



Mid-America Miniature Horse Club

Article I – Name and Location

Section 1.1 – Name

Pursuant to its Articles of Incorporation under the laws of the State of Ohio, the name of this Corporation shall be the “Mid-America Miniature Horse Club, “ and it shall be a non-profit corporation.

Section 1.2 – Location

The Corporation shall continuously maintain, in the state of Ohio, an office and registered agent in a location to be determined by the elected officers of the organization; however, the office shall be initially located at 2130 Millville Ave, Hamilton, Ohio, 45013. The principal place of business will be the state of Ohio. Business may be conducted or carried at any place convenient to such officials as may be participating.

Article II – Members

Section 2.1 –Membership

The membership shall approve general rules and regulations, which shall govern the members and the MAMHC, on all matters not contained in these Bylaws. Membership shall be open to all persons who agree to the purpose of the Mid-America Miniature Horse Club (MAMHC) and who abide by its rules and regulations and who apply for membership. Members of the Corporation shall be admitted, retained, reprimanded, fined, suspended or expelled in accordance with such rules and regulations as the membership may, from time to time adopt. Membership in the MAMHC is a privilege, not a right, and all applications shall promptly be referred to the Executive Board or their designee for the class of membership applied for and applicant will promptly be notified of action taken. Application shall be made on completed forms and include payment of a membership fee as may be prescribed from time to time at the Annual Meeting. Members in good standing are those persons who have applied for and been accepted to membership by the Board of Directors and who are not in arrears in payment of their dues, show fees, futurity fees or any other debt to the Club.

Section 2.2 – Classes of Membership

Membership in this organization shall be for an individual, family, youth, or farm group. Youth members are those not past their 18th birthday as of January 1 of membership year. Lifetime memberships may also be granted as described herein. The Corporation shall have the following classes of members:

a) Annual Members

All members must be named on the membership form, including children with their date of births.

1. Single Membership- adult, 18 years of age or older, entitles one (1) vote.
2. Family Membership- 2 adults (over the age of 18) with unlimited children under the age of 18 as of January 1 of that membership year, entitles two (2) adult votes.
3. Farm Membership- 3 adults (over the age of 18) with unlimited children under the age of 18 as of January 1 of that membership year, entitles three (3) adult votes.
4. Youth membership- Any child under the age of 18 not currently under a Family or Farm membership (no voting privileges).

b) Lifetime Members

From time to time the MAMHC members at the annual meeting may nominate an individual for Lifetime Membership Status for outstanding involvement or achievement in the MAMHC. The Lifetime Status must be approved with a majority vote by the attending members at the annual meeting. The Lifetime Membership status is valid until the death of the individual or resignation of lifetime membership by the individual. Lifetime Membership entitles one (1) adult vote.

c) Non – Transferable

Membership shall not be transferable.

Section 2.3 –Membership Dues

The Executive Board shall set the amount of annual dues for Members of the Corporation. Dues are to be paid to the Treasurer by a member on an annual basis. All memberships shall start January 1st and dues must be paid by December 31st. If not renewed or failure to pay for annual membership dues by renewal date, the member shall be automatically dropped from the membership and member will lose all voting privileges. Membership may be restored with the payment of annual due.

Membership dues shall be payable to the Corporation as specified herein. The Treasurer is authorized to accept any donation, gift or bequest of any individual or organization on behalf of the Corporation. All funds shall be handled as stated herein.

Section 2.4 – Termination of Membership

Any member of the Corporation may be expelled by a majority vote of the Executive Board or a majority vote of the Corporation at any regularly called meeting, pursuant to part (d) of this section for: (1) dishonest conduct as it relates to the Corporation (2) failure to abide by the rules and regulations of the Corporation, as established by the Bylaws and/or (3) any other conduct derogatory to the best interests of the Corporation, provided that such member shall have any additional relief provided in the Articles of Incorporation referring to expulsion. In connection with any proposed expulsion of a member, the procedure shall be as follows:

- (a) An investigation of the member in question, by the Executive Board appointed MAMHC Grievance Committee.
- (b) The passing of a motion by a majority of the Executive Board specifying the charges against the member involved determined by the above investigation.
- (c) The mailing or delivery, within ten (10) days, by the Executive Board of a copy of such motion to the member involved.
- (d) Notwithstanding the provisions of this Section, a member may receive disciplinary action, including but not limited to a suspension of membership privileges for a period of time pursuant to the rules and regulations of the Corporation.
- (e) A member shall have the right to a full hearing before the Executive Board and Grievance Committee before the vote is taken by the Executive Board.

Section 2.5 – Resignation

Any member may resign by filing a written resignation with the Executive Board, but such resignation shall not relieve the member so resigning of the obligation to pay any dues, assessments or other charges theretofore accrued and unpaid.

Section 2.6- Member Liability

No member shall be personally liable for debts, liabilities or obligations of the Corporation, except as provided by law. Any suit that is to be brought against the MAMHC must do so in the State of Ohio.

Article III – Corporate Power

Section 3.1- Division of Power

The corporate powers of the MAMHC shall be those provided by the law and the Articles of Incorporation and shall be administered as provided by this Article.

Section 3.2- Powers of the Members

Exclusive Powers: The Regular members at any Annual Meeting or Special Meeting provided for in Article IV, Section 2 hereof, shall have exclusive powers to amend the Bylaws; amend the Articles of Incorporation; and dissolve the Corporation, provided that written notice of any intention to revise or amend said rule(s) has been published in the official correspondence of the MAMHC and on the official website of the MAMHC at least thirty (30) days in advance of that meeting.

Section 3.3- Powers of the Executive Board

a) Enumeration

The Executive Board shall have the power and authority to make, amend, repeal, and enforce such rules and regulations, not contrary to law, the Articles of Incorporation or these Bylaws, as they may deem expedient and necessary concerning the conduct, management and activities of the Corporation, including but not limited to the setting and collection of dues and fees, the expenditures of money, the auditing of books and records, the approval of memberships, accountings of shows, newsletters, website, events and social functions as well as other details relating to the general purposes of the Corporation. All of the foregoing are subject to revision or amendment by a two-thirds (2/3) majority of the Annual and Lifetime Members in good standing present and voting at the Annual Meeting or any special meeting of the members.

b) Committees

The Executive Board shall have the power to create and empower all committees both standing and special from time to time, and to appoint their members. All Committees both standing and special will be subordinate to the Executive Board.

c) Hearing Board Chairman

The Executive Board shall have the power to appoint a Hearing Board Director to serve as the presiding officer in all hearings conducted by any of the appointed Committees. This hearing board chairman is generally a duty of the Director at Large.

Section 3.4- Powers of Officers

The Officers of the Association shall have those powers delegated to them by these Bylaws and such additional powers as may be delegated by the Annual Meeting or by the Board of Directors.

Section 3.5- Indemnity

The Directors, Officers and employees of the Mid America Miniature Horse Club shall be indemnified and insured in accordance with The Ohio Revised Code: Article 1702.55 Liability of a Member, Director, or Officer of a Non Profit Organization.

No Director of the MAMHC shall be liable to the MAMHC or its members' monetary damages for an act or omission in such director's capacity as a director of the MAMHC, except that this Article shall not eliminate or limit the liability of a director of the MAMHC for: A. A breach of such director's duty of loyalty to the MAMHC or its members; B. An act or omission not in good faith or that involves intentional misconduct or a knowing violation of the law; C. A transaction from which a director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the director's office; or D. An act or omission for which the liability of a director is expressly provided for by statute.

Any repeal or amendment of the Article by the members of the MAMHC shall be prospective only and shall not adversely affect any limitation on the personal liability of a director of the MAMHC existing at the time of such repeal or amendment. Anything herein to the contrary notwithstanding, if the Ohio Revised Code Section 1702 Non Profit Corporation Law is amended after approval by the members of this Article to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the MAMHC shall be eliminated or limited to the fullest extent permitted by the Ohio Revised Code Section 1702 Non Profit Corporation Law, as so amended from time to time.

Article IV - Meetings of Members

Section 4.1 – Membership Meetings

Regular membership meetings of the Corporation shall be held a minimum of five (5) meetings per year. Locations and dates to be determined by the Executive Board. Meetings shall be held in locations to fairly best serve the membership. The MAMHC Membership must be notified at least ten (10) days prior to the regular member meeting. These meetings shall be held for the purpose of:

- (1) Activities and Events of Club interest
- (2) Discussion regarding New and Current Memberships
- (3) Presentation and discussion of proposed amendments to the Bylaws.
- (4) Presentation of officer and committee reports.
- (5) All old and new business.

Section 4.2 – Annual Meeting

The Annual Meeting shall be held in October each year. The time and location of the Annual Meeting will be determined by the Executive Board. These meetings shall be held for the purpose of:

- (1) Election of officers and representatives
- (2) Presentation, discussion and vote on Articles or Bylaw changes.
- (3) Presentation of officer and committee reports.
- (4) Budgets and Event Planning for future year
- (5) All old and new business.

Section 4.3 - Special Meetings

a.) Notice

Special meetings may be called by (a) an acting President, or (b) a majority of the Board of Directors or (c) by the Secretary, upon individual written request of any other 5 members in good standing of the organization. The Secretary shall issue such a call by notification of all members by regular mail or e-mail at least ten (10) days in advance of the planned meeting. The notification will specify the time, date, place and purpose of said special meeting.

The acting President may also, at any time, call a special meeting of the Executive Board, as he or she deems necessary. The Secretary shall then issue such a call by notification of the Executive Board by regular mail or email at least ten (10) days in advance of the planned meeting. The notification will specify the time, date, place and purpose of said special meeting.

b) Business

Only items specified in the notice of the special meeting can be transacted at such meetings.

Section 4.4 – Attendance

All members in good standing of the MAMHC shall be entitled to attend any Annual or Special Meeting of the Corporation and shall have floor privileges.

Section 4.5 – Voting

a) Single, Family and Farm Members

All members in good standing and of age according to Article II, Section 2 are entitled to vote on any matter before the Annual Meeting or any Special Meeting. Whenever in these bylaws the term member or members shall be used unless otherwise specified, it shall mean a member(s) in good standing having the right to vote.

b) Quorum

At any meeting of the members of the Corporation a quorum to do business shall consist of the majority of the largest number of members in good standing that have registered at such meeting. Those members present at any meeting shall constitute a quorum.

c) Proxies

Voting by proxy shall not be permitted.

d) Special Measures

An affirmative vote of two thirds of the registered Members present and voting at any Annual or special meeting shall be required to: Amend the Articles of Incorporation; or dissolve the Corporation. Proposals to amend the Articles of Incorporation, or dissolve the corporation may be proposed at an Regular Meeting and voted upon at the next Annual Meeting or an Special Meeting. Proposals to amend the Articles of Incorporation or dissolve the corporation may be made by a petition signed by at least five (5) percent of the voting members as of the sixty (60) days preceding the meeting or by a majority of the Executive Board, and notice of such proposals shall be published in the official correspondence of the MAMHC and the Official website of the MAMHC at least thirty (30) days prior to the next Annual Meeting or special meeting. Requirement for due notice of intent to amend the Articles of Incorporation or dissolve the corporation shall thus be deemed satisfied and at the next Annual Meeting or Special Meeting may proceed to take final action.

e) Ordinary Measure

A majority of the votes cast shall be necessary for the election of an Officer or for the adoption of any other measure.

f) Presiding Officer

The presiding Officer of the Annual or special meeting shall not vote except in the case of a tie, or in situations either to create or break a tie, the presiding Officer may exercise his/her right as a voting member to vote or not to vote.

Article V- Parliamentary Authority

The rules contained in the current edition of Robert’s Rules of Order Newly Revised shall govern the Corporation in all meetings and cases to which they are applicable and in which they are not inconsistent with the Articles of Incorporation, these Bylaws, and any special rules of order the Corporation may adopt.

Article VI- Executive Board

Section 6.1 – Enumeration

The Executive Board shall consist of the President, the Vice President, the Secretary, the Treasurer and either the immediate Past President or Director at Large. In the event that the Immediate past President is elected to the Executive Committee, one Director-At-Large will be elected from the State Representatives. The Director-At-large qualifications, term, election and vacancy in office shall be the same as for Officers as per Article VIII, Section 2, (a) and (b). All officers shall serve until a successor has been duly elected.

Section 6.2- Duties

The duties of the Executive Board shall be to act for the Members on matters requiring resolution between Member meetings, personnel matters and on disciplinary matters as provided in the General Rules and Regulations and other duties as directed by the Board.

a) The Executive Board shall meet whenever called by direction of the President or three (3) members of the Executive Board acting jointly. The Executive Secretary or designee shall give three (3) days written notice of said meeting, but such notice may be waived by any member. Absentee or vote by proxy is not allowed in any meeting of the Executive Board.

b) The Executive Board may act (without conversing in meeting) by written resolution signed by all the members thereof and duly entered in the Corporations records. At all meetings of the Executive Board, four (4) members shall constitute a quorum.

c) All actions of the Executive Board shall be reported to the Members within thirty (30) days of such action. The report can be either written or verbal.

Article VII- Officers

Section 7.1 – Enumeration

The Officers of the MAMHC shall consist of the President, the Vice President, the Secretary, the Treasurer and either the immediate Past President or Director at Large (when dictated by circumstance described in Article VI, Section 1) selected in accordance with this Article.

Section 7.2- Qualifications

a) Prerequisite

Each Officer shall at all times during his/her term in office be a Member in good standing. It is understood that any and all officers shall serve without conflict of interest to the MAMHC. It is also understood that a member who assumes the position of an officer has the ability and knowledge to fill such position and to do no harm to the Corporation.

b) Restriction of Office

Officers must be a member in good standing for at least one (1) year prior to being elected by the total voting members. At no one time shall there be more than one family member holding office in the Corporation.

Section 7.3- Terms

Officers shall be elected to office for a term of one (1) year. The term will begin January 1 to December 31. There shall be no limitations as to the number of terms of office. Each elected officer must be in attendance in person or by phone for no less than 3 meetings per year. Lack of participation may result in termination of position upon the discretion of the Executive Board.

Section 7.4- Elections

At each annual meeting, all officers whose terms have expired shall be elected by the majority of the membership present. Prior to annual meeting, the Nominee Committee will select nominees for the various offices at least one name must be nominated per office. The membership will be notified via the MAMHC Newsletter and MAMHC website of the selected nominees thirty (30) days prior to the annual meeting. Nominations may also be made from the floor by the general membership.

Section 7.5- Voting of Officers

All voting for officers of the Corporation shall be by secret ballot and a majority of those members present is required to re-elect. If more than two (2) people are nominated for each office and none of these people receive a majority vote, greater than 50% vote on the first ballot, then the two (2) nominees with the non-majority votes shall be placed on and elected by a second separate secret ballot.

Section 7.6- Vacancies

Any vacancy occurring between the Annual Meetings shall be filled by the Executive Board. Should a vacancy occur in the office of President, then the Vice President shall automatically become President for the unexpired term so that the vacancy then to be filled would be the office of the Vice President.

Section 7.7- Duties of General

These Officers shall perform the duties prescribed by these Bylaws, and by parliamentary authority adopted by the Corporation, and any special rule of the voting members of the Executive Board.

Section 7.8- Duties of the President

- a) The President shall be the Chief Executive Officer of the Corporation.
- b) Subject to the direction and control of the Executive Board, the President shall preside at all meetings- annual, special, conference calls of the Corporation and shall have overall supervision, direction and control of the business and affairs of the Corporation and shall perform all duties incidental to the office of the President and such other duties as may be assigned to him or her by the Executive Board.
- c) He or She shall, with the assistance of the Secretary, present to each meeting of the Corporation an agenda of the matters to come before said meeting. Except in those instances in which the authority to execute is expressly delegated to another officer or agent of the Corporation or a different mode of execution is expressly delegated to another officer or agent of the Corporation or a different mode of execution is expressly prescribed by the Board of Directors.
- d) The President shall be an ex-officio member of all committees. The President will not chair any committees other than the Executive Board.
- e.) In excess to the above duties, the President is specifically responsible for the following:
 - 1. Schedule all membership meetings during the year.
 - 2. Assign all Committee Chairman
 - 3. Sign all contracts regarding, events, shows, subcontractors etc.
 - 4. Responsible for filing of National Affiliations with like Organizations (i.e. AMHA, AMHR, ASPC)
 - 5. Write Presidents message and communicate with members regularly
 - 6. Oversee the duties and responsibilities so written in these Bylaws of the additional Executive Officers.
 - 7. President shall be a signor and have access to all MAMHC Accounts along with Treasurer.
 - 8. President shall be bonded at the expense of the Corporation.

Section 7.9- Duties of the Vice President

- a.) The Vice President shall assist the President and shall perform such duties and have such other powers as shall be assigned to him or her by the President or Executive Board. Further, in the absence of the President or in the event of his or her 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.
- b.) The Vice President is responsible for contracting the insurance coverage for the Corporation and Events for the year.
- c.) The Vice President shall oversee the annual audit of all books and maintain an accounting and inventory of all property.

Section 7.10– Secretary

- a) The Secretary shall be the custodian of all books, papers, documents and other written record of the proceedings of the Corporation meetings and closed sessions of the Executive Board.
- b) He or she shall keep a true record of the proceedings of the Corporation and do and perform all acts usually pertaining to the office of the Secretary and as the Corporation may describe.
- c) The Secretary will work with the President to prepare all agendas.
- d) The Secretary is next in line behind the President and Vice President to, at any meeting, call the meeting to order and preside until the election of a chairman protem, which should take place immediately.

Section 7.11– Treasurer

- a) The Treasurer shall be the custodian of all books, documents, funds and other property relating to the financial aspects of the Corporation.
- b) He or she shall perform the usual duties of the Office of the Treasurer including, but not limited to: the collection of membership dues, maintenance of accounts and disbursement of the Corporation's money, except for current expenses.
- c) The Treasurer is responsible to report to the Executive Board and at the Annual Meeting an itemized statement of profit and loss and report of the year and interim periods when requested by the Executive Board. This includes a profit/loss statement and balance sheet kept monthly.
- d) The Treasurer shall submit to the Executive Board at the first regular meeting of the Board after the Annual Meeting of the Board, a detailed budget of the proposed and anticipated expenditures for the current calendar year for their approval. The budget may not exceed in any line item by more than 10% without prior approval by a majority vote of the Executive Board.
- e). Check and Balances Procedure for Accounts Receivable and Accounts Payable shall be instated. The Executive Board must approve all expenditures above the allocated budget or combination of expenditures exceeding \$200.00. All checks must be signed by two (2) parties: the President and Treasurer.
- f). The Corporation shall conduct all of its affairs and accounts on the calendar year basis. An annual commercial auditing of the Corporation shall be made by an independent Certified Public accountant at the close of each calendar year with such audit to be mailed to members of records as of May 1st. Such accountant shall be a disinterested person and not a member of the Corporation.
- g.) In excess to the above duties, the Treasurer is specifically responsible for the following:
 1. Record and file Federal Tax Form 990 annually.
 2. Submit a monthly accounting of all checks written and money received to the Executive Board.
 3. Treasurer is only to make payment upon receipt of detailed invoice or sales receipt and is to keep copies of all invoices and receipts.
 4. Treasurer shall be bonded at the expense of the Corporation.
 5. Treasurer shall retain and have available all bank statements, check registers, itemized deposit slips and copies of checks.

Section 7.12- Written Contracts

The written contracts of the Corporation shall after being approved by the Executive Board, be executed on behalf of the Corporation by the President or other parties delegated by the Executive Board.

Article VIII – Representatives

Section 8.1- Enumeration

a) Number of Representatives

There shall be a total of 3 State Representatives. One from Indiana, one from Ohio, one from Kentucky.

b) Responsibility of Representatives

The Representatives shall be a liaison of the Executive Board. It is the duty of the Representative to communicate the affairs and business of the MAMHC to the members. The Representatives are to have equal knowledge and ability to communicate to the members of their state and to report back to the Executive Board the wishes and opinions of the members in their state either in writing or in person at MAMHC meetings. When called upon by the President, one of the three (3) Representatives will serve as a Director at Large when there is a vacancy on the Executive Board Article VI, Section 1.

Section 8.2- Qualifications

a) Prerequisite

Each Representative shall at all times during his/her term be a Member in good standing. It is understood that any and all representatives shall serve without conflict of interest to the MAMHC. It is also understood that members

who assume the position of a representative has the ability and knowledge to fill such position and to do no harm to the Corporation.

Section 8.3- Terms

a) Duration of Term

Representatives shall be elected for a term of one (1) year beginning January 1, through December 31.

b) Limitation of Terms

There is no limitation as to the number of terms for a representative.

c.) Exception

In the event that the Immediate past President is elected to the Executive Committee, one Director-At-Large will be elected from the State Representatives.

d) Schedule of Elections

The Election of new State Representatives will be announced during the Annual Meeting.

Section 8.4- Representative Elections

a) Balloting

The Secretary will mail or email to every member a ballot for State Representative nominees. The members will list their top 3 nominees as their State Representative, sign and return their ballot to the Secretary before October 1.

b) Counting Procedure

The nominee in each state receiving the highest number of votes cast in the state shall be elected. If a tie occurs between two or more nominees, a run off shall be held and the nominee receiving the most votes cast shall be elected.

Section 8.5- Vacancies

A vacancy created for any Representative because of death, resignation, removal, disqualification or other wise may be filled by a majority vote of the Executive Board for the unexpired portion of term.

Article IX- Committees

Section 9.1- Authority

The Executive Board shall have the power to appoint committees as per Article III, Sec 3, (b) of these Bylaws.

Section 9.2- Enumeration

It shall hereby be agreed that committees do not have to be enumerated on, in these bylaws, by name or specific instructions, but shall be so done by special rule of order, of the Executive Board.

Section 9.3- Committees

a) Such Committees, standing or special, shall be appointed by the Executive Board as the Corporation or the Board shall from time to time deem necessary to carry on the work of the Corporation.

b) The President will choose Committee Chairman for each Committee.

c) All committee members must be members in good standing. It is understood that any and all members shall serve without conflict of interest to the MAMHC. It is also understood that members who assume the position of a committee chairman has the ability and knowledge to fill such position and to do no harm to the Corporation.

Section 9.4- Term

With the exception of the Executive Board, all Committee Chairman shall be appointed by the newly seated President each year.

Section 9.5- Ex-Officio Member

The President shall be an ex-officio member of all committees.

Section 9.6- Quorum

At any Committee meeting, for which notice has been given, the presence of a majority of committee members then appointed by the Executive Board shall constitute a quorum to transact business.

Section 9.7- Committee Reports

Each Committee Chairman will provide a written report of each Committee meeting to the Executive Board which at least shall contain all actions taken by the Committee regarding whether the committee recommended, did not recommend or had no recommendations regarding proposed rule changes, or bylaw amendments, or membership status, show rules, events, publicity and promotion. This report shall be presented orally or in writing to the Board by the committee chairman for discussion and will be included in those minutes.

Section 9.8 – Designated Committees

a) Show Committee

This Committee shall be appointed by the Executive Board and shall serve for one year. Appointment of show committee will be at the annual meeting. The committee shall supervise the production of all club sponsored shows, including rental of show grounds, securing of show dates, ordering of ribbons and awards and such other duties as may be delegated. The show committee shall nominate a manager of each club sponsored show for ratification by a simple majority of the voting members present.

b.) Special Awards Committee

This Committee shall be responsible for all special award programs of the MAMHC, including but not limited to the High Point Annual Awards, Futurity, Scholarships, Youth and Amateur Incentives. These duties include tracking show results, accumulating points, keep records of participants, ordering of awards and planning the annual awards banquet held in conjunction with the annual meeting.

c) Grievance Committee

This Committee will investigate all member issues under Article II, Sec 2.4 of these Bylaws and will report directly and promptly to the Executive Board.

d) Publicity Committee

This Committee is responsible for all promotions of the MAMHC including but not limited to fairs, parades, industry exhibitions, ordering and sales of promotional materials. This committee also mediates and moderates all Social Media Communication regarding the MAMHC Newsletter, Website, Facebook, Twitter and other correspondence of the MAMHC.

e.) Nominee Committee

This Committee is comprised of the three (3) State Representatives. Above their duties as MAMHC liaisons they are also responsible for selecting nominees for the Executive Offices annually. This includes seeking qualified candidates, compiling information on each candidate and sending out the nominees to the membership 30 days prior to the Annual Meeting and election of Officers.

f.) Membership Committee

g.) Youth Committee

Article X – General Provisions

Section 10.1 – Fiscal Year

The Corporation's fiscal year shall be from January 1st through December 31st of any given year, after the first year, which shall start upon the date of incorporation.

Section 10.2 – Dissolution

In the event that, for any cause or reason, the Corporation shall cease to exist as a formal entity, the assets of the Corporation shall be distributed exclusively to another equine related organization that is tax exempt in the state of Ohio, as defined in and pursuant to the Sixth Article of Incorporation and will, in no event, inure to the benefit of any private individual. Copyrights and trademarks of said Corporation, if any, shall be assigned or cancelled, as appropriate. Such formal donation, cancellation or assignment shall be the final act of the officers and Executive Board of this Corporation.

Section 10.3 – Standards of Conduct

Being granted membership in the Corporation is to be considered an honor. Members shall subscribe to a code of conduct in dealing with the animals, owners and others associated with the equine industry. By accepting membership, the member agrees to participate and /or volunteer his or her services to the highest standards of ability and ethical reasoning.