

DAL-WORTH APPALOOSA HORSE CLUB BY-LAWS

Revised April 29, 2010

ARTICLE 1 NAME and AFFILIATION

Section 1 NAME The name of the association shall be 'Dal-Worth Appaloosa Horse Club', hereinafter referred to as 'Dal-Worth' or 'DWApHC'.

Section 2 AFFILIATION Dal-Worth is affiliated with the Appaloosa Horse Club which is the official registration body of the Appaloosa horse, hereinafter referred to as the 'ApHC'.

ARTICLE II PURPOSES The stated purposes of Dal-Worth shall be;

A) To promote the interest of the breed from a regional standpoint in cooperation with the programs and functions of the ApHC, the parent organization, and regional clubs affiliated with the ApHC.

B) To gain proper publicity through various functions sponsored by Dal-Worth.

C) To promote and stimulate a better understanding of the Appaloosa horse.

D) To engage in any other lawful activities, as the Board of Directors may determine, or as the affairs of Dal-Worth require, and may exercise all of the rights and powers given to non-profit organizations by the State of Texas.

ARTICLE III LOCATIONS And OFFICES

The location of Dal-Worth shall be the legal address of the current secretary of Dal-Worth.

ARTICLE IV MEMBERS

Section 1 Classes of Members: Dal-Worth shall have five classes of members. These are: lifetime, individual, family, couple, and youth. Lifetime is an individual having paid a onetime fee. Individual is one person nineteen years of age and older. Family consists of head of household, spouse, and children eighteen years of age and younger as of January 1 of the current year residing under the same roof. Couple is an individual and their significant other living under the same roof. Youth are members eighteen years of age and younger, or have not graduated from high school, and with one parent or legal guardian being a member in good standing in the DWApHC.

Section 2 General Privileges and Obligations: Active members in good standing shall have equal rights and privileges, except as otherwise limited by these by-laws. All members shall obey and be bound by these by-laws and the rules and regulations adopted from time to time by the Board of Directors and by decisions and actions of the Board.

Section 3 Application for Membership: Any person who is in good standing with the 'ApHC' and submitting proper dues and application may become a member of 'Dal-Worth'.

Section 4. Voting Rights: Each membership nineteen (19) years and older is entitled to one vote in all called elections and meetings. A family is considered one vote. A couple is considered one vote. No member shall be entitled to vote whose dues are not paid. Youth are

entitled to vote only in youth activities.

Section 5 Disciplinary Rules: Members may be disciplined, expelled, or suspended for cause by affirmative vote of the majority of the members of the Board of Directors after an appropriate hearing.

A) Cause: Cause is generally regarded as disorderly works in debate, any form of indebtedness to this or any other regional Appaloosa association or the 'ApHC', disorderly conduct in the association activities, or in violation of such rules and regulations as adopted from time to time by the Board of Directors.

B) Appropriate Hearing: After charges have been preferred against a member, the secretary shall send the accused written notice to appear before the Board of Directors within thirty (30) days at the time and place appointed in said notice, and furnish a copy of the charges. Failure to obey the notice is cause for summary expulsion. The member will not be deprived of any privileges while the case is pending. At the appointed meeting, the case will be heard by the Board of Directors. The Board will present charges in the case to the accused. The accused will then be allowed to make an explanation and provide any evidence and / or witnesses as desired. Both parties shall be allowed to cross-examine the witnesses and introduce rebutting testimony. When all evidence has been presented, the accused shall retire from the meeting and the Board shall deliberate upon the charges, and act by vote upon the question of expulsion or other punishment proposed. No member shall be expelled or suspended by less than two-thirds vote.

Section 6 Resignation: Any member may resign by filing a written resignation with the secretary. Such resignation shall not relieve the member so resigning of any obligations, assessments or other charges for which the member became liable prior to resignation.

Section 7 Reinstatement: Upon written request signed by the former member and filed with the secretary, the Board may, by the affirmative vote of two-thirds of the Board, reinstate such former member to membership upon such terms as the Board may approve.

Section 8 Transfer of Membership: Membership in 'Dal-Worth' shall no be transferable.

Section 9 Dues: Membership dues will be set by the Board of Directors and approved by the general membership. They shall become due January 1 of each year. Receipts from 'Dal-Worth' with membership cards will be issued upon receipt of dues. All money received from memberships dues will be used for expenses of the regional shows and other expenses as deemed appropriate, by the Board, to further the purposes of 'Dal-Worth'.

ARTICLE V MEETINGS of MEMBERS

Section 1 Annual Meetings: An annual meeting of the members shall be held in the first quarter of each year as determined by the Board of Directors, for the purpose of receiving annual reports and the transaction of such other business as may come before the meeting. Three(3) other quarterly meetings shall be held yearly and whenever possible, these meetings will be on Saturday night unless changed by the Board. All members in good standing are encouraged to

attend all meetings.

Section 2 Special Meetings: A special meeting of the members may be called by the President, or no less than ten percent of the general membership. Any person or persons that desire a special meeting of the membership, and meeting the requirements as stated in these by-laws, shall present to the secretary a written notice stating the purpose of the meeting, and affixed with the appropriate number of signatures necessary to validate the request. (Signature of four(4) or more Directors or 10% of the membership). It will then become the responsibility of the secretary to determine the place and time of the meeting. The meeting shall be held at the same location as the regular general membership meetings if possible, and not more than twenty-eight(28) days after receiving the request for such meeting.

Section 3 Place of Meeting for any Annual or Regular Meeting: The Board of Directors may designate any place within Dal-Worth territorial jurisdiction for any annual or regular meeting called by the Board. A central meeting place needs will be established by the Board.

Section 4 Notice of Meetings: The place, day and time of any meeting shall be published in the Update and / or posted on the Dal-Worth website not less than fourteen(14) nor more than thirty(30) days before the date of such meeting, by the secretary. Notice of all regularly scheduled meetings will be published in the Update and / or posted on the Dal-Worth website.

Section 5 Information Action of Members: Any actions required by law to be taken at a meeting of the members may be taken without a meeting if a consent in writing, seeking forth the action so taken, shall be signed by all the members entitled to vote with respect to the matter thereof.

Section 6 Quorum: Ten (10) members present at any annual or special meeting shall constitute a quorum at such meeting.

Section 7 Voting: At any special, regular, or annual meeting of members, a membership entitled to vote may vote only in person ant by proxy.

Section 8 Manor of Acting: A simple majority of the votes entitled to be case on a matter to be voted upon by members present at meeting shall be necessary for the adoption thereof, unless a greater proportion is required.

ARTICLE VI BOARD OF DIRECTORS

Section 1 General Powers: The affairs of Dal-Worth shall be managed by its Board of Directors . The Board shall take whatever action deemed necessary to carry out the primary purpose of Dal-Worth.

Section 2 Number, Tenure, and Qualifications: The Board of Directors shall consist of four(4) Officers and a maximum of ten (10) Directors. The officers shall be: President, Vice-President, Secretary and Treasurer. These officers shall serve a term of one year beginning January 1 and ending December 31 each year. The Directors shall be elected as follows: Four Directors for a term of two years, shall be elected each year. Further, a maximum of two Directors-at-large may be appointed by the president and approved by the Board. Notwithstanding the maximum numbers stated previously, the outgoing President may remain on the Board for one year if called upon by the Board to serve. Any officer or director must be a member in good standing in Dal-Worth and be nineteen years of age or older.

Section 3 Regular Meetings: A regular annual meeting of the Board of Directors shall be held without notice than these by-laws immediately preceding, and at the same place as, the annual meeting of members. The Board may provide, by resolution, the time and place within Dal-Worth jurisdiction, for holding of additional regular meetings of the Board without other notice than the resolution. There will be six meetings per year, all open to the general membership. The date, time and location of these meetings shall be published in the Update and/or posted on the Dal-Worth website. The Board of Directors meeting should be scheduled prior to each membership meeting unless deemed unnecessary by the Board.

Section 4 Special Meetings: Special meetings of the Board may be called by the President or no less than four directors, by following the procedure outlined in ARTICLE V ,Section 2 of these by-laws.

Section 5 Notice: Notice of any regular or special meeting of the Board shall be given at least fourteen days previously thereto by written notice in the United States mail, or telephone, or e-mail or posted on the Dal-Worth website.

Section 6 Quorum: A majority of the number of Directors fixed by Section 2 of this ARTICLE VI shall constitute a quorum for the transaction of business at any meeting of the Board, but if less than a quorum is present at said meeting, a majority of the Directors present or a sole Director may adjourn the meeting to a different place without further notice.

Section 7 Manner of acting: The act of a majority of Directors present at the meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or these by-laws.

Section 8 Vacancies: Any vacancy occurring on the Board and any directorship to be filled by reason of an increase in the number of Directors shall be filled by the President with the approval of the Board. A Director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office. Any Director missing three consecutive meetings shall be removed and replaced unless excused by the Board of Directors.

Section 9 Removal: Any Director may be removed from office, with cause, at any meeting of the Board called expressly for that purpose, by a two-thirds majority vote.

Section 10 Compensation: Officers and Directors shall not receive salaries for their services as officers or directors.

Section 11 Informal Action of Directors: Any action required by law to be taken at a meeting of directors, or any action which may be taken at a meeting of directors, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all the Directors.

ARTICLE VII OFFICERS

Section 1 Officers: The Officers of Dal-Worth shall be President, Vice-President, Secretary, and Treasurer. The Vice-President, Secretary, and Treasurer shall be voting members of the Board. The President will only vote to break a tie vote.

Section 2 President: The President shall be the principal executive of Dal-Worth and shall in general supervise and control all of the business and affairs of Dal-Worth. The President shall preside at all meetings of the members and of the Board of Directors. The President may sign, with the Secretary or any other proper officer authorized by the Board, any deeds, mortgages, bonds, contracts and other instruments which the Board has authorized to be executed, except in cases where the signing and execution thereof shall be delegated by the Board or by these by-laws, or by statute to some other officer or agent of Dal-Worth, and in general, the President shall perform such other duties incident to the office of President and such other duties as may be prescribed by the Board from time to time, and will be a member ex-officio of all committees.

Section 3 Vice-President: In the absence of the President or in the event of President's inability or refusal to act, the Vice-President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice-President shall perform such other duties as, from time to time, may be assigned by the President or Board of Directors.

Section 4 Secretary: The Secretary shall keep full and accurate minutes of the meetings of the members and of the Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these by-laws or as required by law; be custodian of the corporate records and of the seal of Dal-Worth and see that the seal is affixed to all documents, the execution of which on behalf of Dal-Worth under its seal is duly authorized in accordance with provisions of these by-laws, keep a register of the post office address of each member which shall be furnished to the secretary by such members and in general, perform all duties incident to the office of the secretary and such other duties as may, from time to time, be prescribed by the Board. The secretary shall assure all motions made and seconded at all meetings will be voted on and the results of such vote accurately included in the appropriate minutes of the meeting. The secretary shall also reserve show dates with the ApHC.

Section 5 Treasurer: The treasurer shall keep, or cause to be kept, correct and complete records of accounts showing the financial condition and results of operations of Dal-Worth.

The treasurer shall be legal custodian of all monies, notes, securities and other valuables which may, from time to time, come into the possession of Dal-Worth. The treasurer shall deposit all funds of Dal-Worth, on coming into the treasurer's hands, in a depository to be approved by the Board of Directors. The treasurer shall disburse funds of Dal-Worth as directed by the Board and all such disbursements shall be countersigned by an Officer. All expenditures and receipts must be approved by the Board at the next scheduled meeting. The treasurer shall also provide the Board at all regularly scheduled meetings, a financial statement showing all income and expenditures and the financial condition of Dal-Worth. Then treasurer will retain all receipts for every and all expenditures and will assist in a yearly audit of the books of Dal-Worth.

Section 6 Presiding Officer: The Presiding Officer at meetings, both membership and Board, may limit discussions on all motions and shall be empowered to maintain order and assure the subject at hand is relative to the motion under discussion.

ARTICLE VIII ELECTIONS

Section 1 Nominations Committee: A nominations committee consisting of four members appointed by the Board will be formed two meetings prior to the meeting in December. The Nominations Committee will contact all eligible members (as directed in ARTICLE VIII section 2) and present a slate of all willing persons to serve as candidates for Officers and Directors at the next regularly scheduled Board meeting. Write-in candidates are permitted if the write-in candidate has met all qualifications. Any officer or director must be in good standing in Dal-Worth and be age nineteen or over.

Section 2 Eligibility to Serve: In order to be elected to any office, or to serve as a member of the Board, a member shall have attended a minimum of at least fifty percent of the previous years Board or general membership meetings. Parties and / or banquets will not be considered towards the fifty percent attendance qualification. No two eligible voting members of an immediate family shall be eligible to hold office or directorship.

Section 3 Ballots: Official ballots will be numbered and printed on colored paper with the official of Dal-Worth and only original ballots will be counted. Ballots will be mailed to all memberships in good standing over the age of nineteen by a disinterested party appointed by the Board. All ballots will be mailed no later than thirty days prior to the December meeting. Members must return the ballots to the designated address by mail so as all ballots are postmarked no later than ten days prior to the December meeting. Members are not required to sign their ballots. Ballots are considered mailed when the ballots are deposited in the United States mail. Three people will be appointed by the Board to receive and count the ballots at the December meeting. The appointees will be present when opening and counting of the ballots.

ARTICLE IX COMMITTEES

In January of each year the President shall appoint at the first scheduled Board meeting the following:

- 1 Finance
- 2 By-laws
- 3 Futurities
- 4 Promotions
- 5 Awards and Banquets
- 6 Membership
- 7 Shows
- 8 Activities / Clinics
- 9 Judges
- 10 Youth

Also, the President shall appoint as necessary, the Update editor, Point keeper, Open Show Point keeper, and website coordinator if necessary, for the ensuing year. The Board may add or delete committees from this list, from time to time, as it may deem necessary. Each committee shall have a chairperson that will report to the Board at each regularly scheduled meeting. No committee shall take action without prior approval of the Board.

ARTICLE X POINT SYSTEM

Section 1 Adoption: The Board shall adopt a point system for determining those qualifying for and receiving Dal-Worth year end awards. Once adopted, the point system must remain in effect for the current show season. The Board may revise the point system for the upcoming show season, from time to time, as it deems necessary to not conflict with ApHC rules. The rules of the point system shall be published in the Update and / or posted on the Dal-Worth website when so changed by the Board.

ARTICLE XI AMENDMENTS

Section 1 Proposed Amendments: Proposed amendments to these by-laws shall be submitted in writing to the Dal-Worth secretary. The secretary shall submit the proposed amendments to the Board for the Board's consideration and recommendation.

Section 2 Approval: If approved by the Board, the proposed amendment shall be submitted to the membership at the next regularly scheduled meeting if notice of such amendment has been duly made. A majority of two-thirds vote of the membership present at a meeting will constitute approval of a by-law amendment.

ARTICLE XII OTHER DEFINITIONS

- A) Update shall mean the periodic publication of Dal-Worth
- B) Board and / or Directors shall mean the Board of Directors of Dal-Worth

C) Website shall mean the official computer address of Dal-Worth

ARTICLE XIII SHOWS

Section 1 Sponsor: Dal-Worth shall sponsor at least two shows annually. One youth show, in addition, will be held if approved by the Board and the membership.

Section 2 Judges: Judges for sponsored shows will be recommended by the Judges Committee and approved by the Board.

ARTICLE XIV INDEMNIFICATION

Dal-Worth shall indemnify to the fullest extent permitted by the Texas Non-profit Corporation Law any person who is made or threatened to be made, a party to an action, suit or proceeding, whether civil, criminal, administrative, investigative or otherwise (including an action by or in the name of Dal-Worth), by reason of the fact that the person is or was a director or officer of Dal-Worth, or serves or served at the request of Dal-Worth as a director or officer of any other corporation. The entitlement of any person to indemnification hereunder and the amount of that indemnification shall be determined in accordance with the procedures and other provisions set forth in the Texas Non-profit Corporation Law in effect at the time of the determination.

ARTICLE XV CONTRACTS, CHECKS, DEPOSITS, and FUNDS

Section 1 Contracts The Board of Directors may, by affirmative vote of two-thirds of the directors present at a duly constituted meeting, authorize any officer or officers, agent or agents of Dal-Worth, in addition to the officers so authorized by the by-laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of Dal-Worth and such authority may be general or confined to special instances.

Section 2 Checks, Drafts, etc. All checks, drafts, or orders for the payment of money, notes or other evidences of indebtedness issued in the name of Dal-Worth shall be signed by such officer or officers, agent or agents of Dal-Worth in such a manner as shall, from time to time, be determined by resolution of the Board of Directors. In the absence of such determination by the Board, such instruments shall be signed by the Treasurer and countersigned by the President or Vice-President.

Section 3 Deposits: All funds of Dal-Worth shall be deposited within thirty days of receipt of the Treasurer to the credit of Dal-Worth in such banks, trust companies or other depositories as the Board approves.

Section 4 Gifts: The Board may accept on the behalf of Dal-Worth a contribution, gift,

bequest or device for the general purpose or for any special purpose of Dal-Worth.

ARTICLE XVI BOOKS and RECORDS

Dal-Worth shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors, and shall keep at its registered principal office in the State of Texas, a record giving the names and addresses of the members entitled to vote. All books and records of Dal-Worth may be inspected by any member, or the member's agent or attorney, for proper purpose at any reasonable time. Audits shall be performed annually by a committee appointed by the Board of Director

ARTICLE XVII Fiscal Year

The fiscal year of Dal-Worth shall begin on the first day of January and end on the last day of December of each year.

ARTICLE XVIII Dissolution

Upon dissolution or final liquidation of Dal-Worth, after payment or provision of payment of all the liabilities of Dal-Worth, the remaining assets of Dal-Worth shall be distributed to the ApHC for the express purpose of breed promotion and / or youth program enhancement.

DAL-WORTH APPALOOSA HORSE CLUB POINT SYSTEM

I PURPOSE:

The purpose of the Dal-Worth point system is to recognize member achievement at the regional level and to qualify to compete at the ApHC World Championship Show as per ApHC rules.

II GENERAL REQUIREMENTS

Section I Participation: To participate in the Dal-Worth point system and to enter all approved shows, each exhibitor must be a current member in good standing with the Dal-Worth and the ApHC the date of the show.

Section 2 Responsibilities:

A) Point Keeper: The point keeper shall maintain an up to date master list of all members showing their placings in all Dal-Worth approved shows. A copy shall be made available to the editor of the Update for publication and / or webmaster to be posted on the Dal-Worth website. The point keeper shall also be responsible for notifying the show(s) sponsor of all Dal-Worth approved shows to insure receiving show(s) results.

B) Participants It shall be the responsibility of all members to promptly correct any deficiencies noted by the point keeper within thirty days of publication of current point standings. This would include the spelling of names, amount of points and number of shows.

C) Show Secretary: It shall be the responsibility of the Dal-Worth Show Secretary to furnish complete results of approved shows within fourteen days after the show.

Section 3 Show Season: The current show season shall be all shows approved by the Board and published in the Update and / or posted on the website. The show season will be January 1 to December 31 of the same year. Open shows will be for the same period.

III ELIGIBILITY REQUIREMENTS

Section 1 Horses

A) The owner, or in the case of a lease, the lessee must be a member in good standing in Dal-Worth and the ApHC. All rules pertaining to ownership and leases will abide by the current ApHC handbook.

B) The horse must be registered with the ApHC. The original or copy of both sides of the registration papers must be presented at the show.

C) Horses accumulating the most points at the end of the Dal-Worth show season will be the High Point winner. In the event of the same amount of points, the horse with fewer number of shows will be the High Point winner. In the event of a tie (same number of shows and points), two awards will be given and the tie so noted.

Section 2 Classes of Exhibitors

A) All classes and exhibitors including, but not limited to, Open, Youth, Novice Non-Pro, Non-Pro, Non-Pro 35 and over, and Masters shall follow the current ApHC handbook.

B) Dal-Worth members in good standing accumulating the most points at the end of the Dal-Worth show season will be the High Point winner. In the event of the same number of points, the member with the fewer number of shows will be the High Point winner. In the event of a tie (same number of shows and points), two awards will be presented and the tie so noted,

Section 3 Open All Breed Shows and Events

A) All horses competing must be registered with the ApHC the date of competition.

B) Exhibitors must be current members in good standing with Dal-Worth the date of competition.

C) Recognition will be given to exhibitors and horses for accumulated points from open

competition in all disciplines that coincide with classes offered by the ApHC in their Competitive All-Breed Activities Program. Current ApHC rules apply.

D) It shall be the responsibility of the exhibitor to record and get verification from the event secretary of classes and placings and to send the form to the Open Show point keeper within thirty days of the event date. The Dal-Worth Open Show Report form must be used and can be photocopied as needed. Separate forms are required for each horse for each show or competition.

E) Dal-Worth point system will be used for year end awards.

IV DAL-WORTH POINT SYSTEM

Points will be awarded in accordance with the following:

| # of entries | 1 st | 2d | 3d | 4 th | 5 th | 6th |
|--------------|-----------------|----|----|-----------------|-----------------|-----|
| 1 | 1 | | | | | |
| 2 | 2 | 1 | | | | |
| 3 | 3 | 2 | 1 | | | |
| 4 | 4 | 3 | 2 | 1 | | |
| 5 | 5 | 4 | 3 | 2 | 1 | |
| 6 or more | 6 | 5 | 4 | 3 | 2 | 1 |

Grand Champion at Halter will receive one point more than any other horse in the same sex division.

Reserve Grand Champion at Halter will receive as many points as any other horse in the same division.