

**ARTICLES OF INCORPORATION  
AND  
CONSTITUTION**

ALABAMA HUNTER-JUMPER ASSOCIATION  
(A NONPROFIT CORPORATION)

**ARTICLE I - NAME**

Section 1: The name of this association will be the ALABAMA HUNTER-JUMPER ASSOCIATION.

Section 2: The location and street address of the initial registered office is:

Street: 3004 Park Brook Road

City: Mountain Brook, AL ZIP: 35213

and the name of the initial registered agent at such address is:

Mrs. Robert D. (Carol) Hunter, Secretary

**ARTICLE II - PURPOSE AND DURATION**

Section 1: This corporation is to be organized exclusively for charitable and educational purposes, to enhance similar organizations in the area, and to promote national and international competition, at all phases and levels of equestrian science and activities, with special emphasis on English riding, hunter seat, jumping, combined training, dressage, horsemanship, horse care and training. It will become and affiliate member of the United States Equestrian Federation (USEF) [Jan 2012] and other associations, as approved by the general membership, that have common interests and goals. It will sponsor and hold such competitions for such purposes, and will make distributions of profits to organizations that qualify as exempt organizations under Section 501(c)(7) of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue Law or Code.

Section 2: No part of the net earnings of the corporation will inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation will be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth above. No substantial part of the activities of the corporation will be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation will not participate in or intervene in (including the publishing and distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles the corporation will not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(7), of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or by a corporation contribution to which are deductible under Section 170(c)(2) of the Internal

Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Section 3: The Corporation will be established in perpetuity. However, if conditions warrant, the Board of Directors may recommend to the membership the dissolution of this Association. This will be done in writing and will include the Board's recommendation on the distribution of the assets of the Association after the dissolution. Balloting will be by mail, and a two-thirds (2/3) majority is required. The Board Of Directors will, after paying or making provision for the payment of all liabilities of the Corporation in such a manner or to such organization or organizations organized and operated exclusively for charitable and educational purposes as will at that time qualify as an exempt organization or organizations under the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) as the Board of Directors will determine.

### **ARTICLE III - MEMBERSHIP**

Section 1: Membership in this Association is open to anyone who wishes to join, upon submission of application for membership on the form provided by the Board of Directors of the Association.

Section 2: The following classes of membership will be offered: life, individual, family, stable, and affiliate.

Section 3: Membership in the Association is required for either owner or lessee before a horse may be eligible for points towards annual awards.

### **ARTICLE IV – DUES**

Section 1: The annual dues of this organization will be according to the type of membership as provided in the By-Laws.

Section 2: The membership year will be from December 1 to November 30. Membership dues are due and payable on December 1.

Section 3: Both renewals and new membership dues and applications must be received prior to the annual general membership meeting to be eligible to vote or hold office, if elected, at same. Fully completed and signed applications must accompany payment of dues in order to be eligible to vote, hold office, be considered a member in good standing. Dues will be current before a member may earn points towards year end awards.

### **ARTICLE V – OFFICERS AND ELECTIONS**

Section 1: The governing body of this organization will be its Board of Directors elected at the annual general membership meeting.

Section 2: From the elected Board, the general membership will also elect the following officers: President, Vice President, Secretary and Treasurer. Show Manager, Show Secretary and other offices as deemed necessary will be appointed by the President with the approval of the Board of Directors.

Section 3: Elections will be as described in the By-Laws. The Association does not recognize absentee ballots or proxy votes.

## **ARTICLE VI – MEETINGS**

Section 1: The Association will hold an annual general membership meeting, written notice of which will be given no less than fifteen (15) days prior to the appointed date.

Section 2: Special meetings of the general membership may be requested as described in the By-Laws.

Section 3: A quorum consisting of those members of the active membership, to be at least twenty-five (25%) of the current paid membership, present will be necessary to conduct business at any general membership meeting.

Section 4: The Board of Directors will hold regular monthly meetings, written notice of which will be given to each director prior to each meeting.

Section 5: Special meetings of the Board of Directors may be requested as described in the By-Laws.

Section 6: A quorum consisting of two-thirds (67%) of the elected adult members of the Board of Directors will be necessary to conduct business at any meeting of the Board of Directors.

## **ARTICLE VI – GOVERNMENT**

Section 1: The government of this organization will be vested in the Board of Directors, as elected by the general membership, and consisting of the elected members, officers and Past President.

Section 2: The Board of Directors will have the general management of the affairs of the Association and may make contracts in its name and on its behalf or authorize such contracts to be made by officers of the Association providing that such contracts, individually or collectively, do not exceed the financial reserves of the Association.

Section 3: The rules of the United States Equestrian Federation [Jan 2012] will be followed at all rated horse shows in all cases unless specifically modified by this organization. The current rules of this organization will be followed at all non-USEF [Jan 2012] rated horse shows. The Board of Directors will be responsible for the enforcement


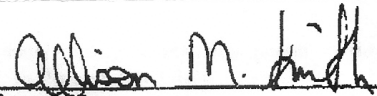
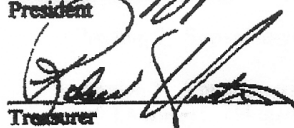
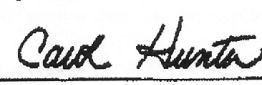
of this Constitution and its By-Laws and for the rules of the United States Equestrian Federation [Jan 2012] when applicable.

**ARTICLE VIII – AMENDMENTS**

Section 1: This Constitution may be amended by a two-thirds vote of the membership present at any regular or special general membership meeting provided that written notice of such amendments is given at the previous meeting and by mail to each member at his last known address no less than fifteen (15) days prior to the ensuing membership meeting.

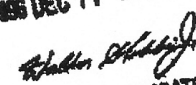
Section 2: Robert's Rules of Order, Revised, will govern in all matters not covered by this Constitution.

IN WITNESS THEREOF, the undersigned Officers, as initial Directors and incorporators have executed these Articles Of Incorporation and Constitution on this, the 24th day of NOVEMBER, 1996.

|   |   |
|---|---|
| <br>_____<br>President | <br>_____<br>Vice-president |
| <br>_____<br>Treasurer | <br>_____<br>Secretary      |

This document was prepared by: A. Frazier Christy, Secretary  
3621 Kings Hill Road  
Mountain Brook, AL 35223

DOOR 0 200 PAGE 0 204

STATE OF ALA.  
MONTGOMERY CO.  
I CERTIFY THIS INSTRUMENT  
WAS FILED ON  
1996 DEC 11 PM 12:53  
  
JUDGE OF PROBATE

Indep. 500  
me - 10.00  
12-11-96 - 5250-15.00

The State of Alabama }  
Montgomery County } Probate Court

I, Walker Hobbie, Jr., Judge of Probate in and for the said County, in said State, hereby certify that the within and foregoing pages are a full, true and complete copy of AMENDMENT OF INCORPORATION OF  
THE HUNTER-JUMPER ASSOCIATION OF ALABAMA

as fully and completely as the same appears of record in this office  
in Book No. 200 of CORP at page 200

Given under my hand and official seal this  
18th day of December, A.D. 19 96

  
Judge of Probate Court, Montgomery County, Alabama

## **BY-LAWS**

### **ALABAMA HUNTER-JUMPER ASSOCIATION**

#### **ARTICLE I - MEMBERSHIP**

Section 1: There will be five (5) classes of memberships; dues, responsibilities and privileges are as defined in the following:

- Life Members - Upon completion of an application and payment of annual dues, an individual may become a life member of the Association and will be exempt from annual dues. This individual will have all rights and privileges of membership and be subject to a liabilities and penalties thereof.
- Individual Members - Upon completion of an application and payment of annual dues, an individual, adult or junior, may become a member of the Association with all rights and privileges and subject to all liabilities and penalties thereof.
- Family Members - Upon completion of an application and payment of annual dues, family groups may enjoy all rights and privileges of individual members. Family membership will cover and be confined to spouses or parents (or legal guardians) and children of a family group. Votes on behalf of a Family Membership must be cast by an adult member of the family.
- Stable Members - Upon completion of an application and payment of annual dues, Stable Owner(s) may enjoy all rights and privileges of individual members. Stable membership will cover and be confined to the Owner, Manager, and Staff Riders or Trainer(s) of the Stable. Votes of Stable Members must be cast by the Stable Owner, an adult, or the Stable Owners designated adult representative.
- Affiliate Members - Upon completion of an application and payment of annual dues, an Affiliate may enjoy the following rights and privileges of individual members. Affiliate membership will cover and be confined to those organizations, groups of individuals, of individuals that do not wish to show at AHJA rated horse shows and are supportive of the Constitution and By-Laws of the AHJA. Affiliate members may receive a membership list and will receive all mailings of the Association. An affiliate membership is NOT entitled to vote at general membership meetings, hold office in the organization, or earn points toward year-end awards.

Section 2: There will be one vote for each class of membership, with the exception of the non-voting Affiliate Membership. Individuals may only participate in or vote in one class of membership. Votes may only be cast by an individual more than eighteen (18) years of age as of the beginning of the show year.

**Section 3: The amount of dues will be voted on and set forth by the Board of Directors. Changes to the amount of dues cannot take into effect during the same membership year in which the new**

dues are proposed. Changes can only be made for the following membership year, and written notice of such changes must be given by mail or email to each member at their last known address/email address no less than six (6) months prior to the ensuing membership year. [Jan 2013]

## **ARTICLE II - OFFICERS AND ELECTIONS**

Section 1: The elected officials of this organization will be its Board of Directors elected at the annual meeting of the general membership. The Immediate Past President will serve as an ex-officio member of the Board for the term immediately following his term of office.

Section 2: The elected Board will consist of four (4) officers and eleven (11) adult board members and up to four (4) junior members all nineteen (19) of good standing in the Association. Only one (1) adult member of a household may serve on the Board at a time, and only two (2) representatives from each barn may serve on the Board at the same time. A representative includes: barn owner(s), trainers, employees, contractors, boarders, students, or family of the same. Exceptions may be made by the Nominating Committee if there are insufficient nominees to fill all positions. Nominees for the Executive Board must have served at least one (1) year as a regular board member [Jan 2012]. A junior member will be defined for show purposes by the United States Equestrian Federation [Jan 2012] with the exception that he must be fifteen years of age or older to be eligible for nomination. Members of the Board are encouraged to become members in good standing of the United States Equestrian Federation [Jan 2012].

Section 3: Adult members will be elected to a term of two (2) years. Junior members will be elected to a term of one (1) year. Terms of office of the members of the Board will be staggered such that there will be five (5) or six (6) new two-year term members elected each year. Should a junior exceed the age limit during his term, he will continue to serve until his term expires.

Section 4: Each nominee will then be contacted to ascertain their willingness to accept the nomination. It is suggested that the Committee obtain acceptance of several additional nominees for each board or officer position.

Section 5: The Secretary of the Association will prepare a sample ballot indicating the names and nominated positions of all nominees submitted by the Nominating Committee. The Secretary will certify that all nominees have paid their dues and are in good standing with the Association for the year in which a nominee, if elected, will serve. In the event the Secretary cannot certify an individual nominee is in such good standing, the Secretary will notify the Nominating Committee of same. The Nominating Committee may nominate another member in good standing if another nominee is required to fill all elected positions. The sample ballot will be mailed to the general membership at least 15 days prior to the annual meeting. Final ballots will be distributed to all members in good standing at the annual meeting. Additional nominations may be accepted from the board members of good standing with prior written authorization of the nominee and proof of the nominee's good standing with the association for the elected year. The Association does not recognize absentee ballots or proxy votes.

Section 6: Ballots will be cast, results of which will be determined by count of the Vice President and the Chairperson of the Nominating Committee.

Section 7: Vacancies in the Board of Directors of its officers, other than that of the Presidency, will be selected by the Nominating Committee and approved by the Board.

Section 8: Any director who has two (2) unexcused absences from Board meetings is subject to removal from the Board. All absences must be excused by the President or the Secretary of the association.

### **ARTICLE III - MEETINGS**

Section 1: The Association will hold annually a separate General Membership Meeting in December or January of the current show year and a separate Year-End Awards Banquet held in January or February of the following show year. The time and place will be designated by the Board of Directors. The Secretary will notify all members no less than fifteen (15) days prior to the appointed date of either function.

Section 2: Special meetings of the general membership may be called by the President of the Association when requested by a majority of the Board of Directors by a majority vote at any meeting of the general membership or by written petition signed by fifteen (15) members of the Association. Notice of special meetings must be given by mail no less than fifteen (15) days prior to the meeting along with notice of business to be considered at said meeting.

Section 3: The Board of Directors will meet monthly at a time and place to be designated by the Board, notice of each meeting to be provided by the Secretary.

Section 4: Special meetings of the Board of Directors may be called at the discretion of the President or upon the request of no less than three (3) Directors with written notice sent to every member of the Board at least five (5) days in advance of said special meeting given prior to the meeting.

### **ARTICLE IV - DUTIES OF OFFICERS AND COMMITTEES**

Section 1: It will be the duty of the Board of Directors to administer the Constitution and By-Laws of this organization. The Board will also have the responsibility of enforcing the rules of the USEF [Jan 2012] as they apply to the government of the AHJA unless specifically stated otherwise in this Constitution and its By-Laws. The Board will, at its December meeting each year, review the Show Packet and make recommendations for the coming year. The Board may adopt, at its discretion, such rules and regulations as are necessary to ensure the best interests of the Association and its individuals. Show Packet rules as approved by the Board of Directors will become part of these By-Laws for the coming year and will become the standard for all AHJA sponsored or approved shows, or AHJA divisions of USEF [Jan 2012] Approved shows. In the event of major changes to the Show Packet, copies of the updated Show Packet will be furnished to the general membership at the annual meeting or by mail.

Section 2: The officers of the Board of Directors and their duties are as follows:

- The President will be the chief executive officer of the Association and will preside at all meetings. He will be the official representative of the Association. He will sign all contracts and obligations of the Association. He will supervise the affairs and activities of the Association. He will be counted to determine a quorum at meetings of the Board of Directors or general membership meetings. He will not vote on any issue at any meeting except in the case of a tie vote of the members present and voting. At the onset of each year) he will appoint all standing committees as set forth in these By-Laws, serving as an ex-officio member of each committee. He will throughout the year appoint all committee chairmen and members deemed proper and necessary to fulfill the object and purpose of this Association and will bring to the attention of the Board any Director or committee member who should fail to perform his duties. He will then take any corrective action deemed necessary by the Board. The President will perform such duties as may be assigned him by the Board of Directors.
- The Vice President will preside at all meetings of the membership and Board in the absence of the President. When the President is unavailable, the Vice President will serve as the official Representative of the Association. In case of vacancy in the office of President, the Vice President will fill the unexpired term. The Vice President will perform such duties as may be required by the President or the Board. If the Vice President is required to fill the unexpired term of the President, a new Vice President will be elected by the existing Board to fill the unexpired term of the Vice President.
- The Secretary will keep and maintain accurate records of all meetings of the Association, keep an accurate roster of members and will conduct the correspondence of the Association, maintaining copies for records. He will provide minutes of each preceding meeting of the Board and general membership. He will provide notice of meetings and such ballots as provided for in these By-Laws. The Secretary will perform such duties as may be required by the President or the Board. The Secretary will publish at least four (4) Newsletters each calendar year.
- The Treasurer will collect all monies due the Association and will have care and custody of and be responsible for the funds of the Association. He will deposit funds of the Association in such banks as the Board of Directors will designate. He will pay all bills upon receipt of an itemized statement, keeping an accurate record. He will make a full report in writing of the financial condition of the Association at the annual meeting and at each regular meeting of the Board, and at such other times deemed necessary by the Board. He will prepare and maintain an accurate list of each member whose dues are current and are, therefore, eligible to vote and hold office as described in these By-Laws. He will ascertain the need for and file all financial reports required by state and federal statutes. He will be eligible for performance and surety bonding provided by the Association. The Treasurer will perform such duties as may be required by the President or the Board.



Section 3: Standing Committees of this Association will be appointed by the President with approval of the Board at the first regular meeting of the Board of Directors after the annual election of officers. The standing committees and their duties are as follows:

- The Show Committee will consist of eight (8) members including the Show Manager and Show Secretary with the Show Manager serving as Chairperson. The duties of the Show Committee will be to assist the Show Chairperson with activities to guarantee the successful production of all AHJA sponsored horse shows. The Show Committee will also be responsible for planning and holding clinics. The Show Committee will meet as is deemed necessary by the Chairperson. The Show Committee will also assist the show management in the resolution of questions and protests at AHJA recognized, NON-USEF [Jan 2012] RATED, shows. Questions and protests that arise during AHSA RATED shows relative to USEF [Jan 2012] rated classes and divisions will be resolved as set forth in the current issue of the USEF [Jan 2012] Rule Book, Rule X - Protests, Charges and Hearings. Before the conclusion of an AHJA NON-USEF [Jan 2012] RATED show, the Show Committee will, after an informal hearing, inform the parties to the protest of its recommendation to the Board if the resolution of the protest includes a loss of points earned at the show, a fine, suspension or expulsion.
- The Show Manager will serve as Chairperson of the Show Committee. He will, subject to approval by the Board of Directors. Organize and execute all aspects necessary for the production of an AHJA sponsored horse show which will include, but not be limited to, selection of a location, judge(s), class list, course designer, jump crew, and will make or cause to be made any other arrangements necessary for said shows. The Show Manager will perform such duties as may be required by the President or the Board. The Show Manager will coordinate show dates of all AHJA rated shows with USEF [Jan 2012], if the show is to be rated by USEF [Jan 2012]. In the event an Individual, Stable, or Affiliated Organization desires to put on a show that is to be rated by the AHJA, the Show Manager will approve the date, course, the names of at least two (2) of AHJA Show Committee members that have agreed to be present at the show, and coordinate the mailing of a set of rules and a mailing list to the management of said show.
- The Show Secretary will serve as a member of the Show Committee. He will process entries, prepare class sheets and judges' cards, select awards, and tabulate points for each AHJA sponsored horse show. He will maintain a year to date point tabulation of each member, updating same within a reasonable time after any AHJA approved or sponsored show. He will maintain records of each AHJA sponsored or approved show in the event of future disputes, protests, etc.
- The Hearing Committee will be made up of all members of the Board of Directors. The Hearing Committee will hear any unresolved protests or protest that could result in a loss of points, fine, suspension, or expulsion of a member as the result of a protest filed at an AHJA approved, not USEF [Jan 2012] rated show or for actions which the Board of any member of the Association feels is prejudicial to the best interests of the AHJA. The Board may conduct such hearings or investigations as it deems necessary and is the sole entity having the authority to fine, censure, suspend, or expel any member whose conduct

will be found to be prejudicial to the best interests of the Association or in violation of its rules as set forth in the Constitution and By-Laws, including those found in the Show Packet.

- The Nominating Committee will be appointed by the Board. The Board will appoint two (2) Members of the Board to serve on the Nominating Committee and will appoint one of those members to serve as chairperson. The Committee will select two (2) additional committee members from the general membership not currently serving on the Board. A fifth member of the committee will be a junior member whose board status will be of no consequence, but, will be fifteen (15) years of age or older. The Nominating Committee will meet and select the necessary number of adult nominees to fill the adult board positions and four (4) junior nominees. The committee will also select a slate of officers consisting of President, Vice President, Secretary, and Treasurer. All nominees will be members in good standing.
- The Membership Committee will consist of four members from the General Membership. The committee will promote and maintain ongoing membership in the Association. He will keep an accurate and current record of all membership, including address, phone number, date of applications, names of family members entitled to vote at general membership meetings. The Membership Chairperson will by November 1 of each year, send renewal notices to all members and upon process of application, send membership packets to approved applicants consisting of a membership card, decal, show schedule and that portion of the Show Packet which concerns rules for showing, governing AHJA approved or sponsored shows. In the case of a new member, a current copy of this Constitution and its By-Laws will be included. The Membership Chairperson will perform such duties as may be required by the President or the Board.
- The Trainers Committee will consist of any interested individuals that have knowledge of the types of riders that will be showing during the show year. They will meet at least twenty-one days prior to the General Membership Meeting as early in the show year as possible such as to attempt to determine the divisions and classes that should make. They will also assist the Board of Directors as deemed appropriate.

There may be other Standing Committees as deemed necessary by the President or upon recommendation of the Board of Directors. Committee membership will consist of no less than three (3) members.

## **ARTICLE V - AMENDMENTS**

Section 1: These By-Laws may be amended by a majority vote of the general membership present at any regular or special meeting provided that written notice of such amendment is given at the previous meeting or by mail **or email [Jan 2013]** to each member at his last known address/**email address [Jan 2013]** no less than 15 days prior to the ensuing membership meeting.

Section 2: Divisions and/or Classes may be added to the Show Packet by the Show Committee with the approval of the Board of Directors. These additions must be approved by the Board of

Directors forty-five days prior to the first day of the first show of the year in which the change is to take effect. In order for a Division and/or Class to be removed from the Show Packet, the Show Committee will, after obtaining approval of the Board of Directors, have the Secretary mail a ballot to the entire membership for removal. Removal of a Division and/or Class may only take place if there is a 75% approval of such removal by the Membership. The ballot must be worded such that a non-returned ballot will count as a vote to keep the Division and/or Class. Said Show Packet, once approved by the Board of Directors, will stand approved for the duration of the show year and will become the standard for all AHJA sponsored or approved show of AHJA division and/or classes of USEF [Jan 2012] approved shows. Show Packet rules as approved by the Board of Directors will become a part of these By-Laws.

Section 3. Robert's Rules of Order, Revised, will govern in all matters not covered by these By-Laws.