

1 SUBJECT: Executive Vice President to Executive Director (Bylaws 2/3 vote)

2
3 (EXTRAORDINARY)

4 Refer to Chapter 9, RULE 101 for submission requirements

5
6 Committees required to review: (This section to be completed by the Agenda & Resolutions Committee) Committee Action:
Approve Disapprove

| | | | |
|----------------------------|---|--|--|
| Board of Directors | O | | |
| Budget & Finance Committee | O | | |
| Bylaws Committee | O | | |

7
8 CONVENTION ACTION:

9
10 _____ Approved _____ Approved with Modification _____ Disapproved
11
12 _____ Withdrawn _____ Referred to Committee _____
13

14 PROPOSED CHANGE: (Check one) _____ Add new rule _____ Delete existing rule X Change existing text
15 Indicate affected Article/Rule number (AHA/USEF/EC) Throughout AHA Handbook, documents and website
16

17 RESOLUTION: Use **bold/italic** for new wording, ~~strikethrough~~ to indicate deletion

- 18
- 19 Whereas, The horse industry has decreased for a number of decades, and
- 20
- 21 Whereas, AHA staff has decreased from over 100 at the time of the merger to under 40, and
- 22
- 23 Whereas, Policies have changed to allow many of the staff to work from home, and
- 24
- 25 Whereas, AHA has consolidated Marketing and National events under a single Director position, and
- 26
- 27 Whereas, The definition of Executive Vice President is a higher ranking than a senior vice president and generally
28 has executive decision-making powers, and
- 29
- 30 Whereas, The definition of an Executive Director is the highest ranking executive in an organization with ultimate
31 responsibility for making managerial decisions, and
- 32
- 33 Whereas, AHA Bylaws ARTICLE V. CORPORATE POWERS Section 3. Powers of the Board of Directors,
34 Paragraph c. Power to Employ. currently states: The Board of Directors shall have power to employ an
35 Executive Vice President subject to the provisions in Article IX., and
- 36
- 37 Whereas, AHA Bylaws ARTICLE X. EMPLOYEES currently states:
38
39 Section 1: The Executive Vice President shall perform such duties as are assigned to the Executive Vice
40 President by the President not inconsistent with law, the Articles of Incorporation, the Bylaws, the Merger
41 Agreement, or with any other duly enacted resolution of the Annual Convention. (Res. 3-04)
42
43 Section 2: The Executive Vice President shall also make recommendations for approval by the Trustees
44 relating to the staff providing: (i) market development and promotion services, (ii) purebred registration
45 services, and (iii) racing services
46
47 Section 3: To the extent that such recommendations affect the staff that would perform the foregoing
48 services as they relate to purebred horses, the Executive Vice President shall obtain the approval of the
49 Trustees before implementing such recommendations, which approval shall not be unreasonably withheld.
50 In determining the reasonableness of withholding such approval, among other things, the Trustees may
51 consider the effect of the recommendations on the quality, information, speed, and integrity of the market
52 development services, registry services, and services relating to the Arabian Jockey Club as such services
53 were carried out by AHRA prior to the Merger., and
54

RESOLUTION 3 – 20

55 Whereas, In the opinion of the proponent, the business model of AHA needs to be modified to reflect the changes in
56 our management structure; Therefore, Be It:

57
58 Resolved, That Article V - Corporate Power, Section 3. Board of Directors, Paragraph c. Power to Employ. The Board of
59 Directors be amended by striking out the words ~~Executive Vice President~~ and inserting the word **Executive Director**
60 in the paragraph and Be It Further

61 Resolved, That Article X Section 1. be amended by striking out the words ~~Executive Vice President~~ and inserting the word
62 **Executive Director** in the section and be it Further,

63 Resolved, That Article X Section 2. be amended by striking out the words ~~Executive Vice President~~ and inserting the word
64 **Executive Director** in the section and Be It Further,

65 Resolved, That Article X Section 3. be amended by striking out the words ~~Executive Vice President~~ and inserting the word
66 **Executive Director** in the section and Be It Further,

67
68 Resolved, That the following proviso will be enacted once this resolution has become effective: The rules contained
69 in the AHA Handbook: ETHICS 108.4. a.; CBP 101. 16. b. & e., 18., CBP 133. and CBP 143 be corrected by
70 striking out the out the words ~~Executive Vice President~~ and inserting the word **Executive Director** in each
71 of the rules and the AHA Staff will have the authority to make all the necessary changes wherever they
72 may appear in the AHA Handbook, AHA documents and electronic sites.

73
74 Effective: December 31, 2020

75
76 (If a Standard resolution, the effective date will be December 31 of the year after the Convention)

77
78 RESOLUTION TYPE (**REQUIRED**): Standard _____ Extraordinary X “If indicated as
79 “Extraordinary”, the proponent must list reasons which establish Chapter 9, RULE 101.2 has been met)

80
81 -The financial well-being of AHA and extraordinary circumstances of the organization of the office.

82
83 PROPONENTS FINANCIAL IMPACT (**REQUIRED**): Refer to Chapter 9, RULE 101.3.e. for financial requirements

84
85 Cost to implement the changes to the physical documents, web, etc. Cost to make the change within the association. \$2500 in
86 printing and staff time to execute changes.

87
88 AHA IMPACT STATEMENT:

89
90 Contact Person:

91
92 SUBMITTED BY: Executive Committee

Region Number:

93 Member Organization Committee Commission Board Region (*check one*)

94 Who voted: Members Board Delegates (*check voting body*)

95 Total Number Eligible to Vote: 7 Number of Yes votes: 7 Number of No votes: 0

96 How vote was taken: mail email phone meeting (*check one*) (*Must have Quorum with majority of yes votes*)

97 Where documentation of this vote is recorded: Executive Committee Minutes (*Must have printed documentation on file*)

98 Date vote taken: August 6, 2020

99 Contact Person: Cynthia Richardson (*Has authority to amend, combine or withdraw*)

100 Phone: (303) 378-7845

Email: cynrich213@aol.com