**The Western Hudson Valley Professional Horsemen’s Association Inc.**

**A Chapter of the**

**Professional Horsemen’s Association of America, Inc.**

**Articles of Organization**

**Constitution and By-Laws**

**Constitution:**

**Article I: Name**

The name of this organization shall be The Western Hudson Valley Professional Horsemen’s Association, A Chapter of the Professional Horsemen’s Association of America, Inc.. Throughout this document, this Association shall be referred to as the WHVPHA.

**Article II: Purpose**

**Section 1. Purpose of the WHVPHA**

The purpose of this chapter is to support the objectives of the Professional Horsemen’s Association of America, Inc. which are:

To give aid and sustenance to needy horsemen.

To provide educational aid to children of professional horsemen through a scholarship fund.

To promote and foster interest in the horse industry.

To aid in the protection and care of horses through education.

**Section 2. Non Profit Status of WHVPHA**

The Association is exclusively non-profit and no officer, member or employee thereof shall receive any monetary benefits from its operation.

**Section 3. Regional Exclusivity**

The region encompassed by the WHVPHA shall include: Orange County, Sullivan County, Rockland County, and Ulster County in the State of New York, and Northern Sussex County in the State of New Jersey. The WHVPHA as described herein, and as a recognized Branch Chapter of the Professional Horsemen’s Association of America, Inc. shall have exclusive domain over this region with regard to any PHA matters.

**Article III: General Membership**

**Section 1. Membership Term and Definition**

The annual term of membership shall coincide with the Chapter’s Horse Show Year which shall be from September 1 through August 31. Membership in the association shall be divided into the following classes:

1. **Professional members:** A professional member is defined as any person whose principal means of livelihood is buying, selling, horse farming, training horses, teaching, riding or any related profession to the above. In order to meet the requirements of professional status, the prospective member shall have been engaged in the horse industry for at least one year prior to application. In order to be defined as a member in good standing, annual dues must be paid in full.

Professional members shall be entitled to certain benefits as outlined in Article V of the national By-Laws.

Professional Members have voting privileges as outlined in the document herein.

1. **Associate Members:**

An Associate member is defined as any Amateur, (as opposed to a Professional Rider) who is eighteen years of age or over, who is interested in furthering the purpose of this association.

Associate members have no voting privileges.

1. **Junior Associate Members:**

A Junior Associate member is defined as anyone who is interested in furthering the purposes of this association, who has not reached the age of eighteen as of September 1 of the current horse show year.

Junior Associate Members have no voting privileges except if they are serving on the Junior Committee, wherein they will have voting rights only in matters before the Junior Committee.

1. **Life Members:**

Life Members have WHVPHA privileges for life. 60% of their membership dues will be remitted to the National Scholarship Fund.

Life members have the same voting privileges as Professional members.

**Section 2. Membership Privilege**

Membership in this association is a privilege, not a right, and no member shall obtain any property rights to the assets of the association.

**Section 3. Membership Suspension**

Any member may be censured, suspended or expelled by a majority vote of the Professional Members of the Chapter, or by the Board of Directors. The member being censured shall have the opportunity to be heard before the Board of Directors. A notice in writing of the time and place of the hearing and a copy of the charges preferred against him shall be sent to him by registered mail not less than ten days before the date of the proposed hearing.

**Section 4. Membership Applications**

Applications for membership must be made on applications provided by the association, and are available on the website of the WHVPHA at <http://www.whvpha.org>.

**Section 5. Membership Dues**

The annual dues shall be as follows:

Professional $50 ($30 of this shall be remitted to the National PHA)

Associate $35 ($10 of this shall be remitted to the National PHA)

Junior Associate $35 ($10 of this shall be remitted to the national PHA)

Life Member $2500.00 ($1500.00 of this shall be remitted to the national PHA)

The Board of Directors is empowered to make changes to the above dues, as is deemed necessary for the proper operation of the Association.

Remittance to the national PHA by the WHVPHA automatically qualifies the WHVPHA member as a member of the National PHA, entitled to all of the rights and privileges thereof.

The annual term of membership shall coincide with the Chapter’s Horse Show Year which shall be from September 1 through August 31. Any dues paid within this period shall be applied to membership for that horse show year; thus, membership will end as of August 31 of the corresponding horse show year.

 Points earned at a sanctioned WHVPHA Horse Show shall only accrue to a rider or horse, if the rider is a member in good standing as of the date of the horse show in

question.

**Article IV: Dissolution**

In the event of the dissolution of the WHVPHA, all residual funds remaining in the chapter’s account, after all obligations have been paid, shall revert to the National PHA Scholarship Fund.

**BY-Laws:**

**Article I: Board of Directors**

**Section 1. Composition of Board of Directors**

The management, control and direction of all policy, business, and the affairs of the Association shall be vested in the Board of Directors. A member of the Board of Directors must be a Professional member in good standing. The Board of Directors shall consist of the five officers, as outlined in Article V, Section 1. The Board shall have the authority to appoint 2 additional Board Members, by a majority vote of the Board Members. Any appointed member of the Board of Directors must be a Professional member in good standing.

**Section 2. Duties of the Board of Directors**

 The duties of the members of the Board of Directors are as follows:

1. The management, control and direction of all policy, business, and the affairs of the Association shall be vested in the Board of Directors.
2. The Board of Directors shall have general charge of the funds and property of the WHVPHA.
3. All proceeds from whatever source of whatever nature, received or owned by the WHVPHA, shall be expended or distributed only as directed by the Board of Directors.
4. The Board of Directors shall have the power to suspend or remove any members of the Board for conduct detrimental to the interest of the WHVPHA, by a majority vote of the entire Board.
5. The Board of Directors shall, if requested, rule on suspension of any member or the rejection of any applicant for membership.

**Article II: Officers**

**Section 1. Officers**

The Officers of the WHVPHA must be Professional Members in good standing. The Officers of this chapter shall consist of the following:

President

Vice President

Treasurer

Recording Secretary

Corresponding secretary

**Section 2. Officers’ Term**

The term of office for all officers shall be one year, beginning on January 1 of the calendar year. All officers may succeed themselves.

**Section 4. Officers’ Duties**

The duties of the officers shall be as follows:

**The President:**

The President shall call and preside at all meetings of the Association. He shall be a member ex-officio of all Committees, except any Nominating Committee or Election Committee. He shall perform all duties incident of his office and such duties as may be required of him by the Board of Directors. He may delegate any of his duties, and require the assistance of any of the elected officials of the Association.

**The Vice President:**

In the event of the incapacity, absence, death, or resignation of the President, the Vice President shall perform all of the duties of the President until such time as a new election is held.

**The Treasurer:**

The Financial Committee has been established in order to ensure proper accounting controls and a separation of function with respect to receipts versus disbursements.

The Financial Committee shall consist of the Treasurer and 2 other members of the Board of Directors.

The Financial Committee shall be responsible for the timely deposit of all receipts and the timely remittance of all approved disbursements. Receipts shall be handled exclusively by one member of the committee, whereas expenditures must be approved by the other two members of the Financial Committee.

The Treasurer shall be responsible for maintaining the WHVPHA’s financial records according to Generally Accepted Accounting Principles.

The Treasurer shall prepare monthly Financial Statements consisting of a Balance Sheet and detailed Income Statement, which shall be presented to the members at each general meeting.

The Treasurer shall prepare year-end financial records, which shall be presented to a Certified Public Accountant, (who has been approved by a majority vote of the Board of Directors) for the purposes of preparing annual tax returns.

The Treasurer shall maintain a file of all supporting documentation of all transactions for a period of time as determined by prevailing IRS and NYS reporting requirements.

The Treasurer shall make available all financial records for audit by any member of the Board of Directors.

The Treasurer shall make available all financial records for the purposes of an independent audit as required to maintain the organization’s 501c3 tax-exempt status.

**Recording Secretary:**

The Recording Secretary shall be responsible for keeping a record of all the proceedings of the Association and for compiling same into the official minutes of all meetings, both meetings of the professional members and meetings of the Board of Directors. The Recording Secretary shall authorize the Corresponding Secretary to post the minutes to the WHVPHA’s website, and shall incorporate the minutes of the previous meeting into the record of the next meeting.

The Recording Secretary shall also be responsible for maintaining membership records and updating same into the WHVPHA data base.

The Recording Secretary shall also be responsible for updating horse show results into the WHVPHA data base and uploading same to the WHVPHA website.

**Corresponding Secretary:**

The Corresponding Secretary shall be responsible for handling all of the correspondence of the Association.

The Corresponding Secretary shall also send out all official notices and notices of meetings with an agenda noting the major business of each meeting.

The Corresponding Secretary shall also be responsible for maintaining the WHVPHA website and for posting all official notices as directed by the Board of Directors.

The Corresponding Secretary shall report the results of all appointments to the national secretary and the results of all elections to the national secretary as outlined in The professional Horsemen’s Association of America Inc. Constitution and By-Laws.

**Article III: Committees**

**Section 1. Standing Committees**

Standing Committees shall consist of 3 members, plus the President who shall be a member ex-officio of all Committees. Professional Members, Life Members and Associate Members may serve on Standing Committees. Junior Members may only serve on the Junior Committee. The Committee members shall elect one member to serve as the Chairman of the Committee. The Chairman of the Committee must be a Professional Member, and only Professional Members have voting privileges in Committee matters.

The members of the standing committees shall be elected at the first chapter meeting of the calendar year and shall serve for a term of one year. Their appointment and must be approved by a majority vote of the members of the Board of Directors.

1. **Executive Committee**

The Executive Committee shall by definition consist of the members of the Board of Directors.

1. **Financial Committee**

The duties of the Financial Committee are outlined in Article V, section 4, under the responsibilities of the Treasurer.

1. **Horse Show Committee:**

The Horse Show Committee will be responsible for all decisions related to horse shows, including the determination of standards to be met by host farms. The Horse Show Committee will be responsible for formulating the Horse Show Rule Book, setting forth the standards and specifications for all classes, subject to approval by the Board of Directors. It will also be responsible for settling any disputes regarding Points keeping.

1. **Ethics (Grievance) Committee:**

The Ethics Committee will handle any grievances of inappropriate conduct that are presented to the WHVPHA. All grievances must be presented in writing to the President, who will turn the matter over to the Grievance Committee for review. The grievance Committee will consider, investigate and make recommendations to the members of the Board of Directors. A first violation will be addressed by a warning notice. A second violation will constitute grounds for suspension. See Article III, Section 3.

1. **Banquet and Awards Committee:**

The Banquet and Awards Committee shall be responsible for the handling of the Year End Awards Presentation and Banquet. All expenditures must be approved by a majority vote of the Board of Directors.

1. **Endowment Committee (Aid to Members and Scholarship Committee)**

The members of the Endowment Committee shall be responsible for making recommendations to the Board of Directors with regard to providing financial assistance in the form of aid or scholarships.

The Endowment Committee shall promulgate the WHVPHA’s Mission and shall make recommendations regarding the types and amounts of endowments and scholarships and define eligibility for same. The Endowment Committee shall design application forms, review all applications and make recommendations regarding award recipients to the Board of Directors.

1. **Junior Committee:**

This committee shall consist of 3 Junior members of the WHVPHA, with one Professional Member who shall serve as its director and mentor. The 3 Junior members shall elect one member to serve as the Chairman. The Junior Committee shall make recommendations to the Association in order to institute and promote programs to further the objectives of the WHVPHA, with particular emphasis being placed on the interests of the Junior members.

**Section 2. Special Committees**

The President may at any time establish other committees, and appoint committee members to address any subject in order to further the purposes of the Association for which there are no current committees already in existence. Such committees shall terminate with the election of new officers.

**Article IV: Financial Policies and Fiscal Year:**

The accrual basis of accounting shall be adopted for financial reporting purposes.

The calendar year shall be adopted as the Fiscal Year.

All receipts shall be deposited into a bank designated by the Board of Directors in the name of the Western Hudson Valley Professional Horsemen’s Association.

See Article V, Section 4. for the definition of the responsibilities of the Treasurer and the Financial Committee.

**Article V: Meetings**

Meetings of the Professional Members shall be held on a monthly basis.

The Board of Directors shall meet at least once every quarter.

**Article VI: Voting and Nominations**

**Section 1. Quorum**

A quorum for all Chapter meetings shall be met if at least 4 Officers and 3 Professional members are present.

**Section 2. Nominations**

Any professional member in good standing may declare his or her intention to run for office at the November meeting of the chapter.

**Section 3. Voting**

Professional members in good standing shall be entitled to one vote for the Officers and Board of Directors. Voting for the upcoming year shall take place at the December meeting of the Chapter.

**Section 4. Inauguration of Officers**

All Officers shall assume their duties as of January 1. All officers from the prior administration shall meet with the Officers Elect during the month of December and furnish to them all documentation, files, records, passwords and assets of the chapter. All work in progress as of January 1 shall be fully documented by the previous administration in order to ensure a smooth transition and assumption of duties.

Any Officer of an outgoing administration who does not furnish the necessary documentation, files, passwords, records or assets to the incoming administration , or who does not assist in ensuring a smooth transition of functions shall be subject to suspension. Membership may be reinstated upon that Officer’s compliance with the above.

**Section 5. Conflict of Interest**

Any member presented with a conflict of interest, when serving in any capacity, i.e., as a Member of the Board of Directors, as a member serving on a Standing Committee or Special Committee, or as a professional member voting in any capacity, must recuse himself from any voting authority concerning any matter in which his impartiality is conflicted.

**Article VII: Horse Shows**

A primary source of funding for the WHVPHA shall be horse shows sanctioned and approved by the WHVPHA, and run by Member Host Farms. Member Host Farms shall remit to the WHVPHA a designated fee per rider, per sanctioned WHVPHA class, as outlined in the WHVPHA High Score Program Rule Book for the applicable Horse Show year.

The WHVPHA High Score Program Rule Book for the year 2012 shall be considered an addendum to these Articles.

**Article VIII: Amendments**

This constitution may be amended by a majority vote of the entire Board of Directors at a meeting duly called for that purpose.

This Constitution and By-Laws of the Western Hudson Valley Professional Horsemen’s Association Inc., consisting of Pages 1 through 9, has been approved and adopted by the members of the Board of Directors on this day, January 1, 2012:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Annette Mohr

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Brad Whitmire

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Jody Moraski

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Denise Dahms

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Sheryl Wilkins