

BYLAWS

of the

ARIZONA DRESSAGE ASSOCIATION

**An Arizona non-profit Corporation
organized exclusively for educational purposes
within the meaning of Section 501(c)(3) of the Internal Revenue Code**

Effective date of these Bylaws: January 10, 2005

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**BYLAWS
OF
THE ARIZONA DRESSAGE ASSOCIATION**

Effective Date January 10, 2005

**ARTICLE I
Bylaws of the Association**

Section 1. Name, Articles of Incorporation

The name of the Corporation is Arizona Dressage Association (hereinafter referred to as the Association), incorporated in Arizona as a non-profit corporation, organized exclusively for educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. The character of the affairs which the corporation conducts is to provide and advance education concerning dressage. The Association Articles of Incorporation shall not be amended except upon an affirmative vote of three-fourths of all Directors then eligible to vote, resolving to recommend that the proposed amendment be submitted to the members, and a subsequent adoption of the proposed amendment by the members, such adoption requiring an affirmative vote of three-fourths of the votes cast by the members, provided that the proper quorum of members exists at the meeting at which the votes of the members are cast and counted.

Section 2. Official Address

The official address of the Association is and shall be:
P.O. Box 31602, Phoenix, Arizona 85046-1602.

Section 3. Declaration of Bylaws, Duty of Each Member

The provisions contained herein, having on this 10th day of January, 2005, been duly voted upon and adopted by an affirmative vote of at least two-thirds of the Association Board of Directors in accordance with the Association Articles of Incorporation in effect as of the date of such adoption, shall constitute the Bylaws of the Association and shall supercede all previous Bylaws and any amendments thereto and, except as otherwise required by law, shall henceforth govern the regulation and management of the affairs of the Association.

Each Member, by virtue of his or her membership in the Association, has when acting in connection with the activities and business of the Association, the duty to comply with all applicable federal and state laws, local ordinances, the Association Articles of Incorporation, these Bylaws and all Association rules, and policies.

Section 4. Amendment of Bylaws

These Bylaws may be amended only if amended in strict compliance with all applicable law, the procedures specified in this Section¹ and all other applicable provisions of these Bylaws.

A. At any time prior to June 2, 2005, these Bylaws may be amended upon a two-thirds vote of the Directors then eligible to vote.

B. On or after June 2, 2005, the Bylaws may be amended only as follows:
The procedure to amend the Bylaws shall be initiated only at a Regularly Scheduled Meeting of the Board by way of a formal motion made to the Board proposing that the Board make a recommendation to the Membership that the Bylaws be amended, accompanied by a written proposal of the precise language of the desired amendment. The motion may be made by a Director or by a Member in attendance. The Board may vote on the motion as presented or may, upon proper motion, take other action on the motion as the Board deems appropriate.

C. Upon a three-fourths affirmative vote of the Directors then eligible to vote, the Board shall adopt a resolution to recommend the proposed amendment to the Membership. The Secretary shall thereafter prepare for mailing to the Membership a "Board Recommendation To Amend the Bylaws," which shall contain the precise language of the proposed amendment as voted on by the Board.

D. The Board, upon adoption of the resolution, shall schedule a meeting date (not to exceed 60 days from the date of such adoption) for the Membership to vote on the Board Recommendation to Amend the Bylaws. At least 30 days prior to the meeting at which the Membership is to vote on the Board Recommendation, the Secretary shall mail to those persons who are deemed Members of record as of the Record Date (as defined in Article II) a written Notice of the meeting (as required in Article IV). The Notice shall; 1.) state that the purpose of the meeting is to consider the proposed amendment of the Bylaws, 2.) explain that the Board is recommending that the Bylaws be amended, and 3.) include a copy of the Board Recommendation To Amend the Bylaws and the proposed amendment. Each Member eligible to vote shall be permitted to vote by sealed ballot, which the Member may mail or deliver in person at the meeting held for that purpose. The Board Recommendation to Amend the Bylaws shall be adopted only upon an affirmative three-fourths vote of those Members casting votes, provided there exists a quorum of the Members as required in Section 3.A. of Article X. The amendment to the Bylaws shall be effective upon adoption by the Members, and thereafter each Director, Alternate Director and the Chair of each Standing Committee shall be provided with a complete copy of the revised Bylaws within 30 days from the effective date of the amendment thereto.

Footnote ¹ The procedure for presenting and voting on the motion to amend the Bylaws should be: **1)** A Director or Member makes a formal oral motion as follows: "*I move that the Board adopt a resolution that the Board recommend to the Membership that the Bylaws be amended in accordance with the written proposal hereby submitted*", **2)** A Director seconds the motion, **3)** The Presiding Officer must then state the question by restating the motion exactly: "*There has been a motion that the Board recommend to the Membership that the Bylaws be amended in accordance with the written proposal hereby submitted, and that motion has been seconded. Is there any discussion?*", **4)** Discussion is held, **5)** The Presiding Officer then asks the Board "*Are you ready for the vote?*", **6)** If there is no more discussion, the Presiding Officer then again restates exactly the original question on which the Board will vote so that there is no confusion as to what the Directors are voting on: "*The Board will now vote on the motion to adopt a resolution that the Board recommend to the Membership that the Bylaws be amended in accordance with the written proposal hereby submitted. All in favor say aye and raise your right hand to be counted*". The Presiding Officer counts the "aye" votes and announces the count aloud. "*All opposed say nay and raise your right hand to be counted.*" The Presiding Officer counts the negative votes and announces the count aloud; **7)** The Presiding Officer then restates the results of the count and announces whether "*the motion is carried*" or whether "*the motion is defeated*"; **8)** The Secretary enters the count and the result into the minutes.

ARTICLE II.

Definitions

For purposes of interpreting these Bylaws and all other Association rules, regulations and policies, the following definitions shall apply:

“Abstain from Voting” means to refrain from voting on a matter of Association business due to a conflict of interest with respect to such matter. A Member who abstains from voting on such matter is not counted for purposes of determining a quorum or in determining the number of votes required to pass a motion.

“Act of the Board” means a decision made or action taken by the Association Board of Directors pursuant to a majority vote (or higher vote if a higher number of votes is otherwise required by law or the Association Articles of Incorporation or these Bylaws) of the Directors then in attendance and eligible to vote on such action, provided a quorum exists when the vote is taken.

“Approval by the Board” or *“Approved by the Board”* means that the Board of Directors of the Association has voted in the affirmative, by the number of votes required as specified in the applicable provision, with the necessary quorum being present, to pass, adopt or approve a measure that has come before the Board by way of a formal motion.

“Association” means the Arizona Dressage Association

“Board” means the Board of Directors of the Association.

“Board Member” means a Director on the Board of Directors.

“Chair” means the chairperson of a committee, such committee having been established by the Board of Directors or these Bylaws.

“Conflict of Interest” means a personal or financial interest that the Director or his Related Person has, or is reasonably likely to have, in a transaction or proposed transaction of the Association, but does not include those transactions in which the Director or his or her Related Person will realize no greater benefit by virtue of the transaction than will the Membership at large.

“Eligible to vote” means a Member whose membership is current as of the Record Date and who does not recuse himself or herself due to a conflict of interest.

“Emergency” means circumstances which are unforeseen, and could not, with the exercise of reasonable diligence, have been foreseen, and which rise to the level of urgency that fail to act prior to seeking consideration and vote by the Board would create irreparable and substantial harm.

“*Member*” means only Individual Member, Family Member, Honorary Member or Junior Member in good standing, but does not include an Inactive Member or former Member.

“*Membership*” or “*General Membership*” means that body of persons comprised only of Members.

“*Officer*” means Association President, First Vice President, Second Vice President, Secretary, Treasurer, or Trustee of Records.

“*Person*” means an individual or an entity such as a corporation, limited liability company, partnership or sole proprietorship, or a collective group holding a single Family Membership.

“*Record Date*” means the date used to determine; 1.) which Members are entitled to Notice of any Association meeting, matter or event, and 2.) which Members will be deemed eligible to vote on a matter of Association business at an upcoming meeting. The Record Date for election of Directors at the Annual Meeting of the Members shall be November 30 of the year immediately preceding the Annual Meeting. Except as otherwise provided in these Bylaws, for all other voting or notice purposes, the Record Date shall be 30 days prior to the date of the meeting during which votes are to be cast or the meeting for which notice must be given.

“*Related Person*” means a spouse, parent, grandparent, sibling, child or grandchild or a spouse of a parent, grandparent, sibling, child or grandchild of the person, or any person residing in the same household as the person.

ARTICLE III. Membership

Section 1. Qualification for Membership

Membership is open to any person interested in dressage without regard to race, color, gender, sexual preference, religion, national origin, disability or age, provided such person submits the appropriate Association Membership Application to the Membership Committee for consideration, acts in compliance with these Bylaws and all other Association rules and regulations, and timely pays all dues, fees and other monetary obligations owed by such person to the Association. Without exception, any Member owing any dues, fees, charges or assessments to the Association must pay in full all such dues, fees, charges or assessments before such Member will be permitted to renew his or her annual Association membership.

Section 2. Classes of Membership

A. Individual Membership: A person 18 years of age or older who meets all requirements of these Bylaws and pays the required membership dues may hold Individual Membership and shall be entitled to:

- one vote on each issue put to the general Membership for vote
- receipt of *The Centerline* and other Association publications
- participation in the Annual Awards System as outlined in the Awards Guidelines

- one “individual” GMO United States Dressage Federation membership
- participation in other Association activities

B. Family Membership: A group of persons residing in the same household (collective group) may collectively hold a single Family Membership. Family Membership shall consist of one person who shall be designated as the Individual Member, plus those persons residing within the same household with the designated Individual Member who are listed as additional Family Members on the Association Membership Application. Provided that the collective group meets all requirements of these Bylaws and pays the required membership dues, a Family Membership shall be entitled to:

- one vote on behalf of the collective group on each issue put to the general Membership for vote
- receipt of *The Centerline* and other Association publications
- one “individual” GMO United States Dressage Federation membership
- eligible to participate in Association activities (except awards)

Only the person designated as the Individual Member shall be eligible to participate in the Annual Awards System as outlined in the Awards Guidelines.

C. Honorary Membership: A person may be deemed an Honorary Member upon election by the Board of Directors. An Honorary Member shall be entitled to all of the rights of Individual Membership, except that his or her annual membership dues shall be waived.

D. Junior Membership: A person less than 18 years of age who meets all of the requirements of these Bylaws and pays the required membership dues may hold Junior Membership and shall be entitled to all rights of Individual Membership.

Section 3. Annual Membership Dues

A. Association Dues and Fees: The Board of Directors shall determine the amount of annual Association Membership dues and/or fees. Membership shall be from December 1 through November 30 of each year. Any Member not paying the required dues and/or fees by February 1 shall be deemed an Inactive Member on that date, shall be removed from the voting membership roster, and shall not be entitled to any rights of Membership until such time as such person pays all applicable dues and/or fees and fully complies with all requirements of these Bylaws.

B. Chapter Dues: The Board of Directors shall determine the amount of and Local Chapter membership fees to be paid by Local Chapter members. Such Chapter fees will be paid directly to the Local Chapter designated by the Member in the Membership Application. (Local Chapters may charge additional fees at their discretion.)

Section 4. Members Entitlement to Vote

Except as otherwise provided in these Bylaws, Members of the Association shall be entitled to 1.) elect Directors at the annual meeting of the Members, and 2.) shall be entitled to vote on Board recommendations to amend the Articles of Incorporation, and 3.) shall be entitled to vote on Board recommendations to amend the Bylaws of the Corporation. The Board of Directors shall manage and govern all other affairs and matters of the Corporation.

Only those Members of record as of November 30th of the year immediately preceding the Annual Meeting of Members shall be entitled to vote at the Annual Meeting.

Section 5. Expulsion of Members

Other than for nonpayment of dues, fees, charges or assessments, no Member may be expelled or suspended except pursuant to applicable law and in accordance with these Bylaws.

A. Method for Initiating an Expulsion Proceeding: An action to expel or suspend a Member may be initiated only by one of two ways, as follows:

1. A Director may make a formal motion to the Board requesting that the Board schedule an expulsion proceeding. The motion must state with particularity the alleged grounds for seeking expulsion. The Board of Directors may, upon a two-thirds vote of the Directors then eligible to vote, vote to hold an expulsion proceeding, after which time the expulsion proceeding shall be scheduled and conducted as set forth below.
2. A Member may submit to the Board a petition signed by ten percent (10%) of the Membership (determined as of the day prior to the date that the petition is submitted to the Board). The petition to expel a Member must state with particularity the alleged grounds for seeking expulsion. Upon receipt of the petition, the Board of Directors shall schedule and conduct an expulsion proceeding as set forth below.

B. Notice: Not less than 30 but not more than 60 days prior to the scheduled date of the expulsion proceeding, the Secretary shall mail to the Member whose expulsion is being sought, written Notice of the expulsion proceeding. Such Notice shall be mailed to the Member's last known address as shown in the Association records and shall set forth the manner in which the expulsion proceeding was initiated, and shall state with particularity the facts alleged which form the grounds for seeking expulsion. Notice of the expulsion proceeding shall also be published in *The Centerline* at least 15 days prior to the date of meeting during which the expulsion proceeding will take place.

C. Expulsion Proceeding: An expulsion proceeding shall be conducted only during a Regularly Scheduled Meeting of the Board of Directors and shall be open to the Membership. Any Member, including the Member whose expulsion is being sought, may give testimony concerning the proposed expulsion, and the Board shall have the right to ask questions relevant to the proceeding of any person so testifying.

D. Vote on Proposed Expulsion: After a fair and reasonable consideration of the facts alleged and all relevant testimony, the Board shall vote on the proposed expulsion. The Member may be expelled from membership in the Association, for such period as the Board determines, only upon a two-thirds vote of all Directors then eligible to vote.

E. Announcement of Vote: The President, at the conclusion of the expulsion proceeding, shall announce the vote count and the result of the vote. The Secretary shall record the vote count and the result in the minutes and shall, within 24 hours, mail written Notice to the Member whose expulsion was considered, advising such Member of both the vote count and result of the vote; such Notice shall be mailed to the Member's last known address as shown in the Association records. Both the vote count and the result of the vote count shall be published in *The Centerline* within 30 days from the date of the expulsion proceeding.

F. Status of Expelled Member: Any Member expelled pursuant to these Bylaws shall, as of the time of the announcement by the President at the conclusion of the expulsion proceeding, cease to be a Member of the Association and shall have no rights or benefits of membership. No dues or fees paid by an expelled Member prior to expulsion shall be refunded, but any unpaid debt owed by such Member to the Association for any fees, charges, assessments, etc., shall remain the obligation of such Member and shall be paid to the Association as required by the terms of the debt agreement between the Association and the Member.

G. If the Member whose expulsion is sought submits to the Board a written notice of resignation, during any stage in the expulsion process, the expulsion process then pending shall become moot.

ARTICLE IV

Meetings

Section 1. Types of Meetings

A. Annual Meetings of the Members: The Annual Meeting of the Members shall be held, at the home of the President on the first Monday of February of each year at beginning at 6:30 p.m. or at such other time and location as the Board of Directors shall designate, provided that if such date falls on a legal holiday, then such meeting shall be on the next succeeding day not a legal holiday. The Annual Meeting of the Members shall be held within Maricopa County, Arizona.

B. Special Meetings of the Members: Special Meetings of the Members may be called by the President or the Board of Directors, or by request of the Members , provided that the Members' request is in writing and signed by at least twenty-five Members eligible to vote as of the Record Date. A Special Meeting of the Members shall be held at such a place and time as the person or persons calling such a meeting shall specify, but must be held within Maricopa County, Arizona. Members shall be provided Notice of each Special Meeting of the Members at least ten days prior to each such meeting.

C. Regularly Scheduled Meetings of the Board: The Board of Directors shall conduct Regularly Scheduled Meetings on the second Monday of each month at 6:30 p.m. in Maricopa County, Arizona, at the home of the President or at such place as the

Board directs, or in unusual circumstances, the Board may direct a different date and time, or may cancel a meeting as the Board deems necessary. The Board must conduct at least ten Regularly Scheduled Board Meetings annually. Members, including Directors, shall be provided Notice of each Regularly Scheduled Meeting of the Board at least ten days prior to each such meeting.

D. Special Meetings of the Board: The Board may at any time, upon a majority vote of the Directors then eligible to vote, call for a Special Meeting of the Board, provided that a minimum of two (2) days Notice is given to the Directors, and provided that the Special Meeting is held within Maricopa County. Announcement at the Board's Regularly Scheduled Meeting of the date, time and location of a Special Meeting of the Board shall constitute Notice to the Directors of such meeting. Notice of Special Meetings of the Board need not describe the purpose of the Special Meeting. Notice of Special Meetings of the Board need not be provided to the Members.

E. Electronic Meetings of the Board: The Board may take action by holding an Electronic Meeting without congregating in the same physical location and without providing advance notice to either the Directors or the Members, provided that all of the following occur: 1.) all Directors then eligible to vote must unanimously consent in writing to conduct an Electronic Meeting, and 2.) any proposed action may be taken only upon a unanimous vote of all Directors then eligible to vote, and 3.) the action so taken must be evidenced in a writing describing the action so taken, and 4.) such writing must be signed by each Director then eligible to vote, and 5.) the signed writing must be filed with the minutes, and 6.) a description of the action must be published in the next upcoming Centerline. Evidence of a Director's written consent to hold an Electronic Meeting may be provided by facsimile, e-mail, or by actual delivery.

F. Emergency Meetings of the Board: In the event of an "emergency" (as defined in Article II of these Bylaws), the Board may call and conduct an Emergency Meeting and take emergency action without providing advance Notice to either the Directors or the Members, provided that all of the following occur: 1.) a majority of the Directors then eligible to vote must consent in writing to conduct an Emergency Meeting, and 2.) any emergency action may be taken only upon a majority vote of the Directors then eligible to vote, and 3.) the emergency action voted on must be evidenced in a writing describing the emergency action to be taken, and 4.) such writing must be signed by each Director, and 5.) the signed writing must be filed with the minutes, and 6.) a description of the emergency action taken must be published in the next upcoming Centerline. Evidence of a Director's written consent to hold an Emergency Meeting and/or take emergency action, may be provided by facsimile, e-mail, or by actual delivery. The consent to hold the Emergency Meeting and the taking of the vote on whether to take the emergency action may take place verbally, however, the written consent to hold the Emergency Meeting and the signed writing describing the action taken must nevertheless be produced and obtained in accordance with this Section as soon as practicable.

An Emergency Meeting of the Board may be held electronically pursuant to Section E above.

G. Executive Sessions of the Board: The Board of Directors may convene at such time and place as the Board deems appropriate for the purpose of consulting with the Association's attorney, accountant or other professional advisor, or for the purpose of

obtaining information or education helpful to the Board in performing its duties. An Executive Session shall not be deemed a “Meeting” as defined in these Bylaws, and the Board shall not vote on any Association business during any Executive Session. Notice of the Executive Sessions of the Board need not be given to the Members either prior to or subsequent to such Sessions, and any minutes taken during the Session need not be published to the Members as is required for other minutes of Regular or Special Meetings.

E. Committee Meetings: Standing and Ad Hoc Committees shall schedule and conduct meetings at such times and locations as the Board or the Chairperson of the Committee shall direct. The Chair of each Committee shall provide Notice of Committee meetings to each member of the Committee sufficiently in advance to enable each Committee member to attend, but Notice need not be given to the Board or to the general Membership either prior to or subsequent to such meetings. Notwithstanding other provisions of these Bylaws, Notice of Committee Meetings need not be given to either the Directors or to the general Membership, but adequate notice shall be given to the Committee members, sufficient to reasonably allow the Committee members to attend the Committee meetings, and such notice may be written or verbal.

Section 2. Open Meetings

Except as otherwise provided in these Bylaws, all Board meetings, meetings of the Members, and Committee meetings shall be open to the Membership, however, Notice of such meetings need not be given unless otherwise specifically required in these Bylaws. If any meeting for which proper Notice is required and for which proper Notice was given, is adjourned to a different date, time or location, additional Notice of the new date is not required if the new date, time and location are announced at the meeting prior to meeting adjournment.

Section 3. Attendance at Meetings

A. Attendance Required: All Directors and Alternate Directors have a duty to attend in person and participate in all meetings and Executive Sessions of the Board. All Committee Chairpersons and Committee members have a duty to attend in person and participate in all meetings of their respective Committees. At the discretion and upon the approval of the President, a Director, Alternate Director or Chairperson may attend and participate in such meetings by means of telephone conference or similar communications device, provided all participants in the meeting are able to hear and communicate with each other during the meeting.

B. Failure to Attend Meetings: Any Director or Alternate Director who fails to attend three (3) meetings during any calendar year may be removed from his or her position upon a majority vote of the Directors then eligible to vote. Any Committee Chair who fails to attend two (2) meetings of his or her Committee may be removed from his or her position upon a majority vote of the Directors then eligible to vote.

C. Attendance of Members: Members (as opposed to Directors, Alternate Directors or Committee Chairperson or Committee members) shall be considered in attendance only if attending in person, except a Member shall be deemed to be in attendance solely for the purpose of determining a quorum of the Membership or for the purpose of

counting the number of votes cast, if the Member delivers, or causes to be delivered, his or her ballot in accordance with Section 3.A. of Article X.

Section 4. Notice Requirements for Meetings

A. Meetings of the Members – Notice Required:

1. Annual Meeting of the Members - Notice

The annual meeting of the Members shall be held at the home of the President on the first Monday of February each year, beginning at 6:30 p.m., or at such other time and location as the Board of Directors shall designate, provided that if such date falls on a legal holiday, then such meeting shall be on the next succeeding day not a legal holiday. The Annual Meeting of the Members shall be held within Maricopa County, Arizona at such location as the Board of Directors may direct.

Unless otherwise required by these Bylaws, written Notice shall be mailed to the Members at least 10 days but not more than 60 days prior to such meeting, setting forth the date, time and location of such meeting.

Only those Members who are Members of record as of November 30 of the year immediately prior to the year in which the Annual Meeting is held are entitled to Notice and entitled to vote at the Annual Meeting.

Publication of the Notice in *The Centerline* shall constitute adequate Notice provided that the issue of *The Centerline* containing the Notice is timely mailed to the last known address of the Member entitled to Notice, as such address appears in the Association records.

2. Special Meetings of the Members - Notice

The Board may call Special Meetings of the Members, however, unless otherwise required by these Bylaws, written Notice shall be mailed to the Members at least 10 days but not more than 60 days prior to such meeting, setting forth the date, time and location of such meeting, and setting forth the specific reason(s) for calling the Special Meeting and the issue(s) on which the Members will be asked to vote.

Only those Members eligible to vote as of the Record Date (as defined in Article II) are entitled to receive Notice of a Special Meeting of the Members.

Publication of the Notice in *The Centerline* shall constitute adequate Notice provided that the issue of *The Centerline* containing the Notice is timely mailed to the last known address of the Member entitled to Notice, as such address appears in the Association records.

B. Meetings of the Board -Notice Required:

1. Regular Meetings of the Board – Notice

Unless otherwise required by these Bylaws, written Notice of each Regularly Scheduled Meeting of the Board shall be mailed to the Members at least 10 days but not more than 60 days prior to such meeting, setting forth the date, time and location of such meeting.

If any meeting for which proper Notice is required and for which proper Notice was given, is recessed or adjourned to a different date, time or location, additional Notice of the new date is not required if the new date, time and location are announced at the meeting prior to meeting adjournment.

2. Special Meetings of the Board - Notice

Unless otherwise required by these Bylaws, written Notice of each Regularly Scheduled Meeting of the Board shall be provided to the Directors at least two (2) days but not more than 30 days prior to such meeting, setting forth the date, time and location of such meeting. Notice of a Special Meeting of the Board need not be given to the Members.

Notice to Directors of a Special Meeting of the Board need not describe the purpose of the meeting.

If any meeting for which proper Notice is required and for which proper Notice was given, is recessed or adjourned to a different date, time or location, additional Notice of the new date is not required if the new date, time and location are announced at the meeting prior to meeting adjournment.

B. Waiver of Notice: A Member may waive any required Notice before or after the date and time stated in the Notice, provided that the Waiver of Notice is in writing, signed by the Member entitled to the Notice and is delivered to the Association Secretary for inclusion in the minutes.

Any Member who attends a meeting waives objection to lack of Notice or defective Notice of that meeting unless the Member at the beginning of the meeting objects to holding the meeting or transacting business at the meeting and such objection is recorded in the minutes.

Section 5. Parliamentary Procedure During Meetings

All Association meetings shall be conducted in accordance with *Robert's Rules of Order (latest edition)*. Questions on correct parliamentary procedure shall be decided by the Association Parliamentarian and such decision shall be enforced by the presiding Officer or Chair of the meeting, however such decision shall be subject to challenge by any Member then in attendance at the time the procedural decision is made, provided such challenge is presented immediately at the time the decision is made and is presented in the form of an oral "*exception to the procedural decision*". To better assist the Parliamentarian in correcting the decision, the "*exception*" should include a citation to the specific rule of procedure that the challenging Member believes was incorrectly decided. In the event that the Parliamentarian is absent, the Presiding Officer shall appoint a Director to serve as Acting Parliamentarian in the Parliamentarian's absence.

Section 6. Agendas of Meetings

Directors desiring to have an issue or matter placed on the Meeting agenda shall notify the President or the Presiding Officer of such issue or matter at least 24 hours prior to the scheduled time of the Meeting. The President or Presiding Officer shall determine which issues and matters are to be placed on the agenda and in which order, except the Board may vote by a majority vote to have an issue or matter added to or deleted from the agenda. The President or Presiding Officer who presides over an annual, regularly scheduled or special meeting shall, at the commencement of such meeting, provide to all Members in attendance and entitled to vote at such meeting, a copy of the formal agenda for that meeting. All agenda shall, to the extent relevant to the meeting type, contain substantially the same terms and format as set forth in **Bylaws Form 2 – Meeting Agenda** attached to and made a part of these Bylaws. The President or Presiding Officer must follow the formal printed agenda as distributed to the Members, unless the persons entitled to vote at the meeting agree by a two-thirds vote to deviate from the printed agenda. A copy of each meeting agenda shall be filed with and maintained by the Association Trustee of Records pursuant to Article VI.

Section 7. Quorum Requirements for Meetings

No Association meeting shall be held and no Association business shall be conducted unless a quorum exists as required by Section 3 of Article X. The President or Presiding Officer must determine that a quorum exists PRIOR to commencing any Meeting at which a quorum is required.

ARTICLE V. Board of Directors

Section 1. Board of Directors, Powers and Duties

A. **Powers:** The business and affairs of the Association shall be managed and controlled exclusively by the Association Board of Directors, subject to any limitation imposed by law, the Association Articles of Incorporation, or these Bylaws. The Board shall meet and act on behalf of the Association only as permitted and required by these Bylaws.

Neither the Board, nor any Director nor any group of Directors nor any agent of the Board, shall take, on behalf of the Association, any action of any type whatsoever unless and until such action has been duly approved by the Board of Directors and then only if such action is in full compliance with all applicable Federal, State and local laws, and the Association Articles of Incorporation, these Association Bylaws, all Association Standing Rules, and any other Association rules, regulations, and policies.

No loan shall be made by or to this Association. Except as to matters involving loans, unless otherwise prohibited by law, by the Association Articles of Incorporation or by these Bylaws, the Association Board of Directors may authorize any Officer, Director or duly appointed agent of the Board to enter into any contract, execute or deliver any instrument, incur a debt, or pay, settle or compromise a debt or obligation, or otherwise disburse Association funds or take other lawful action on behalf of the Association, provided such authorization 1.) appears in the minutes and, 2.) clearly identifies each specific contract, instrument, debt,

disbursement of funds, or other matter which is the subject of the authorized action, and 3.) where required by law, the Association Articles of Incorporation, these Bylaws, or by any other Association rule, regulation or policy, the authorization must also be in writing and signed by two Officers of the Association. The Board shall not grant authorization to any Officer, Director, or agent of the Board to enter into any contracts, deliver any instruments, or pay, settle or compromise any debts or obligations, or make any disbursement of Association funds, or otherwise bind or obligate the Association in any manner whatsoever, unless each such contract, instrument, debt, obligation, disbursement or commitment is specifically listed, identified and described in the Board's authorization.²

Unless otherwise prohibited by law, by the Association Articles of Incorporation or these Bylaws, the Association Board of Directors may authorize any Officer, Director, or duly appointed agent of the Board to implement or engage in a specifically identified method of raising, collecting or earning funds on behalf of the Association; however such authorization must 1.) appear in the minutes, and 2.) must clearly identify each specific method of raising, collecting or earning such funds, the nature of the funds to be raised, and the time period during which the method will be implemented, and 3.) where required by law, the Association Articles of Incorporation, these Bylaws, or any other Association rule, regulation or policy, the authorization must also be in writing and must be signed by two Officers of the Association. The Board shall not grant any blanket authorization to any Officer, Director, or other agent of the Board to engage in any action to raise, collect or earn funds on behalf of the Association unless the authorization 1.) specifically identifies, lists, and describes the method or methods to be used to raise, collect or earn such funds, the nature of the funds to be raised, collected or earned, and the time period during which the method will be implemented, and 2.) specifically identifies, lists and describes the nature of such funds, and 3.) specifically describes the time period during which the method is to be implemented.³

In all matters requiring written evidence of the authority to act, the written authority to act must substantially conform with the terms and format contained in **ADA Bylaws Form 1 – Authority To Act**, attached hereto and incorporated as part of these Bylaws.

The Board of Directors may adopt and implement rules, regulations and policies in addition to those required in these Bylaws, as the Board deems necessary or appropriate for the orderly and efficient management of the affairs of the Association.

Footnote ² *The purpose for this requirement is to permit the Board to carefully control the use of Association funds to protect the best interests of the Members and to assure that the Association complies at all times with all requirements of Internal Revenue Code §501(c)(3). The Board may, pursuant to a single motion and upon taking of a single vote, authorize at one time the delivery of several instruments, the payment, settlement or compromise of several debts or obligations, the disbursement of funds to several persons, or the making of several commitments, if each such item appears on a written list that describes each creditor or obligee, the purpose for which each debt or obligation or commitment is or was incurred, the amount of each payment to be made and to whom, and the nature of each action to be taken.*

Footnote ³ *The purpose for this requirement is to permit the Board to assure that the Association complies with all requirements of Internal Revenue Code §§501(c)(3) through 509, by carefully controlling the methods by which the Association raises and receives funds. The Board may, pursuant to a single motion and upon taking of a single vote, authorize at one time more than one method of raising, collecting or earning funds on behalf of the Association if each specific method of raising, collecting or earning such funds appears on a written list that describes each method to be used, the nature of the funds to be obtained and the time period during which each method is to be employed. The source and amount of all funds acquired by the Association must be clearly reflected in the Association records and accounts.*

The Board of Directors may adopt standard forms, in addition to those required by these Bylaws, to be used in various areas or aspects of the affairs of the Association and may establish requirements for the use of such forms as the Board deems necessary or appropriate in the management of the Association.

The Board of Directors may, as it deems necessary for purposes related to the orderly and efficient management of the Association and consistent with the purpose of the Association, establish, modify and assess any reasonable fees, dues or other charges to be paid by a Member or Members, provided that such assessment is pursuant to a formal rule or policy that is applied fairly and consistently.

B. Duties: All Directors have a fiduciary duty to the Association and entire Membership to act, at all times 1.) in good faith, and 2.) in the best interest of the Association and Membership, and 3.) with the care an ordinarily prudent person in a like position would exercise under similar circumstances, and 4.) in accordance with the Association Articles of Incorporation, Bylaws, Standing Rules and all other Association rules and requirements, and 5.) in accordance with all state and federal requirements so as to maintain the status of the Association as an Arizona non-profit corporation under Title 10, Chapter 24 of Arizona Revised Statutes and operate as a non-profit private foundation exempt from taxation under *Internal Revenue Code § 501(c)(3)*, and act in accordance with the purpose of the Association as stated in the Articles of Incorporation (“ to provide education concerning dressage”) and not approve the generation of any revenue or the distribution of any funds in any manner contrary to such requirements.

Directors have a duty to attend and participate in all Annual and Special Meetings of the Membership and all Regularly Scheduled Meetings and Special Meetings and all Executive Sessions of the Board.

Each Director shall, upon taking office, receive a copy of the ADA Handbook, shall be responsible for reading and understanding the information contained therein and, upon leaving office, shall be responsible for immediately transferring the Handbook to the Trustee of Records for presentation of the Handbook to the Director’s successor in office.

Directors shall serve without monetary compensation, although, upon approval of the Board, a Director may be reimbursed for reasonable expenses necessarily incurred on behalf of the Association.

Section 2. Nomination and Election of Directors

Any Member or Director may submit to the Nomination Committee nominations for the Directors to serve on the Board of Directors. Only current Members are eligible to be nominated and to serve on the Board. At least 30 days prior to the Annual Meeting of the Members, the Nomination Committee shall prepare a written slate of the nominees who wish to run as candidates for the Director position. The list of candidates for Director shall be signed by each Member of the Nomination Committee and submitted to the Board of Directors. Any changes to the list of candidates must be made prior to the mailing of the list to the Membership, must be in writing, and must be signed by each Committee Member.

The Board shall mail the list of candidates and the ballots to the Membership at least fifteen (15) days prior to the Annual Meeting. The Members shall vote for Directors at the Annual Meeting by written ballot, delivered either in person or by mail. There shall be no voting by proxy. Completed ballots will be accepted only if received by the Nomination Committee by mail or in person prior to the commencement of the counting of the ballots at the Annual Meeting.

The Nomination Committee shall count the votes at the Annual Meeting and shall prepare a written tabulation of all candidates in rank order according to the number of votes received, beginning first with the candidate receiving the highest number of votes. The tabulation shall be signed by a majority of the Nomination Committee. The results shall be announced at the Annual Meeting. Although the number of votes actually received by each candidate need not be announced the number of votes received by each candidate shall be recorded in the voting records and shall be open for inspection by any Member. The four candidates receiving the highest number of votes shall be elected to fill the four Director positions which are then expiring. The remaining candidates not elected as Directors shall be elected as Alternate Directors, in ranking order based on the number of votes received.

In the event of a vacancy on the Board of Directors, the Alternate Director then serving who received the highest number of votes in the previous annual election of Directors shall fill the vacancy for the unexpired term then remaining, and shall take office effective automatically upon the occurrence of the vacancy. If there is no Alternate Director eligible to fill such vacancy, the Board of Directors shall, by a majority vote of the Directors then eligible to vote, appoint a Member to fill the vacancy for the unexpired term remaining in that vacant position.

Section 3. Number and Term of Office

The Board of Directors shall consist of twelve (12) Directors who must also be current Members of the Association. Directors shall serve staggered terms of three (3) years each, and shall serve until their successors are elected and qualify. The number of Directors may be increased or decreased only by amendment of these Bylaws, but no decrease in number may have the effect of shortening the term of any incumbent Director. Directors may serve any number of consecutive terms.

Section 4. Alternate Directors

Those candidates running for Director in the annual election of Directors but who are not elected as Directors shall be designated as Alternate Directors and shall be ranked in order of the number of votes received, beginning with the Alternate Director receiving the highest number of votes. Alternate Directors shall attend all meetings and Executive Sessions of the Board and will participate in discussions and debates, but shall not be entitled to vote on matters coming before the Board. Alternate Directors shall serve for a term of one year and may serve any number of consecutive terms.

In the event of a vacancy on the Board of Directors, the Alternate Director then serving who received the highest number of votes in the previous annual election of Directors shall fill the vacancy for the unexpired term then remaining, and shall take office effective automatically upon the occurrence of the vacancy. If there is no Alternate Director eligible to fill such

vacancy, the Board of Directors shall, by a majority vote of the Directors then eligible to vote, appoint a Member to fill the vacancy for the unexpired term remaining in that vacant position.

Section 5. Resignation of Director

A Director may resign from the Board of Directors at any time by delivering to the President or Secretary a written notice declaring his or her intent to resign and specifying the effective date of such resignation. If no effective date is specified in the notice of resignation, the effective date of the resignation shall be the date and time that the notice of resignation is delivered to the President or Secretary. Acceptance of such resignation shall not be necessary for the resignation to be effective.

Section 6. Removal of Director

Any Director who fails to attend three (3) Board meetings within a calendar year may be removed from the Board by a majority vote of the remaining Directors. A Director may otherwise be removed from the Board only by a two-thirds vote of the Directors then eligible to vote if, in the judgment of the Board, the best interests of the Association would be served thereby. The Secretary shall clearly note in the minutes of all Board meetings which Directors are in attendance and which are absent.

Section 7. Leave of Absence

A Director may be granted a leave of absence only by approval of the Board by a two-thirds vote of the Directors then eligible to vote. The position of a Director who is granted a leave of absence shall be filled for the duration of the leave period by the Alternate Director then serving who received the highest number of votes in the previous election of Directors. If there is no Alternate Director to temporarily fill such position, the Board shall, upon a majority vote of the Directors then eligible to vote, appoint a Member to temporarily fill the position of the Director who is on a leave of absence for such time that the Director is on leave.

Section 8. Vacancy on the Board of Directors

Any vacancy occurring on the Board of Directors by reason of death, resignation, removal or other reason shall be filled, for that period of the term then remaining, by the Alternate Director then serving who received the highest number of votes in the previous election of Directors, or if there is no Alternate Director to fill the vacancy, the Board shall, upon a majority vote of the Directors then eligible to vote, appoint a Member to fill the vacant Director position.

Section 9. Manner of Acting

The Board of Directors may act on behalf of the Association only pursuant to a majority vote of the Directors then in attendance and eligible to vote on such action, provided that a quorum exists when the vote is taken, unless a higher number of votes is otherwise required by law, by the Association Articles of Incorporation, or by these Bylaws.

An action of an Officer, Director, or a duly authorized agent of the Board shall be deemed to be an act of the Board, provided that 1.) the action is lawful, and 2.) has been previously approved by the Board or is subsequently approved by the Board by way of

ratification, and 3.) is in compliance with the Association Articles of Incorporation and these Bylaws.

Section 10. Presumption of Assent

A Director who is present at a meeting of the Board of Directors during which action on any Association matter is taken shall be presumed to have assented to the action taken, unless he or she dissents and the dissent is entered in the minutes of the meeting. Such right to dissent shall not apply to a Director who voted in favor of such action.

ARTICLE VI. Officers

Section 1. Officers, Powers and Duties

A. Powers: There shall be six Officers of the Association, consisting of the President, First Vice President, Second Vice President, Secretary, Treasurer, and Trustee of Records, each having the powers and duties as prescribed by the Board of Directors in accordance with the Association Articles of Incorporation and these Bylaws.

Officers, as Members on the Board of Directors, shall have the same powers with respect to the Association as does any Director who is not serving as an Officer in the Association.

Any Officer may hold more than one office simultaneously only upon approval of the Board of Directors by a two-thirds vote of the Directors then eligible to vote, as the Board may determine to be necessary in circumstances of an emergency or exigent nature.

B. Duties: Officers, as Members on the Board of Directors, shall have the same duties with respect to the Association as does any Director who is not serving as an Officer in the Association, and Officers shall have such additional duties as prescribed in the Association Articles of Incorporation and these Bylaws and such other duties as the Board of Directors may direct.

Officers shall serve without monetary compensation, although upon approval of the Board, an Officer may be reimbursed for reasonable expenses necessarily incurred on behalf of the Association.

Section 2. President

Except as otherwise provided by the Association Articles of Incorporation or these Bylaws, the President shall 1.) preside at all meetings of the Board and the Annual Meeting of the Membership and conduct all such meetings in accordance with *Robert's Rules of Order (latest edition;* 2.) be charged with the general supervision and management of the business and affairs of the Association, subject to approval by the Board of Directors 3.) co-sign with such other Officers, as designated by the Board, on any contract or other instrument which the Board of Directors has authorized to be executed, except in matters where the Board has designated the authority for signing such contract or other instrument to some other person;

4.) call meetings of the Board of Directors as may be necessary to conduct the business of the Association; 5.) call meetings of the Membership as the President or Board deem necessary, 6.) perform all duties incident to the office of President; 7.) appoint Chairpersons, subject to approval of the Board, to chair the Standing Committees; 8.) serve ex-officio on all Committees except the Nomination Committee; 9.) perform such other duties as may be prescribed by the Board of Directors. Except as otherwise provided in these Bylaws, the President shall have the right to make motions and to vote on any and all Association matters, and shall not be precluded from making motions or from voting based merely on his or her position as President.

Section 3. First Vice President

The First Vice President 1.) shall be in charge of recognized competitions and serve as Chairperson of the Recognized Show Committee; 2.) shall exercise the powers of President during the President's absence or inability to act, and 3.) shall have such other powers and duties as assigned to him or her by the Board of Directors.

Section 4. Second Vice President

The Second Vice President shall 1.) be in charge of schooling competitions and serve as Chairperson of the Schooling Show Committee, and 2.) have such other powers and duties as assigned by the Board of Directors.

Section 5. Secretary

The Secretary shall; 1.) keep the minutes of all meetings of the Board and the Annual Meeting of the Membership, 2.) provide a copy of the minutes to the Trustee of Records and to the Chairperson of the Publications Committee or his designee, 3.) mail, or cause to be published in *The Centerline*, Notice of meetings as required by law or these Bylaws, 4.) have such other powers and duties as assigned by the Board of Directors.

Section 6. Treasurer

The Treasurer shall serve as the Chairperson for the Finance Committee, and in addition, the Treasurer shall 1.) have exclusive charge and custody of all Association funds, subject to oversight by the Board of Directors, 2.) keep in account books belonging to the Association full and accurate accounts of all receipts and disbursements, 3.) receive all monies obtained by the Association and shall promptly deposit all monies and other valuable effects in the name of the Association into such depositories as the Board may designate, 4.) disburse funds of the Association as directed by the Board, obtaining proper vouchers or receipts for such disbursements, 5.) shall render to the Board at each Regularly Scheduled Meeting and at other times as directed by the Board, a Treasurer's Report which accounts for all financial and transactions and the financial condition of the Association, and shall provide a copy of the Treasurer's Report to the Secretary to file with the minutes, 6.) upon request from the Board, promptly furnish to the Board or to such person as the Board may direct, all records and accounts of the Association as requested, 7.) provide, in a timely manner, all relevant Association records and accounts to such accountant or other tax preparer as the Board may designate and shall be responsible for ensuring that the Association timely files all tax returns and supporting documents in compliance with all Internal Revenue Code and State tax provisions, 8.) have such other powers and duties as assigned by the Board of Directors.

Section 7. Trustee of Records

The Trustee of Records shall, on behalf of the Association, keep, maintain and preserve, in an organized and easily retrievable form, copies of all Association records and all Local Chapter records, including but not limited to reports, Membership rosters, copies of the agendas and minutes of all meetings, candidate lists, accounting records, receipts, tax returns and supporting documents, the Association Application for 501(c)(3) status (IRS Form 1023) and the IRS Determination Letter(s), all correspondence to and from the IRS and any other governmental agency, all correspondence by and to the Board of Directors, all issues of *The Centerline*, horse show results, all records and documents related to educational programs conducted or sponsored by the Association or the Local Chapters, copies of all rules, regulations and written policies, all accounting and financial records not in the possession of the Treasurer, and any and all other documents or items as the Board shall designate. All such records and documents shall be preserved by the Association for a period of seven years. All such records shall be open for inspection by the Members at reasonable times and locations as determined by the Trustee of Records.

In accordance with IRS requirements, the Trustee of Records shall make open to public inspection at no charge, the following: 1.) the Association Application for 501(c)(3) tax exempt status (Form 1023), and all supporting documentation, 2.) the IRS Determination Letter(s), and 3.) the Association's previous three annual tax returns (Form 990 and Form 990-T, but not including Schedule A of Form 990), including all supporting documents and schedules. The Association may charge a reasonable copying fee of such amount as the Board shall establish if copies of such records are requested.

The Trustee of Records shall create, maintain and keep current the Arizona Dressage Association Handbook (ADA Handbook), which shall contain, at a minimum, the current Association Articles of Incorporation, Bylaws, Standing Rules for each Standing Committee, copies of the minutes for the current and the previous five years of all meetings, including the Annual Meetings and Special Meetings of the Membership, Regularly Scheduled Meetings and Special Meetings of the Board, and all Standing Committee meetings, as well as other documents and records as the Board shall designate.

The Trustee of Records shall retrieve from each outgoing Director, Alternate Director and Chairperson of each Standing Committee at the time that such person leaves office, the copy of the ADA Handbook that was issued to each such person upon taking office, and shall provide a complete and up to date copy of the ADA Handbook to each incoming Director, Alternate Director and to the Chairperson of each Standing Committee at the time that each such person is elected or appointed to office. In the event that the Trustee of Records has not received the complete ADA Handbook from an outgoing Director, Alternate Director or Standing Committee Chairperson within five days from the date that such person leaves office, the Trustee of Records shall report such fact to the Secretary who shall assess against the Director, Alternate Director or Chairperson a Handbook Replacement Fee, in an amount set by the Board, for the cost of replacing the Handbook. Any assessed Handbook Replacement Fee must be paid by the Member so assessed before the Member will be permitted to renew his or her annual membership.

Section 8. Election of Officers

Only Directors currently serving on the Association Board of Directors may serve as Officers of the Association. Officers shall be nominated by the Board and elected by an affirmative majority vote of the Directors then eligible to vote. No later than fifteen (15) days after the Annual Meeting of the Members and the annual election of Directors, the Board shall conduct elect the Officers to fill the Officer positions the terms of which have expired. In the event that an Officer position becomes vacant for any reason, the Board shall, as soon as practicable, elect from among the remaining Directors, a successor to fill the vacant Officer position for the unexpired term then remaining.

Section 9. Term of Office

Officers shall serve for a term of one year and shall serve until his or her successor is elected and qualifies. Any Officer may serve any number of successive one year terms in the same office but only if re-elected by an affirmative two-thirds vote of the Directors then eligible to vote. (i.e. an incumbent officer can only be re-elected to that same office by a two-thirds vote.)

Section 10. Resignation from Office

An Officer may resign from office at any time by delivering to the President or Secretary a written notice declaring his or her intent to resign and specifying the effective date of such resignation. If no effective date is specified in the notice of resignation, the effective date of the resignation shall be the date and time that the notice of resignation is delivered to the President or Secretary. Acceptance of such resignation shall not be necessary for the resignation to be effective.

Section 11. Leave of Absence

An Officer may be granted a leave of absence only upon approval of the Board by a two-thirds vote of the Directors then eligible to vote. The position of an Officer who is granted a leave of absence shall be filled for the duration of the leave period by another Director appointed by a majority vote of the Directors then remaining and eligible to vote.

Section 12. Removal from Office

Any Officer who fails to attend three (3) Board meetings within a calendar year may be removed from Office by a majority vote of the Directors then eligible to vote. An Officer may otherwise be removed from office only by a two-thirds vote of the Directors then eligible to vote if, in the judgment of the Board, the best interests of the Association would be served thereby. The Secretary shall clearly note in the minutes of each Board meeting which Officers are in attendance and which are absent.

Section 13. Vacancy of Office

In the event that an Officer position becomes vacant for any reason, the Board of Directors shall, as soon as practicable, elect from the Directors then remaining, a successor to serve the unexpired term of the vacated position.

ARTICLE VII. Standing Committees

Section 1. Standing Committees, Purpose and Types

There shall be various Standing Committees (i.e. permanent committees) whose purpose is to assist the Board of Directors with certain ongoing, regularly occurring business of the Association. There shall be the following Standing Committees: 1.) The Membership Committee, 2.) The Finance Committee, 3.) The Education Committee (which shall consist of the Recognized Show, Schooling Show, Sport Horse, Events, Publication & Communication, and Futurity Committees), 4.) The Fund Raising Committee, 5.) The Rules Committee, 6.) The Nomination Committee, 7.) The Awards Committee, 8.) The Juniors Committee, 9.) The Communications Committee, 10.) The Volunteer Committee, and 11.) Auditing Committee.

Section 2. Standing Committee Chairperson, Appointment and Term

Each Standing Committee shall have a Chairperson who shall be appointed by the President with the approval of the Board of Directors for such term that the Board shall designate, except that the First Vice President shall serve as Chairperson of the Recognized Shows Committee and the Second Vice President shall serve as Chairperson of the Schooling Shows Committee.

Section 3. Standing Committee Chairperson, Powers and Duties

Each Standing Committee Chairperson has a duty to attend each meeting of his or her Standing Committee as well as each Regularly Scheduled and each Special Meeting of the Board, and each Annual Meeting and each Special Meeting of the Membership. The minutes of each aforementioned meeting shall clearly reflect which Committee Chairpersons are in attendance and which are absent.

Each Standing Committee Chairperson shall, upon appointment to the position, receive a copy of the ADA Handbook, shall be responsible for reading and understanding the information contained therein, and upon leaving the position, shall be responsible for immediately transferring the Handbook to the Trustee of Records.

Each Standing Committee Chair shall call such Committee meetings as the Chair or the Board deem appropriate. The Chair shall preside over Committee meetings and shall record, or designate another Committee Member to record, the minutes of each Committee meeting. Each Committee Chairperson shall provide a copy of the Committee meeting minutes to the President at each Regularly Scheduled Meeting, and the minutes shall then be filed with and maintained by the Trustee of Records.

Each Standing Committee Chair, in his or her discretion, shall appoint those persons who are Members of the Association to serve as Members of the Standing Committee and assist in the Committee business. A Chair may appoint as Standing Committee Members persons who are not current Members of the Association only upon approval by the Board of Directors

Each Standing Committee Chair shall create, or may designate another Committee Member to create, periodic written Interim Reports of his or her Standing Committee which summarize the Committee's goals, activities, progress, and financial accounting, if applicable. At each Regularly Scheduled Meeting of the Board, the Chairperson of each Standing Committee shall present to the President a copy of the most recent Interim Report of his Standing Committee which summarizes the Committee's activities since submission of the previous Report. The Chair may also, if requested by the President, give to the Board a brief verbal summary of the written Interim Report. A copy of each Interim Report shall be filed with and maintained by the Trustee of Records.

In addition to the Interim Reports of the Standing Committee, the Chair of each Standing Committee shall also create, or may designate another Committee Member to create, a written Annual Standing Committee Report summarizing the goals, activities, progress and financial accounting, if applicable, of the Committee during the preceding year. At the Annual Meeting of the Membership, the Chairperson of each Standing Committee shall provide the President with a copy of the Annual Standing Committee Report. A copy of each Annual Standing Committee Report shall be filed with and maintained by the Trustee of Records.

Each Standing Committee Chairperson shall, upon appointment to the position, receive a copy of the ADA Handbook and shall be responsible for reading and understanding the information contained therein, and upon leaving the position, shall be responsible for immediately transferring the Handbook to the Trustee of Records.

Except as otherwise specifically designated by the Board, Standing Committee Members, including Chairpersons, shall serve without monetary compensation, although upon approval of the Board, a Committee Chair or Committee Member may be reimbursed for reasonable expenses necessarily incurred on behalf of the Association.

Section 4. Resignation by Chairperson

Except for the Chairs of the Recognized Show Committee and the Schooling Show Committee, any Committee Chairperson may resign from the Standing Committee at any time by delivering to the President or Secretary a written notice declaring his or her intent to resign and specifying the effective date of such resignation. If no effective date is specified in the notice of resignation, the effective date of the resignation shall be the date and time that the notice of resignation is delivered to the President or Secretary. Acceptance of such resignation shall not be necessary for the resignation to be effective.

Section 5. Leave of Absence of Chairperson

A Standing Committee Chairperson may be granted a leave of absence only by approval by two-thirds vote of the Directors then eligible to vote. If the leave is approved, the President shall appoint, with the approval of the Board of Directors, another Member to serve in the Chairperson's position during the period of the leave of absence

Section 6. Removal of Chairperson

Any Standing Committee Chairperson who fails to attend three (3) Board meetings or three Standing Committee meetings within a calendar year may be removed from his position as

Chairperson by a majority vote of the Board, but may otherwise be removed from the position as Standing Committee Chairperson only by a two-thirds vote of the Directors then eligible to vote if, in the judgment of the Board, the best interests of the Association would be served thereby.

Section 7. Vacancy of Chair Position

In the event that a Standing Committee Chairperson position becomes vacant for any reason, the Board of Directors shall, as soon as practicable, elect a successor from the Membership, and the successor shall serve in the position so filled for that portion of term of the Chairperson's term then remaining.

Section 8. Standing Rules

The Board of Directors shall adopt Standing Committee Rules for each Standing Committee. Each Standing Committee shall conduct its activities in accordance with the Standing Rules applicable to that Committee.

Section 9. Membership Committee

The Membership Committee shall be responsible for providing membership applications to Members and prospective Members, collecting membership dues and forwarding the dues to the Treasurer, maintaining a data base for and compiling the Membership Roster, publishing the annual Membership Directory in *The Centerline*, and when requested by the Secretary, providing to the Secretary the list of the Members who are eligible to vote in an upcoming election.

Section 10. Finance Committee

The Finance Committee shall be responsible for budget preparation annually for overall Association operations, overseeing budget preparation for individual projects and programs and for creating standing rules pertaining to financial reports procedures.

The Treasurer shall serve as the Chairperson of the Finance Committee.

Section 11. Education Committees

The purpose of the Association is to provide and advance education concerning dressage. The entire Association is structured and operated to this end. The Association shall provide and advance education concerning dressage through three primary venues consisting of recognized dressage shows, schooling shows, and other educational events such as clinics, seminars, classes, etc, and the production and dissemination of educational materials. The Education Committee shall consist of a minimum of five separate committees, as follows: 1.) The Educational Recognized Show Committee, 2.) The Educational Schooling Show Committee, 3.) The Educational Events Committee, 4.) The Educational Publications Committee, and 5.) The Educational Futurity Committee.

11.a. Educational Recognized Show Committee:

The Recognized Show Committee is responsible for establishing a show budget, determining show staff, establishing show policy, communicating to the membership, and reporting show results.

The First Vice President shall serve as the Chairperson of the Recognized Show Committee.

11.b. Educational Schooling Show Committee:

The Schooling Show Committee is responsible for establishing a show budget, determining schooling show staff, establishing show policy, communicating to the membership, and reporting schooling results.

The Second Vice President shall serve as the Chairperson of the Schooling Show Committee.

11.c. Educational Sport Horse Committee

The Sport Horse Committee shall be responsible for promoting sport horse breeding, organizing and oversight of sport horse shows and other sport horse education.

11.d. Educational Events Committee

The Educational Events Committee will plan and carry out programs to promote dressage, including budgeting, reports and publicity.

11.e Educational Publications and Communications Committee

The Publications and Communications Committee shall oversee and approve publication of all Association publications, including *The Centerline*, the on-line communications and website, and all other announcements, flyers, brochures, etc.

11.f. Educational Futurity Committee

The Futurity Community shall be responsible for preparation and updating of the Futurity Form, publicity, establishing payment dates, promotion, and oversight of policy.

Section 16. Fund Raising Committee

The Fundraising Committee shall be responsible for oversight and approval of all solicitation of all sponsorships and donations, all fund raising efforts and events, and shall regularly report to the Board the nature and status of all fund raising activities.

Section 17. Rules Committee

The Rules Committee shall be responsible for oversight and approval and editing of the Association Articles of Incorporation, Association Bylaws, Standing Rules, Association procedures and policies, including rules for shows and membership.

Section 18. Nomination Committee

The Nomination Committee shall consist of one Board Member who shall be appointed by the President with the approval of the Board, and one Board Member and one Member who is not on the Board, both of whom shall be appointed by the Nomination Committee Chairperson. The Nomination Committee shall assist, as set forth in Article V, in the nomination and election of Directors to serve on the Association Board of Directors.

Section 19. Awards Committee

The Awards Committee is responsible for inventorying existing and future awards, structuring awards programs, maintaining and documenting criteria, distribution, collection and maintenance of awards, and tracking results to determine winners. The Committee shall plan, and organize the Awards Banquet and the Awards Ceremonies.

Section 20. Juniors Committee

The Juniors Committee shall be responsible for establishing programs and policies for Juniors.

Section 22. Volunteer Committee

The Volunteer Committee shall be responsible for recruiting volunteers, establishing and maintaining a list of potential volunteers, determining volunteer needs, providing education for volunteers, and promoting volunteerism.

Section 23. Auditing Committee

The Auditing Committee shall be comprised of persons who may be Members or nonmembers, as determined by the Board. To maintain independence from the Board and the Finance Committee, neither Directors nor members of the Finance Committee shall be eligible to serve on the Auditing Committee during such time as such person is serving on the Board of Directors or as a member of the Finance Committee.

Section 24. Equipment Committee

The Equipment Committee shall be responsible for keeping an up to date inventory of all tangible property owned by the Association, and for monitoring, maintaining and appropriately insuring all such property, and for assuring proper transport, use and return of all such property.

ARTICLE VIII. Ad Hoc Committees

Section 1. Formation, Purpose:

The Board of Directors may, as it deems necessary, establish various Ad Hoc Committees and appoint such committee chairpersons and committee members as the Board

deems necessary to assist the Board in managing the affairs of the Association. Ad Hoc Committee Chairpersons and Committee members shall assist the Board in the manner and to the degree that the Board shall direct. An Ad Hoc Committee may be comprised of Members and/or non-Members, as the Board may direct.

Members of any Ad Hoc Committee, including chairpersons, shall serve without monetary compensation, although, upon approval of the Board, a committee member or chairperson may be reimbursed for reasonable expenses necessarily incurred on behalf of the Association.

ARTICLE IX. Special Appointees

Section 1. General

The Board of Directors may, upon a two-thirds vote of the Directors then eligible to vote, appoint any number of Special Appointees to serve as assistants to the Board in matters requiring special expertise. A Special Appointee need not be a Member of the Association, but if the Special Appointee is a Member he or she may also serve simultaneously as an Officer, Director, Alternate Director, Committee Chair, Committee member, or in any other position on behalf of the Association. Special Appointees shall serve without monetary compensation, although upon approval of the Board, a Special Appointee may be reimbursed for reasonable expenses necessarily incurred on behalf of the Association.

Section 2. Association Parliamentarian

The Board of Directors shall appoint, as a Special Appointee, an Association Parliamentarian who is knowledgeable in corporate and administrative procedure and *Robert's Rules of Order*. The Association Parliamentarian shall have the duty to attend each Annual Meeting of the Members and all Regularly Scheduled and Special Meetings of the Board, and shall assist and advise the Officers, Directors, and Committee Chairpersons in correct parliamentary procedure and shall have the responsibility to designate correct parliamentary procedure in accordance with Article IV.

ARTICLE X. Voting

Section 1. Single Vote

As to each matter put to the general Membership for a vote, including Junior Members, except as otherwise provided in these Bylaws, each Individual and Honorary Member shall be entitled to one vote, and each Family Membership shall have a single vote which shall represent the vote of the collective unit comprising the Family Membership.

Section 2. Eligibility to Vote

Only Individual Members, Family Memberships and Honorary Members are entitled to vote on matters of Association business. The President shall have the same right to vote (and to make motions) on any and all matters of Association business as does any other Director or Officer of the Association. (See also, Article III, Section 4. Entitlement to Vote.)

No vote may be taken on any matter of Association business, and no official action may be taken on behalf of the Association, unless a quorum exists as required in Section 3 of this Article.

Any Member who has a conflict of interest with respect to any Association matter is not eligible to vote on such matter, and is not, as to that matter, counted for purposes of determining a quorum or in determining the number of votes required to pass a motion relating to such matter.

Section 3. Quorum Requirements

A. **Quorum for the Membership:** As to any vote required of the general Membership, a quorum of the Members is ten percent (10%) of the Members eligible to vote as of the “record date” (as defined in Article II). For purposes of determining a quorum of Members at any meeting at which Members are entitled to vote, a Member shall be deemed to be in attendance if the Member has, either by mail or personal delivery, caused to be delivered to the Secretary prior to the counting of the ballots, the Member’s official ballot, signed by the Member or otherwise identified as being the official ballot of that Member.

B. **Quorum for Board of Directors:** As to any vote required of the Board of Directors, a quorum of the Board of Directors shall be 51% of the Directors eligible to vote at the time the vote is to be taken. (Directors abstaining due to a conflict of interest are deemed not eligible to vote and are not considered when determining whether a quorum exists, and vacant Director positions are not counted in determining the number of votes required or whether a quorum exists.) For purposes of determining a quorum, Directors must be present in person or may appear by means of electronic telecommunications in accordance with Section 3 Article IV.

C. **Quorum for Committees:** As to any vote required of committee members, a quorum of the Committee shall be 51% of the Committee members eligible to vote at the time the vote is to be taken. (Committee members abstaining due to a conflict of interest are deemed not eligible to vote and are not considered when determining whether a quorum exists, and vacant Committee positions are not counted in determining the number of votes required or whether a quorum exists.)

Section 4. Challenges to Vote

Any Member may challenge, on the basis of a lack of a quorum or an erroneous vote count, the validity of any vote taken at any Association meeting by immediately lodging, prior to the beginning of next matter on the agenda which follows the matter voted on or prior to the adjournment of the meeting, whichever is sooner, a verbal or written objection with the Officer or Chairperson presiding over the meeting, stating the nature of and the grounds for the challenge to the vote. Provided that the objection to the vote is timely raised, the Presiding

Officer or Chairperson shall acknowledge the objection and call for a recount of the quorum or a recount of the vote, as the case may be.

Section 5. Conflict of Interest

A. Conflict of Interest Defined: Unless otherwise required by law, “conflict of interest” as used in these Bylaws means that, with respect to matters or transactions effected or proposed to be effected by the Association, a Director or Related Person has, or reasonably anticipates having, a beneficial interest, either financial or personal, in that matter or transaction, which interest is of such character and significance to the Director or Related Person that the interest would reasonably be expected to exert an influence on the Director’s judgment if he or she were called on to vote on the matter or transaction, and the benefit of such interest is greater than or different in nature than the benefit to the general Membership,. “Conflict of interest” does not include any interest which the Director or Related Person has or anticipates having in an Association matter or transaction if the Director or Related Person stands to gain no more benefit from the matter or transaction than does the general Membership.

B. Restriction on Voting, Exceptions: No Member, Director, Officer, Committee Chair or Committee member may vote on any matter or transaction of the Association if that person has a conflict of interest with respect to such matter or transaction, unless such person has first fulfilled all requirements of this Article.

C. Disclosure, Abstention: If a Director, Officer, Committee Chair or Committee member has a conflict of interest with respect to any matter or transaction effected or proposed to be effected by the Association, such person has a duty to 1.) disclose to the Board of Directors both the existence and nature of the conflicting interest, and such disclosure shall then be entered in the minutes, and 2.) said person shall abstain from voting on such matter or transaction, unless the Board, after due consideration of the existence and nature of the conflict, decides by a two-thirds vote of the Directors then eligible to vote, to waive the abstention requirement for such person on that specific matter or transaction, and the Secretary shall note in the minutes whether such person abstained from voting, whether the Board waived the abstention requirement, and whether such person voted.

ARTICLE XI

Local Chapters

Section 1 Local Chapters, Formation

Local Chapters of the Association may be formed for the purpose of providing and promoting education concerning dressage at the local level. Any Local Chapter formed shall be, and is, merely a “local branch” or “local office” of the Arizona Dressage Association proper, and is not, and shall not be considered, an entity separate from the Association. Local Chapters may be formed only by and of Association Members in good standing. Members of a Local Chapter shall primarily be Members of the Association, and shall be secondarily members of the Local Chapter. Members of the Association seeking to establish a Local Chapter of the Arizona Dressage Association must submit a written application to the Association Board of Directors together with the required Application Fee in an amount to be set by the Board, and must attach to the application a copy of its proposed Chapter Operational Rules, a roster of its proposed Local Chapter members, the name, address and phone number of the Presiding Officer who will be in charge of the Local Chapter and of any other elected or appointed officers. A minimum of fifteen Association Members is required to form and to retain Local Chapter status. All Local Chapters, as “branch offices” of the Association, are subject to, must be formed under and must operate within the requirements of all applicable federal, state and local laws, the Arizona Dressage Association Articles of Incorporation, these Bylaws, any applicable Association Standing Rules and other rules, regulations and policies of the Association.

Section 2. Local Chapter Operational Rules

Local Chapters must establish and adopt and implement Local Chapter Operational Rules which are not inconsistent with federal, state or local laws, the Arizona Dressage Association Articles of Incorporation, these Bylaws, Association Standing Rules or other rules, regulations or policies of the Association. The Association Board of Directors must approve the Local Chapter Operational Rules before granting the application the Local Chapter status, and if approved, the Local Chapter must consistently implement and enforce said Operational Rules when conducting the affairs of the Local Chapter. Once approved by the Association Board of Directors, Local Chapter Operational Rules shall not be amended without prior Board approval.

Section 3. Local Chapter Officers, Powers and Duties

Each Local Chapter shall have a Presiding Officer chosen by the Local Chapter membership. The Chapter’s Presiding Officer shall encourage and organize activities at the local level for the purpose of providing and promoting, at the local level, education concerning dressage. The Presiding Officer must attend at least five regularly scheduled Association Board meetings annually, must submit all Chapter reports as provided by these Bylaws and the Board of Directors, and must attend all Association Annual Meetings of the Membership.

The Chapter Presiding Officer shall report to the Association Board of Directors, and shall submit to the Board at or prior to each regularly scheduled Association Board meeting, a written Interim Report of the Local Chapter activities, summarizing the Local Chapter’s

activities, occurring since submittal of the previous written Interim Report and attaching to the Report the Local Chapter's Treasurer's Report and all minutes of any Local Chapter meetings.

The Local Chapter may elect or appoint such additional Officers and may adopt such rules, regulations and policies as it deems necessary to properly conduct the affairs of the Local Chapter.

Section 4. Application for Local Chapter Affiliation

Each applicant who is joining as a Member of the Arizona Dressage Association shall be given, on the membership application, the option of also joining as affiliate of a Local Chapter. The applicant may designate on the application one (and only one) Local Chapter and pay any additional Local Chapter dues required. If no Local Chapter is designated on the application, the application will be deemed to be an application for membership in the Association only.

Section 4. Local Chapter Meetings

Local Chapters shall hold at least three (3) open business meetings each year, shall have a written agenda for each meeting, shall record minutes of each meeting, and within 30 days of each meeting, shall provide a copy of the minutes to the Association Secretary.

Section 5. Local Chapter Finances

Since Local Chapters are in essence "branch offices" of the Arizona Dressage Association, Local Chapter finances are part of, and are not separate from, the finances of the Association. The Presiding Officer of each Local Chapter shall provide to the Association Treasurer any and all financial records as and when requested by the Treasurer. To assure that all funds are obtained and disbursed in accordance with applicable provisions of the Internal Revenue Code and to preserve the Association status of a tax exempt § 501(c)(3) organization, all Local Chapters must obtain approval from the Board of Directors prior to implementing any method of local fund raising and must obtain approval from the Board of Directors prior to implementing any methods or policies for disbursing funds to its members or to the public.

The Association Treasurer, upon receipt of the dues designated as Local Chapter dues on the annual membership application by an applicant requesting Local Chapter affiliation and specifying the Local Chapter, shall forward such dues to Local Chapter so designated, and the dues shall then be promptly deposited in the Local Chapter business account.

The Association Board of Directors may vote to pay to each Local Chapter a portion of the annual Association membership dues paid by each Member who designated on his or her membership application the election to also join as an affiliate of a Local Chapter.

Local Chapters may apply to the Association Board of Directors for monetary assistance for the purpose of providing dressage education on the local level. All applications for monetary assistance from the Board must be in writing, detailing the need for the assistance and the proposed uses for such funds. Upon evaluation of the application and a determination of justifiable need, the Board may appropriate certain funds to the Local Chapter for the purpose of furthering the stated purpose of the Association. The Board may attach appropriate stipulations and conditions to any appropriation of funds to the Local Chapter. In the event that the Board appropriates funds to a Local Chapter, the Presiding Officer of that Chapter shall be responsible

for providing to the Treasurer a Monthly Accounting Report detailing the use of the appropriated funds to date, and within 30 days of the completion of the activities for which the appropriation was made, or within 30 days of when the funds are exhausted, whichever occurs sooner, the Presiding Officer must present a Final Accounting Report to the Treasurer. The Board of Directors at its Regularly Scheduled Meetings, shall review in detail each Accounting Report to determine that the appropriated funds are being used properly in accordance with the Board's directions, and if at any time the Board determines that such funds are not being so used, the Board shall revoke the appropriation and require the Local Chapter to immediately return all appropriated funds.

Failure of any Local Chapter to act in accordance with all applicable federal, state and local laws, the Association Articles of Incorporation, these Bylaws, applicable Standing Rules and other rules, regulations and policies of the Association may result in revocation of its Local Chapter status.

Section 6. Compensation

All Chapter Presiding Officers, other Chapter Officers, Chapter Committee Members, and other members of any Local Chapter shall serve without monetary compensation, although upon approval of the Presiding Officer of the Local Chapter, such person may be reimbursed for reasonable expenses necessarily incurred on behalf of the Local Chapter.

Section 7. Local Chapter Dues

Each Local Chapter may establish and collect such Chapter dues and fees as it deems appropriate. Each Local Chapter shall provide to the Association Treasurer a monthly accounting of all Chapter dues received by the Chapter.

Section 8. Local Chapter Rules

The Local Chapter shall adopt and implement Chapter Operational Rules and such additional rules, regulations and policies as it deems necessary to properly conduct the affairs of the Local Chapter, so long as such rules, regulations and policies are approved by the Association Board of Directors and are not inconsistent with any federal, state or local law, the Association Articles of Incorporation, these Bylaws, Association Standing Rules, or other rules, regulations or policies of the Association.

ARTICLE XII. General Provisions

Section 1. Accounting Period

The accounting period of the Association shall be the calendar year beginning on January 1 and ending on December 31 of each year.

Section 2. Determination of Time Periods

In the determination of time periods specified in the Association Articles of Incorporation, these Bylaws or in any Association rules, regulations or procedures, when the time period specified is five days or less, Saturdays, Sundays and national and State holidays shall be excluded from the determination of time, but if the time period specified is six days or more, then each calendar day shall be counted in the determination of the time period, unless the day falls on a Saturday, Sunday or legal holiday, in which case the day shall be deemed to fall on the first business day following the Saturday, Sunday or legal holiday.

Section 4. Successive Terms, Simultaneous Offices

Unless otherwise provided in these Bylaws, there shall be no limit on the number of successive terms that any Member may serve in the same office or position or in different offices or positions, nor shall there be any limit on the number of offices or positions that may be simultaneously held by any Member.

Section 5. Record Date

The Record Date shall be that date which is thirty (30) calendar days prior to the date of the matter or meeting for which Notice is required or the date on which the vote is to be taken, except that the Record Date for Members eligible to vote at the Annual Meeting of Members shall be November 30 of the immediately preceding year.

Section 6. Association Handbook

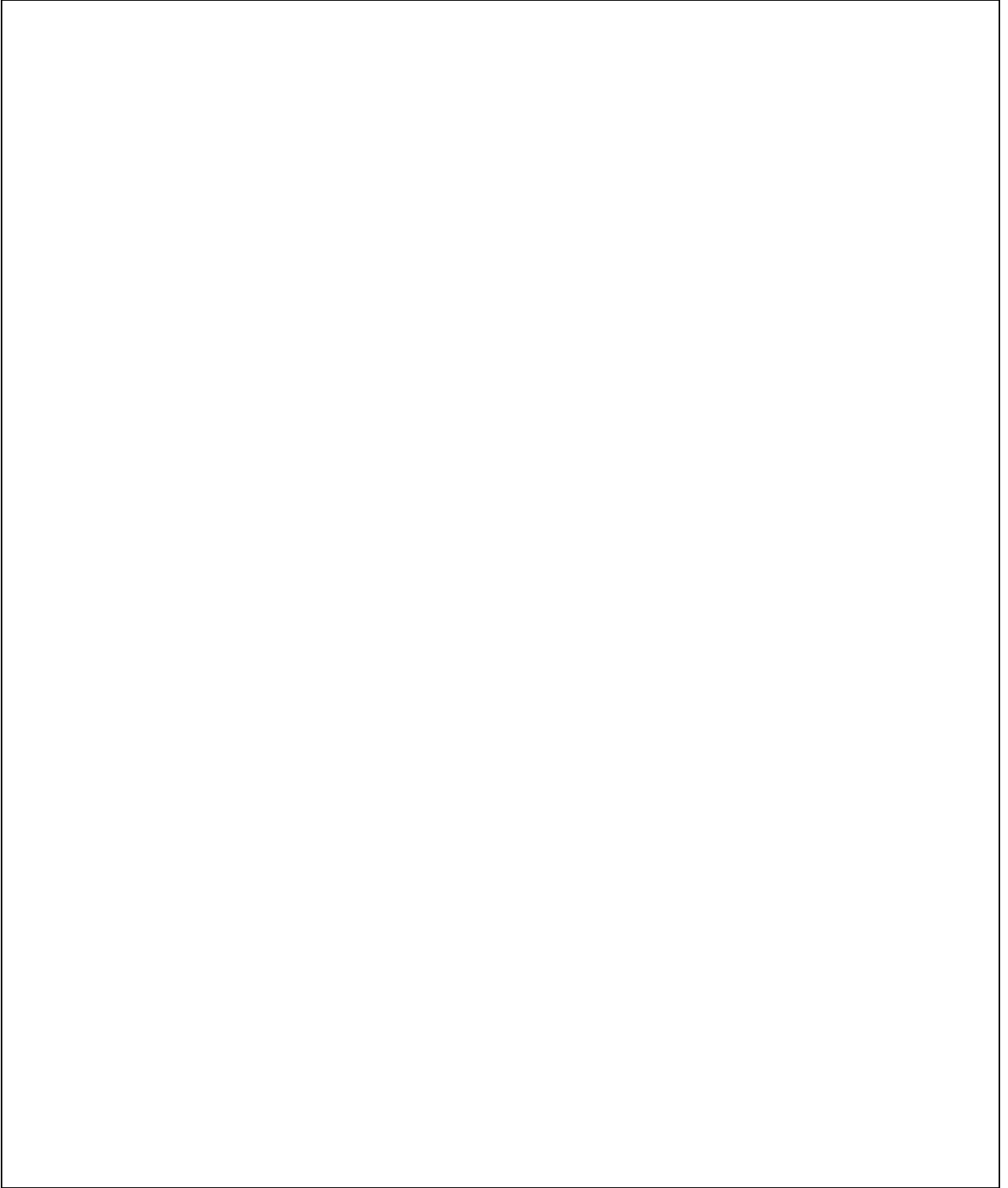
The Association shall create and maintain an Arizona Dressage Association Handbook (ADA Handbook), which shall contain, at a minimum, the Association Articles of Incorporation, Bylaws, Standing Rules for each Standing Committee, copies of the minutes of all Board meetings, and the Annual Meeting of the Membership for the current and the previous two years, and any other documents as the Board shall direct.

Each Director, Alternate Director, Chairperson of each Standing Committee, and President and Officer of each Local Chapter shall, upon taking office, receive a complete and up to date copy of the ADA Handbook, shall be responsible for reading and understanding the information contained therein, and shall immediately upon leaving his or her office or position, transfer the Handbook to his or her successor in office. Any Director, Alternate Director, Chairperson or Local Chapter President or Officer failing to transfer his or her copy of the ADA Handbook to his successor in office within 24 hours of leaving office shall be assessed a

Handbook Fee in an amount to be set by the Board. Any Member requesting a replacement copy of the ADA Handbook shall also be assessed a Handbook Fee. Any assessed fee must be paid in full before the assessed Member will be permitted to renew his or her annual Association membership. Any Member may purchase a copy of the ADA Handbook by paying a Handbook Fee.

- End-

Authority To Act



Form 1.1

Arizona Dressage Association
8/1/2004

**Arizona Dressage Association
Meeting Agenda**

Date _____

Time: _____ **Regularly Scheduled / Special MEETING OF THE BOARD**

Location: _____ (circle one)

At the time, date and location specified above, the Presiding Officer has determined that a quorum exists and now calls the meeting to order.

I. Roll call:

The Chair obtains the preprinted Sign-in/Attendance Sheet from the Secretary, noting attendance of the following persons and then returns the Sheet to the Secretary to file with the minutes:

1. Directors
2. Alternate Directors
3. Chairpersons of Standing Committees
4. Presidents of Local Chapters
5. Guests

II. Approval of the minutes from the previous meeting

III. Officers' Reports

A. Treasurer's Report

(Presentation of this report to the Board is mandatory at each regularly scheduled meeting of the Board.)

B. Other

IV. Standing Committee Reports

(It may not always be necessary for each Standing Committee Chairperson to provide a report at each meeting.)

1. **Membership Committee Report**
2. **Finance Committee Report**
3. **Education Committee Report**
4. **Recognized Shows Committee Report**
5. **Schooling Shows Committee Report**
6. **Futurity Committee Report**
7. **Publications Committee Report**
8. **Fund Raising Committee Report**
9. **Rules Committee Report**
10. **Nomination Committee Report**
11. **Awards Committee Report**
12. **Juniors Committee Report**
13. **Communication Committee Report**
- 14.
- 15.
- 16.
- 17.

VI. Ad Hoc Committee Reports

- 1.
- 2.
- 3.

VI. Local Chapter Reports

- 1.
- 2.

VII. Old Business

- 1.
- 2.
- 3.
- 4.
- 5.

VIII. New Business

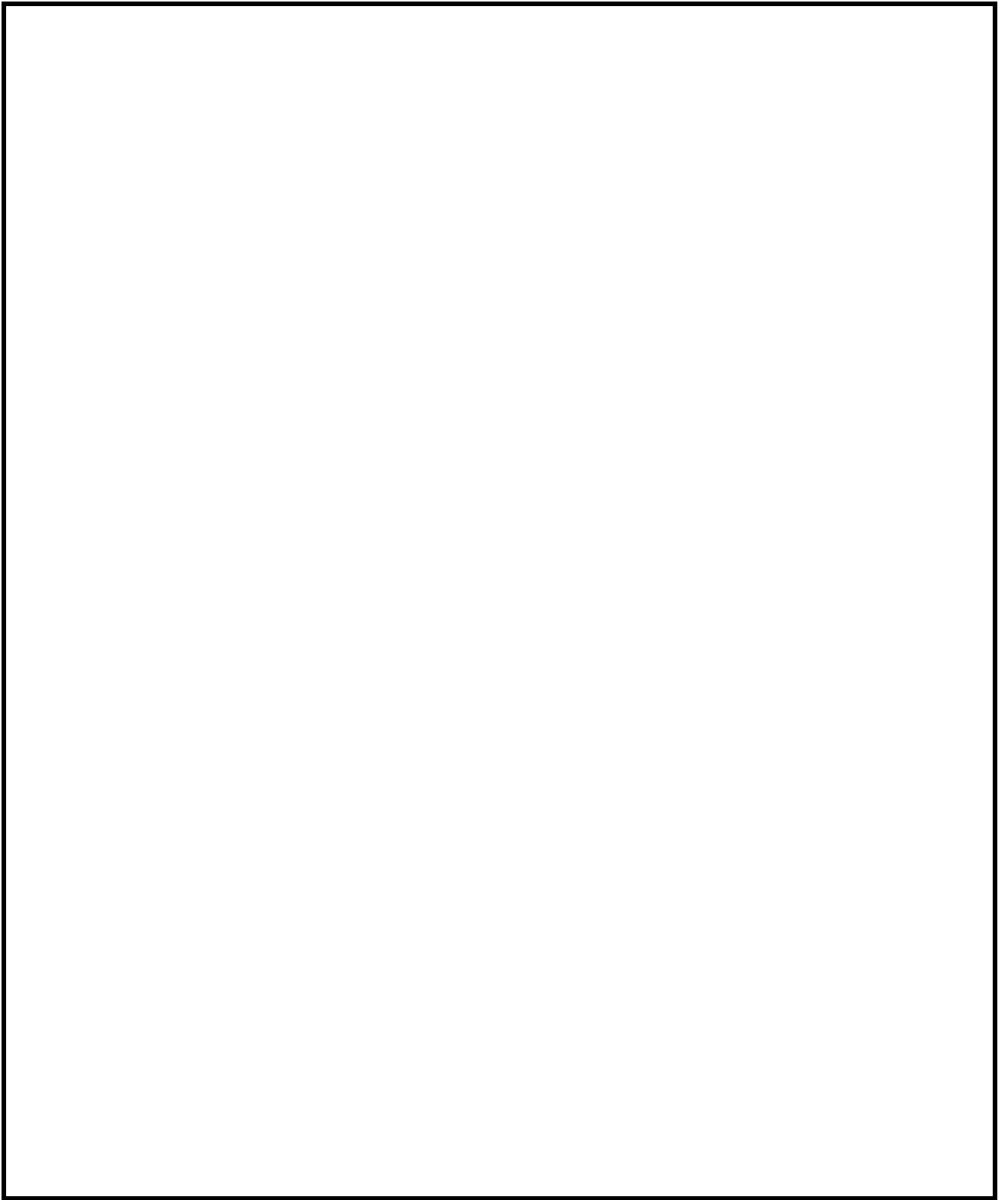
- 1.
- 2.
- 3.
- 4.
- 5.

IX. Call to Members

Members may be recognized by the Presiding Officer and may then address the Board regarding issues of concern to the Association. The Presiding Officer has the right to limit the amount of time that each Member has to address the Board.

X. Announcement of next meeting(s) and executive session(s)

XI. Adjournment



FORM 2.1

Arizona Dressage Association
8/1/2004