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

(EXTRAORDINARY)

Refer to Chapter 9, RULE 101 for submission requirements

Committee Action:

<table>
<thead>
<tr>
<th>Committee</th>
<th>Approve</th>
<th>Disapprove</th>
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<tbody>
<tr>
<td>Board of Directors</td>
<td>O</td>
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<tr>
<td>Budget &amp; Finance Committee</td>
<td>O</td>
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<td>Bylaws Committee</td>
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</tbody>
</table>

CONVENTION ACTION:

_______Approved  _______Approved with Modification  _______Disapproved  

_______Withdrawn  _______Referred to Committee  

PROPOSED CHANGE: (Check one)  ____ Add new rule  ____ Delete existing rule  ___X_ Change existing text  

Indicate affected Article/Rule number (AHA/USEF/EC) Throughout AHA Handbook, documents and website

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

Whereas, The horse industry has decreased for a number of decades, and

Whereas, AHA staff has decreased from over 100 at the time of the merger to under 40, and

Whereas, Policies have changed to allow many of the staff to work from home, and

Whereas, AHA has consolidated Marketing and National events under a single Director position, and

Whereas, The definition of Executive Vice President is a higher ranking than a senior vice president and generally has executive decision-making powers, and

Whereas, The definition of an Executive Director is the highest ranking executive in an organization with ultimate responsibility for making managerial decisions, and

Whereas, AHA Bylaws ARTICLE V. CORPORATE POWERS Section 3. Powers of the Board of Directors, Paragraph c. Power to Employ. currently states: The Board of Directors shall have power to employ an Executive Vice President subject to the provisions in Article IX., and

Whereas, AHA Bylaws ARTICLE X. EMPLOYEES currently states:

Section 1: The Executive Vice President shall perform such duties as are assigned to the Executive Vice President by the President not inconsistent with law, the Articles of Incorporation, the Bylaws, the Merger Agreement, or with any other duly enacted resolution of the Annual Convention. (Res. 3-04)

Section 2: The Executive Vice President shall also make recommendations for approval by the Trustees relating to the staff providing: (i) market development and promotion services, (ii) purebred registration services, and (iii) racing services

Section 3: To the extent that such recommendations affect the staff that would perform the foregoing services as they relate to purebred horses, the Executive Vice President shall obtain the approval of the Trustees before implementing such recommendations, which approval shall not be unreasonably withheld. In determining the reasonableness of withholding such approval, among other things, the Trustees may consider the effect of the recommendations on the quality, information, speed, and integrity of the market development services, registry services, and services relating to the Arabian Jockey Club as such services were carried out by AHRA prior to the Merger., and
Whereas, In the opinion of the proponent, the business model of AHA needs to be modified to reflect the changes in our management structure; Therefore, Be It:

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

Resolved, That Article X Section 1. be amended by striking out the words Executive Vice President and inserting the word Executive Director in the section and Be It Further,

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

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

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

Effective: December 31, 2020

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

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

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

PROPOUNTS FINANCIAL IMPACT (REQUIRED): Refer to Chapter 9, RULE 101.3.e. for financial requirements

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

AHA IMPACT STATEMENT:

Contact Person:

SUBMITTED BY: Executive Committee Region Number:

☐ Member Organization ☐ Committee ☐ Commission ☐ Board ☐ Region (check one ☐)

Who voted: ☑ Members ☑ Board ☑ Delegates (check voting body)

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

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

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

Date vote taken: August 6, 2020

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

Phone: (303) 378-7845 Email: cynrich213@aol.com