

By Laws of the
Dal-Worth Appaloosa Horse Club

ARTICLE I: NAME AND AFFILIATION

Section 1 Name: The name of the association shall be Dal-Worth Appaloosa Horse Club, hereinafter referred to as Dal Worth or DWApHC. The charter number assigned to Dal Worth by the ApHC is #532469

Section 2 Affiliation: Dal-Worth is affiliated with the Appaloosa Horse Club which is the official registration body of the Appaloosa horse and hereinafter referred to as the ApHC.

ARTICLE II: PURPOSES

The stated purposes of Dal Worth shall be:

- A) To educate youth and amateur equestrian athletes in the history of the Appaloosa horse while teaching sportsmanship, animal welfare, promoting community service and fostering confidence and self-esteem.
- B) To promote the interest of the breed from a regional standpoint in cooperation with the programs and functions of the ApHC, the parent organization, and other regional Appaloosa clubs affiliated with the ApHC.
- C) To promote and stimulate a better understanding of the Appaloosa Horse.
- D) To engage in any other lawful activities, as the Board of Directors may determine, or as the affairs of Dal Worth may require, and may exercise all of the rights and powers given to non-profit organizations by the State of Texas.

ARTICLE III: LOCATION & OFFICES

The location of Dal Worth shall be the legal address of the current secretary of Dal Worth. There must always be a Texas resident listed as the agent of record and this can be the current president or any of the other current officers.

ARTICLE IV FISCAL YEAR

The fiscal year of Dal-Worth shall begin on the first day of January and end on the last day of December in each year.

ARTICLE V CONTRACTS, CHECKS, DEPOSITS, AND FUNDS

Section 1 Contracts: The Board of Directors may, by the affirmative vote of two-thirds of the directors present at a duly constituted meeting, authorize any officer or officers, agent or agents of Dal-Worth in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of Dal Worth and such authority may be general or confined to special instances.

Section 2 Checks, Drafts, etc.: All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of Dal Worth shall be signed by such officer or officers, agent or agents of Dal Worth in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer and countersigned by the President or Vice-President.

Section 3 Deposits: All funds of Dal Worth shall be deposited from time to time to the credit of Dal-Worth in such banks, trust companies or other depositories as the Board of Directors may approve.

Section 4 Gifts: The Board of Directors may accept on behalf of Dal Worth a contribution, gift, bequest or device for the general purpose or for any special purpose of Dal Worth.

ARTICLE VI BOOKS AND RECORDS

Dal Worth shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors, and shall keep at its registered principal office in the State of Texas a

record giving the names and addresses of the members entitled to vote. All books and records of Dal Worth may be inspected by any member, or the member's agent or attorney, for any proper purpose at any reasonable time. Audits shall be performed annually by a committee appointed by the Board of Directors.

ARTICLE VII AMENDMENTS

Section 1 Proposed Amendments: Proposed amendments to these by laws shall be submitted in writing to the Dal Worth Secretary. The Secretary shall submit the proposed amendments to the Board for the Board's consideration and recommendation.

Section 2 Approval: If approved by the Board, the proposed amendment shall be submitted to the membership at the next regularly scheduled membership meeting if notice of such amendment has been duly made. A majority of two-thirds vote of the membership present at a meeting will constitute approval of a by-law amendment.

ARTICLE VIII MEMBERS

Section 1 Classes of Members: This association shall have four (4) classes of voting memberships. These are lifetime, individual, youth and family. An individual is one person nineteen (19) years of age and older. A Youth member is an individual eighteen (18) years of age and under as of January 1 of the current year. A family consists of a head of household, spouse and children aged eighteen (18) years and younger as of January 1 of the current year and residing under the same roof. A lifetime member is an individual that has paid a one-time fee for membership, the amount of which is to be determined by the Board of Directors.

Section 2 Dues: Membership fees will be set by the Board of Directors and approved by the general membership. They shall become due January 1st of each year. Receipts and membership cards shall be issued upon payment of membership fees. A notice of membership renewal may be sent to all members at their last known address not less than thirty (30) days prior to January 1st of the coming year. Membership and renewal notification shall also be available on the website.

All money received from membership fees and annual dues will be used to further the purposes of the association and may include breed advertisements, expenses of the regional shows, breed promotion work, and other expenses as deemed appropriate to further the purposes of Dal-Worth.

Section 3 Application for Membership: Any person who is in good standing with the ApHC and who pays the appropriate fees may become a member of Dal Worth. This association will not discriminate on the basis of age, sex, race, religion, physical or mental handicaps or national origin. Membership generally runs from January 1 through December 31 of the current year but does NOT become effective until the date the fees are paid. Membership is NOT retroactive nor can it be pro-rated. Membership is not transferable.

Section 4 General Privileges and Obligations: Active memberships in good standing shall have equal rights and privileges, except as otherwise limited by these bylaws. All members shall obey and be bound by these bylaws, by the rules and regulations adopted from time to time by the Board of Directors and by the decisions and actions of the Board.

Section 5 Voting Rights: Each membership shall carry the privilege of one vote in all called elections and or meetings of Dal-Worth. A family membership is considered to have one vote per family. Membership must be in force at least 30 days prior to voting in any election. Each member over nineteen (19) years of age shall be entitled to one vote on each matter submitted to a vote of the members. No member shall be entitled to vote whose dues are not paid. Youth may only vote on matters related to youth activities.

Section 6 Disciplinary Rules: Members may be disciplined, expelled, or suspended for cause by affirmative vote of the majority of the members of the Board of Directors after an appropriate hearing.

- A) Cause: Cause is generally regarded as disorderly works in debate, any form of indebtedness to this or any other regional Appaloosa association or the ApHC, disorderly conduct in the association activities, or violation of such rules and regulations as adopted from time to time by the Board of Directors.

B) Appropriate Hearing: After charges have been preferred against a member, the Secretary shall send the accused written notice to appear before the Board of Directors within thirty (30) days at the time and place appointed in said notice, and furnish a copy of the charges. Failure to obey the notice is cause for summary expulsion. The member will not be deprived of any privileges while the case is pending. At the appointed meeting, the case will be heard by the Board of Directors. The Board will present charges in the case to the accused. The accused will then be allowed to make an explanation and provide any evidence and/or witnesses as desired. Both parties shall be allowed to cross-examine the witnesses and introduce rebutting testimony. When all the evidence has been presented, the accused shall retire from the meeting and the Board shall deliberate upon the charges, and act by vote upon the question of expulsion or other punishment proposed. No member shall be expelled or suspended by less than a two-thirds vote.

Section 7 Resignation: Any member may resign by filing a written resignation with the Secretary. Such resignation shall not relieve the member so resigning of any obligations, assessments or other charges for which the member became liable prior to resignation.

Section 8 Reinstatement: Upon written request signed by former member and filed with the Secretary, the Board of Directors may, by the affirmative vote of two-thirds of the Directors, reinstate such former member to membership upon such terms as the Board of Directors may deem appropriate.

ARTICLE IX MEETINGS OF MEMBERS:

Section 1 Meetings: There shall be at least four (4) meetings each year and they should be held one per quarter as determined by the Board of Directors, for the purpose of receiving annual reports and the transaction of such other business as may come before the meeting. Whenever possible these meetings will be on Saturday night unless changed by the Board. The place, day and time of any meeting of the members shall be posted on the Dal-Worth website and/or sent by electronic mail (e-mail). This information should also be publicized on any other social media site such as Facebook if available. This notice shall be given not less than fourteen (14) days nor more than thirty (30) days before such meeting by the current secretary of Dal-Worth. All members in good standing are encouraged to attend all meetings.

Section 2 Notice and Place of Meeting: The Board of Directors may designate any place within Dal-Worth's territorial jurisdiction for any meeting called by the Board of Directors. A central meeting place for Dal-Worth's meetings will be established by the Board. Written notice stating the place, day and hour of any meeting of members shall be posted on the Dal-Worth website, sent by e-mail and posted on any other available social media if available, not less than fourteen (14) days before the date of such meeting, by the current secretary. If mailed, the notice of a meeting shall be deemed to be delivered when deposited in the United States mail addressed to the member at the member's last known address with postage thereon prepaid.

Section 3 Information Action of Members: Any actions required by law to be taken at a meeting of the members may be taken without a meeting if consent in writing, seeking forth the action so taken, shall be signed by all of the members entitled to vote with respect to the subject matter thereof.

Section 4 Quorum: Ten (10) members present at any meeting of members shall constitute a quorum at such meeting.

Section 5 Voting: At any meeting of members, a membership entitled to vote may vote only in person and not by proxy.

Section 6 Manner of Acting: A simple majority of the votes entitled to be cast on a matter to be voted upon by members present at a meeting shall be necessary for the adoption thereof, unless a greater proportion is required.

Section 7 Special Meetings: A special meeting of the members may be called by the President, or no less than four (4) members of the Board of Directors, or by no less than ten percent (10%) of the general membership. Any person or persons that desire a special meeting of the membership, and meeting the requirements as stated in these bylaws, shall present to the Secretary a written notice stating the purpose of the meeting, and affixed with the appropriate

number of signatures necessary to validate the request. (Signature of four (4) or more Directors or 10% of the Membership.)

It will then become the responsibility of the Secretary to determine the place and time of the meeting. The meeting shall be held at the same location as the regular general membership meetings if possible, and not more than twenty-eight (28) days after receiving the request for such meeting.

Section 8 Notice of Special Meetings: Written notice stating the place, day and hour of any special meeting of members shall be posted on the Dal-Worth website, sent by e-mail and posted on any other available social media if available, not less than fourteen (14) nor more than thirty (30) days before the date of such meeting, by the current secretary. If mailed, the notice of a special meeting shall be deemed to be delivered when deposited in the United States mail addressed to the member at the member's last known address with postage thereon prepaid.

ARTICLE X OFFICERS

Section 1 Officers: The Officers of Dal-Worth shall be a President, Vice-President, Secretary and Treasurer. The Vice-President, Secretary, And Treasurer shall be voting members of the Board. The President will vote only to break a tie vote. All officers serve without compensation.

Section 2 President: The President shall be the principal executive of the association and shall in general supervise and control all of the business and affairs of the association. The President shall preside at all meetings of the members and of the Board of Directors. The President may sign, with the Secretary or any other proper officer authorized by the Board of Directors, any deeds, mortgages, bonds, contracts and other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these bylaws, or by statute to some other officer or agent of the association; and in general, the President shall perform such other duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time, and will be a member ex-officio of all committees.

Section 3 Vice-President: In the absence of the President or in the event of the President's inability or refusal to act, the Vice-President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice-President shall perform such other duties as from time to time may be assigned by the President or the Board of Directors.

Section 4 Secretary: The Secretary shall keep full and accurate minutes of the meetings of the members and of the Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these bylaws or as required by law; be custodian of the corporate records and of the seal of Dal-Worth and see that the seal of Dal-Worth is affixed to all documents, the execution of which on behalf of Dal-Worth under its seal is duly authorized in accordance with the provisions of these bylaws, keep a register of the post office address and e-mail address if available of each member which shall be furnished to the Secretary by such members; and in general, perform all duties incident to the Office of Secretary and such other duties as may from time to time be prescribed by the Board of Directors. The Secretary shall assure all motions made and seconded at all meetings will be voted on and the results of such vote accurately included in the appropriate minutes of the meeting. The Secretary shall include in the minutes of the meeting the names of all Officers, Directors, members and guests present.

Section 5 Treasurer: The Treasurer shall keep or cause to be kept correct and complete records of accounts showing the financial condition and results of operations of Dal-Worth. The Treasurer shall be legal custodian of all monies, notes, securities and other valuables which may from time to time come into the possession of Dal-Worth. The Treasurer shall deposit all funds of Dal-Worth on coming into the Treasurer's hands in a depository to be approved by the Board of Directors. The Treasurer shall perform such other duties as may from time to time be prescribed by the Board of Directors. The President and Treasurer are empowered to spend up to \$400 per purchase for the operation of Dal-Worth without prior approval of the Board. The Treasurer shall disburse funds of Dal-Worth as directed by the Board and all such disbursements shall be countersigned by an Officer. All expenditures and receipts must be approved by the Board at the next regularly scheduled meeting. The Treasurer shall also provide the Board at all regularly scheduled

meetings a financial statement showing all income and expenditures and the financial condition of Dal-Worth. The Treasurer will retain all receipts for all expenditures and will assist in a yearly audit of the books of Dal-Worth.

Section 6 Presiding Officer: The Presiding Officer at meetings (both membership and board) may limit discussions on all motions and shall be empowered to maintain order and assure the subject at hand is relative to the motion under discussion.

ARTICLE XI BOARD OF DIRECTORS

Section 1 General Powers: The affairs of the Dal Worth shall be managed by its Board of Directors. The Board of Directors shall take whatever action deemed necessary to carry out the primary purpose of Dal Worth. All board members serve without compensation.

Section 2 Number, Tenure, and Qualifications: The Board of Directors shall consist of four (4) Officers and a maximum of ten (10) Directors. The Officers will be: President, Vice-President, Secretary, Treasurer. These Officers shall serve a term of one year beginning January 1 and ending December 31 each year. The Directors shall be elected as follows: four (4) Directors for a term of two (2) years shall be elected each even numbered year and four (4) Directors for a term of two (2) years shall be elected each odd numbered year. Further a maximum of two (2) Directors-at-Large may be each year appointed by the President and approved by the Board. Notwithstanding the maximum numbers stated previously the outgoing President may remain on the Board for one (1) year if called upon by the Board to serve. There may not be more than one (1) Officer or Director from any one household on the Board. Any Officer or Director must be a member in good standing aged nineteen (19) or older.

Section 3 Meetings: A meeting of the Board of Directors shall be held without other notice than these bylaws immediately preceding, and at the same place as, any meeting of members. The Board of Directors may provide by resolution the time and place, within Dal Worth's territorial jurisdiction, for holding of additional meetings of the Board without other notice than such resolution. There will be at least four (4) meetings per year open to all general membership. The date, time and location of these four meetings shall be published on the website, via e-mail and/or through any other social media available. One meeting may be held at the annual awards presentation.

Section 4 Special Meetings: Special Meetings of the Board of Directors may be called by the President or no less than four (4) Directors, by following the procedure outlined in ARTICLE V, Section 3 of these bylaws.

Section 5 Notice: Notice of any meeting of the Board of Directors shall be given at least fourteen (14) days previously thereto by written notice sent by mail, e-mail or posted on the website or on any other social media available. If mailed to the Director at the Director's last known address, such notice shall be deemed to be delivered when deposited in the United States mail so addressed, with postage thereon prepaid. The notice shall state the purpose of which the special meeting has been called.

Section 6 Quorum: A majority of the number of the Directors fixed by Section 2 of this ARTICLE VI shall constitute a quorum for the transaction of business at any meeting of the Board, but if less than a quorum is present at said meeting, a majority of the Directors present or a sole director may adjourn the meeting from time to time and, if necessary, to a different place, without further notice.

Section 7 Manner of Acting: The act of a majority of Directors present at the meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these bylaws.

Section 8 Vacancies: Any vacancy occurring on the Board of Directors and any directorship to be filled by reason of an increase in the number of Directors, death or resignation shall be filled by the President with the approval of the Board of Directors. A Director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office. Any Director missing three (3) consecutive meetings shall be removed and replaced unless excused by the Board of Directors.

Section 9 Removal: Any Director may be removed from office, with cause, at any meeting of the Board of Directors called expressly for that purpose, by a two-thirds majority vote.

Section 10 Informal Action of Directors: Any action required by law to be taken at a meeting of Directors, or any action which may be taken at a meeting of Directors, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the Directors.

ARTICLE XII ELECTIONS

Section 1 Nominations Committee: A Nominations Committee consisting of four (4) members appointed by the Board will be formed two (2) meetings prior to the meeting in December.

The Nominations Committee will contact all eligible members (as directed in ARTICLE VIII Section 2) and present a slate of all willing persons to serve as candidates for Officers and Directors at the next regularly scheduled Board meeting.

Candidates for Officer position if not elected to an Officer position may be voted in as Directors. Write-in candidates are permitted if the write-in Candidate has met the attendance qualifications.

Section 2 Eligibility to Serve: In order to be elected to any office, or to serve as a member of the Board of Directors, a member shall have attended a minimum of at least fifty percent (50%) of the previous year's Board or General Membership meetings. Parties and/or banquets will be considered towards the fifty percent attendance qualifications only if there is a scheduled meeting held at the event.

No two (2) eligible voting members of an immediate family residing at the same address shall be eligible to hold office or directorship.

Any Officer or Director must be a member in good standing age nineteen (19) or older.

Section 3 Ballots: Official ballots will be numbered and printed on colored paper with the official seal of Dal-Worth and only original ballots will be counted. Ballots will be mailed to all members in good standing over the age of nineteen (19) by the secretary. All ballots will be mailed no later than thirty (30) days prior to the December meeting. Members must return the Ballots to the designated address by mail so all ballots are postmarked no later than ten (10) days prior to the December meeting. Ballots will be considered mailed when the ballots are deposited in the United States mail.

Three (3) people will be appointed by the Board of Directors to receive and count the ballots at the December meeting. The appointees will be present when opening or counting the ballots.

ARTICLE XIII INDEMNIFICATION

Dal Worth shall indemnify to the fullest extent permitted by the Texas Nonprofit Corporation Law any person who is made or threatened to be made, a party to an action, suit or proceeding, whether civil, criminal, administrative, investigative or otherwise (including an action by or in the name of Dal Worth), by reason of the fact that the person is or was a director or officer of Dal Worth or serves or served at the request of Dal Worth as a director or officer of any other corporation. The entitlement of any person to indemnification hereunder and the amount of that indemnification shall be determined in accordance with the procedures and other provisions set forth in the Texas Nonprofit Corporation Law in effect at the time of the determination.

ARTICLE XIV DISSOLUTION

Upon dissolution or final liquidation of Dal Worth, after payment or provision of payment of all the liabilities of Dal-Worth the remaining assets of Dal Worth shall be distributed to the ApHC for the express purpose of breed promotion and/or youth program enhancement.

ARTICLE XV COMMITTEES

In January of each year the President shall appoint at the first scheduled Board meeting the following committees to serve for the ensuing year:

1. FINANCE
2. BY-LAWS
3. FUTURITIES
4. PROMOTIONS AND PUBLICITY
5. AWARDS AND BANQUETS
6. MEMBERSHIP
7. SHOWS (may also include judges)
8. ACTIVITIES/CLINICS
9. JUDGES
10. YOUTH

Also, the President shall appoint as necessary the webmaster, the administrator of the Facebook page and the Point keeper for the ensuing year. The Board may add or delete committees from this list as it may deem necessary from time to time.

Each Committee shall have a Chairperson that will report to the Board at each regularly scheduled meeting. No Committee shall take action without prior approval of the Board.

ARTICLE XVI POINT SYSTEM, SHOWS AND AWARDS

PURPOSE

The purpose of the Dal Worth Point System is to provide an orderly and equitable way to recognize, award, and qualify for the World Championship show, those members and horses that demonstrate outstanding and consistent levels of quality throughout the show season. This point system provides an impartial system to nominate members to compete at the ApHC World Championship Show as per the ApHC rules.

Section 1 Sponsor: Dal Worth will sponsor at least two (2) shows annually. At least one (1) additional show will be held if approved by the Board and the Membership. Dal Worth may also point additional shows sponsored by other regional clubs also as approved by the membership and the Board.

Section 2 Judges: Judges for sponsored shows will be recommended by the Judges Committee and approved by the Board.

Section 3 Adoption: The Board shall adopt a point system for determining those qualifying for and receiving year end awards as well as qualifying for the World Championships. Once adopted, the point system shall remain in effect for the current show season. The Board may revise the point system for the upcoming show season and from time to time as it deems necessary to not conflict with ApHC rules.

The Rules of the point system shall be published on the website and when so changed by the Board.

Section 4 Point keeper: The Point keeper shall tabulate the points earned for year-end awards and World Championship qualifying in the format set forth by the Board. The most current point standings shall be posted on the website no later than fourteen (14) days after the pointed show was held.

Section 5 Shows: The number of shows to be approved and the classes competing for year- end awards will be established by the Board prior to the beginning of the show season. The show season is considered to be January 1st through December 31st.

Section 6 Other Rules: All exhibitors and horse owners must be members in good standing with Dal Worth and be members in good standing with the ApHC. In the case of dual ownership (as registered) of a horse competing for year- end awards all owners must be members in good standing. In the case of "and/or" it is considered a single ownership.

Dal Worth Appaloosa Horse Club Point System

The purpose of the Dal Worth point system is to provide an orderly and equitable way to recognize, award and qualify for the World Championship show, those members and horses that demonstrate outstanding and consistent levels of quality throughout the show season. This point system provides an impartial system to nominate members to compete at the ApHC World Championship show as per the ApHC rules.

Points will be awarded as follows:

<u># of entries</u>	<u>1st</u>	<u>2nd</u>	<u>3rd</u>	<u>4th</u>	<u>5th</u>	<u>6th</u>
1	1					
2	2	1				
3	3	2	1			
4	4	3	2	1		
5	5	4	3	2	1	
6 (or more)	6	5	4	3	2	1

Grand Champion at halter will receive 1 point more than any other horse in the same sex division

Reserve Grand Champion at halter will receive as many points as any other horse in the same sex division

APPROVED SHOWS:

To be voted on by the board annually. Consideration shall be given to neighboring regional clubs in an effort of cooperation to aide all of the clubs involved.

There is no additional fee to participate in the annual award competition.

Points do not accrue until membership dues have been paid

Youth and non pro exhibitors must compete in their respective divisions in at least two of the DWApHC sponsored shows in order to be eligible for year end awards.

Horses must compete in their classes in at least two of the DWApHC sponsored shows in order to be eligible for awards in those classes.

All exhibitors and horse owners must be members in good standing of DWApHC and the ApHC.

Youth and non pros must own the horse being exhibited as defined in the current ApHC rulebook in order to be eligible for year end awards.

Youth may ride a horse that is not owned by them (as stated in the current ApHC rulebook) and compete for individual show awards but the points earned on the non owned horses will NOT count toward the year end awards.

All points earned from any DWApHC “pointed” shows will count toward year end awards

Only points from the DWApHC “sponsored” shows will count toward a separate, special year end award

This award is for youth and non pro exhibitors only

Exhibitors must show at all three “sponsored” shows in order to be eligible for this award

OPEN SHOWS:

All open shows (non ApHC recognized shows) are eligible to be counted for these awards

Exhibitor must be a member in good standing of DWApHC at the time of the show

Horse must be registered with the ApHC

There are three divisional awards available each year: Halter, Western Performance and English Performance.

Only classes judged on the horse will be counted toward these awards

It is the responsibility of the exhibitor to get verification from the open show secretary of the participation and placing at each open show and to provide copies of this verification to the open show point keeper within 14 days of the completion of the event.

Point tabulation will be the same as the regular point system.