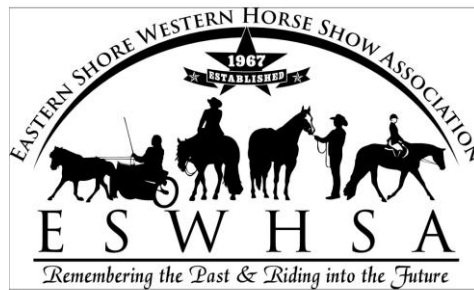


Constitution & By Laws for the
Eastern Shore Western Horse
Show Association (ESWHSA)



ARTICLE I. NAME

The name of the organization is: Eastern Shore Western Horse Show Association; official abbreviation ESWHSA, and said association will be run as a nonprofit organization in accordance with Delaware law.

ARTICLE II. PURPOSE/MISSION

Our mission is to provide the opportunity for anyone to be able to show horses in a competitive and friendly atmosphere.

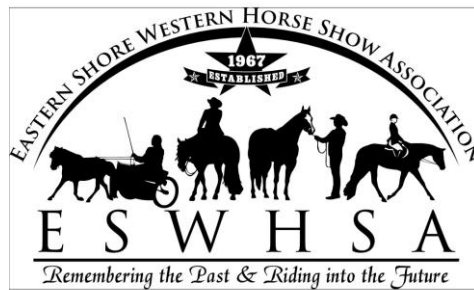
ARTICLE III. MEMBERSHIP/SHOW SPONSORS

1. Any organization located on the Delmarva Peninsula, including the entire State of Delaware, which is interested in the objectives of this organization shall be eligible.
2. Application for a new show sponsorship must be made in writing or email to the Secretary and must be approved by a majority vote of the Board of Directors.
3. Any show sponsor may resign from the organization by presenting their resignation to the Secretary in writing or email. Upon making such resignation, all of their interests in the property and the moneys of the organization shall cease.
4. By a majority vote of the elected Board of Directors, any show sponsor may, and shall, be discharged or expelled from the organization for negligence of their duties or obligations as now and as may hereafter be prescribed by the sponsors contract, and also for non-payment of fees and assessments levied or made, pursuant to such By-Laws and within the time prescribed for such payment.
5. The ESWHSA Board of Directors reserve the right to add or delete a show or shows as needed.
6. Only under emergency situations should a 4 judge show take place with the approval of 2/3 of the board of directors.

ARTICLE IV. BOARD OF DIRECTORS / EXECUTIVE BOARD

1. This organization shall be managed by an Elected Board consisting of (11) eleven members. ((4) four elected officers, (7) seven elected directors”) Nominations for elected Board members may be submitted to the secretary in writing or email a minimum of two weeks prior to the second board meeting that follows the completion of the current fiscal year's show season.
2. Officers, consisting of President, Vice-President, Secretary, and Treasurer shall be elected from among the eleven member Elected Board of Directors, for a term of (2) two years. The President shall vote only in case of a tie.
3. All officers of this organization shall be elected at the second Board meeting that follows the completion of the current fiscal year's show season to take office following the Annual Awards Banquet. The president and Treasurer should be elected on even years and the Vice President and Secretary on odd years to complete their (2) two year terms.

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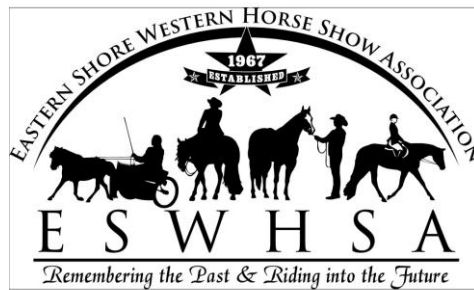


4. There are a total of (7) Seven Directors with a (1) one year term. There will be (3) three board of directors to be voted in during the board of directors meetings when officers are elected and (4) four will be elected in during the open meeting all for 1 year terms.
5. One representative shall be appointed from each show sponsoring organization, and the name of that representative shall be given to the Secretary of ESWHSA by the beginning of the fiscal year either by writing or email. In case of an absence, the show sponsor must notify a board member of an alternate to represent their organization.
6. Any elective office that shall be vacated during the time between annual meetings shall be filled by appointment of the Board of Directors to serve until the next annual meeting; with the exception of the president.
7. The President shall appoint a replacement to complete the term of any Board Member who does not attend any Board meetings during their first year in term.
8. The Board of Directors shall have the power to conduct the business of the organization during the intervals between board meetings. (Example text, phone or email)
9. The Elected Board of Directors shall act as a Trial Board in the matter of any disciplinary action with the organization against any show sponsor or exhibitor.
10. At the first (2) two board meetings of the fiscal year, the show sponsors shall have the opportunity to present and/or recommend any concerns or proposals for the upcoming show season. To be voted on at that meeting by the elected board and show sponsors.

ARTICLE V. MEETINGS

1. Fiscal year is January 1st through December 31st
2. Monthly meeting will be held at the discretion of the Board of Directors.
3. At least (1) one Annual Open Meeting of the organization shall be held each year between the end of the current fiscal year's show season and the beginning of the next fiscal year's show season at a time and place to be arranged by the Board of Directors. Additional open meetings can be arranged at the discretion of the Board of Directors.
4. An emergency meeting may be called upon as necessary; OR a telephone/electronic vote may be held- each person to be called/electronically notified and the vote recorded. (Electronic notification example text, email)
5. Representatives for show sponsoring organizations may attend board meetings.
6. Meetings of the ESWHSA shall be conducted according to Roberts "Rules of Order" and the suggested order of business shall be as follows:
 - a) Call to Order
 - b) Reading of the Minutes
 - c) Notice and Correspondence
 - d) Treasurer's Report
 - e) Secretary's Report

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- f) Old and/or Unfinished Business
- g) Election of Officers
- h) New Business
- i) Adjournment

ARTICLE VI. DUTIES OF THE PRESIDENT

It shall be the duty of the President to preside at all meetings of the organization and its Board of Directors and to enforce the observance of all parts of the By-Laws. Furthermore, at the first meeting after election, the President shall appoint any necessary committee chairman. Each chairman shall appoint additional members to the committee, of not more than (5) five including the Chair. The President can sign checks and make deposits with a copy of all deposits for the records.

ARTICLE VII. DUTIES OF THE VICE-PRESIDENT

It shall be the duty of the Vice-President to preside in the absence of the President.

ARTICLE VIII. DUTIES OF THE SECRETARY AND TREASURER

These offices will be held by (2) two different people; however in extenuating circumstances ESWHSA shall have the option to combine said offices by the same person. The principle duties of the **Secretary** will be to keep accurate and detailed minutes of the meetings of the organization and its Board of Directors and to safely and systematically keep all books, records, papers, documents, and correspondence belonging to the organization or in any way pertaining to the business thereof. Also to check the post office box frequently. The **Treasurer** shall deposit the funds of the organization in the ESWHSA appointed bank, pay all bills approved by the Board by check, &/or give a complete report on the financial condition of the organization to the membership at each regular meeting. If applicable any association fees, taxes, Insurance, franchise fees etc., will be the responsibility of the treasurer.

ARTICLE IX. DUTIES OF THE VARIOUS COMMITTEES

The duties of the various committees shall be such as from time to time are prescribed by the Board of Directors.

ARTICLE X. DUES

The annual dues/fees of the organization, if any shall be fixed by the Board of Directors at the first meeting following the annual open meeting.

ARTICLE XI. AMENDMENTS

1.Changes in the constitution & bylaws may be submitted in writing or email to the board of directors (2) two weeks prior the first board meeting of the fiscal year for their consideration.

2. Any changes will be reviewed by the elected board of directors and show sponsor representatives for a majority vote at the following board meeting. A quorum consists of a minimum of (10) ten.