

BY-LAWS
OF
ROCKY MOUNTAIN HIGH SHOWS INC.
(REVISED AUGUST 1992)
(REVISED MAY 1994)
(REVISED FEBRUARY 1995)
(REVISED MAY 1995)
(REVISED MAY 1996)
(REVISED MAY 1998)
(REVISED JANUARY 1999)
(REVISED JANUARY 2000)
(REVISED MARCH 2006)
(REVISED MARCH 2007)
(REVISED AUGUST 2008)

ARTICLE I

AFFILIATION

Section 1: This Association Shall be affiliated with the American Rabbit Breeders Association, Inc., and shall conform to its purposes.

ARTICLE II

Membership

Section 1: Any resident of Colorado may become a member of the Association upon payment of the appropriate fees and by agreeing to comply with all rules, regulations and By-Laws of the Association. Non Colorado residents may become members of the Association only if they maintain membership in a local Colorado Club that is affiliated with the Association.

Section 2: (a) ALL MEMBERSHIPS will be due on a yearly basis, or three year basis, based on the date the dues are paid to the club secretary. There will be NO GRACE period. If membership expires, member's points will not be counted from date of membership expiration until date of rejoining.

(b) Annual dues for an adult (19 years of age and over) are nine dollars (\$9.00) per person if the person is an ARBA member and ten dollars (\$10.00) per person if the person is not an ARBA member.

Section 3: (a) Annual dues for a household membership (up to 2 adults residing at the same residence) are thirteen dollars (\$13.00) with each youth residing at the same address, three dollars (\$3.00). One dollar (\$1.00) will be added for each member that is not an ARBA member.

(b) Annual dues for a youth (through the age of 18 years) are six dollars (\$6.00) if the person is an ARBA member and seven dollars (\$7.00) if the person is not an ARBA member.

(c) For a three year membership the dues will be as follows: Adult (over 19) twenty three dollars (\$23.00); Youth (through 18) fourteen dollars (\$14.00); Household (up to 2 adults residing at the same residence) thirty five dollars (\$35.00) with each youth at the same address seven dollars (\$7.00). One dollar (\$1.00) will be added for each member that is not an ARBA member.

Section 4: All members in good standing, except youth members, shall have the right to vote in person at general meetings of the Association or by mail ballot. Members may not vote proxy.

Section 5: To become affiliated, Local All Breed Clubs, State Breed Specialty Clubs, Local Breed Specialty Clubs, and Youth Clubs "within the state of Colorado" shall pay a fee of twenty dollars (\$20.00). Affiliation renewal fee to be ten dollars (\$10.00) per year per club. Such fee shall become due January 1st of each year and will be accompanied with a complete list of all officers and directors, including ARBA membership numbers. When a club is affiliated, said affiliation shall continue unless terminated by the Association for good cause, or failure to pay renewal fees.

Any affiliated club failing to pay its annual fees (including list of officers and directors) when due, or within sixty (60) days following the renewal date, shall have its affiliation terminated. *In the event an affiliated club fails to have a representative present at one of the two semi-annual meetings of the Officers and Board of Directors (excluding the general membership meeting held during State Convention), the Secretary of the Association will issue a letter to the member club and to the Officers and Board of Directors notifying them of said lapse of representation. The Board of Directors will decide whether or not to take action at the next scheduled Board meeting.*

Any affiliated club who fails to have a representative present at one of the two semi-annual meetings of the Officers and Board of Directors (excluding the general meeting held during State Convention), will not be eligible for charter renewal the following year and must wait one year before becoming affiliated as a new club. Notice of such termination shall be sent to the member club and the Board of Directors of this Association by the Secretary of the Association. Affiliation will be reinstated upon payment of the affiliation fee and a penalty fee of five dollars (\$5.00). Any Fair or Agricultural Exposition within the State of Colorado, may become affiliated for a fee of ten dollars (\$10.00). Such fee shall be on an annual basis and may be paid any time during the year, but, must be paid prior to requesting a show sanction.

Section 6: The Board of Directors may elect as Honorary Member any person distinguished for political, industrial, or administrative capacity.

Honorary members shall be exempt from fees, or subscriptions but shall have no right to vote at any meeting of the Association unless such person is also a regular paid member of the Association in good standing.

Section 7: The Board of Directors reserves the right to accept or reject, for any reason, any application for membership.

Section 8: Local All Breed Clubs, State Breed Specialty Clubs, Local Breed Specialty Clubs, Youth Clubs, and Fairs and Agricultural Expositions "within the State of Colorado" may conduct Rocky Mountain High Show Sanctioned shows by payment of a fee of five dollars (\$5.00). Such a fee shall be remitted to the Secretary of the Association, at least 30 days before the date of the show, who shall then issue the sanction for the show. **SHOW SANCTIONS WILL BE ISSUED ONLY FOR ONE SHOW LOCATION FOR ANY GIVEN DAY.** Sanction fees shall be placed in a convention fund by the Secretary to be used only for cash premium money and /or trophies offered by this Association at convention shows. The expenditures of this accumulated fund shall be under the direct supervision of the Board of Directors.

ARTICLE III

Board of Directors and Officers

Section 1: A. All Officers and directors of RMHS Inc. must be Colorado residents and maintain membership in RMHS Inc. and the ARBA. The Board of Directors shall consist of the President, Vice-President, Secretary, and Treasurer who are elected by the Membership and one (1) Director from each affiliated club elected by members of such club, **except for youth clubs in which case the director will be an elected representative.** A Director or Alternate Director may represent only one Club. Members of the Board of Directors shall serve for a two (2) year term, except for the initial Board. To provide continuity in administration, the President and Treasurer of the initial Board shall be elected for one year and the Vice-President and Secretary shall be elected for two years; thereafter the President and Treasurer shall be elected in even years, and the Vice-President and Secretary shall be elected in odd years.

B. For an affiliated youth club, the director will be an adult elected by the members of such club. The elected alternate director may be a youth age fourteen through eighteen or an adult.

Section 2: The initial officers and Board of Directors will serve until the first general membership meeting in 1984 when the regular election process will begin.

Section 3: The elective officers of the Association shall take office upon being duly qualified at the

annual general membership meeting following their election and shall serve for the periods for which they are elected.

Section 4: Whenever a vacancy from elective office occurs, from any cause, said vacancy shall be filled by appointment by the President, approved by the board of Directors.

Section 5: Member clubs shall fill any vacancy for Director from their club, **except for youth clubs in which case the vacancy will be filled by an elected representative,** and promptly certify to the Secretary that the vacancy has been filled.

Section 6: The Board of Directors shall appoint an election committee to prepare a slate of officers to be submitted to the general membership from which an election will be held. Ballots will be mailed to all adult members in good standing. An envelope addressed to the Chairman of the Election Committee by name and address, shall accompany each ballot. Each member voting shall mark his or her ballot, place it in the envelope mailed with the ballot, seal the same and mail direct to the Chairman of the Election Committee. The election Committee shall count all ballots received prior to closing the polls, and shall send certified copy of the results to the Secretary and the President. The candidate receiving the highest number of votes for each office shall be declared duly elected. After the ballots are counted, they shall be placed in a sealed envelope and forwarded to the Secretary, to be retained by the Secretary for one (1) year, to be opened only in the event that there is a demand for a recount.

Section 7: Any candidate defeated for any office of the Association, requesting a recount of ballots, shall make application for such a recount to the Secretary within sixty (60) days following the election. The Secretary shall require a deposit of sufficient funds to defray the cost of recount. The amount of such deposit to be fixed and approved by the Board of Directors. A recount shall then be made by a committee of three: the contester shall pick one member, the Board of Directors shall pick a second member, and a third member shall be chosen by the other two members of this committee. All three members of the committee shall be members in good standing. The committee shall assemble and personally count all ballots cast for the office in dispute, and the report of the recount, certified to the Board of Directors shall be final. In the event that the contester is declared elected by the committee, his or her deposit of funds shall be returned.

Section 8: No member of the Election Committee may be nominated for office.

Section 9: No person may hold more than one office at the same time.

ARTICLE IV

Duties of Officers

Section 1: The PRESIDENT shall preside at all meetings of the Association, and act as Chairman of the Board of Directors, with full power and prerogative, appoint all committee chairpersons, call special meetings of the Association, or the board of Directors, in accordance with these By-Laws, and perform other duties as usually pertain to his or her office. He shall have other powers as may be conferred upon him by the Board of Directors at any meeting of such Board. He shall be a member of the Board of Directors and an ex-officio member of all committees.

Section 2: The duties of the VICE-PRESIDENT shall be the same as those of the President, in the event of the absence or disability of the President. He or she shall be a member of the Board of Directors.

Section 3: The SECRETARY shall devote sufficient time and attention to the duties of his or her office, and to such other duties as the President and Board of Directors shall direct, as shall be required to carry out such duties. The Secretary shall be required to keep accurate record of all meetings; he or she shall act promptly upon all correspondence directed to his or her office; and shall consult the board of Directors on such matters of policy as he or she deems advisable. He or she shall be a member of the Board of Directors and act as Secretary of the Board of Directors. The Secretary shall keep a complete and up-to-date membership list, including current addresses, and shall make reports as to the number of members to the Association as may be required. He or she, on behalf of the Board of Directors shall receive and act upon all applications for membership. He or she shall prepare and maintain an accurate record of all membership certificates.

Section 4: The TREASURER shall accept and keep a record of all income from any source. He or she shall maintain a set of books in a manner acceptable to the Board of Directors. He or she shall pay outstanding accounts, presented to him or her by the Chairperson of a committee when such bills are within authorized budget. Any committee bill in excess of an authorized budget must be approved by the Board of Directors. The Treasurer shall serve as the Chairperson of any Budget/Finance committee and shall also be a member of the Board of Directors.

Section 5: THE BOARD OF DIRECTORS shall manage the affairs of the Association, and have charge of the various business transactions, and authorize the expenditure of monies by and for the Association and pass on any and all special legislative matters found desirable. It shall have the power to make contracts in

the name of the Association as may be necessary in the promotion of the work by any committee, or as may hereafter be provided. The Board shall require the books of the Treasurer be audited at the end of the fiscal year and upon retirement from office. Such audit may be performed by persons to be appointed by the President. The expense of such audit, if required, shall be paid by the Association. The Board of Directors shall have full authority to revise or adjust membership fees or any other item from which the Association derives income, depending upon economic conditions at the time of adjustment or revision. A simple majority of the Board of Directors shall constitute a quorum. The Board of Directors may, between annual meetings, conduct routine or special business, hold hearings and reach decisions by mail vote, *teleconference meeting or electronic mail vote*, with a simple majority required for passage except as in the case referred to in section 3 of Article VIII hereof.

ARTICLE V

Compensation

Section 1: Officers and Directors shall serve without compensation. They may be reimbursed for reasonable expenses associated with their duties as deemed necessary by the Board of Directors.

ARTICLE VI

Committees

Section 1: The president, with the approval of the Board of Directors, shall appoint the standing committee chairperson(s) as authorized herein. The term of each committee chairperson shall be two (2) years. The President, with approval of the Board of Directors, shall have authority to make such replacements as are considered necessary and in the best interest of the Association.

Section 2: Each Committee shall be authorized to make such expenditures from Association funds for its operation as are authorized and approved by the Association Budget Committee.

Section 3: *Each committee Chairperson shall submit data and information on his/her committee work regular intervals.*

Section 4: The Association Budget Committee shall consist of a chairperson, who shall be the Association Treasurer, and two (2) members. Their duties shall consist of requesting and receiving a proposed budget from each committee chairperson and presenting a proposed budget for the Association to the Board of Directors. Additionally, this committee shall have the power and authority to approve or disapprove all expenditures of Association funds of two hundred fifty

dollars (\$250.00) or less. All expenditures of more than two hundred fifty dollars (\$250.00) shall require the approval of the Board of Directors.

Section 5: The Election Committee shall consist of a Chairperson and two (2) or more members, with one or more alternate members, all residing within a commuting distance of each other. The chairperson shall receive the election ballots and as soon as he/she deems practicable, shall call the committee members together, with any absentee replaced by an alternate. Election ballot envelopes must not be opened until the entire committee assembles. At this time, the committee shall open the envelopes, count the votes and tabulate the results. The count shall be completed and results certified to the President and Secretary within five (5) days after the count is completed. No other reports will be required.

ARTICLE VII

Meetings

Section 1: Each annual meeting of the association shall be held in conjunction with the annual convention, such place to be designated by the Board of Directors. Notice of time and place for holding such meeting shall be set forth in writing by the Association at least thirty (30) days prior to the date of such meeting.

Section 2: The President shall call a special meeting of the Association when so requested, in writing, by at least fifteen (15) members of the Association in good standing. At any such meeting there shall be considered only the special business for which the meeting was called.

Section 3: At any meeting of the Association, fifteen (15) **adult voting** members of the Association in good standing constitute a quorum. No person shall act as a proxy for an individual membership. If no quorum shall be present, the presiding officer shall adjourn the meeting to a day and hour of his or her designation.

Section 4: In the event of the absence of all officers, the majority of the members present shall elect a presiding officer. The presiding officer shall appoint a secretary for the meeting.

Section 5: At annual meetings, the order of business, unless otherwise determined by a majority vote of the members in good standing of the Association present, shall be: General Business, Unfinished Business, and New Business.

ARTICLE VIII

Interpretation-Discipline-Standard

Section 1: The interpretation by the Board of Directors of the association of the By-Laws, Regulations, Notices, Resolution, Properties, and Association Documents and Orders shall be binding upon all members of the Association.

Section 2: All notices required to be sent to any member of this Association shall be sent by regular mail, prepaid to the member's address as it appears on the books of the Association, and such mailing shall be presumptive evidence of the service thereof. Any change of address must be sent promptly to the office of the Secretary of the Association.

Section 3: The Board of Directors may suspend or expel any member of this Association for conduct which, in its judgment warrants such action. This action requires a two-thirds majority of the entire Board of Directors.

Section 4: The Board of Directors may, on all matters regarding interpretation conduct routine or special business, hold hearings, and reach decisions by mail vote, *teleconference meeting or electronic mail vote*, with a two-thirds majority vote required for passage.

Section 5: An appeal may be taken from any ruling of the Board of Directors to the next annual meeting of the members of the Association.

Section 6: (a) Any officer or director of this Association having a charge of misconduct in office proffered against him will be suspended pending a hearing by the Board of Directors. If a majority of the members of the Board of Directors find that evidence of misconduct makes an officer or director charged unfit for the office for which he was elected, then the position of said officer or director shall be declared vacant. If exonerated of such charge, he shall be immediately reinstated; if found guilty of the charge, his position will be declared vacant.

(b) To be considered by the Board of Directors, any allegation of misconduct made by one member, officer or director against another member, officer or director must be made by affidavit mailed or delivered to the *President, Vice-President and Association Secretary*. The President shall appoint a special committee by the authority of Article IV Section 1 of the By-Laws to investigate the allegation and report its findings within a reasonable time to the President, *Vice-President and Association Secretary*. If the committee proffers charges against a member, officer or director, the President, *Vice-President or Association Secretary* shall give notification of the charges to the member, officer or director involved advising that such charges shall be considered by the Board of Directors on a certain date not less than thirty (30) days after notification. At such hearing before the Board of Directors the member, officer or

