



BYLAWS

Updated: 13 May 2020

1. BOARD OF DIRECTORS

A. A board, of a minimum of five (5) directors, shall manage the affairs of this organization. To be eligible for the Board, a person must have been a voting member for at least one year in the preceding five (5) years. Directors shall hold offices for a term of two years and until their successors are elected and qualified.

B. Special meetings of the directors may be called by the president, the secretary, or by any director. It shall be the responsibility of the secretary to notify directors of the time, place, and purposes of any special meeting of directors so that sufficient notice is given. Any meeting at which three directors are present shall be legal for the transaction of business. Three directors shall constitute a quorum of the board.

C. Vacancies on the board shall be filled at each annual meeting for two-year terms. The immediate past president shall automatically be an ex-officio member of the board of directors for the two-year period immediately following his/her term as president. As an ex officio member of the board, the past president shall not have voting rights, unless he or she continues to serve as an elected member of the board.

D. The election of directors by the members shall be by voting; that is; each member shall have the right to vote in person or by written proxy, one vote per membership. The candidates receiving the highest number of votes shall be the ones elected.

E. The Board of Directors shall not take out a credit card or debit card in the name of MHJA without an affirmative vote of two-thirds of the total membership.

F. MHJA will cover the cost of liability insurance for board members as long as the cost is not over \$1000/year

2. MEETINGS OF THE MEMBERS

A. The annual meeting of the members of this corporation shall be held in the fall or winter of each year in the state of Montana at such time and

place as may be determined by the board of directors. Ten percent of the membership of the association shall constitute a quorum.

B. Notices of all membership meetings, regular and special, stating the time and place and the object for which such meetings are called, shall be given by the secretary or by the president of the corporation in the Newsletter, not less than fourteen days prior to the date of the meeting.

C. The president, and or 3 Board members may call for special meeting of the members. It shall be the responsibility of the secretary of the association to send notice of special meetings.

3. OFFICERS

A. The officers of this corporation shall be a President, Vice-president(s), Membership Secretary, Director of Horse Shows, and Treasurer. The members of the Board of Directors shall determine these offices. Officers shall serve a term of two years and until their successors are elected and qualified.

B. The board of directors, at its discretion, may create the offices of executive secretary, one or more additional vice presidents, one or more assistant secretaries, one or more assistant treasurers, and such other officers and appointees as the board deems advisable, and prescribe the duties thereof. The board of directors shall elect such officers and appointees. In the event of the absence or inability of any officer to act, the board of directors may select an officer pro tem to serve during the absence or inability of the elected officer to serve.

C. **The President** of this corporation shall preside at all meetings of members and all meetings of directors. Subject to the control of the Board of Directors, the President shall have general charge and care of the business and property of the corporation. The President, together with an additional Board Member, shall sign all contracts and agreements of this corporation. The President shall perform all acts and have such powers as are normal incidental to the office of the President and the Chief Executive Officer.

D. **The Vice-President** shall be vested with all the powers and perform all

duties of the President in the absence of the President and shall perform such other duties and have such powers as may be assigned by the Board of Directors.

E. **The Secretary** shall keep accurate records of all meetings of the members and of the Board of Directors and shall perform all duties commonly incidental to the office, as well as those designated by the Board of Directors. In the absence of the Secretary, an assistant secretary or secretary pro tem shall perform the duties of the secretary.

F. **The Treasurer** shall keep accurate records of the receipts and disbursements of all funds of this Corporation in books and records belonging to this association, and shall deposit all funds and other valuable effects in the names of and to the credit of this association in such depositories as may be designated by the directors. Additional duties and responsibilities may be added to any officer or director as is deemed necessary by the presiding Board of Directors for that year.

4. REMOVAL OF THE OFFICERS OR DIRECTORS

A. Any member, director, or officer of this association may resign at any time by giving written notice of his/her resignation to the Board of Directors or the President. The Board of Directors shall elect the successor of any director or officer who dies or resigns, such successor to serve until the next election of directors or officers.

B. In the event a board member does not perform his/her duties, they may be asked to resign by the majority of the board and replaced according to MHJA guidelines.

C. The membership at any meeting called for that purpose, by vote of the majority of those present, may remove any director or officer or appointee of this corporation and elect or appoint his/her successor.

5. EMPLOYEES AND COMPENSATION

A. The officers and directors of this corporation shall receive no compensation for their services in those capacities. No person who is an officer or director of this corporation shall be reimbursed for expenses incurred on behalf of this association unless such expenditures are

authorized by the Board of Directors.

B. No part of the net earnings of this association shall inure to the benefit of or be distributable to its members, directors, officers, or other person, except that the association shall be authorized and empowered to pay reasonable compensation for services rendered to make payments and distributions in furtherance of the purposes set forth.

C. No Substantial part of the activities of the association shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the association shall not participate in, or intervene in (including the publishing or distribution of statement) any political campaign on behalf of any candidates for public office. Notwithstanding any other provision of these bylaws, the association shall not carry on any other activities which are proscribed for associations exempt for federal income taxes under section 501 (c) of the Internal Revenue Code of 1954 (or the corresponding provision of any future Internal Revenue Code) or which are proscribed for associations to which contributions are deductible under section 170sc) (2) of the Internal Revenue Code.

6. AUDIT COMMITTEE

A. The President of MHJA shall appoint an audit committee early in each calendar year. However, once appointed, the audit committee shall conduct its work independently of the President or any other MHJA Board Member.

B. The committee shall consist of three (3) MHJA members in good standing, with one person to rotate off the committee each year. No individual may serve as a member of the audit committee for more than three consecutive years, although she/he may serve again after a break in service. However, in no event should any MHJA member serve as a member of the audit committee for more than six years in all. Committee members will select one of their members to chair the committee each year. Neither directors nor officers may serve on the audit committee.

C. For the annual audit, the committee chair shall contact the MHJA treasurer and arrange a mutually convenient time to transfer all MHJA financial records, including all receipts and expenditures for that calendar year to date, to the audit committee for its review. The annual audit shall take place after MHJA's annual banquet and after most major receipts

and expenditures have been recorded. The financial records shall be returned to the treasurer as soon as possible following the conclusion of the audit.

D. The audit committee shall carefully review all expenditures and match those expenditures with receipts for the calendar year. Any questions or concerns about the financial records shall be addressed to the treasurer for clarification or explanation.

E. At the conclusion of its annual audit, the committee shall prepare a short, written report to the MHJA board, signed by all committee members and noting the outcome of its review. Any unresolved questions or irregularities shall be noted in the report. The audit committee report shall be printed in the first MHJA newsletter issued after the report is submitted to the board.

F. The committee may at any time ask to see the financial records of the organization. The treasurer shall make every effort to accommodate their request within a reasonable time frame. The MHJA ensure that the financial records are provided to the audit committee, as soon as possible.

7. AMENDMENT OF BY-LAWS

A. The by-laws of the corporation may be repealed or amended, and new by-laws maybe adopted, at the annual meeting of members or at any other meeting of members called for that purpose, by a vote representing a quorum of the members of the association. The written assent of the majority of the members of the corporation shall be effectual to repeal or amend any by-laws, or to adopt new by-laws, without a meeting for that purpose. Or new by-laws may be adopted, by the vote of two-thirds of the directors in office at any meeting of the directors called for that purpose, at which two-thirds of the directors then in office are present

8. PROXY VOTING AND VOTING BY MAIL

A. Members may vote at any membership meeting either in person or by proxy in writing. Each card holding member is entitled to one vote, i.e., if you have a family membership, the family has one vote. All proxies shall be filed with the secretary of the meeting before being voted. If the proxy

is for a specific meeting, the proxy holder may vote at any continuation of such meeting but the proxy shall be void after the final adjournment of the meeting. Except for meetings not finally adjourned, no proxy shall be valid except during the calendar year in which it is executed. In election of directors, a proxy shall entitle the holder to vote cumulatively.

B. Members may vote by mail on matters being considered by the membership.

C. Directors may vote by mail on matters being considered by the directors, proxy voting by is permitted by written, signed proxy.

2020 Board of Directors

President, Memberships, Points Secretary: [Heather Davies 406.270.9784](#)

VP, Benefit Show Coordinator: [Sarah Broussard](#)

Co-Secretary, Horse Show Liaison: [Monika Frame](#)

Co-Secretary, Treasurer Liaison, EOY Banquet, Rule Book: [Amy Smith](#)

USHJA Representative, EOY Awards, Drug Testing, Benefit Show

Coordinator: [Allison Heidmann](#)

EOY Awards/Banquet, Social Media: [Pam Rozell](#)

Website, Benefit Show: [Addison McColl](#)

Jr. Member, Newsletter: [Sareas Decker](#)

Past President (advisor), Chronicle of the Horse Photos: [Gayl Russell](#)