

**AMENDED AND RESTATED BY-LAWS
OF
NORTH AMERICAN SIX HORSE HITCH CLASSIC SERIES, INC.**

ARTICLE I – NAME

Section 1: The name of this organization shall be the North American Six Horse Hitch Classic Series, Inc.

ARTICLE II – PURPOSE

Section 1: The purpose of the North American Six Horse Hitch Classic Series, Inc. is as follows:

1. To promote public interest in Draft horses;
2. To promote improvement in breeding, showing and marketing of the Draft horse;
3. To provide facilities for meetings for the exchange of ideas, to promote and manage exhibits and work in harmony with other horse or livestock associations, to promote the competition and showing of sic horse hitches, and to provide any other means for carrying out the purpose of this association including conducting a Classic Series Final competition with an annual Champion.

ARTICLE III – MEMBERSHIP

Section 1: Eligibility. Membership in this organization may be held by any individual, firm, partnership or corporation who is interested in the promotion of the Draft horse and the competitive showing of six horse hitches. Acceptance in the Association may be determined by the Board of Directors upon application.

Section 2: Designation of Voting Member. Every membership shall be entitled to one vote on any matter put to vote by the Association and the general membership, in his/her application, shall designate the name of the individual who shall exercise the vote on behalf of the membership. This designation shall be made annually upon payment of the dues as set forth herein.

Section 3: Fees and Dues. Annual fees and dues shall be fixed and determined by the Board of Directors of the Association. Dues for the year in competition must be paid by January 1st of each year. If not paid by March 31st of the same year, they will not be permitted to participate in the Classic Series Finals. Annual dues are \$50 for the year and \$50 for renewing members. Members may pay \$200 for a five (5) year membership. In order for an exhibitor to participate in a NASHHCS six horse hitch class, they **must** be a member of the NASHHCS or they will not be allowed to participate in the class.

Section 4: Termination. Membership in this Association shall terminate when a member fails to pay annual membership dues or any fees fixed by the Board of Directors after the first notice of late payment mailed by the secretary of the Association. Further, any member disturbing the harmony of the Association may have his/her membership suspended by a two-thirds (2/3) vote of the Board of Directors after thorough investigation, and his/her membership may be revoked, and thereby terminated by a two-thirds (2/3) vote of the members of the

Association present at any annual or special meeting. Further, in the event any member fails to pay annual dues for three (3) consecutive years, said member cannot be reinstated unless the annual and current fees are both paid.

ARTICLE IV – CALENDAR YEAR AND MEETING

Section 1: Calendar Year. The calendar year of the Association shall commence on the day after U.S. Labor Day and end on the following U.S. Labor Day of the year in competition. Notwithstanding the above, the Board of Directors has the authority to adjust the calendar year in order to accommodate a greater number of Member shows bidding on and hosting the Classic Series Finals. Classic Series members will be notified of any adjustment to the calendar year a minimum of 12 months in advance of said adjustment.

Section 2: Annual Meeting. The annual meeting of the members of the Association shall be held at the location of the finals for the north American Six Horse Hitch Classic Series at a time and place to be determined by the board of Directors with due notice to the membership.

Section 3: Special Meetings. Special Meetings of the Members may be called at any time by the President, or by a majority of the members of the Board of Directors, or by Petition of a majority of the active members of the Association.

Section 4: Notice of Meetings. Notice of all meetings and agenda shall be mailed to each member at least ten (10) days prior to said meeting.

Section 5: Voting. Each paid member, or its designee, shall be entitled to one (1) vote on all business presented for consideration by the Board of Directors.

Section 6: Quorum. The paid members of any regularly called meeting shall constitute a quorum for the transaction of business.

Section 7: Order of Business. The order of business at the annual meeting shall be as follows:

1. Call to order.
2. Proof of due notice of meeting.
3. Reading and disposal of minutes.
4. Report of Officers.
5. Report of Committees.
6. Unfinished Business.
7. New Business.
8. Election of Directors.
9. Adjournment.

Section 8: Meeting Minutes and Financial Report. A written copy of the meeting minutes and treasurer report shall be sent to each paid member within a reasonable time following all general membership meetings. There will be an Audit of the Financial Records and reports conducted annually by a three (3) member committee appointed by the President to be chaired by one director and two voting members.

ARTICLE V – DIRECTORS

Section 1: Number and Qualifications of Directors. The business of the Association shall be controlled by a board of Directors consisting of five (5) members, each of whom shall be a member of the Association. The Board shall be elected by a majority vote of the respective voting members.

Section 2: Election of Directors. The Board of Directors shall designate annually, three (3) active members to serve as a Nominating Committee, who shall solicit members respectively for the slate of candidates for the election of Directors. The Nominating Committee shall insure that at least one (1) Director is from the United States and at least one (1) Director is from Canada for the representation on the board at all times. The remaining directors may be selected at larger. Ballot count for the election of Directors shall be done by the Nominating Committee and its chairman and to announce the results to the membership and Directors.

At the first annual meeting of the members of this Association, Directors shall be elected to succeed the incorporating Directors. One (1) director shall be elected for a one (1) year term; two (2) Directors for a two (2) year term; and two (2) Directors for a three (3) year term; and thereafter Directors shall be elected annually for a three (3) year term.

Directors shall be elected by the following method:

1. By sealed, secret ballot of those paid members prior the Annual Meeting.

The election process shall be conducted as follows:

1. Prior to the annual meeting, all paid members will receive by mail the nominations for the Directors and a short biography of each candidate, along with a ballot.
2. The member shall review the candidates, vote the ballot and place it in a small envelope (which will be included), and seal it.
3. The small sealed envelope containing the ballot will then be placed in a larger, addressed envelope. The member must sign his name on the back of the large envelope and mail.
4. A CPA non-member will serve as teller, count the ballots and report to the President. No officer or director shall have access to the returned ballots.
5. At the Annual Meeting all the nominees for Directors will be accepted and voting shall be completed by the general membership within 60 days of the annual meeting.
6. Once a member has been nominated to run for Director, they must sign a letter they will serve as Director, if elected.

Section 3: Terms of Directors. Each Director shall be eligible for two (2) three (3) year terms and then must be off the board for at least one (1) year before being eligible for re-election to the Board.

Section 4: Board Meetings. Regular meetings of the Board shall be held at such time and place as may be fixed by the Board.

Section 5: Voting. Each Director shall be entitled to only one (1) vote on any question.

Section 6: Quorum. Three (3) of the members of the Board of Directors shall constitute a quorum.

Section 7: Vacancies. Any Director failing to attend two (2) consecutive annual meetings of the membership shall be considered as having vacated his office and shall automatically be

dropped from the board of directors unless such absence is caused by illness of such director, or by serious illness in his/her immediate family, or unless an acceptable excuse is furnished to the Board of Directors. Where a vacancy exists, or is created on the Board of Directors, the Board of Directors, my majority vote, shall appoint a Director to serve until such time as his successor is elected.

Section 8: Compensation. The members of the Board of Directors shall receive no compensation for their services as such. Directors may be reimbursed for actual expenditures when approved by the Board.

ARTICLE VI – OFFICERS

Section 1: The Board of Directors shall reorganize within seventy (70) days after the Annual Meeting and shall elect one (1) person for each of the following offices to serve for a term of one (1) year.

President: The President shall be chief executive officer of the Association, preside at all meetings of the board of Directors, and the executive committee, perform duties incidental to such office for the best interest of the Association. He/she shall be an ex-officio member of all other committees.

Vice President: The Vice President shall perform the duties of the President in case of his/her absence or inability to perform.

Secretary: The Secretary shall attend all meetings of the members and the Board of Directors and shall preserve in the books of the Association minutes of the proceedings of all meetings. The Secretary shall give all notices required by law, by these By-Laws or resolution and shall perform any other duties as may be delegated by the Board of Directors. The Secretary shall also keep a list of all paid members of the Association and their voting designees. The Secretary can appoint an Assistant Secretary, upon approval of the Board of Directors, to help with the business activities of the Secretary and the Assistant Secretary can be a paid position upon approval by the Board of Directors. The Assistant Secretary does not have to be a member of the Board of Directors and if the Assistant Secretary is not a member of the board of Directors then he/she shall have no voting privileges.

Treasurer: The Treasurer shall keep or cause to be kept full and accurate accounts of receipts and disbursements of the Association. The Treasurer shall have the care and custody of all funds and securities of the Association and shall deposit or cause to be deposited said funds in the name and to the credit of the Association in such bank accounts at such depositories as the Board of Directors may from time to time determine. The Treasurer shall also regularly report to the Board and membership the financial condition of the Association. The Treasurer shall also disburse funds of the Association as ordered by the Board of Directors, taking proper vouchers for said disbursements. All checks must be signed by two (2) persons including the Treasurer and another member of the board of Directors specifically appointed by the board for said purpose. The Treasurer can appoint an Assistant Treasurer, upon approval of the board of Directors, to help with the business activities of the Treasurer and the Assistant Treasurer can be a paid position upon approval by the Board of Directors. The Assistant Treasurer does not have to be a member of the board of Directors and if the Assistant Treasurer is not a member of the Board of Directors then he/she shall have no voting privileges.

Section 2: Vacancies: In the event of death or permanent disability of any officer, the board of Directors shall declare the office vacant and appoint a successor.

ARTICLE VII – REQUIREMENTS FOR A QUALIFYING SHOW

Section 1: Requirements to be a North American Six Horse Hitch Classic Series Qualifying Show are as follows:

1. Each class must be an open class, which may or may not be restricted to breed and/or gender.
2. The show must pay One Hundred Fifty (\$150.00) U.S. dollars per year membership fee.
3. The show must have at least Two Thousand Five Hundred (\$2,500.00) U.S. dollars in prize money for each six horse hitch class it would like to qualify, unless the show is held in Canada. If the show is held in Canada, the show must have at least Two Thousand Five Hundred (\$2,500.00) Canadian dollars in prize money for each six horse hitch class it would like to qualify. All Two Thousand Five Hundred (\$2,500.00) dollars must be paid out completely regardless of how many hitches are in the class.
4. At the completion of the show they must return a placing sheet, which will be supplied to them, listing the places of every hitch in the class and how the money was paid.
5. The entire six horse hitch class must be placed from top to bottom. Each NASHHCS member participating in the class must be, at a minimum, hitched to a wagon.
6. Only one set of points will be awarded to each Classic Series six horse hitch class.
7. A show that has a classic Series class or classes that does not meet all the requirements of the above listed, may be suspended for a period to be determined by the Board of Directors.

ARTICLE VIII – QUALIFYING FOR THE NORTH AMERICAN SIX HORSE HITCH CLASSIC SERIES FINALS

Section 1: In order to qualify for the North American Six Horse Hitch Classic Series Finals each hitch must:

1. Be a current paid member in good standing of the North American Six Horse Hitch Classic Series, Inc.
2. Be one of the top four (4) of his/her breed for total points in the year of competition.
3. In the event a qualified hitch declines to attend, the next highest point-getter of that breed will be invited and so on down the line with the goal of having twelve (12) hitches, four (4) from each breed (Belgian, Percheron, Clydesdale/Shire) compete in the Classic Series Final.
4. The owner of a qualifying hitch for the finals **MUST OWN** at least four (4) of the horses that are hitched for the Final's class or classes.
5. In the event of a tie for the finals a three (3) tier tie breaker will be used, this consists of first comparing their head to head competition; if there was none then whoever competed in the **LEAST** amount of qualifying **Classes** to get their tied points shall win the tie. If the tie is still not resolved, the Board of Directors will make the final determination.
6. In the event a qualifying hitch withdraws from the finals after acceptance and the Board of Directors determines, by majority vote, that said withdrawal was without just cause, the Board may, by majority vote, impose a penalty, not to exceed 2 years, forfeiting the hitch from competing in the NASHHCS Finals and forfeiting NASHHCS benefits.
7. A hitch must either accept or decline the invitation to the finals within 72 hours of direct contact by the Board of Directors.
8. Only one hitch per membership will be allowed in the Finals.
9. If a NASHHCS Finalist attempts to get to the Finals and for some reason cannot finish their obligation, they will still receive \$2,000.

ARTICLE IX – TRAVELING EXPENSE FOR FINALS

Section 1: It shall be the obligation of the Board of Directors to contact the host of the Classic Series Final to contract for the payment of a set of traveling expense to be paid to each hitch that attends and competes in the Classic Series Finals.

ARTICLE X – COMMITTEES

Section 1: Executive Committee. The Board of Directors may, at its discretion, elect from its own members an Executive Committee consisting of three (3) members. The Executive committee shall have such powers and duties as may from time to time be prescribed by the Board and these duties and powers may be all of the duties and powers of the said Board, subject to the general direction, approval and control of the board. Copies of the minutes of any meeting of the Executive Committee shall be mailed to all Board members within ten (10) days following such meeting.

Section 2: Other Committees. The Board of Directors shall establish other committees as they may deem advisable relative to the various interest and activities through which the general welfare of the Association will be promoted; determine the tenure of such committees and their powers and duties. A Director shall sit on each appointed committee as Chairperson. Each committee shall select one (1) person to serve as Secretary of the committee. The Secretary shall maintain accurate records and minutes of each meeting of said committee and shall provide a written copy of committee meeting minutes to the Board of Directors for permanent record.

Section 3: Quorum. A majority of the members of all committees shall constitute, respectively, a quorum to transact business.

ARTICLE XI – MISCELLANEOUS PROVISIONS

Section 1: By-Laws. These By-Laws shall be considered adopted nunc pro tunc as original By-Laws and they shall be duplicated and a copy made available to each member.

Section 2: Amendments. Provided that notice of such proposed amendment is included in notice of said meeting, these By-Laws may be amended at any meeting of the members of the association by two-thirds (2/3) of the active members present.

Approved and adopted this _____ day of _____, 2016.

[Signatures follow on next page]

The following being duly authorized hereby set their hand and seal as follows:

President

Vice President

Secretary

Treasurer