

MINUTES OF MONTANA CUTTING HORSE ASSOCIATION (MCHA) - GENERAL MEMBERSHIP MEETING

October 2, 2016

Millers Horse Palace - Billings, MT

President Kathy Foote called the meeting to order at 8:35 a.m.

Directors Present: President Kathy Foote, Vice President Rachel Showalter, Tim Stryker, Kelly Zelikovitz, Todd Banner, Kip Denton, Helen Larsen

Directors Absent: Van Greenwell, Jeremy Young

Others Present: Secretary / Treasurer Sara Pahlke
MCHA Members (**Appendix A**)
MCHA Members Present by Proxy (**Appendix B**)

REPORTS

Montana National Directors' Report

President Kathy Foote shared a report from National Director Buddy Westphal (**Appendix C**).

Financial Report

Secretary / Treasurer Sara Pahlke provided a year to date financial summary report (**Appendix D**).

OLD OR UNFINISHED BUSINESS

Publication in The Wrangler

Member Donald Weeding requested that MCHA resume publication of news and results in The Wrangler.

Secretary / Treasurer Sara Pahlke said that the MCHA lost Triple Crown Feeds as the Wrangler subscription sponsor for 2016. She said in order to continue publication in The Wrangler, the Wrangler requested MCHA to pay for MCHA member subscriptions at a cost of \$8 / household or for MCHA to find another subscription sponsor to commit to a 1 year contract with The Wrangler at a cost of \$75 / issue or approximately \$1,425. She said the Directors were unable to find a subscription sponsor and voted in April 2016 to no longer publish in The Wrangler due to the expense placed upon the organization and the availability to distribute news to members through the website, Facebook page, and e-news in real time versus the publishing delay incurred through The Wrangler.

Member Nancy LaCounte made a motion to organize a committee to find a 2017 subscription sponsor for The Wrangler, committee members would include members interested in publishing MCHA news and results in The Wrangler and consist of Cindy Garoutte, Darell Lee, Ken Cantrell, and Rachel Showalter. Member Beverly Hall seconded the motion. Motion passed by a show of hands.

NEW BUSINESS

Proposed Changes To The MCHA Constitution

President Kathy Foote said Kelly Zelikovitz, as Chair of the Rules Committee, drafted proposed changes to the MCHA Constitution (**Appendix E**). Kathy said the majority of proposed changes include corrections to eliminate internal conflicts in provisions and updates to reflect current MCHA operating practices that have evolved. She said there are two substantive changes for consideration that would need to be voted on prior to reviewing proposed changes in entirety; 1) MCHA membership levels and associated voting rights and 2) allowance of electronic voting via email with an option for MCHA members to receive a paper ballot if so desired.

President Kathy Foote said MCHA began offering a family membership level in 2015 to ease the financial hardship on families with multiple members competing in MCHA. She said in 2016 the NCHA changed membership levels to no longer offer a family membership rate, but that MCHA didn't necessarily have to follow suit. President Kathy Foote requested members to consider four alternatives regarding membership levels and associated voting rights; 1) single membership for each member with one vote, 2) family membership capped at two votes, 3) family membership entitled to one vote, and 4) family membership entitled to one vote per adult family member.

Member Doug Pierce made a motion that the family membership level be continued and that the family membership level be entitled to one vote. Member Beverly Hall seconded the motion. Motion passed by a show of hands.

Secretary / Treasurer Sara Pahlke said the company, Constant Contact, who is currently utilized for enews distribution also offers an electronic voting service. She said the electronic voting service offers real time results with customizable result reporting and may save the organization costs on mailing / printing paper ballots. She said the 2017 MCHA Membership application could be updated to include a checkbox for members to designate their voting preference, either electronically or by paper ballot.

Vice President Rachel Showalter made a motion to approve electronic voting with the option for MCHA members to receive a paper ballot if so desired. Member Betty Lou Weeding seconded the motion. Motion passed by a show of hands.

Kelly Zelikovitz, Chair of the Rules Committee, reviewed in detail each proposed change to the MCHA Constitution. By a show of hands, each proposed change was approved by MCHA members present, with the following corrections:

Article II, Section 4: "Any contestant competing in an MCHA ~~approved~~ **produced** show shall be required to be an MCHA member prior to or at the conclusion of such show. If a contestant has not paid his / her MCHA membership at the conclusion of such show **or is not in good standing with the MCHA**, no Points earned at that show will be counted toward MCHA year-end standings.

Article III, Section 4: A family membership shall entitle the family to 1 vote ~~per adult family membership~~.

NEW BUSINESS

Election Results

President Kathy Foote said Election Committee Chair, Betty Lou Weeding, mailed 220 election ballots and received 71 responses that were tallied for results. She said Betty Lou Weeding reported 8 mailings were returned for wrong addresses. President Kathy Foote said Kelly Zelikovitz had been elected as Vice President and Andrea James, Cody Lee, and Michelle Van Dyke were elected for the three open Director positions.

President Kathy Foote thanked outgoing Directors Tim Stryker, Van Greenwell, and Jeremy Young for their dedication of time and service to the MCHA.

Election Committee Chair, Betty Lou Weeding, thanked and recognized member Nancy LaCounte for her assistance in mailing out ballots.

2017 Show Rules

President Kathy Foote said at the annual planning meeting the 2017 Directors, under new President Rachel Showalter, would be considering a number of items including but not limited to; 50% Participation Rule, Northwest Regional Series show approvals / financial support, and show approval fees.

Member Donald Weeding requested that Directors also consider placing a restriction on the Never Won A Buckle class that children of trainers not be eligible to compete in the class.

DISCUSSION AND DIRECTIVES

President Kathy Foote adjourned the meeting at 10:45 a.m.

MCHA Members Present

Appendix A

Dakota Arno
Sarah Bauer
Gage Banner
McCoy Banner
James Bower
Jim Brown
Joyce Brown
Karla Camp
Marcia Cantrell
Ken Cantrell
Rita Church
Lindsey Denton
Jonathan Foote
Cindy Garoutte
Beverly Hall
Ouana Harkins
Sherie Goppert-Keele
Andrea James
Bruce Keller
Debbie Keller
Nancy LaCounte
Cody Lee
Darrell Lee
Doug Pierce
Faith Showalter
Betty Lou Weeding
Donald Weeding

Proxy Votes for MCHA General Membership Meeting – Sunday, October 2, 2016

Kip Denton – 2 Proxy Votes:

Esther Peterson
Joel Peterson

Kathy Foote – 10 Proxy Votes:

Brian Anderson
Vince Bellon
Tanya Dvarishkis
Grant Gollither
Jane Gollither
Van Greenwell
Suzanne Nellen
Sheila Rubey
Sharon Waggoner
Michelle Van Dyke

Nancy LaCounte – 2 Proxy Votes:

Tami Allen
Travis Young

Sara Pahlke – 1 Proxy Vote:

Audrey O'Keefe

Kelly Zelikovitz – 10 Proxy Votes:

Vicki Bass
Sandra Brown
Pat Dvarishkis
Jerry Rankin
Pam Rankin
Ellen Rome
Peri Suenram
Susan Swanberg
Scott Thorne
Hazel Thorne

Subject: Challenger Series
From: "T. E. Buddy Westphal" <westphal@cyberport.net>
Date: Sun, Oct 02, 2016 12:29 am
To: "'Kathy Foote'" <kathy@tsquareranch.com>
Cc: <info@montanacha.com>

NCHA Membership numbers are needing a boost and we are seeking new ways to make cutting more affordable and more available to those wanting to enjoy the sport of cutting. We are also answering the negative economics of producing small cutting shows. We have hopefully answered all boundaries so that there will be many more shows to attend and have fun and gain experience in the cutting arena for both horses and riders. Hopefully these will also be venues for clinics and training sessions. These shows can also be held in conjunction with NCHA Approved age event shows.

The NCHA Challenger Series is a new format for weekend cutters to find a fun and affordable entryway to cutting. This show format will make it easier for show producers to create shows tailored to their unique situations.

The NCHA approval fee will be a flat \$100 for jackpot (no added money) shows. The secretary, videographer, and judge at jackpot Challenger shows only need to be NCHA members and do not have to be certified.

Any combination of classes may be offered at these shows. It will be acceptable to only schedule amateur classes or novice classes. Or only hold one class. Or to add non NCHA classes and reined cowhorse classes with these shows.

Entry fees are permitted be lower than the cattle charges to help make participation more affordable.

Membership dues may be paid after the show without affecting money or points earned. Membership dues may be waived for new first time members and past members inactive for three years.

NCHA will maintain a Regional Top 15 Standings online and Year End Awards will be awarded. A long term goal is to hopefully include a Challenger Series Finals during the NCHA World Finals in Fort Worth.

Points earned at Challenger Series cuttings will qualify for NCHA Achievement Buckles.

The Challenger Series points will be based on the number of horses entered, awarding points to ten places at a point per horse. An entry placing below tenth place that scores a 60 or better will earn one point. So a new rider will see their name in the standings just for entering a class. The NCHA Achievement Buckles can earn advancement emblems as points are earned past the original \$1000 level.

The Challenger Series has been approved to start with the 2017 point year and approval can be accepted for shows in the last two months of 2016.

Buddy Westphal

44601 Valley View Rd

Polson, MT 59860

406-883 2469 H

406-270-0222 Cell

Provided By: MCHA Secretary / Treasurer – Sara Pahlke

At the end of 2015, MCHA bank balance was \$19,082. At the end of 2016 MCHA's bank balance is estimated to be \$33,000, a year over year increase of about \$14,000. For comparison the ending balance in 2014 was \$22,149.34 and in 2013 was \$33,798.46.

This increase is contributable to:

1. MCHA Sponsor Committee, chaired by Kelly Zelikovitz. 32 sponsorships in 2016 brought in approximately \$12,225. This is approximately double what was collected in 2015. Of the 32 sponsorships, 21 sponsors are new in 2016.
2. MCHA typically does not produce its own shows, the organization relies on individual show producers to put on MCHA events. For example, in 2016 Millers Horse Palace produced 2 shows in Billings, Dean and Wendy Briggs put on the Whitehall show, Showdown Productions produced the Sheridan WY show, and Big Sky Aged Events produced the Kalispell show.

In 2016 however, MCHA did produce 2 very successful shows, NCHA Days and the Big Piney, WY show.

- a. NCHA Days included 1 day of aged event classes and a 2 day weekend show. Revenue was \$94,648, expense \$93,809, for a profit of \$840.
 - b. The Big Piney, WY show included 2 days of aged event classes and a 2 day weekend show. Revenue was \$111,450, expense \$101,662, for a profit of \$9,790. The show also brought in 25 new memberships at \$920.
3. MCHA Year-end banquet and auction committee consisting of Tanya Dvarishkis and Nancy LaCounte, helped organize silent and live auction items that helped contribute to MCHA's bottom line. NCHA Days Silent Auction and Chap raffle brought in \$2,200. The Big Piney, WY silent auction brought in \$1,200. At this time final numbers for MCHA year-end live auction are not available, but look very positive. (As of October 2016, preliminary numbers indicate that the 2016 Banquet cost came in under the \$2,000 budget at \$1,540. It is also estimated that the live auction resulted in \$2,680 and the dog races resulted in \$565 of additional funding for the association.)
 4. Membership income increased about \$1,000 over 2015, in part attributable to the requirement that contestants hold an MCHA membership to show at an MCHA produced show.
 5. The Montana Cutting Horse Association was organized as a not for profit 501c3 entity in 1983. With this not for profit status, MCHA has a personalized / charitable license plate with the State of Montana which MCHA collects a percentage of the revenue from. In 2015 license plate revenue was \$9,760. MCHA's monthly checks from the state are running slightly less in 2016, if you live in Montana and want to show support of this organization or know someone who would please encourage them to consider getting MCHA personal plates.

Main expenses of the organization include year-end awards and the year-end banquet.

MCHA financial statements are available to any current member of this organization, if you want to see details on 2015 or the show summaries please send an email to info@montanacha.com

Montana Cutting Horse Association, Inc.
Constitution

Revised ~~June 2013~~ **October 2016**

Article I – Name and Purpose

Section 1: The name of this association shall be Montana Cutting Horse Association, Inc., hereinafter referred to as the “MCHA” or this “Association”.

Section 2: The purpose of this Association shall be to encourage education in equine activities, interest in cutting horses and to promote the sport of cutting in **and around** the State of Montana as hereinafter specified:

- a. By providing a venue for equine education,
- b. By promoting cutting horse contests,
- c. To encourage the development of, and public interest in, better horses and the ever increasing popularity of the true cutting horse,
- d. By encouraging cutting horse contests wherever such contest shall be deemed to be in the public interest and by offering year-end awards as deemed appropriate,
- e. By assisting the producers and managers of any approved contest in organizing and running such contest,
- f. By striving to maintain a high standard of sportsmanship and fair play in the conduct of approved contests,
- g. And by understanding any other actions which will further the purposes herein set forth.

Section 3: Any person, firm, or corporation having joined this Association shall be subject to expulsion or suspension from the MCHA as provided by **this Constitution (also sometimes referenced to herein as “these By-Laws”)** and those of the National Cutting Horse Association (“NCHA”). Members of the MCHA shall be admitted, retained and expelled in accordance with such rules and regulations (**herein collectively, “the Rules”**) as the Board of Directors and membership may from time to time adopt. Upon a unanimous vote of the Board of Directors present, suspension shall be immediate and while in suspension any points **or earnings (herein collectively, “Points”)** earned by a member shall not count toward any award and shall be forfeited. All other privileges will also be denied during the period of suspension. Any member under suspension or expulsion from the NCHA will also be suspended or expelled from the MCHA. The Board of Directors may, upon majority vote, place a MCHA member on probation to be decided upon by the Board. No restriction may be placed on membership because of race, color, creed, gender, or sexual orientation.

Section 4: The principal office and legal address of this Association shall be the home or office of the Secretary of the Association.

Section 5: The Association shall have no capital stock.,~~but membership cards shall be issued to all members and such cards~~ **Membership** shall be nontransferable.

Article II – Membership Dues

Section 1: Any individual, firm or corporation may become a member of this Association.

Section 2: The Association shall have no initial membership fee, but shall assess annual membership dues for each fiscal year in such amounts as the Board of Directors shall from time to time determine in advance **by majority vote**. ~~Dues will be payable on January 1st and shall be delinquent after this date. Nonpayment of dues shall automatically forfeit membership and all privileges of the MCHA. Points earned by a member while delinquent shall not count toward MCHA awards and any points earned by a member prior to being delinquent in his/her dues shall be forfeited upon his/her delinquency. Where there are no other objections, a member in arrears may be reinstated by paying up in full. Benefits and privileges shall be granted only after membership dues are paid in full.~~

Section 3: Any youth 18 years of age and younger at the beginning of the year may become a Youth Member of the MCHA. Membership dues shall be determined by the Board of Directors. A youth membership shall entitle the youth to be included in the year-end standings of all the MCHA classes.

Section 4: ~~Before an Owner and/or Rider enter a contest he/she must be a paid member with dues paid to the MCHA Secretary at the time of competition in order to be deemed a member and qualify for such benefits as MCHA year-end awards or any such awards sponsored by MCHA.~~ **Any contestant competing in an MCHA approved show shall be required to be an MCHA member prior to or at the conclusion of such show. If a contestant has not paid his / her MCHA membership at the conclusion of such show, no Points earned at that show will be counted toward MCHA year-end standings.**

Section 5: The fiscal year of the MCHA shall be concurrent with the NCHA fiscal year. The MCHA point year will be concurrent with the NCHA point year. There will be no show approval given by MCHA after the year-end awards have been given, until the beginning of the new point year. All MCHA shows must be approved by the Board of Directors **as provided in the Rules.**

Section 6: ~~Nonmembers of the Association may compete in Association shows, but are not eligible for any MCHA awards. However, NCHA membership is required to compete in the NCHA classes,~~ **pursuant to NCHA Rules and Regulations.**

Article III – Meetings of the Membership

Section 1: Each member who has paid his/her current dues shall be considered to be in good standing.

Section 2: A single adult membership shall entitle the member to one vote.

Section 3: A youth membership does not entitle the youth member to vote at any meeting of the membership. A youth holding an adult membership is entitled to one vote.

Section 4: A family membership shall entitle the family to 1 vote per adult family member.

Section 4 5: The annual meeting of the members of this Association (“Annual Meeting”) shall be held at a time and place designated by the Board of Directors. Whenever possible, such meetings shall be held following a cutting horse contest, during the fall of each year. Written notice of such meetings shall be given by the Secretary thirty (30) days prior to the date thereof.

Section 5 6: Special meetings of the members of this Association may be called by the President or any three (3) board members, at any time or place upon ten (10) days written notice; or a special meeting of the members may be called by a signed petition by not less than 1/3 of the total members residing in Montana at a time and place designated by them with not less than fourteen (14) days written notice to all members.

Section 6 7: Fifteen (15) members shall constitute a quorum at any such meeting and a majority of such quorum shall decide any question that may arise. All membership meetings may be adjourned from day to day and time to time until a quorum is present.

Section 7 8: Not less than thirty (30) days prior to the aAnnual mMeeting of the members, the President shall appoint a Nominating Committee consisting of members in good standing. It shall prepare a list of one or more persons for each office and each position on the Board of Directors to be presented at the Annual Meeting. Additional candidates may be identified at such meeting. ~~The members will then receive ballots by mail with the nominations and spaces for write-in candidates. Members will then mail in ballots, validated by their signed MCHA membership verification form; said ballots will be counted and new officers will be announced at the annual meeting.~~ No later than 7 days after the Annual Meeting, an electronic ballot will be emailed to members. Members will have 30 days to vote by electronic ballot for the candidate of their choice. The electronic ballot will allow members the option to vote for a write-in candidate. In the event the member is unable or unwilling to vote by electronic ballot, such member may contact MCHA’s Executive Secretary – Treasurer (herein, the “Secretary”) no later than 21 days prior to the election deadline and request him / her to mail such member a paper ballot. Candidates shall be elected by a majority of the MCHA members who voted.

Section 8 9: The order of business at any meeting of the members shall be as follows:

1. Meeting called to order
2. Roll call
3. Proof of due notice
4. Reading of the minutes
5. Report of Officers, Directors & Committees
6. Election (if any)
7. Unfinished business
8. New business
9. Adjournment

In all meetings of the MCHA, Roberts Rules of Order of Parliamentary Procedure, Revised, shall be used to conduct the meetings, unless otherwise provided by these By-Laws.

Article IV – Directors and Meetings of the Directors

Section 1: The Board of Directors shall consist of two (2) officers; President and Vice-President and seven (7) elected Board members. All members of the Board of Directors must be in good standing with the MCHA and in good standing with the NCHA. The Directors shall be elected by a majority vote of the membership **that voted**. Each MCHA member shall have the right to vote with one vote each for as many persons as there are Directors to be elected to the Board of Directors, but no cumulative voting shall be allowed.

Section 2: In case of any vacancy in the Board of Directors by death, resignation, disqualification, increase in number or other cause, the remaining Directors, by affirmative vote of the majority present, will elect a successor at their next meeting.

Section 3: The term of office for Directors shall be two (2) years and shall be staggered terms.

The term for President and Vice President shall be one (1) year. After their 1 year term, the Vice President will automatically move into the President position for one year and the President will automatically move into a 1 year Director position. Therefore, each year we will vote for one Vice President and 3 Director Positions. Directors may not succeed themselves. Once having served a full two (2) year term a ~~person~~ **Director** is not eligible to run for Director for one (1) year but may run for another position. **A Director may run for an officer position without having to resign his / her Director position. In the event such Director is not elected to such officer position he / she may serve the remainder of his / her Director term. In the event he/she is elected to such officer position, his/her Director position shall be deemed to have been resigned and such vacancy shall be filled as provided in Article IV, Section 2 above.**

Section 4: The Board of Directors shall manage the affairs of the MCHA and is empowered to transact any business within the scope of such a Board in representing the entire membership by its actions.

Section 5: Any Director who is absent from three (3) Directors meetings per year ~~will automatically~~ **may** be removed as a Director ~~without further action~~. At their next meeting the Board of Directors ~~will~~ **may** appoint another person **by a majority vote of the Board** to fill the vacancy for the remainder of the term. An excused absence for extenuating circumstances may be taken into account.

Section 6: The Directors of the MCHA shall hold meetings at least semiannually or as often as deemed necessary by the Board of Directors or the President. The President or any three (3) Board members may call a meeting. The Board meetings are open to all members to attend but written notice to be included on the agenda is required for participation. The Directors may meet telephonically.

Section 6.1: The Board of Directors or any designated committee may participate in a Board or committee meeting by means of a conference telephone or similar communications equipment, provided all persons entitled to participate in the meeting received ~~proper~~ notice of the telephone meeting. A Director participating in a conference or telephone meeting is deemed in person at the meeting. The president or chairperson of the meeting may establish reasonable rules as to conducting the meeting by phone.

Section 6.2: Upon circumstances requiring immediate action or decision by the Board, the President **or Secretary** may poll all Directors **by phone or email** to seek their input and vote on an issue. If all Directors consent to this procedure upon being contacted by the President, then the Directors shall be deemed to have acted at a normal Director's meeting or telephonic meeting.

Section 7: A quorum at any meeting of the Directors shall consist of a majority of the duly elected Directors. A majority of such quorum shall decide any question that may come before such meetings, except in matters of suspension where an unanimous vote is required, or except in other matters where the Constitution, ~~By-Laws,~~ or Rules **may specifically** require a vote greater than the majority.

Section 8: The order of business of all meetings of the Board of Directors shall be as follows:

1. Meeting called to order
2. Roll call
3. Reading and disposal of minutes
4. Report of officers and committees
5. Election (if any)
6. Unfinished business
7. New business
8. Adjournment

In all meetings of the MCHA, Roberts Rules of Order of Parliamentary Procedure, Revised, shall be used to conduct the meetings, unless otherwise provided by these By-Laws.

Section 9: At the beginning of each calendar year the Board shall prepare and approve a proposed budget for the year. Approval of such budget shall require a majority vote by the Board.

Section 10: Unless specifically provided otherwise herein or in the Rules, any matter requiring determination or approval by the Board hereunder may be determined or approved by a majority vote of the Board.

Article V – Officers

Section 1: The officers consisting of the President and Vice-President; shall be elected by the membership, ~~by mail-in ballot~~ as provided in Article III, Section 8, above.

Section 2: ~~The outgoing President will automatically become a member of the Board of Directors for a one year term as provided in Article IV, Section 3 above. The elected officers will automatically become members of the Board of Directors.~~ The President, and Vice President and Directors' terms shall hold office for two (2) years ~~be as provided in Article IV, Section 3, above.~~ The Executive Secretary-Treasurer shall be appointed by the Board of Directors of MCHA. ~~The Past President will not automatically be on the Board of Directors. After the two-year term the President and Vice President may not succeed themselves but may run for another position.~~ Officer and Director terms of office shall be concurrent with the calendar year.

Section 3: The President shall normally preside at all meetings of the members or Directors of the MCHA. He/she shall appoint all committees except as herein specified and conduct all business in accordance with the By-Laws of this Association. He/she shall be an ex-officio member of all committees, and shall perform such other duties usually inherent in such office.

Section 4: The Vice-President shall perform the duties of the President when the President is absent from any meeting of the members or Directors.

- a. The Vice-President shall be chairman of the Show Committee. He/she shall organize the cutting schedule and make appropriate contact with show management, advising and assisting them when possible.
- b. He/she shall perform such other duties as the President may direct.

Section 5: The Executive Secretary-Treasurer will be hired by the Board of Directors and will be a non-voting position. The Executive Secretary-Treasurer shall keep the minutes of all meetings of members and Directors and keep and safeguard the records of this Association.

He/she shall ~~print the~~ **publish the approved** minutes of meetings ~~in the newsletter~~ **on the MCHA website** and shall issue all notices of meetings of members and Directors including an agenda; keep the membership rolls; issue membership ~~s cards~~; receive and provide safekeeping for the funds of the MCHA; keep a yearly point system of horses and riders qualifying for the high point awards of the year; and perform all other duties and services pertaining to his/her office. The Secretary-Treasurer shall be bonded for an appropriate amount as deemed necessary by the Board of Directors.

Section 6: No officer or director shall vote on or otherwise participate in any contracts, discussions or arrangements wherein he/she would financially benefit from such an arrangement, or wherein any family member would realize financial gain.

Section 7: Any vacancy among the officers of this association caused by the death or resignation of an officer shall be filled at the next meeting by the Board of Directors for the unexpired term of a vacancy so created.

Article VI – Amendments

Section 1: Any By-Laws may be repealed, modified or amended; and new By-Laws may be adopted at any Annual Meetings of the members of this Association, or at any special meeting of the members called for such purpose, provided that the proposed repeal, modification, amendment or new By-Law(s) is presented in writing to the Secretary sixty (60) days prior to the Annual Meeting or special meeting. The Secretary will in turn send written notice of the proposed modification, amendment or new By-Law(s) to all members thirty (30) days prior to the Annual Meeting or special meeting.

Article VII – Dissolution

Section 1: This association may be dissolved by a unanimous vote by the Board of Directors and ratified by a majority vote of the current membership. In the event there has been no substantial activity of this association for a three-year period, the ratification by the membership will be deemed unnecessary.

Upon dissolution of this association, all assets of any kind, form or nature are to be turned over to a public charity exempt from income tax under Internal Revenue Service code 501 (c)(3), at the direction of the majority of the board members.

Article VIII – Notices

Section 1: All written or other notices required under these By-laws or under the Rules may be provided by the MCHA via email or by publication on the MCHA website.