

TQHA By-Laws

* As amended February 29, 2016

Section 1. Title: This association which was organized May 18, 1963, shall be known as the Tennessee Quarter Horse Association, and shall at all times be operated and conducted as a non-profit association in accordance with the laws of the State of Tennessee and it shall have all such rights and powers as are granted to such associations.

Section 2. Objective: The objective of the Tennessee Quarter Horse Association is to improve and promote the American Quarter Horse breed.

Section 3. The principal place of business of this association shall be Knoxville, Knox County, Tennessee, but its members may be residents of any state, territory, or country, and business may be carried on at any place convenient to such members or officials as may be participating. You do not have to be a resident of the State of Tennessee to hold office, however you must be an active member for at least one year immediately preceding the election of office.

Article II

Section 1. Members of this association shall be admitted, retained and expelled in accordance with such rules and regulations as the Board of Directors may, from time to time, adopt.

- a. Individual membership is entitled to all benefits of membership and one vote during membership meetings.
- b. Family membership entitles husband, wife and children to all benefits of membership and two votes during membership meetings.
- c. All new members must be a TQHA member at least 90 days prior to the convention to vote. All previous members must have been a member in the previous year and have submitted a membership for the current year on or before the date of the Convention.

Section 2. Regular meetings of the members shall be held at such time and place as may be fixed by resolution of the Board of Directors for the purpose of electing new officers and directors and for the

transaction of other such business as may be brought before the meeting. Notice of such meeting will be sent to the last known address of each member in good standing. Any proposed changes of the ByLaws must be submitted in writing to the membership thirty (30) days prior to the meeting date.

Section 3. Special meetings of the members may be held at such time and place as may be designated in written notice to the members by the Board of Directors or president, or by not less than twenty-five (25) percent of the members then in good standing. Notice of each such special meeting shall state the purpose of the meeting and shall be given in the same manner as provided with respect to notice of regular meetings.

Section 4. At any meeting of the members held in accordance with the foregoing provisions as to notice, the members attending such meeting in person shall constitute a quorum of the members for all purposes.

Section 5. An officer of the association shall act as chairman of each such meeting with precedence to be given as follows: President, First Vice-president, Second Vice-president, and Executive Secretary. In the absence of all such officers the members present may elect a Chairman. The Executive Secretary of the association shall act as secretary of all such meetings of the members, but in his/her absence, the president or acting president may appoint any person to act as Secretary of the meeting.

Section 6. No voting member of the Board nor his/her family, nor his/her business, shall transact business for goods or services rendered to the Tennessee Quarter Horse Association unless approved by 2/3 majority of voting Board members present after having made a formal offer to transact business for goods or services pursuant to an open invitation to any party for a bid for said goods or services. This provision shall not be interpreted to preclude the Tennessee Quarter Horse Association from hiring any qualified person to fill a paid administrative position created by the Board or the general membership. The Board shall have the power to authorize any exception on a per need basis under special circumstances and for the benefit of the Tennessee Quarter Horse Association.

Section 7. TQHA membership year will run from January 1 through December 31 a calendar year.

Article III

Section 1. The business and property of the association shall be managed and controlled by the Board of Directors.

Section 2. A majority of directors shall constitute a quorum for the transaction of business, but if at any meeting of the Board there may be less than a quorum present, a majority thereof may elect a successor director for the unexpired term.

- a. Any director missing two consecutive board meetings may be removed and replaced by the Board.
- b. Alternate, substitute Directors may represent and vote in place of absent Directors upon proper certification and notification to the Board. Any TQHA member may attend any or all Board meetings.
- c. A majority of any committee could recommend to the Board the removal of any committee member due to lack of participation.
- d. The Board of Directors will hold as many meetings as necessary to conduct the business of TQHA, but no less than six meetings a year, one every other month which shall include electronic media.

Section 3. A regular meeting of the Board of Directors shall be held immediately following the annual membership meeting. No notice shall be required for such regular meeting of the Board.

Section 4. Special meetings of the Board of Directors shall be held whenever called by direction of the president, or by two-thirds of the directors in office. The Executive Secretary shall give notice of each special meeting by mailing or by telephone the same to each director at least fifteen (15) days prior to such meeting; but such notice may be waived by any director. Unless otherwise indicated in the notice thereof, any and all business may be transacted. All called Board of Directors meetings shall be published on the TQHA web site at least 10 days prior to meeting, including location, time, and date. All members are invited to attend.

Section 5. The written contracts of the association shall be executed in behalf of the association by the President or First Vice-president and attested by the Secretary.

Section 6. The Board of Directors shall have the power and authority to make, amend, repeal and enforce such rules and regulations, not contrary to law or the Certificate of Incorporation or the By-Laws, as they may deem proper relating to the conduct, managements and activities of the association, the admission, classification, qualification, suspension, and expulsion of members, removal, suspension and expulsion of officers, the fixing and collecting of dues and fees, registration, auditing of books and records, the awarding of championships, the conducting of shows, contests, exhibitions, races, sales and social functions and other details relating to the general purposes of the association, all, however, subject to revision or amendment by the members at any regular or special meeting.

Section 7. The Board of Directors, from time to time, may create and empower other committees, general and special.

Article IV

Section 1. The officers and directors of the association shall be the President, past President, First Vice-president, Second Vice-president, Executive Secretary, Treasurer, Youth Director, Show point Secretary and two representatives from each region or authorized representative. The Youth president shall be a voting member of the Board of Directors. A representative of the Amateur Association shall be a voting member of the Board of Directors. Officers are limited to serve only two consecutive years in office if they are re-elected by the membership. The immediate past president shall be a member of the Board of Directors with voting privileges. As paid officers of the TQHA Board, the Executive Secretary and Treasurer will not have voting rights in TQHA Board Meetings.

- a. In case of any vacancy in any elected office by death, resignation, disqualification or removal, someone to fill the vacancy can be nominated and approved by the Board of Directors.
- b. An officer missing two consecutive board meetings may be removed and replaced by the Board.

Section 2. The National Directors will be members of the Board of Directors with voting privileges, but will not be considered in the count to determine a quorum.

a. Any person desiring the support and recommendation of the Tennessee Quarter Horse Association as the person(s) the TQHA has chosen to serve as Directors of the American Quarter Horse Association shall submit to the Chairperson of the TQHA Nominating Committee the following:

1. A letter requesting the support and recommendation of the Association, and a completed Director Application no later than January 1, of the following year.

b. Each application will be reviewed by the Nominating Committee and submitted to the TQHA Board of Directors Meeting held immediately before the annual general membership meeting.

c. Each applicant will be given a designated time period to speak to the general membership during the Annual General Membership Meeting, outlining their qualifications, how they feel they can assist the AQHA and TQHA in this position, and the reason(s) they wish to be elected to this position. Applicants will draw for the order in which they speak at the general membership meeting.

d. The TQHA shall determine which candidate(s) receives the support of TQHA by secret ballot during the general membership meeting as follows:

2. Any candidate receiving the support of TQHA must receive 50% plus 1 vote of the general membership that is present at the general membership meeting.

3. If no candidate receives the required number of votes on the first ballot the person receiving the fewest number of votes will be dropped and the membership will vote by secret ballot for one of the remaining candidates. This procedure will be followed until one candidate receives the required number of votes.

4. In the event of a tie that is not broken by the procedure stated above a second secret ballot vote will be made by the members of the Nominating Committee that are present.

5. In the event that a tie cannot be broken by a second vote of the Nominating Committee Members because the vote is split, the Committee members will draw to eliminate one person from the next vote of the Committee so that the tie can be broken.
6. Votes for all elections of Officers and/or Directors shall be counted by the members of the Nominating Committee that are present.
7. Members voting must meet eligibility requirements as set out in Article II, Section 1 of TQHA By-Laws.

Section 3. The president, First Vice-president, Second Vice-president, Youth Director(s) and Show point Secretary shall be elected by the members of the Tennessee Quarter Horse Association at the general membership meeting each year.

Section 4. The Executive Secretary and Treasurer shall be appointed by the TQHA president and approved by the Board of Directors, with continued approval each year by the Board of Directors as a paid office with the option of combining these jobs if deemed necessary. Salary of the Secretary and Treasurer will be voted on and approved by the Board of Directors.

Section 5. The regional representatives shall be elected by members residing in their respective regions, which shall be composed of eleven regions as designated by TQHA, with each region electing two representatives to sit on the TQHA Board of Directors with voting privileges. Two alternates shall also be elected to substitute with voting privileges on the Board, in an effort to have two voting regional directors in attendance at each Board meeting.

Regions defined as follows:

Region 1 – Carter, Greene, Hancock, Hawkins, Johnson, Sullivan, Unicon and Washington Counties.

Region 2 – Anderson, Blount, Campbell, Claiborne, Cocke, Grainger, Hamblen, Jefferson, Knox, Sevier, and Union Counties.

Region 3 – Bradley, Hamilton, Loudon, McMinn, Meigs, Monroe, Polk, Rhea, and Roane Counties.

Region 4 – Clay, Cumberland, Fentress, Jackson, Morgan, Overton, Pickett, Putnam, Scott, and White Counties.

Region 5 – Bedford, Bledsoe, Coffee, Franklin, Grundy, Lincoln, Marion, Marshall, Moore, Sequatchie, Van Buren, and Warren Counties.

Region 6 – Giles, Hickman, Lawrence, Lewis, Maury, Perry, and Wayne Counties.

Region 7 – Cannon, Davidson, DeKalb, Macon, Rutherford, Smith, Sumner, Trousdale, Williamson, and Wilson Counties.

Region 8 – Benton, Cheatham, Dickson, Henry, Houston, Humphreys, Montgomery, Robertson, and Stewart Counties.

Region 9 – Carroll, Crockett, Dyer, Gibson, Lake, Obion and Weakley Counties.

Region 10 – Chester, Decatur, Hardeman, Hardin, Henderson, Madison and McNairy Counties.

Region 11 – Fayette, Haywood, Lauderdale, Shelby and Tipton Counties.

Section 6. The president shall be the chief executive officer of the association and shall preside at all meetings of the Board of Directors. He/she shall see that all By-Laws, rules, and regulations of the association are enforced and shall perform all other duties that may be prescribed from time to time by the Board of Directors. He/she shall be an ex-official member of all committees, but no sitting president of TQHA shall be a voting member of any working committee. A sitting president shall not chair any working committee nor have any voting right on said committee.

Section 7. In the absence of the president, the First Vice president shall perform the duties of the president and such other duties as may be prescribed by the Board of Directors.

Section 8. The Second Vice president will preside at all meetings when the president and First Vice president are not present, serve as a voting member of the Board, and handle the membership portfolios.

Section 9. The Executive Secretary shall keep minutes of all Board meetings and membership meetings; shall act as ex-officio secretary of all committees appointed by the president or Board of Directors or elected by the membership; shall be responsible for the safe keeping of all documents and records of the association; shall collect all membership dues and be responsible for the verification of all memberships; shall receive and account for all funds received in the name of TQHA, TAQHA, and TQHVA, and with notification to the TQHA Treasurer by faxing or emailing deposit slips properly identified as to which account should be credited (original deposit slips to be mailed to Treasurer as soon as possible); and shall perform other such duties as may be prescribed by the Board of Directors.

Section 10. The Treasurer will be responsible for the financial accounting of all funds received in the name of TQHA, TAQHA and TQHVA, by itemized statements in detail each month to the TQHA Board and a year-end financial statement to the membership at the annual meeting and at any other time the membership or Board demands. Any expenditure over \$500 must be approved by the Executive Committee, being the President, 1st and 2nd Vice President, and the AQHA Directors with exception of pay backs and preauthorized contracts. The treasurer will see that the checkbook is at all state sponsored shows and any other functions requiring the payment of TQHA funds. At least two persons will be signature to the TQHA account.

Section 11. The TQHA point secretary shall be a voting member of the Board and shall be elected by members of TQHA at the annual convention meeting each year. The TQHA point secretary is responsible for compiling accurate and timely competition point standings for the association in accordance with the current by-laws and guidelines.

The TQHA secretary receives competition forms and provides the point secretary a copy of the form. If all of the necessary membership and registration paperwork is in order, points will be calculated beginning with the show at which the Competition Card application is received. If the application is sent through the mail, points will begin with the next show after the application's postmark date. Points earned before the Competition Card was purchased will not be counted. The TQHA secretary will indicate a date received on the form.

Show results are provided by the show secretary for each TQHA approved show in either electronic (PDF) files or written copies within 10 days from the end of the show.

Points will only be given to horses or horse/exhibitor combinations that place on the judge's card (through 9th place). Horses that place in a class will receive 1 point for each horse beaten up to a maximum of 45 horses plus 1 point for entering the class. No points are to be awarded to a disqualified horse/contestant regardless of the number in the class. Example #1: There are 20 entries in a class and you place 4th. You receive 17 points (one for each of the 16 horses you beat plus one for entering the class). Example #2: There are 5 entries in a class and the judge only places three. If you did not place, you receive no points, even though you entered the class.

Points will be cumulative. The horse or horse/exhibitor combination with the highest number of points in a class will be the year end high point champion in that class. The horse or horse/exhibitor combination with the second highest number of points in the class will be the year end reserve high point champion. In the event of point ties: The horse accumulating the greatest number of first place wins will prevail. If first place wins do not break the tie, second place wins, and then third place wins, etc., until the tie is broken.

Point standings are published on the TQHA website as soon as possible, but within 30 days of each show. The point secretary coordinates with the web contact as soon as they are ready to be posted. Points will be posted by category and class. If possible, printed copies should be posted at each show.

Final year-end standings which indicate which horses/exhibitors qualified and won year end awards are posted based on the current by-laws and guidelines. All-Around standings will only be posted after the final standings are done.

The point secretary is also responsible for point calculations for the TQHA state youth world qualifiers and the congress team. These calculations will be updated and posted with the other standings after each show. The point secretary must coordinate/work with the Youth Director when the final points are completed to make sure this process is as smooth as possible.

The congress team standings will be sent to the Youth Director as soon as possible after the Country Music Circuit.

When special awards are given to high point horse/exhibitor combinations of the state sponsored All-Novice shows, the point secretary must also calculate these awards. State published guidelines for these awards should be followed.

Section 12. The Youth Director(s) shall be voting member of the Board and shall be elected by members of TQHA at the annual membership meeting each year. Responsibilities:

- a. plan clinics for the education of Tennessee youth.
 - b. plan meetings to organize Tennessee youth and expand memberships.
 - c. Be present or have a representative present at the last qualifying show(s) for AQHYA World and Congress. Contact each qualifier at the show to find out if he/she will participate. Contact by phone any qualifier not present at the show.
 - d. Be present or have a representative present at both AQHYA World and Congress to organize and assist team members and to participate in opening ceremonies.
5. Be responsible for any/all entries to be sent in for AQHYA World and Congress.

Section 13. When the Youth president is unavailable, the Youth Vice president or an appointed youth representative may sit on the TQHA Board and vote.

Section 14. There shall be a Show and Contest Committee made up of six (6) people elected to three (3) year terms, two going off and two coming on each year. Committee members will be elected by the TQHA members at the annual meeting. The president may appoint a person to fill any vacancy that may occur on the committee for the remainder of a year. This committee will render approval or denial to show, in accordance with TQHA Rules for Show Approval, and be responsible for operation of state show including securing volunteers

and hiring necessary positions with written contracts. The chairperson of the committee or his/her designated representative shall be a voting member of the Board of Directors and shall report all decisions and proposed actions of the Show and Contest Committee to the Board of Directors.

Section 15. There shall be a six (6) person Youth Committee elected to three (3) year terms, two going off and two coming on each year. Committee members will be elected by the TQHA members at the annual meeting. The Youth Committee will be elected to report to and assist the Youth Director as needed, primarily for membership and fund raising. The president, upon Youth Director's recommendation, may appoint a person to fill any vacancy that may occur on the committee for the remainder of a year. The chairperson of the committee or his/her designated representative shall be a voting member of the Board of Directors and shall report all decisions and proposed actions of the Youth Committee to the Board of Directors for approval. The responsibilities of the Youth Committee are:

- a. Raise money for TQHYA
- b. Obtain sponsors to provide outfits for TQHYA World and Congress
- c. Help the youth team organize and plan for outfits at AQHYA World and Congress

Section 16. There shall be a six (6) person Recreational Riding Committee elected to three (3) year terms, two going off and two coming on each year. Committee members will be elected by the TQHA members at the annual meeting. The Recreational Riding Committee will be elected to promote, organize and manage recreational riding, including the TQHA/AQHA annual Trail Ride. It will locate sites, schedule dates, execute contracts, suggest a benefit charity from the Ride, develop contact lists and promote TQHA and TQHA membership among the Recreational Riding community. The president, upon Riding Chairman's recommendation, may appoint a person to fill any vacancy that may occur on the committee for the remainder of a year. The chairperson of the committee or his/her designated representative shall be a voting member of the Board of Directors and shall report all decisions and proposed actions of the Recreational Riding Committee to the TQHA Board of Directors for approval.

Section 17. There shall be a six (6) person professional Horseman Committee elected to three (3) year terms, two going off and two coming on each year. Committee members will be elected by the TQHA members of AQHA professional Horseman at the annual meeting. The professional Horseman Committee will be elected to assist, support, advise and provide appropriate professional services for other TQHA committees, activities and events, especially the TQHA/AQHA Novice Clinic and Show Events, and the 4aHorse Test Rides. The Committee may elect a person to fill any vacancy that may occur on the committee for the remainder of a year. The chairperson of the committee or his/her designated representative shall be a voting member of the TQHA Board of Directors and shall report all decisions and proposed actions of the professional Horseman Committee to the Board of Directors for approval.

Section 18. There shall be an Audit Committee made up of three (3) members elected to three (3) year terms, one going off and one coming on every year. Committee members will be elected by the TQHA members at the annual meeting. The President may appoint a person to fill any vacancy that may occur on the committee for the remainder of a year. The committee will be responsible for auditing any and all accounting and property of TQHA every January and July and present the finding to the Board of Directions. The chairperson of the Audit Committee or his/her designated representative shall be a voting member of the TQHA Board of Directors and shall report all decisions and proposed actions of the Audit Committee to the Board of Directors for approval.

Section 19, There shall be a Communications Committee being made up of six (6) members including a communications committee chairperson who will be a voting member of the TQHA Board, the Executive Secretary, and representative from TQHVA. After the first year (2010), the committee members will be elected by the TQHA members at the annual meeting, two going off and two coming on every year. The President may appoint a person to fill any vacancy that may occur on the committee for the remainder of a year. The communications committee will be responsible for the quality and timeliness of all communications to the membership including but not limited to the TQHA website, Newsletter and email blasts.

Section 20. Guidelines for a Hall of Fame Selection Committee were created by the 2011 TQHA Board. The five member Hall of Fame

Selection Committee will be elected at the 2011 Convention by the TQHA membership. The five member committee will be comprised of three members with a minimum of 15 years and two members with a minimum of 10 years as members of TQHA. The committee will be a perpetual committee which is contingent upon continued active participation with TQHA. The committee is responsible for determining that each member is actively participating. If for any reason such as resignation, death or inactivity a vacancy occurs, a new committee member shall be approved by three of the current Hall of Fame Selection Committee members. The current Executive Committee of TQHA may make recommendations to the Selection Committee to fill any vacancy. The nomination and selection process, approved by the TQHA Board, will be maintained on the TQHA web site.

Section 21. All past presidents will become lifetime TQHA members.

Article V

Section 1. All state approved shows that meet guidelines of the association will be point shows and counted for year-end awards. Points shall be awarded to all qualified horses entered and exhibited in TQHA approved shows and approved halter and performance contests on the following basis:

Section 2. A youth or amateur member who loses the use of his or her horse through permanent injury or death and has a certificate signed by a veterinarian, may get a substitute horse in his or her name and may use that horse to continue with the points that have already been accumulated with the first horse towards the end of the year awards.

Section 3. An unnamed weanling may be allowed to accumulate TQHA points using the dam as reference.

Section 4. The owner of the horse must be a member in good standing of the TQHA in order to accumulate points for year-end awards.

Section 5. To qualify for year-end awards in open, youth, and/or amateur divisions, a Competition Card must be purchased for the current show year at the rate of \$25 for each horse/exhibitor

combination in the youth and amateur, and novice categories. Effective with the 2012 point year, Amateur nominations will cover both amateur and amateur select classes. However, an exhibitor may not win the same class in both categories with the same horse. The Select exhibitor shall provide the point secretary, in writing, which division a class should count for if the classes are combined. If both Select and Amateur classes are held the points will count toward which ever class the individual showed in. Fees collected from Competition Card applications as well as fifty cents (\$.50) of each entry fee from TQHA shows and TQHA approved shows will be used for the purchase of year end awards.

- a. All state approved shows that meet the guidelines of the association will be point shows and counted for year-end awards.
- b. Horses that place receive one point for each horse beaten up to a maximum of 45 horses plus one point for entering the class. Points will be cumulative, and the horse with the highest number of points in a class will be the year end high point champion in that class. The horse with the second highest number of points in a class will be the year end reserve high point champion in that class.
- c. A copy of registration papers must accompany the application.
- d. Points will be counted from October 1 through September 30.
- e. All competitors for year-end awards must be members of TQHA. To be eligible for Amateur awards exhibitor must also be a TAQHA member. To be eligible for Youth awards, exhibitor must also be a TQHVA member, and either exhibitor or one parent/guardian must be a TQHA member. Youth and Amateur ownership rules will follow AQHA rules.
- f. Any and all AQHA classes that are held at least ten (10) times in a year at TQHA approved shows will have high point class awards. A horse must show and place at least five (5) times in a class to be eligible for a year end award in that class.
- g. Points are counted from postmark date of application sent to TQHA address or from date accepted at TQHA shows or TQHA approved show.

- h. Amateurs, who nominate in both Amateur and Amateur Select categories, must declare in writing, which category - Amateur or Amateur Select, they want points to accumulate by class – when amateur select classes are not held and they show in amateur.

Section 6. A year-end All-Around Award and Reserve All-Around Award will be given to the horse in the open, amateur and youth division with any one horse in their respective division earning the most points in halter and performance classes. All AQHA classes held at least ten (10) times in a year at TQHA approved shows will count for points in all-around competition. (Except as noted below) A year-end All-Around Award and Reserve All-Around Award will be given to the amateur select, novice youth and novice amateur with any one horse in their respective categories earning the most points in performance classes. Points must be earned in three performance categories. Effective with the 2012 point year, the Amateur Select All-Around will follow the guidelines of the previous paragraph.

- a. The total number of points calculated in each class will be added together to determine who has the most points and that will determine the year-end all-around Champion for each division.
- b. The horse/rider combination must have 3 all-around categories as stated in the AQHA rulebook.
- c. Green points will not count toward the all-around high point horse award.
- d. No points are to be awarded to a disqualified horse or contestant regardless of the number in the class.
- e. If a tie occurs, the horse/contestant will be declared the all-around high-point who:
 1. Earned points in the greatest number of events.
 2. Won over the greatest number of horses.
 3. Earned the most points in performance events.

Section 7. The year end high-point winner in each event will be the State Champion.

Section 8. A year end award will be given to the high-point and reserve high-point racing quarter stallion, mare and gelding, to be determined by points earned by AQHA records. Horse must be declared to TQHA point Secretary by name and registration.

Section 9. In the event of class point ties: The horse accumulating the greatest number of first place wins will prevail. If first place wins do not break the tie, second place wins, and then third place wins, etc., until the tie is broken. This rule applies to Sections 7 and 8.

Section 10. If a question should arise that is not outlined in the forgoing section, Robert's Rules of Order will prevail.