

## **UNITED STATES ICELANDIC HORSE CONGRESS CONSTITUTION (Revised March 2006)**

### **Article I – Name**

The name of the association is the United States Icelandic Horse Congress (hereinafter USIHC).

### **Article II – Objectives**

The USIHC is formed for the following purposes.

- (1) To promote the knowledge of the Icelandic Horse within the United States and its correct use as a competition and riding horse;
- (2) To keep a Registry of purebred Icelandic Horses in the United States;
- (3) To facilitate communication among all USIHC members, and;
- (4) To represent the United States in FEIF.

### **Article III – Membership**

Section 1: There shall be three classes of membership:

- (a) Individual Membership: Shall consist of natural persons residing in the U.S. or owning a horse in the U.S., including their island states and territories. Each individual member shall have one vote.
- (b) Junior Membership: Shall consist of natural persons under 18 years of age residing in the U.S. including their island states and territories. They may participate in all activities and events but may not vote.
- (c) Family Membership: Shall consist of up to two adults and their children under the age of 18 years residing in the same household. Each of the two adults shall have one vote.

Section 2: Application for membership shall be in writing to the Congress and each applicant on becoming a member shall agree to be bound by the Constitution and amendments thereto and rules of the Congress. The Congress shall have the power to reject any application for membership.

Section 3: A member in good standing is a member who has complied with the regulations as hereinafter set forth and who is not suspended or in arrears of any fees or dues.

Section 4: The financial liability of a member of the Congress to the Congress shall be limited to the amount due with respect to his membership or other fees.

Section 5: A member may resign from the organization by giving notice in writing to the Secretary but there will be no refunding of fees or dues.

Section 6: No member shall be entitled to any of the rights and privileges of the Congress during any year until that member's annual dues for that year are paid. On March 31<sup>st</sup> of each year, all members who paid for the preceding calendar year, but who have not paid for the then current calendar year, shall be removed from the membership roll.

Section 7: No applicant shall be entitled to vote until the applicant's application for membership has been accepted. No member shall hold office or be entitled to vote or to give notice to amend this Constitution if, at any time, that member is in arrears of any fees or dues.

Section 8: The Board of Directors shall have the power to suspend or expel any member who fails to observe any rule or regulation set forth in this Constitution or whose conduct is, in the opinion of the Board, prejudicial to the interests of the Organization. Any member against whom such disciplinary measures are sought shall have at least 30 days

written notice of the charges being made and shall be given the opportunity for a hearing and reasonable discovery with regard to the charges and evidence to be presented. Such a member shall have the right to present evidence at the hearing and to confront and cross-examine. A two-thirds vote of the Board present at the hearing shall be required for suspension or expulsion. A person so suspended or expelled may apply to the Board for reinstatement after 60 days. If the Board refuses to reinstate that person, the person shall have the right to appeal the Board's action to the general membership at the next Annual Meeting. An affirmative vote of at least two-thirds of the members voting is required for reinstatement. A member of the Board of Directors may be recalled (removed from the Board) upon an affirmative vote of at least two-thirds of the membership.

Section 9: The membership year of the organization shall correspond with the calendar year.

#### Article IV – Voting and Elections

Section 1: Each individual adult member is entitled to one vote for elections. Voting for elections will be accomplished by secret ballot. Mail-in ballots will be provided with instructions subsequent to the Notice of Elections. All other issues at the Annual Meeting or a General Meeting will be voted upon by the member in attendance at the Meeting.

Section 2: The President of the USIHC shall appoint the members of an election committee at least six months prior to an election. The committee shall have no less than three members and no more than seven, all of whom shall be members in good standing with the USIHC. Members of the Board of Directors and candidates for election, as well as members of their immediate family, may not serve on the election committee. The election committee shall

- (a) select its own chairperson.
- (b) Notify the membership of elections by December 1<sup>st</sup>.
- (c) Accept nominations until January 1<sup>st</sup>.
- (d) Prepare and mail out ballots to all members by January 15<sup>th</sup>.
- (e) Accept voted ballots until February 28<sup>th</sup>.
- (f) Count ballots with a majority of the election committee present at a location of their choosing.
- (g) Announce election results by March 7<sup>th</sup>.

New Directors shall take office upon the announcement of the election results. Officers of the Board of Directors shall be elected by the Board of Directors at their first meeting.

#### Article V – Offices

The principal office of the Congress shall be 6800 East 99th Avenue, Anchorage, Alaska 99507

Telephone: (907) 346-2223. The Board of Directors may change the location of the principal office as it may from time to time designate.

#### Article VI – Fiscal Year

The fiscal year of the Congress shall correspond with the calendar year.

#### Article VII – Board of Directors

Section 1. The affairs of the Congress shall be managed by a Board of Directors, nine in number, each of whom shall be an Individual Member of the Congress.

Section 2. Three Directors shall be elected at each Annual Meeting and will serve for a term of three years until a successor is elected.

Section 3. Nominations shall be in writing and signed by the Nominator and two Seconders, all of whom shall be Individual Members of the Congress and not of the immediate family of the Nominee, as well as the Nominee, who shall also be an Individual Member of the Congress. Unless a Director declines to run for re-election, he or she shall be deemed nominated for re-election.

Section 4. No two Directors may be elected from the same family.

Section 5. In the event a Director resigns during his or her term, or is unable to fulfill the requirements of the position for any reason, the Board shall have the power to fill the vacancy. Said appointed Director shall serve out the term of the replaced Director and shall then be eligible for election at the expiration of that term.

Section 6. At their first meeting following the Annual Meeting, the Board of Directors shall elect these Directors who will serve as President, Vice-President, Secretary and Treasurer. The duties of said officers shall be as follows:

(a) President - to preside at all meetings of the Congress and the Board of Directors and to exercise a general supervision over the affairs of the Congress.

(b) Vice-President - to perform all of the duties of the President in the event of his or her illness or absence.

(c) Secretary - to attend all meetings of the Congress and the Board of Directors and to keep minutes of the proceedings at same.

(d) Treasurer - to deposit into a bank account in the name of the Congress all monies received for the benefit of the Congress, other than those received by the Registrar related to the registration of horses, and to pay all expenses of the Congress at the direction of the President or the Board of Directors and to maintain proper financial records of the Congress.

Section 7. Special Committees. The Board of Directors may appoint special committees from their number, or from the other members of the Congress. The action of any Special Committee is subject to the approval of the Board of Directors.

Section 8. Representatives. The Board of Directors shall appoint representatives to other organizations.

#### Article VIII – Meetings

Section 1: The Annual General Meeting of the Organization shall be held at such time and place as designated by the Board of Directors. Other General Meetings may be held at a time and place fixed by the Board of Directors. A notice of meeting at least thirty (30) days in advance shall be mailed to each member's last known address.

Section 2: Notice of meetings of the Board of Directors, other than the one immediately following the Annual General Meeting, shall be mailed, postage prepaid, to each Director at least twenty-one (21) days before the date of the meeting to his last known post office address appearing on the books of the Congress, or by telephone at least ten (10) days before the date of the meeting.

Section 3: A meeting of the Board of Directors to be held on shorter notice, or without written consent, provided all Directors have given their consent to the meeting being held. This consent shall be entered in the Minutes.

Section 4: Meetings of the Board of Directors may be held in person or by conference telephone call. Alternatively, the Board may be canvassed by mail by the President and/or Secretary.

Section 5: For the transaction of the Business of the Organization at an Annual or other General Meetings of the Organization, a quorum shall be fifteen (15) members. At a meeting of the Board of Directors a quorum shall be five (5) members. If a quorum is initially present at a meeting, the meeting may continue to transact business notwithstanding the withdrawal of Directors or members, as the case may be, if any action is approved by at least a majority of the required number for a quorum for that meeting.

Section 6: At the written request to the Secretary of twenty-five percent (25%) of the members, the Secretary shall call a Special Meeting of the Congress. This Special Meeting shall have the same status as if had been called by the Board of Directors but such Meeting shall have no power to amend the Constitution. Special Meeting shall be noticed in the same manner as a General Meeting.

Section 7: A copy of the Minutes of all meetings of the Board of Directors shall be mailed within twenty-one (21) days following such meetings to each Director.

#### Article IX – Annual Reports

The Officers at each Annual General Meeting shall submit a complete report of their acts and of the affairs of the Congress. The Treasurer shall present a detailed statement of the receipts and expenditures of the preceding year and of the assets and liabilities of the Congress. A copy of the Annual Report, a list of the Officers and Board of Directors of the Congress and a membership list of the Congress shall be mailed to each member in good standing once a year.

#### Article X – Distribution of Constitution

The Congress shall supply a copy of the Constitution to all members in good standing in the year in which they become a member.

#### Article XI – Amendments

The Constitution may be amended at any General Meeting of the Congress, with the exception of a Special Meeting called under Article VIII, Section 6, of this Constitution, by the affirmative vote of two-thirds of the members voting on the amendment. Notice of all proposed amendments shall be in the possession of the Secretary at least forty (40) days in advance of a General Meeting. The proposed amendments shall be included in the Notice of Meeting, otherwise the meeting shall have no power to deal with them.

#### Article XII – Fees

Fees shall be established by the Board of Directors and ratified at the next Annual General Meeting. Membership fees shall be due January 1<sup>st</sup> of each year.

#### Article XIII – Registry

Section 1: A registry shall be kept at the registry office of the Congress. The registry shall be known as the United States Icelandic Horse Congress Registry hereinafter referred to as the “Registry.”

Section 2: There shall be furnished by the Congress a certificate of registration for all animals registered. This pedigree shall be in such form as is decided on by the Board of Directors in compliance with FEIF regulations.