the Association's right to set aside a demand for inspection pursuant to section 8331 of the Corporation Code of the power of the Court to limit inspection rights to section 8332 of the Corporation Code, and unless the Association provides a reasonable alternative as permitted by Section 2.08. of these By-Laws, a member satisfying the qualifications set forth hereinafter may do either or both of the following:

1. Inspect and copy the records of all the member's names, addresses and voting rights, at reasonable times, on ten (10) business days prior written demand on the Association, which demand shall state the purpose for which the inspection rights are requested; or
2. Obtain from the Secretary of the West Coast Reining Horse Association, on written demand and tender of a reasonable charge, a list of the names, addresses and voting rights of those members entitled to vote for the election of directors, as of the most recent record date for which it has been compiled or as of the date of demand. The demand shall state the purpose for which the list is required. The membership list shall be available on or before the later of fifteen (15) business days after the demand is received or after the date specified therein as the date as of which the list is to be compiled.

### Members Permitted to Exercise Rights of Inspection

Section 2.07. The rights of inspection set forth in Section 2.07 of these By-Laws may be exercised by the following:

1. Any adult member, for a purpose reasonably related to such person's interest as a member; and
2. The authorized number of members for a purpose reasonably related to the members' interest as members.

### Alternative Method of Achieving Purpose

Section 2.08. The Association may, within ten (10) business days after receiving a demand pursuant to Section 2.06 of these By-Laws, deliver to the person or persons making the demand a written offer of an alternative method of achieving the purpose identified in said demand without providing access to or a copy of the membership list. An alternative method which reasonably and in a timely manner accomplishes the proper purpose set forth in a demand made pursuant to Section 2.06 of these By-Laws shall be deemed reasonable, unless within a reasonable time after acceptance of the offer, the Association fails to do those things which it offered to do. Any rejection of the offer shall be in writing and shall indicate the reasons the alternative proposed by the Association does not meet the proper purpose of the demand made pursuant to Section 2.06 of these By-Laws.

## Certificates of Membership

Section 2.09. The Board of Directions of the West Coast Reining Horse Association shall provide for the issuance of certificates evidencing membership in the Association. The certificates issued by the West Coast Reining Horse Association shall state on the certificate that the Association is a non-profit mutual benefit corporation which may not make distribution to members except on dissolution.

## Non Liability of Members

Section 2.10. A member of the West Coast Reining Horse Association shall not solely because of such membership be personally liable for the debts, obligations or liabilities of the Association.

## Termination of Membership

### Clauses

Section 2.11.. The membership and all rights of membership shall automatically terminate on the occurrence of any of the following causes:

1. The voluntary resignation of a member with notice as prescribed in Section 2.13 of these By-Laws;
2. Where a membership has expired without renewal.
3. The death of a member;
4. The dissolution of the Association.
5. The nonpayment of dues.
6. Display of personal misconduct or behavior incompatible with the Association Rules and Regulations;
7. Display of disrespect toward a show judge or show committee or show staff;
8. Blatant or repeated animal abuse in any state, country or on show premises;
9. Suspension or termination by the AQHA, NRHA, NRCHA, NSHA, NCHA, APHA or any like organization for animal abuse;
10. In all cases, Roberts Rules of Order, Chapter XII Disciplinary Procedures must be adhered to before a motion to terminate membership can be presented

## Disciplinary Procedure

Section 2.12 The Executive Committee consisting of the President, Vice President, and one other Board Member chosen by the President, is the forum within WCRHA that hears evidence of alleged violations of rules and regulations or conduct (abuse of horses or unsportsmanlike conduct as defined in the NRHA Handbook General Rules Section F.) by members or non-members of WCRHA.

A member may be disciplined, suspended, fined and/or terminated from WCRHA and non-member may be denied any or all WCRHA privileges upon a showing of good cause. In regard to any violation of WCRHA rules and regulations or conduct as defined above, the Executive Committee shall have jurisdiction to invoke sanction, including revocation or denial of

membership privileges or participation in all WCRHA sponsored events for a definite period of time.

Proceedings before the Executive Committee shall be informal, and rules of evidence both at common law or provided by California rules of civil or criminal evidence, need not be strictly observed. Admissibility of evidence will be whether the evidence is such that an ordinary prudent person is willing to rely upon it. All parties agree that all witnesses and participants in such hearing shall be immune from any civil liability whatsoever including but not limited to libel, slander, invasion of privacy, defamation or product of disparagement, for testimony given in the course of the preparation for or at the hearing.

Proof necessary to establish a violation is that quantum of proof that would lead a reasonable person to believe the matter alleged in the notice of hearing is established by the credible evidence admitted before the Executive Committee. A majority vote of the Executive Committee shall determine guilt, and its decision and action shall be final and binding on all parties. The decision shall be communicated to all parties within three (3) days of the hearing.

The complainant must file within fifteen (15) days of the actual incident or within fifteen (15) days of having gained knowledge of the incident, a protest in writing (letter, email or text message) with the WCRHA President. The date will be determined by postmark on the envelope, if a mailed letter or the date of the electronic correspondence.

1. The protest must be signed by an individual or individuals
2. Any protest must be accompanied by a cashier's check, a certified check, money order or cash in the amount of \$100 to be considered validly filed. All protest fees are non-refundable in every instance of protest.

Notice of hearing – Anyone accused of any violation, shall be given not less than fifteen (15) days notice of a time and place for hearing such accusation by the Executive Committee at which time he/she shall have the opportunity in person and by counsel to present evidence in his/her own behalf and to hear and refute evidence against him/her. The hearing will take place at a location determined by the Executive Committee.

If the Executive Committee determines that the protest is malicious and/or frivolous, disciplinary action may be taken.

Any member interfering with or attempting to influence the outcome of a protest hearing will be subject to appropriate disciplinary action.

If a member is found to have been convicted of a felony or any animal abuse under municipal, county, state or federal law, or suspended or terminated by the AQHA, NRHA, NRCHA, NSHA, NCHA, APHA or any like organization for animal abuse, whether or not WCRHA is involved, they may be subject to discipline by WCRHA.

#### Resignation by Giving Notice

Section 2.13. The membership of any member of WCRHA shall automatically terminate on such member's written request for such termination delivered to the President or Secretary of the Association personally or deposited in the United States mail, postage prepaid. A request to terminate membership by the use of electronic media is also acceptable.

#### Effect of Termination

Section 2.14. All rights of a member in the Association will cease on the termination of such member's membership. Termination will not relieve the member from any obligation for charges incurred, services or benefits actually rendered, dues, or fees arising from contract or otherwise. WCRHA shall retain the right to enforce any such obligation or obtain damages for its breach.

### **ARTICLE III. MEETINGS OF MEMBERS**

#### Place

Section 3.01. Meeting of members shall be held at such location as may be designated by the Board of Directors.

#### Annual Meetings

Section 3.02. The members will meet annually to conduct election of the Board of Directors. If the election of Directors does not occur at an annual meeting of the members or through a written ballot the board, then five percent (5%) of the members may cause the election of the Directors to be held as soon as reasonably possible after the adjournment of the regular annual meeting of the members. All members of the Corporation shall have the right to attend and speak at Association meetings.

#### Special Meetings

Section 3.03. Special meetings of members may be called by the Board of Directors and held at such a place as may be ordered by resolution of the Board of Directors.

#### Notice of Meeting

Section 3.04 Notice of every meeting shall be provided to members through publication in the Association's newsletter (WCRHA Reiner), or on the Association's website at least 15 days in advance of the meeting date.

#### Contents of Notice

Section 3.05 The notice shall state the place, date and time of the meeting. The notice of any meeting at which Directors are to be elected shall include the names of all those who are nominees at the time the notice is given to the members.

#### Waivers, Consents and Approvals

Section 3.06. The transactions of any meeting of members, however called and noticed, and wherever held, shall be as valid as though had a meeting duly held after regular call and notice, if a quorum is present, and if either before or after the meeting, each of the persons entitled to vote but not present, signs a written waiver of notice, a consent to the holding of the meeting, or an approval of the minutes of the meeting. All such waivers, consents, and approvals shall be made a part of the minutes of the meeting.

## Quorum

Section 3.07. A quorum at any meeting of members shall consist of a majority of the voting power represented in person. For purposes of this By-Law, “voting power” means the power to vote for the election of directors at the time any determination of voting power is made and does not include the right to vote on the happening of some condition or event which has not yet occurred. In no event shall a quorum consist of less than one-third (1/3) of the members entitled to vote at the meeting.

## Loss of Quorum

Section 3.08. The members present at a duly called or held meeting at which a quorum is present may continue to transact business until adjournment notwithstanding the withdrawal of enough members to leave less than a quorum, if such action is taken, other than adjournment, is approved by at least a majority of members required to constitute a quorum.

## Adjournment for Lack of Quorum

Section 3.09. In the absence of a quorum, any meeting of members may be adjourned from time to time by the vote of a majority of the votes represented, but no other business may be transacted except as provided in Section 3.08 of these By-Laws.

## Voting of Membership

### Entitlement

Section 3.10.A. Each individual member 1 year, 3 year, Life or youth membership is entitled to one vote on each matter submitted to a vote of the members. Each adult member is entitled to one vote on each matter submitted to a vote of the members.

### Record Date of Membership

Section 3.10.B. The Board of Directors shall fix, in advance, a date as the record date for the purpose of determining the members entitled to notice of and to vote at any meeting of members. The Board shall also fix, in advance, a date as the record date for the purpose of determining the members entitled to exercise any voting rights in respect of any other lawful action. Such record date shall not be more than 60 days prior to such other action.

### Proxy Voting

Section 3.10.C. Proxy voting shall not be authorized for the election of the Directors or for any other purpose.

## Cumulative Voting

Section 3.10.D. Cumulative voting shall not be authorized for the election of Directors or for any other purpose.

#### Revocation of Ballot

Section 3.10.E. A written ballot may not be revoked.

#### Conduct of Meetings

##### Chairman

Section 3.11.A. The President of the Association, or in his or her absence, the First Vice President or Second Vice President shall be Chairman of and shall preside over the meetings of the members.

Section 3.11.B. The Secretary of the Association shall act as the secretary of all meetings of members; provided that in his or her absence, the Chairman of the meetings of members shall appoint another person to act as secretary of the meetings.

##### Rules of Order

Section 3.11.C. The Robert's Rules of Order Newly Revised, as may be amended from time to time, shall govern the meetings of members insofar as such rules are not inconsistent with or in conflict with these By-Laws.

### **ARTICLE IV. DIRECTORS**

#### Numbers

Section 4.01. The Association shall have up to 15 Representatives, all members of the West Coast Reining Horse Association, Inc. Collectively, these representatives shall be known as the Board of Directors.

#### Qualifications

Section 4.02.A. The Directors of the Association shall be members in good standing of the Association. A Director shall be a member in good standing in the WCRHA for at least one (1) year prior to election to the Board of Directors. These Directors shall not be personally liable for any debts, liabilities or other obligations of the Association.

4.02.B. Directors shall be of the age of majority in the State of California. Directors shall endorse and be dedicated to promoting and encouraging the showing of reining horses.

#### Terms of Office

Section 4.03. Each Director shall hold office for a term of three (3) years. In the event a Director is removed at a special meeting of the members called and held as prescribed by Section 3.03 of these By-Laws, such Director shall hold office until his or her removal and his or her successor is elected and qualifies.



### Nomination

Section 4.04. Any person qualified to be a Director under Section 4.02 of the By-Laws may be nominated by the method of nomination authorized by the Board. Nomination for the Board may not be made after the date set for close of nominations.

### Election

Section 4.05. The Directors will be elected at each annual meeting as prescribed by Section 3.02 of the By-Laws. The candidates receiving the highest number of votes shall be elected to the currently available open Director positions. Directors will be eligible for reelection without limitation on the number of terms they may serve, provided they continue to meet the qualifications required by Section 4.02 of these By-Laws. The new President will be elected by the full Board of Directors at the December Board meeting; in order for the new President to preside over the Annual Meeting.

### Compensation

Section 4.06. The Directors will receive no compensation.

### Meetings

#### Call of Meetings

Section 4.07.A. Meetings of the Board may be called by the Chairman of the Board or the President or any Vice President or the Secretary or any two Directors. The Board of Directors will meet at least quarterly or more often as necessary.

#### Place of Meetings

Section 4.07.B. All meetings of the Board shall be held as provided in Section 1.02 of these By-Laws.

#### Time of Regular Meetings

Section 4.07.C. Regular meetings of the Board shall be held, as set forth in Section 3.02 of these By-Laws.

#### Special Meetings

Section 4.07.D. Special meetings of the Board may be called by the Chairman of the Board or the President or any Vice President or the Secretary or any two (2) Directors. Special meetings shall be held on four (4) days notice by first class mail, postage period, or on 48 hours notice delivered personally or by telephone or email and website. Notice of the special meeting need

not be given to any Director who signs a waiver or notice or a written consent to hold the meeting or an approval of the minutes thereof, whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of such notice to such Director. All such waivers, consents and approvals shall be made a part of the minutes of the meeting.

#### Quorum

Section 4.07.E. A quorum for the purposes of these Bylaws is defined as a majority of the members of the Board of Directors. Once it is established that a quorum exists, any question that may come before the meeting shall be decided upon by a simple majority of such quorum, with the exception however, that in extraordinary circumstances, if a majority of the directors to form the initial quorum is not achieved, then the presiding officer may determine if there is a minimum of 36% of the total Board members present, and, if so, continue the meeting and any question coming before the meeting would require a two-thirds majority to act as if the entire board were sitting.

#### Transactions of the Board

Section 4.07.F. Except as otherwise provided in the Articles, these By-Laws, or by law, every act or decision done or made by a majority of the Directors present at a meeting duly held at which a quorum is present is the act of the Board, provided, however, that any meeting at which a quorum was initially present may continue to transact business notwithstanding the withdrawal of Directors if any action taken is approved by a least a majority of the required quorum for such meeting.

#### Conduct of Meeting

Section 4.07.G. The Chairman of the Board, or in his or her absence, the First Vice President, then Second Vice President or, subsequently, any Director selected by the Directors present shall preside at meetings of the Board of Directors. The Secretary of the Association or, in the Secretary's absence, any person appointed by the presiding officer shall act as Secretary of the Board. Members of the Board may participate in a meeting through use of conference telephone or similar communications equipment. So long as all members participating in such meeting can hear one another. Such participation shall constitute personal presence at the meeting. At such time within a meeting that the Chairman of the Board, or in his or her absence, the First Vice President, then Second Vice President or, subsequently, any Director selected by the Directors present may call for exclusion of non board members at a portion of the meeting of the Board of Directors. These portions of meetings are to be used to discuss matters relating to specific board members with the intent of protecting those members privacy in matters to be reviewed by the Board. Any and all resulting decisions will be published within the normal meeting minutes. The board may also call for exclusion of members if those members behavior is such that normal business is hindered by the members conduct. The Board of Directors acts by a majority vote. Each member has one vote.

#### Finance

Section 4.07.H. At each Board of Directors meeting and at the Annual Meeting of Members there shall be present a written financial report reflecting the status of the Association bank account. The report shall include a photocopy of each bank statement for the period.

Section 4.07.I. No loans shall be contracted on behalf of the Association unless authorized by Resolution of the Board of Directors.

Section 4.07.J. All checks, drafts, orders for payment issued in the name of the Association shall be signed by the Treasurer and /or President or other authorized signors. All funds, not otherwise employed, shall be deposited to the credit of the Association, in banks, trust companies or other depositories as selected by the Board of Directors.

Section 4.07.K. The President and/or Treasurer will be responsible for the signing of any documents that will require payment on behalf of the Association. The President may designate a signee for such documents, which will be reflected in the meeting minutes.

Section 4.07.L. The Board of Directors may accept on behalf of the Association any contribution, gift, bequest or device for the purposes of this Association.

#### Removal of Directors for Cause

Section 4.08.. The Board may declare vacant the office of a Director on the occurrence of any of the following events:

1. The Director has been declared of unsound mind by a final order of the Court; or
2. The Director has been convicted of a felony; or
3. The Director has been found by a final order or judgment of any Court to have breached duties imposed by section 7238 of the Corporations Code on Directors who perform functions with respect to assets in charitable trust; or
4. The Director has failed to attend two (2) unexcused meetings of the Board.
5. The Directors membership has been revoked.

#### Resignation of Director

Section 4.09. Any Director may resign effective on giving written notice to the Chairman of the Board of Directors, the President. The Secretary, or the Board of Directors of the Association, unless the notice specifies a later time for the effectiveness of such resignation. If the resignation is effective at a future time, a successor may be elected to take office when the resignation becomes effective.

#### Vacancies in the Board

##### Causes

Section 4.09.A. Vacancies on the Board of Directors shall exist on the death, resignation, or removal of any Director.

Section 4.09.B. Except for a vacancy created by the removal of a Director pursuant to Section 4.08 of these By-Laws, vacancies on the Board of Directors may be filled by a majority vote of the Directors. Any member voted in as a member of the Board of Directors in this manner, will only serve in the position until the next General Membership meeting where an election is held.

## Filling Vacancies by Members

Section 4.09.C. Vacancies created by removal of Directors shall be filled only by the approval of the members within the meaning of Section 5034 of the Corporations Code. The members may elect a Director at any time to fill any vacancy not filled by the Directors.

## ARTICLE V. OFFICERS

Section 5.01. The officers of the Association shall be a President, First Vice President, Second Vice President, Secretary, Treasurer and such other officers and with such titles and duties as shall be determined by the Board and as may be necessary to enable it to sign instruments. The President is the general manager and chief executive officer of the. Any number of offices may be held by the same person. The position of the President is a non-voting position unless there exists a tie in the voting.

### Appointment and Resignation

Section 5.02. The officers shall be chosen by and serve at the pleasure of the Board, subject to the rights, if any, of an officer under any contract of employment. Any officer may resign at any time on written notice to the Association without prejudice to the rights, if any, of the Association under any contract to which the officer is a party.

### Election of Officers

Section 5.03. Officers will be elected, by a simple majority vote, by the board members in good standing in the last calendar quarter of the year or by the existing board member to serve subsequent to the year in which they were elected.

### Proposed Alternative

Section 5.03.A. At the first Board meeting, following the Annual meeting, the new officers will be elected, by a simple majority vote, by the existing Board members in good standing.

5.03.B. The President of the Association will have already been elected by the existing Board members at the previous (December) meeting; in order that the new President would be able to preside over the Annual Meeting as outlined in Sect. 4.05.

### Committees

Section 5.04. There will be committees to meet the needs of the Association. Except as otherwise herein provided, the President of the Board, subject to confirmation by the Board of Directors, will appoint the chairman of each committee. The President cannot serve as the chairman of a committee. The Board of Directors has the right to terminate the chairman of any committee for instances of neglect, malfeasance, or conduct contrary to policy.

## ARTICLE VI. CORPORATION RECORDS, REPORTS & SEALS

## Keeping Records

Section 6.01.A. The Association shall keep adequate and correct records of account and minutes of the proceedings of its members, Board and Committees of the Board. The Association shall also keep a record of its members giving their names and address held by each. The minutes shall be kept in written form.

Section 6.01.B. The Association shall keep a list of all disciplined, suspended or denials of membership to be furnished upon request.

## Annual Report

Section 6.02. The Association shall notify each member yearly of the member's right to receive a financial report pursuant to Corporations Code section 8321(a). The annual report shall be prepared not later than one hundred twenty (120) days after the close of the Association's fiscal year. The annual report shall contain in appropriate detail the following: (1) a balance sheet as of the end of such fiscal year and an income statement and statement of changes in financial position for such fiscal year; (2) a statement of the place where the names and addresses of the current members are located; and (3) any information concerning certain transactions and indemnifications required by the Corporations Code section 8322. The annual report shall be accompanied by any report thereon of independent accountants, or if there is not such a report, the certificate of any authorized officer of the Association that such statements were prepared without audit from the books and records of the Association.

## Annual Statement of Certain Transactions And Indemnifications

Section 6.03. The Association shall furnish annually to its members a statement of any transaction or indemnification in Corporations Code section 8322, if such transaction or indemnification took place. Such annual statement shall be affixed to and sent with the annual report described in Section 6.02 of these By-Laws.

## Corporate Seal

Section 6.04. The Board of Directors shall adopt a corporation seal which shall be in the following form and design: The silhouette of a horse and rider as viewed from the right side and sliding to a stop, with 5 rays behind the horse. The letters "WCRHA" under the horse, a red line under that, and "West Coast Reining Horse Association" under the red line. The Secretary of the Association shall have the custody of the seal and affix it in all appropriate cases to all Association documents. Failure to affix the seal shall not, however, affect the validity of any instrument.

## **ARTICLE VII: MISCELLANEOUS**

### Legal Matters

Section 7.01. The Board of Directors may appoint a legal counsel if deemed necessary.

## Conduct and Protests

Section 7.02. Any complaint or protest must be in writing and filed with the Secretary of the Association. Upon receipt, all complaints or protests will be referred to the Board of Directors for investigation and recommendations. If, in the judgment of the Board of Directors, the matter is sufficiently serious to warrant a full hearing, they will report the same to all parties involved. Any complaint or protest must be accompanied by a cashier's check, certified check, money order or cash in the amount of \$50.00, and must be in writing and filed with the Association within (10) ten days of the incident. If the protest is disallowed, the protest fee will not be refunded. If the protest is allowed, the protest fee may be returned at the discretion of the Board of Directors. The person filing the protest will be liable for the cost of such protest and all damages; which may result there from if the protest is not sustained. In the event the Board of Directors does not uphold the complaint, the person who brought forth the protest will be responsible for any cost incurred.

## **ARTICLE VIII: BYLAWS AMENDMENTS**

### Regular Resolutions

Section 8.01 These Bylaws may be amended by a majority of the members present at any meeting of the Board of Directors at which a quorum is present.

8.01.A. Any member in good standing may submit an amendment resolution. The resolution shall be written or printed when submitted.

8.01.B. Resolutions submitted by a committee, shall, if requested, present minutes of the meeting where the resolution(s) was/were passed.

8.01.C. All adopted amendments become effective thirty (30) days from the conclusion of the meeting unless otherwise stated in the resolution.

### Emergency Resolutions

8.01.D. An "emergency resolution" is defined by circumstances that call for immediate action.

8.01.E. Emergency resolutions may be submitted to the Bylaws Chairman or directly to the Board of Directors prior to a Board of Directors meeting. The resolution shall be signed by at least (2) members in good standing.

8.01F The Bylaws Committee or the Board of Directors must declare any emergency resolution by a majority vote.