
Stock Horse of Texas



Association

2009 ByLaws and Rules

DEDICATED TO ENHANCING THE PLEASURE
OF OWNING AND RIDING HORSES
THROUGH CREATING
BETTER HORSES AND HORSEMEN

OUR ASSOCIATION'S GOAL IS SIMPLE:
HELP PEOPLE RIDE A BETTER HORSE

www.stockhorsetexas.org

Stock Horse of Texas Association, Inc
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2009 Officers

President	Glenn Hodges, Gustine, Texas
First Vice-President	Kris Wilson, Lubbock, Texas
Second Vice-President	Jimbo Humphreys, Spur, Texas
Executive Committee Member	Rick Thompson, Bryan, Texas
Executive Committee Member	Debbie Wold, Kaufman, Texas
Past President	Kim Lindsey, Jayton, Texas
Executive Director	B. F. Yeates, Bryan, Texas

2009 Board of Directors

Term 2007-2009	Joan Martin, Decatur, Texas
	Carrie Sharp, Scurry, Texas
Term 2008-2010	Don Henneke, Stephenville, Texas
	Ken Johnson, Fort Worth, Texas
	Greg Ordeneaux, Richmond, Texas
	Brian Sumrall, Liberty, Texas
Term 2009-2011	Amy Jacobs, Montgomery, Texas
	Larry King, Huntsville, Texas
	Beverly, Moseley, Navasota, Texas
	Laurie Shelton, Brenham, Texas
Directors-at-Large	Roger Blackmon, Cross Plains, Texas
	Jack Brainard, Gainesville, Texas
	Vicki Hoggett, Bluff Dale, Texas
	Doug Householder, College Station, Texas
	Dennis Sigler, College Station, Texas
Extension Liaison	Brett Scott, Horse Specialist, College Station, TX

Stock Horse of Texas (SHOT) Founding Philosophy

The Stock Horse of Texas Association is the result of hours of careful planning by a leadership team of interested horsemen and breeders striving to meet the present and emerging needs of the Texas western stock horse industry.

This group of dedicated horsemen evaluated the horse industry in Texas in the 1990's and determined two main needs in the horse industry.

1. They identified a need for a program structured toward helping people improve their skills and ride better horses that was an affordable program – an educational program for horsemen.
2. They also identified problems with horses becoming more specialized and the lack of good versatile all-around horses.

The first official directors and officers were appointed by the leadership team in 1998 to conduct future business of the Stock Horse of Texas Association and its membership. The Association became a non-profit organization, The Stock Horse of Texas Foundation, Inc. in 1998.

This founding group of individuals was cognizant of the fact that many interested horsemen are unable, through situation or locations, to have access to professionals who might instruct them or train their horses. It is this group of horsemen with which this organization is concerned. Because, the founders and the current leadership believe that everyone who rides a horse has a tremendous interest in becoming capable of improving both himself and his horse, this program addresses this interest and need. Today our program is still designed to help everyone in it.

First of all, goals and standards have been set for what we believe is a good measurement of the versatile western stock horse. SHOT has defined this stock horse and provides opportunities to exhibit and promote this type of horse. Through a series of tests, competitive events, and other activities, we offer evaluation of skills of both horses and riders, and help determine successes, weaknesses, and progress toward goals. The Stock Horse of Texas Association conducts several types of events to promote, teach and evaluate these “broke” stock horse standards and goals.

Secondly, we not only want to exhibit this versatile horse, **we want to show horsemen how to break and train him.** Our program provides opportunities to not only show the horse in competitive events, but provides instruction on breaking and training a versatile stock horse.

We, in the Stock Horse of Texas Association, are not at all interested in a “one-event specialist.” We believe that the ideal Western Stock or Ranch Horse must be proficient in many areas of everyday ranch work and to be a true all-around horse. It is to this type of horse and the riders of this type of horse that our entire Stock Horse of Texas Association program is directed. If you study the descriptions of our competitive events, as well as the judging standards for them, you will, immediately, become aware of the fact that it takes a “broke horse” that is versatile to do them well. We, in the Stock Horse of Texas Association, believe that our program is a good one and is needed. We also believe that anyone who participates in it will be happy they joined our group. It is the true way to have fun riding and training your horse.

The Stock Horse of Texas (SHOT) Association PROVIDES

Clinics: Riders are offered affordable, fun and standardized riding clinics in various locations in the state, where stock horse maneuvers are identified and rider knowledge and skills are taught (to maximize horses trainability, performance and safety), so that riders can develop nicer horses, improve their on-the-job performance, and enhance their riding pleasure.

Competitions/Evaluations: Riders are offered standardized, practical, low-key, low-cost measurement tests, where horse performance is measured against a clearly defined standard, and rider skills are assessed against a proficiency standard, so that riders can make maximal rider skill progress in the most time efficient manner

Promotion of Versatile Stock Horses Quality versatile stock horses are developed and recognized which offers owners, breeders and ranchers additional value in their horse enterprises. Prospects and young horses as well as trained horses (at various levels) can be more objectively evaluated, promoted and sold with both seller and buyer satisfaction of highest priority.

Organization Services: Assistance is offered to other associations, organizations, stock shows, sales companies and other groups and/or individuals, serving stock horse clientele in planning educational programs and competitions/evaluations.

College Services: Junior and senior colleges, serving western stock horse clientele are offered cooperative educational program opportunities . Through assistance with curriculum, clinics and competitions, college students are provided an excellent opportunity to develop as horsemen and future leaders in the horse industry during their college years.

Positive Atmosphere: All programs and events are provided in the atmosphere of honesty, openness, personal growth and politeness toward fellow horseman, where horses are always respected, and where true western tradition is genuinely honored.

STOCK HORSE OF TEXAS ASSOCIATION, INC. BYLAWS

These Bylaws (referred to as the “bylaws”) govern the affairs of the STOCK HORSE OF TEXAS ASSOCIATION, INC., a nonprofit corporation (referred to as the “Association”) organized under the Texas Non-Profit Corporation Act (referred to as the “Act.”)

ARTICLE I - NAME, PURPOSE, LOCATION AND CORPORATE SEAL

Section 1. This Association shall be known as the Stock Horse of Texas Association, Inc., (“Association”) and shall at all times be operated and conducted as a non-profit corporation in accordance with the laws of the State of Texas, providing for such organizations and by which it shall acquire all such rights as granted to associations of this kind.

Section 2. The purpose of this Association shall be to promote education for western stock horse enthusiasts to ride and train a versatile western stock horse, to teach rider knowledge and skills to maximize horse trainability, performance and safety, to offer affordable, fun, and standardized versatile western stock horse educational programs and competitions, to perpetuate and preserve the western tradition and heritage of working stock and ranch horses,, to encourage the use of standard rules for conducting and judging contests for the western all-around stock horse, to define, promote and improve the quality of the versatile western stock horse, to encourage honesty, integrity, respect, sportsmanship and family values.

Section 3. The Association shall cover the state of Texas, but members may be residents of any state. The principal place of business shall be established by the Board of Directors.

Section 4. The seal of the Association shall be in the charge of the Executive Director.

ARTICLE II - MEMBERS

Section 1. Members of the Association shall be admitted, retained, suspended and expelled in accordance with such rules and regulations as the Board of Directors may, from time to time, adopt. In all matters governed by Members, each Member given the right to vote, shall be in good standing and shall have been a paid Member for at least ninety (90) days. Each such Member shall be entitled to one vote.

Section 2. Whenever in these Bylaws, the term Member or Members shall be used, unless otherwise, specified, it shall mean a Member, having the right to vote, that is in good standing.

Section 3. There shall be only one class of members and membership shall be open to all persons who subscribe to be aims of the Association, abide by the Associations’ rules and regulations, and assist in furthering its purposes.

Section 4. An annual meeting of the members shall be held at such time and place as may be fixed by the Board of Directors. At such annual meeting, Members shall install Directors and select the auditor for the ensuing year. Notice of the Annual Meeting, including date, time, place, and agenda shall be published in the Association’s publications and on the Association’s website at least 20 days prior to the meeting.

Section 5. Special meetings of Members may be held at such time and place as may be designated in a notice, whenever called, by direction of the President, by a majority of the Board of Directors, or by notice signed by not less than twenty five percent (25%) of Members.

Section 6. At any meeting of the members held in accordance with the foregoing Notice provisions, members attending such meeting shall constitute a quorum for all purposes unless the representation of a large number should be required by law. In that case the representation so required shall constitute a quorum. To vote, a member must be physically present at a meeting. No absentee ballot or proxy votes are allowed.

Section 7. Any officer of the Association may call a meeting of the members to order and may act as

chairman of such meeting, precedence being given as follows: President, First Vice-President, Second Vice-President, and the Executive Director. In the absence of all such officers, members present may appoint or elect a chairman.

Section 8. Membership in the Association does not entitle any member to examine, review or copy any information that the Board of Directors deems to be proprietary in nature.

ARTICLE III - DIRECTORS

Section 1. The business and property of the Association shall be managed and controlled by the Board of Directors, which shall elect an Executive Committee hereinafter created and empowered to run the day to day affairs of the Association.

Section 2. The Board of Directors shall consist of members elected by the membership to hold office for three years, with at least one director being a representative of an educational entity. (This director cannot be a college student to satisfy the requirement and this director may be appointed by the President, with the approval of the Executive Committee, if the election does not include an educational entity representative.) In addition to the directors elected or appointed, all members of the Executive Committee, all past presidents, directors – at – large, and Honorary Directors shall be members of the Board of Directors. The President shall serve as Chairman of the Board.

Section 3. In addition to Directors elected or appointed, all members of the Executive Committee all past presidents and directors – at – large shall be voting members of the Board of Directors.

Section 4. Each director elected shall be a bona fide resident of the State of Texas and no more than two members of any family or firm may sit on the Board of Directors. Persons elected to the Board of Directors must have been members of the Association for two years before taking office and be a current member in good standing. Exception: a person who has been disqualified from their position of Director/Alternate by non-attendance in the current term is considered ineligible for nomination for two (2) years. No member shall hold a directorship without being at least twenty one (21) years of age. Directors who have distinguished themselves by length of service and/or accomplishments and members who are serving or have served as liaisons to other organizations may be appointed by the President as a Director-at-Large. All past presidents of the Association shall automatically become a Director-At-Large. In addition, members who are serving or have served as Association liaisons to other organizations may be appointed as a Director-At Large for a specified time by the President, with the advice and consent of the Executive Committee.

Section 5. The Honorary Director designation is for directors who have distinguished themselves by length of service and/or accomplishments. Honorary Directors may be appointed by the President, with the advice and consent of the Executive Committee.

Section 6. In case of any vacancy on the Board of Directors by death, resignation, unauthorized absences, disqualification, or other cause, the President, with the advice and consent of the Executive Committee, shall appoint new or additional directors.

Section 7. No more than six, and no less than three Directors shall be elected annually and shall hold office for a term of three (3) years or until their successors are elected and have taken office.

Section 8. Each Director, before taking his position, shall disclose in writing to the President, all businesses or other organizations of which he/she is an officer, trustee, shareholder, member, owner or employee or for which he acts as an agent and with which the Association has or might reasonably in the future enter into a relationship or a transaction in which the Director would have conflicting interests. This includes businesses and interests of family members with which the Association might reasonably in the future enter into a relationship or transaction. Also, Each Director, before taking his position, shall sign and agree to the Conflict of Interest Policy.

Section 9. A director/alternate must attend one-half (½) of the meetings on a running 12 month period, and answer roll call at the time it is taken to record their attendance. Failing to do this, the director/alternate may

be replaced at the discretion of the President.

Section 10. The annual meeting of the Board of Directors shall be held immediately following the annual members' meeting and no notice shall be required for this meeting. The Board, by rule, may provide for other regular meetings at stated time and places, of which no notice shall be required. Absentee or vote by proxy is not allowed in any meeting of the Board of Directors.

Section 11. Special meetings of the Board of Directors shall be held whenever called by the President, or by two-thirds of the directors in office. The Executive Director shall give notice of each special meeting by mailing or telephoning the same to each director at least twenty (20) days before the meeting. But such notice may be waived by any director. Unless otherwise indicated in the notice thereof, any and all business may be transacted at a special meeting. Any business may be transacted at any meeting at which every director may be present, even if the meeting was called without any notice.

Section 12. One half the number plus one of the directors shall constitute a quorum for the transaction of business, but if at any meeting of the Board there may be less than this number present, a majority of those present may adjourn the meeting from time to time until a quorum shall be present.

Section 13. At meetings of the Board of Directors, business shall be transacted in such order as the President may determine.

Section 14. At the regular summer or fall meeting of the Board of Directors, the Board shall elect officers of the Association.

Section 15. 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 Formation as they may deem expedient concerning the conduct, management and activities of the Association, the admissions, classification, qualification, suspension and expulsion of members, removal of officers, the rules and regulations governing the procedure of such suspension and expulsion and removal, the fixing and collecting of dues and fees, the expenditure of money, the auditing of books and records, rules regarding awarding of championships and awards, the conducting of clinics, educational programs, seminars, shows, contests, exhibitions, sales and social functions, and all other details relating to the general purposes of the Association.

Section 16. However, actions of the Board of Directors are subject to revision or amendment by the Members at any regular or special meeting of the Members, provided that written notice of any intention to revise or amend any rule or regulation shall have been mailed to all Members at least twenty (20) days in advance of the meeting.

Section 17. The Board of Directors, from time to time, may create and empower committees, general or special. A committee shall have only those powers specifically granted to it by the Board of Directors. At the time a committee is established by the Board of Directors, the Board shall define its responsibilities in writing. In designating powers and responsibilities to committees, the Board shall not entrust any committee with any of the powers and duties specific to the Board.

Section 18. An officer, director, employee, or staff member other than the President and Executive Director, attending an Association approved or sponsored event, shall not attend in any official capacity unless authorized by the Executive Committee.

Section 19. No director of the Association shall be liable to the Association or its members for monetary damages for an act or omission in such director's capacity as a director of the Association except that this Article shall not eliminate or limit the liability of a director of the Association for:

- A. A breach of such director's duty of loyalty to the Association 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 this Article by the members of the Association shall be prospective only, and shall not adversely affect any limitation on the personal liability of a director of the Association existing at the time of such repeal or amendment. Anything herein to the contrary notwithstanding, if the Texas Miscellaneous Corporation Laws Act 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 Association shall be eliminated or limited to the fullest extent permitted by the Texas Miscellaneous Corporation Laws Act, as so amended from time.

ARTICLE IV - ELECTION OF DIRECTORS

A Directors Nominating Committee, which must be comprised of elected Directors or Directors-at-Large, separate from the Nominating Committee for Officers and Executive Committee, shall be appointed by the President and be publicly announced by March 1 of each year or as soon as practical thereafter.

1. Recommendations for nominations for Directors will be received by the Directors Nominating Committee.
 - a. There may be only one nominee director and alternate per directorship vacancy.
 - b. The Director nominating committee shall prepare a ballot, taking into consideration nominations from individual recommendations, director recommendations and recommendations of the nominating committee.
 - c. In addition, an individual may recommend him/herself for nomination upon submission of the signatures of ten (10) members, in good standing and residing in the State evidencing endorsement of the recommendation.
 - d. To be eligible to serve, each nominee, director or alternate shall be a bona fide resident of the state at least 21 years of age, shall have been a member of the Association for at least two (2) years and is a current Association member in good standing. Exception: A person who has been disqualified from their position of Director/Alternate by non-attendance in the current term (in accordance with Article III, Section 8) is considered ineligible for nomination for 2 years.

Further eligibility includes accepting the responsibility to : be an ambassador of good will by holding the Association in a positive light to members and the general public at all times, actively participate in Board and Association meetings, accept and carry out specific responsibilities as assigned by the President and/or the Board, act at all times in the best interest of the Association and its members, not in self interest, exercise good faith in all transactions in exercising their duties to the Association and its property. In addition, Directors must adhere to a strict rule of honest dealing in all matters with and on behalf of the Association,

2. The recommendations for directors must be mailed to the Association office and bear a postmark date of no later than May 1 of each year.
3. After July 1, the Directors Nominating Committee shall mail the ballot to all members in good standing. Ballots must be returned according to director election procedures.
4. The nominee(s) will be designated director(s) or alternate(s) according to the number of votes received for each nominee on the ballot, the nominee(s) receiving the highest number(s) of votes will be designated director(s) after which the alternate(s) will be designated according to the remaining number of votes in descending order for positions needed, if applicable. If a director position is entitled to an alternate only, the nominee receiving the highest number of votes will be named alternate.
5. When there are fewer nominees on the ballot than needed for the director and/or alternate position(s), the President, with the advice and consent of the Executive Committee, may appoint the unfilled position(s).

6. Alternates will be appointed to standing committees with full voting privileges therein, but will only have director voting privileges in the absence of a director.
7. The Board of Directors for the coming year shall be determined by September 1 or as soon as practical thereafter. Directors shall take office at the next Annual Meeting.

Section 21. The Board of Directors, from time to time, may create and empower committees, general or special. A committee shall have only those powers specifically granted to it by the Board of Directors. At the time a committee is established by the Board of Directors, the Board shall define its responsibilities in writing. In designating powers and responsibilities to committees, the Board shall not entrust any committee with any of the powers and duties specific to the Board.

Section 22. An officer, director, employee, or staff member other than the President and Executive Director, attending an Association approved or sponsored event, shall not attend in any official capacity unless authorized by the Executive Committee.

Section 23. No director of the Association shall be liable to the Association or its members for monetary damages for an act or omission in such director's capacity as a director of the Association except that this Article shall not eliminate or limit the liability of a director of the Association for:

- A. A breach of such director's duty of loyalty to the Association 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 this Article by the members of the Association shall be prospective only, and shall not adversely affect any limitation on the personal liability of a director of the Association existing at the time of such repeal or amendment. Anything herein to the contrary notwithstanding, if the Texas Miscellaneous Corporation Laws Act 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 Association shall be eliminated or limited to the fullest extent permitted by the Texas Miscellaneous Corporation Laws Act, as so amended from time to time.

ARTICLE V - EXECUTIVE COMMITTEE

Section 1. There shall be an Executive Committee consisting of the President, First Vice-President, Second Vice-President, the Immediate Past President, Executive Director, and two additional members elected by and from the membership of the Board of Directors. The employment and salary of the Executive Director and all other officers or agents of the corporation shall be fixed by the Executive Committee at their sole discretion.

Section 2. The officers and additional executive committee members elected by and from the current Board of Directors shall be elected at the regular summer or fall meeting of the Board, each for a term of one year and until the selection and qualification of his/her successor. These Executive Committee members will continue to be voting members of the Board of Directors. The new Executive Committee will be installed and take office at the annual meeting.

Section 3. The President shall appoint and publicly announce a Nominating Committee for Officers and the Executive Committee, which must be comprised of elected Directors, Past Presidents or Directors-at-Large, by June 1 or as soon as practical thereafter of the election year. This slate of nominations shall be presented to the Board of Directors prior to their regular summer or fall meeting and elected at that regular meeting.

Section 4. The President with the advice and consent of the Executive Committee shall fill all vacancies in the Executive Committee occurring between annual meetings of the Association.

Section 5. The President may appoint two advisors, without voting power, to the Executive Committee to serve during his/her term of office. Any member of the Association in good standing shall be eligible for selection as advisor.

Section 6. Unless otherwise specified in any employment contract approved by the Executive Committee, the executive committee members of the Association shall hold office for a period of one(1) year or until their successors are elected and have taken office at the Annual Meeting.

Section 7. No officer or member of the Executive Committee, with the exception of the Executive Director, may serve on the Executive Committee in excess of 8 consecutive years.

Section 8. The Executive Committee shall meet whenever and wherever called by direction of the President or three members of the Committee acting jointly, of which meeting, the Executive Director shall give 10 days written notice, but such notice may be waived by a member.

Section 9. The Committee may act, without convening in meeting, by written resolutions signed by all Members thereof. Members of the Committee may participate in a meeting through use of conference telephone, electronic video screen communications, or other communications equipment provided all members participating in the meeting are able to hear one another. Records of the meeting and decisions by written resolution and/or electronic means shall be duly entered in the Association records.

Section 10. All powers of the Board of Directors are hereby vested in the Executive Committee. All actions of the Executive Committee with the exception of disciplinary actions resulting from hearings are subject to ratification, revision or amendment by the directors at any regular or special meeting of the Directors.

Section 11. It shall be the responsibility of the Executive Committee to direct all Association business matters, to furnish liaison members to the Standing Committees, to report to the Board of Directors at its regular meetings, to interview persons for the position of Executive Director and employ a person as Executive Director.

Section 12. The Executive Committee shall be responsible for interpreting and deciding all questions or ambiguities that may arise in connection with the meaning, intent or purpose of any by-law, rule, regulation or other Association document.

Quorum for Executive Committee

Section 13. One half the number plus one of the executive committee (4) shall constitute a quorum for the legal transaction of business, but if at any meeting of the Committee there may be less than this number present, a majority of those present may adjourn the meeting from time to time until a quorum shall be present.

Section 13. The written contracts of the Association shall be executed on behalf of the Association by the President and/or the Executive Director upon approval by the Executive Committee.

Section 14. All vacancies of the officers of the Association, except where provided elsewhere, shall be filled by and from the Executive Committee for the unexpired term and those so appointed shall serve until the election and acceptance of their duly qualified successors.

Section 15. Should a member of the Executive Committee fail to be re-elected to the Executive Committee, he/she must be nominated as prescribed in the Bylaws and run for an open Directors position, if available, as prescribed in Article III.

ARTICLE VI - OFFICERS & DUTIES

Section 1. The Officers of the Association shall be the President, First Vice-President, Second Vice-President, Executive Director and such other officers as may be authorized from time to time by the Board of Directors.

Section 2. Only members of the Board of Directors shall be eligible to serve as officers of the Association. The President must be elected from the current Executive Committee. The Executive Director need not have been a member of the Board of Directors.

Section 3. The officers of the Association shall be elected by majority vote by the Board of Directors. Anything herein to the contrary notwithstanding, the Executive Director shall not be elected by the Board of Directors, but shall be employed by the Executive Committee.

Section 4. Term: Unless otherwise specified in any employment contract approved by the Executive Committee, the officers of the Association shall hold office for a period of one (1) year or until their successors are elected and have taken office at the Annual Meeting.

Section 5. Duties Of Elected Officers:

PRESIDENT: The President shall be the Chief Executive Officer of the Association and shall preside at all meetings of the Board of Directors and the Executive Committee. The President shall see that the Constitution and Bylaws, and 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. The President shall be an ex-officio member of all committees.

FIRST VICE-PRESIDENT: In the absence of the President, The First Vice-President shall have the powers and perform the duties of the President. The First Vice-President shall be Chairman of a Committee specified by the Board of Directors, and perform other duties as may be prescribed by the Board of Directors.

SECOND VICE-PRESIDENT: In the absence of the President and the First Vice-President, the Second Vice-President shall have the powers and perform the duties of the President. The Second Vice-President shall be Chairman of a Committee specified by the Board of Directors, and perform other duties as may be prescribed by the Board of Directors.

EXECUTIVE DIRECTOR: This officer position shall be filled by the Executive Committee by appointment of qualified individuals, the term of such appointment to be for a period of no greater than three years, with provision for termination of appointment for cause, which appointment may be renewed by the Executive Committee for successive three-year periods. Other provisions of said appointment, such as salary, shall be on such terms as the Executive Committee, at its discretion, may determine.

The Executive Director is the chief operating officer of the Association, and pursuant to direction of the Executive Committee, shall implement the actions, decisions and directions of the Board of Directors and Executive Committee; and shall manage the Associations physical facilities and personnel. The Executive Director shall keep the minutes of all membership and Directors meetings, shall be the custodian for the safekeeping of all documents and records of the Association, shall collect all monies due the Association, shall disburse the money of the Association; however, only upon itemized demands and upon the order of the Executive Committee. The Executive Director shall account for all of the same by itemized statements in detail to each annual meeting of the members and the Board of Directors when demanded. Also, the Executive Director shall cause to be submitted to the Executive Committee, a detailed budget of the proposed and anticipated expenditures for the forthcoming fiscal year of the Association. Upon approval of this said budget, or its modification, it becomes binding upon the officers of the Association and cannot be exceeded in the total amount set forth by more than ten percent without a majority vote of the Executive Committee. The Executive Director shall be ex officio member of all committees appointed by the President or Board of Directors. The Executive Director shall make a report of his office to the Board of Directors when demanded and at all annual membership meetings and shall perform such other duties as may be prescribed

by the Board of Directors from time to time.

Section 6. The Association shall conduct its affairs on a calendar year basis. A financial audit shall be made and be reported to the next annual meeting of the members. The Executive Director and all other officers or employees of the Association who may handle any funds of the Association shall give a surety bond to be furnished at the expense of the Association for the faithful discharge of his or her duties if so required by the Executive Committee

ARTICLE VII - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Roberts Rules of Order, Newly Revised shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Association may adopt.

ARTICLE VIII - DISSOLUTION

Upon the dissolution of the Association, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Association, dispose of all the Assets of the Association exclusively for the purposes of the Association in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) or 501(c)(5) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law, as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed by the Court of Common Pleas of the county exclusively for such purpose or to such organization or organizations of said court determines, which are organized or operated exclusively for such purposes

ARTICLE IX - RULES

The Board of Directors is responsible for establishing the rules consonant with and supplementary to the Constitution and Bylaws for the general administration of the business of the Association. The rules shall be published by the members of the Board, with revisions published when sufficient changes to the rules warrant a new publication.

ARTICLE X - AMENDMENTS

The Board of Directors shall have the power to make, amend and repeal the Bylaws of the Association by vote of the majority of the Directors at any regular or special meeting of the Board, subject to the right of the members to rescind or amend any such Bylaws in the same manner as provided in Section 14, Article III.

ARTICLE XI - RECALL

Any member of the Executive Committee may be removed from office with or without cause as herein provided. A recall petition demanding the removal of such officers shall be submitted to the Executive Director of the Association. Such recall petition(s) shall be signed by at least twenty-five percent (25% of the current members of the Board of Directors, and the recall shall be effective when delivered to the Executive Director.

ARTICLE XII - INDEMNIFICATION

The Association shall indemnify and hold harmless any Officer, Director, Past President, Director-at-Large, and employee of the Association, their personal representatives and heirs, against reasonable legal expense, judgments and expense of settlement that the Association previously approved, actually and reasonably incurred in connection with an actual or threatened legal proceeding, if such person acted legally, in good faith, and was duly authorized to act on behalf of the Association. In the transaction from which legal liability arose, which was official Association business, except in relation to matters as to which he shall have been guilty of negligence or misconduct in respect of the matter in which indemnity is sought. To preserve this right of indemnity, such person shall immediately notify the Association of such actual or threatened litigation, whereupon, the Association shall have the right to direct defense thereof, including, but not limited to, selection of counsel, and direction of settlement negotiations, with the privilege of consent to the selection of counsel to be allowed the indemnified which consent will not be unreasonably withheld.

ARTICLE XIII AFFILIATIONS

The Association may enter into affiliation agreements with other like-minded Organizations as the Executive Committee with approval of the Board of Directors may determine. These agreements will be made for a specified duration of time.

STOCK HORSE OF TEXAS ASSOCIATION, INC GENERAL RULES AND REGULATIONS SECTION 1

GR-001. AFFILIATION WITH AMERICAN STOCK HORSE ASSOCIATION

The Stock Horse of Texas agrees to affiliate, cooperate with and aid in every way possible the programs and functions of the American Stock Horse Association and to uphold the policies, rules and regulations of the ASHA.

GR-005 STOCK HORSE OF TEXAS ASSOCIATION MEMBERSHIP

The Stock Horse of Texas Association is an incorporated association dedicated to and open to all western stock horse enthusiasts. The Association is open to all stock horse breeds, registered or grade, whether ridden on the ranch, in the ring or down the road. Members are eligible to participate in all Stock Horse of Texas Association events. The ID# must be presented to the secretary when participating in SHOT approved events. Membership is available for individuals for a one-year period. (January 1 to December 31) or by a lifetime membership.

1. Membership in the Stock Horse of Texas shall consist of two categories, Annual and Life memberships. Proper receipts and membership cards shall be issued upon payment of fees.
2. As reciprocal assistance to the Association for privilege of membership and participation, the Association may use any photograph or other form of likeness reproductions of a member, event participant, horse owner, or their horse and registered equine names to promote the Association's objectives and activities including, but not limited to, use by third parties with authorization from the Association.
3. The application for membership should indicate clearly the name (limited to 30 spaces) in which the membership is to be recorded. By applying for membership the applicant automatically agrees to be bound by and to abide by all rules, regulations and policies of the Association.
4. Termination or application rejection proceedings shall be conducted under the Association's disciplinary procedure for notice, hearing and temporary suspension. The effect of termination or rejection may be denial of the privileges of the Association as set forth in the Association's disciplinary procedure.
5. A membership fee is not refundable.
6. Upon completion and acceptance of a membership application form, an applicant is issued a membership card with an identification number. This number must be used in all official communication with the Association and the card must be presented when participating in Association approved events.
7. Any false or misrepresented statement on an application or entry shall constitute unsportsmanlike conduct and will subject the applicant, exhibitor and/or owner of horse to disciplinary action as set forth in these rules.
8. Types of Membership
 - A. ANNUAL MEMBERSHIPS – Membership is available for individuals for a one year period beginning with the first day of month of purchase (based on postmark, postal

meters are not acceptable) and expiring the last day of December of that year. Renewal notice to the members shall be sent to their last known address not less than 30 days prior to the end of the calendar year. When an annual membership expires, the membership can be reinstated by simply paying the current year's annual fee. Memberships may only be issued to individuals and may not be transferred. The following designations of annual membership in the Association are currently available. An individual membership is restricted to one person, carried in that person's legal name only.

1) ADULT ANNUAL MEMBERSHIP

An annual membership for persons 19 years and older provides privileges of participating in all Association events and activities.

2) YOUTH ANNUAL MEMBERSHIP

A youth membership is provided for boys and girls age 8 to 18, as of January 1 of the current year, which entitles a youth to receive a membership card of eligibility to show in the youth division, and to participate in Association events and activities. Youth may not vote or hold office in the Association. Youth who have participated under an individual or family membership in 2007 or before, who are not 8 years of age, may receive a youth membership.

3) COLLEGIATE ANNUAL MEMBERSHIP

A collegiate membership is provided for students enrolled in colleges and universities which entitle a student to receive a membership card of eligibility to show in the collegiate division, and to participate in Association events and activities. Students may not vote or hold office in the Association.

A. LIFE MEMBERSHIP

A life membership entitles the recipient to receive a life membership card, a certificate and to obtain any Association services at the member rate for the lifetime of the individual. Life memberships may only be issued to individuals and may not be transferred.

9. MEMBERSHIP FEES – The annual membership fee is \$25.00 per individual for adult and youth memberships and \$15.00 for collegiate membership. The life membership fee is a one-time fee of \$250.

GR 010 TELEVISION AND MEDIA RULES

- A. Attendance at an Association sponsored or approved event, in whatever capacity, shall constitute authorization for the Association, its agents, designees, or assigns to photograph, video tape, televise, or record by other means (hereinafter referred to as "photographic material") any person or animal on the premises of an Association-approved event, and shall further constitute authorization for the use of such person's name, voice and biography, or the name, pedigree and performance record of any animal on the premises (hereinafter referred to as "related information") in conjunction with any photographic material.
- B. The photographic material and related information referred to above may be used in any manner that the Association, in its sole discretion, determines would be beneficial to promoting the purposes and goals of the Association, provided, however, that no photographic material or related information will be used in conjunction with the endorsement of any product unless prior written consent is obtained.
- C. Attendance at an Association approved event shall further constitute agreement to the terms and conditions outlined above, and shall constitute a waiver and release, without limitation, of any individual television, radio, motion picture, photographic or other similar rights, including right of privacy, any person or animal may have in or to such photographic material or related information when such information is obtained at an Association approved event by the Association, its agents, designees or assigns.

- D. An Association member, including a member using Association data for commercial purposes, has a duty to preserve and protect the performance records and the property of the Association, including, but not limited to, Association electronic data made available to members via the Association's website or other prearranged consensual access thereto, and the duty to use such data only for the purposes which the Association has granted conditional license. Publication of such data shall carry the following designation. "This information was provided by the Stock Horse of Texas Association from its Official Records."

GR 020 BOARDS OF DIRECTORS

- A. The current number of Board of Directors of this Association shall be twelve (12) directors elected by members in good standing. The number of directors is at the discretion of the Executive committee. The elections will be staggered with one third (1/3) of directors and director alternates being elected each year with a term of three years.

GR-030 STANDING COMMITTEES

- A. All Standing Committees shall consist of not less than two Association members and not more than ten. All committee members must be Association members in good standing. In making appointments to the committees, the President shall appoint committee members for not less than one year, and not more than three years. Memberships to committees and future appointments to fill vacancies shall be by the President with the advice and consent of the Executive Committee
- B. The Chairperson of each committee shall be appointed annually by the President with the advice and consent of the Executive Committee from the current Board of Directors.
- C. Committee members may be appointed from the Board of Directors and the general membership and a listing of all committee members shall be published as soon as possible after appointment.
- D. These committees shall have those duties as prescribed or granted to them by the Board of Directors and the Executive Committee. Committees shall advise the Executive Committee and Board of Directors on matters relative to their committee assignments. They also will evaluate their program area, prioritize needs, make proposed annual and/or long range plans, and present these findings to the Executive Committee. The report and plans will be approved or disapproved for action during the year or year(s). Subsequently each Committee has the authority to carry out their approved plans within limits set up by Board of Directors and Executive Committee. Timely reports of committee projects and actions shall be given to the Board of Directors upon request.
- A. Standing Committees may be, but not limited to:

1) Education

This committee may consider Educational activities, Clinics, Judging Education, Videos / DVD's, Educational Handouts and Publications, Clinician Teaching Plans and Curriculum, Training for Scribes, Secretaries, Arena Managers, Evaluation of Educational Programming

2) Communications, Marketing and Development

This committee may consider Newsletter, Website, Press releases and Feature Articles to publications, Information and Orientation for new members, Sponsorship and Marketing packets, Other

3) Shows, Competitions and Recognition

This committee may consider Merit and Other Special Awards, Year End Awards Show Awards, Competition Rules, Evaluation of Competitions & Divisions, Special Competitions (CLASSIC, CHALLENGE, etc.), Outstanding Achievements, Awards at Association and Sponsored Events

- 4) Sponsorships and Financial Development
This committee may consider Sponsorship and Advertising Marketing packets, Sponsorship Policy, Advertising Policy, Annual Sponsorship Plan, Special Sponsorship and Donation Efforts
- 5) Collegiate Activities
This committee will plan Association participation specifically for the Collegiate Members.
- 6) Budget and Finance
This committee may consider Financial Stability of Association, Preparation and association adherence to annual Budget, Membership Dues and Fee, Association CLINIC and SHOW Fees, Sponsorships, Other
- 7) Youth Activities
This committee will plan Association participation specifically for youth members
- 8) Rules & Regulations Committee
This committee will review proposed changes to the Associations Bylaws and Rules delegated to it from the Board and Executive Committee and may propose rule changes. This committee will provide proper or legal wording for changes without changing the intent.

E. Special committees may be appointed by the President from time to time to attend to special business. These committees serve for the duration of the special problem or until replaced or until the committee is disbanded.

Special Committees at this time are

- a. Annual new Board Members Nominating Committee
- b. Annual new Officers and Executive Committee Nomination Committee
- c. SHOT Annual Meeting and Conference Committee

GR 040. Stock Horse of Texas Collegiate Program

- A. At this time the Stock Horse of Texas Collegiate Program is under the direction of the Association's Collegiate Standing Committee whose chairman shall be a member of the Board of Directors.
- B. College students must be a member of this Association to participate in Association sanctioned events.
- C. College students will be eligible to serve on the Collegiate Programs Committee as well as other committees as well as vote on Association Board of Directors.
- D. College students are eligible to participate in any Association event as well as specific events planned just for collegiate members.
- E. Upon request, the regular Association Show Secretaries will compile results of collegiate entries within regular Association Show Events allowing a collegiate show within a regular Association Show. Placings and awards for Collegiate Show participants will be posted and announced.
- F. In addition to regular approved Association clinics and competitions, the Collegiate Programs Committee must apply to the Association for approval for events designed specifically for and limited to collegiate members. Applications to host and/or sponsor special collegiate events must be received in the Association office at least 6 months prior to the event.

- G. Results of all Association Collegiate Events must be received in the Association's office within two weeks after the event. Results will be made available on the Association's website and year end totals will be tabulated, distributed and posted on the website.
- H. Announcements and Results of the Association's Collegiate Events will be posted on the Association's website as well as included in other Association publicity such as newsletters and press releases.
- I. Special awards and recognition may be presented to Collegiate Members at the Associations' Annual Meeting and Banquet.
- J. College students will have the opportunity to serve as interns and participate in special educational projects that will benefit both the association and the member.
- K. Special guidelines for conducting collegiate activities will be developed by the Collegiate Program Committee to include eligibility.

GR-060 Proposed Changes to Rules and Policies

- 1. An Association member, a standing committee, a special committee, the Board of Directors, the Executive Committee or the Association staff may propose a rule change. A Rule change is any change to the Bylaws or Rules.
- 2. All proposed changes must be submitted on the form designated for that purpose and available free of charge from the Association Office. All blanks must be completed and a justification for the proposed change cited. Forms which are incomplete, lacking the justification, or failing to cite the specific change requested, will be returned to the originator.
- 3. A proposed change form should be sent to the Association office
- 4. All Proposed Procedural Changes will be
 - 1) Researched and reviewed by Association Office Staff, Budget and Finance Committee, Executive Committee and Association Attorney, if deemed necessary. A proposed Rule Change that contains possible legal or financial implication or any consequences deemed not in the best interest of the Association may be subject to action by the Executive Committee. If tabled by the Executive Committee, the proposed change will be returned to the originator with comments from the reviewers. If deemed appropriate for further study, the proposed change will be referred to the appropriate Standing Committee Chairmen and the Rules Committee.
 - 2) Referred to the appropriate Standing Committee(s) Chairmen and the Rules and Regulations Committee
 - 3) Referred back to the Executive Committee from the standing committee(s) chairmen and/or rules committee with a report and recommendations. If the proposed change is still deemed advantageous to the Association by the Executive Committee the proposed change will be presented for consideration to the Board of Directors.
 - 4) Presented to the Board of Directors in a legal and properly worded form for consideration on the agenda of the next Board of Directors meeting.
- 5) The Board of Directors will vote on the proposed change.
- 6) Emergency Status of Proposed Change.
 - A. If a proposed Rule Change is considered to be of such extreme importance by the Executive

Committee that it must be acted upon immediately, such proposed change must be presented to the Board of Directors and is subject to amendment. The Emergency Status of the proposed Change should then be put to a vote by the Board of Directors. The emergency status must first be approved and requires a motion and majority vote in favor.

- B. If the Board of Directors approved the Emergency Status, the proposed change with any amendments attached shall then be put to a vote by the Board of Directors for immediate action and/or implementation. If approved, the Change can become effective immediately. If the Emergency Status of the proposed Change is rejected by the Board of Directors, the proposed change itself cannot be put to vote at this time but can still be presented for a vote by the regular procedure

GR 080. RELEASE OF LIABILITY

- A. The Association and co-sponsoring organizations, if any, shall not be responsible for any personal injury, or for loss or damage to property, occurring at any Association activity. Each owner, exhibitor, handler, or consignor shall indemnify and hold harmless the Association, its officers, directors and employees from and against all claims, demands, causes of actions, and expenses of every kind, including attorney's fees, arising out of or related in any manner to the acts or omissions of an owner, exhibitor, handler, or consignor, or the actions of any animal under the care, custody or control of the owner, exhibitor, handler or consignor. Presentation of signed entry or consignment forms shall be deemed acceptance of the conditions of this rule. In the event an entry or consignment form is not signed or presented, appearance on the grounds or at the sale ring of any Association activity as an exhibitor, handler, owner, or consignor shall be deemed to be acceptance of the conditions of this rule.
- B. Disclaimer of Responsibility for Safety of Show or Event Participants.
 - 1) Show/event management is responsible for the condition of show/event premises, including arena and exercise areas, the conduct and competence of show/event employees and other representatives, implementation of show/event activities and events, and all other aspects of an Association approved show/event
 - 2) The Association does not assume or accept duty or responsibility for safety at this show/event in regard to participants or any other third parties, or for the horses or other property thereof.
 - 3) As an express condition of the privilege to participate at an Association approved or sponsored show or event, each owner of a horse, exhibitor, trainer, participants, assume the risks of participation and release and discharge the Association, its officers, directors, representatives and employees from any and all liability, whenever or however arising as to personal injury or property damage, occurring as a result of participation in a show/event conducted by the show/event or on the show/event grounds thereof.
 - 4) Without assuming the affirmative duty to monitor possible physical or mental handicaps of exhibitors, if condition of exhibitors' physical or mental disability comes to the attention of the Association, the individual may be denied participation privileges in Association approved events until such time as he or she provides the Association with sufficient information to conclusively establish physical or mental capability to participate, without posing a significant risk to the health or safety of the individual and/or the other exhibitors of the class in which he or she desires to participate. At Association's sole discretion, the individual may be authorized to use special equipment to enhance physical ability to safely exhibit in Association approved or sponsored shows/events.

GR 090 DISCIPLINARY PROCEDURES

The Association reserves the right to independently direct disciplinary action or sanction against individuals coming under the jurisdiction by participating in Association sponsored events. The Association Executive Committee is the forum within the Association that initially or ultimately hears or reviews evidence of alleged violations of rules and regulations by members and/or participants in Association approved events. A member may be disciplined, suspended, fined, and/or expelled from the Association and any non member participant may be denied any or all Association privileges.

GR 095 VIOLATIONS

- A. Financial Violations – Any member may be suspended and denied privileges of the Association or any non member may be denied the privilege of the Association by the Executive Committee of the Association, for the failure to pay, when due, any obligation owing the Association. Upon receipt of a fraudulent payment, a member or non member will be notified in writing and given a reasonable amount of time to make the payment good. Failure to pay the owed amount to the Association or its sponsoring groups will result in suspension of membership and all privileges. Repeat offenders will be put on a cash only basis.
- B. Unsportsmanlike Conduct – Conduct by Association members, non members, exhibitors, trainers, owners, owner's representatives, spectators, and all other persons present on the Association event grounds of facilities shall be orderly, responsible, sportsmanlike, and humane in the treatment of horses. Any of these violations will be subject to disciplinary procedures.

GR 205 SAFETY AT ASSOCIATION EVENTS.

- A. Any unmanageable horse will be asked to leave the grounds. This applies to all horses, but especially to stallions.
- B. Any competitor or clinic participant riding a horse that is out of control will be asked to leave the premises.
- C. Judges will have the authority to blow a whistle at any time to stop and or excuse any exhibitor who is not in control of their horse. This is especially critical to the working cow class. The goal of the working cow class is for the horse/rider to control the cow. To accomplish this goal, the exhibitor MUST be in control of their horse.
- D. In classes that involve the use of cattle, the Association strives to safeguard the welfare of the cattle, as well as the welfare of both the horses and riders competing in the class. Association Events are encouraged to provide proper equipment and medication should accidental injury occur.

GR 200 APPROVAL FOR Stock Horse of Texas Association Events

A request for information regarding an Association Clinic/Show or special event approval shall be made through the Association Executive Director. Sanctioned events require compliance with all Association fees, guidelines and documentation. Requirements for hosting an Association Event are available on the Association website and from the Association office Approvals for Association Events shall be made in the calendar year preceding the event.

GR 220 GENERAL RULES FOR ASSOCIATION EVENTS

All riders of horses riding and/or showing in Association approved events must be members in good standing. When entering Association approved classes, entry forms must identify horse and rider with the correct and current SHOT and ASHA membership numbers and the ASHA Horse Competition License Number.

GR 225 GENERAL RULES FOR ASSOCIATION COMPETITIONS

A. All Stock Horse of Texas Association competitions will be conducted under the rules of the American Stock Horse Association.

B. In addition to ASHA Divisions, SHOT will offer a new division this year – the green horse division. Horses competing in the green horse division must possess an ASHA Horse Competition License. Any rider possessing a current ASHA membership and SHOT membership may show a horse in this division. There will be no jackpot in this division. Horses in this division will ride the same patterns as the Open and Non-Pro with the exception of the working cow horse class which will be the ASHA Modified working cow pattern. (See ASHA Modified Working Cow Horse rules for specifics on rules for this division.)

A horse is eligible to be shown in this division if the following criteria are met.

1. Be five years of age and younger as of January 1 of current year.
2. Has never won a Champion or Reserve Champion All-Around in any SHOT or ASHA approved division.
3. If a horse loses their green horse eligibility through competition, they may finish that year as a green horse. In the future, that horse is eligible only for other divisions.
4. A green horse may be shown by a rider from any division.

B. SHOT Association approved competitions must offer all four classes and six divisions – Open, Non-Pro, Limited Non-Pro, Novice, Youth and Green Horse. It is recommended that buckles or other awards given have the words SHOT visible or identified.

C. It is recommended that entry fees be kept as low as possible. This is in keeping with our goal of offering affordable education and competitions.

GR 235 End of Year Awards in SHOT Approved Competitions

Year End awards shall be given to the All-Around High Point and Reserve High Point One Horse/One Rider in the Open, Non-Pro Limited Non-Pro, Novice, and Youth divisions. Year End High Point Individual Class winners (one horse/one rider) shall also be recognized.

Year End awards will be based on the total number of approved shows minus two (For example: if 12 shows are held during the year, 10 shows or less will be used for total one horse/one rider End-of-Year points.) If an exhibitor competes in ALL approved shows for the year, the shows with the lowest total All-Around points will be dropped in the All-Around. For End of Year individual class awards, the lowest scores for that class will be dropped.