

## **Procedure for Member Proposed Amendments to NAPHA By-Laws**

In order to cover the cost of printing, mailing and counting member ballots a Petition Fee of \$750 must accompany the petition. If petitioner desires the ballots be counted by a CPA, add an additional \$500 to the Petition Fee.

No similar petition or petitions pertaining to virtually the same type of amendment may be mailed to members within a three-year period. For instance, if a petition is defeated or approved, a similar petition may not be mailed to members any sooner than three years after the defeat or approval of the last petition. If a petition fails or passes, petitioners cannot simply change the numbers or rephrase the petition and submit another petition. This is to keep petitioners from tying up staff time and association funds with continuous petitions. The amendment process set out in the NAPHA By-Laws is as follows:

**17.2 Member Proposed Amendments.** Owner Members have the right to initiate and vote on any By-Law change. To initiate an Owner Member change, a petition signed by twenty-five percent (25%) of the Owner Members must be submitted to the Board of Directors for review and the voting process pursuant to 17.5. An affirmative vote of 2/3 of the Owner Member votes cast would be required to pass any Owner Member initiated change.

**17.4 Membership Ratification.** In addition the General Membership must approve by an affirmative vote of more than 2/3 of the member votes cast any By-Law amendment that would:

- 1) change the number of members of the Board of Directors
- 2) extend the term of Directors beyond the term for which he or she was elected
- 3) increase quorum requirements
- 4) repeal, restrict, create or expand proxy rights
- 5) change the voting rights of owner members

**17.5 Procedure.** All proposed amendments must be submitted, in writing, to the Board of Directors. Each proposal must include a thorough analysis of the proposed amendment, including the following:

- The proposed wording for the amendments
- A listing of all articles of the By-Laws and rules that will be affected by the proposed amendment
- A discussion of the justification for the proposed amendment.

At its discretion, the Board of Directors may retain legal counsel for review to determine that the proposed amendment does not conflict with the laws of the State of California or expose NAPHA to legal or financial liability. If there are no such conflicts created by the proposed amendment, the Board of Directors will initiate and administer the appropriate voting process.

The procedure for filing a petition for a By-Law amendment that meets the requirements of NAPHA By-Laws, California Codes and Roberts Rules of Order is as follows:

**Before circulating any petition** for a By-Law change, the proponents shall file, with the Executive Director, a notice of intention that shall designate up to three persons as chief petitioners, setting forth their names, mailing addresses, and email addresses. Petitioners must be NAPHA Owner Members in good standing.

The notice of intention shall contain a written statement, not to exceed 500 words in length, setting forth the reasons for the proposal. The notice shall be signed by the chief petitioner/s and in substantially the following form:

**Notice of Intent to Circulate Petition**

1. Notice is hereby given of the intention to circulate a petition proposing to \_\_\_\_\_.
2. The reasons for the proposal are:
3. All communications from NAPHA regarding this petition should be directed to:\_\_\_\_\_.

Attach the petition in its entirety showing the By-Laws, as currently written, lined through and the proposed changes typed underneath. The changes must be marked on all articles of the By-Laws and rules that are affected by the proposed amendment. Changes must be typed. Handwritten petitions will not be accepted.

4. After filing the notice, the petition may be circulated for signatures. The date of filing will be the date the petition is received by the Executive Director.
5. Upon receiving the notice, the Executive Director shall notify the Board of Directors.
6. Within ten working days after the date of filing, the Executive Director will mail a list of the current owner members in good standing to the designated chief petitioner.

**Presenting Petition to Signers**

1. At the top of each page must be a detailed description of the proposed By-Law change so signers are clearly informed about what they are signing.
2. Each person signing a petition shall print their name, sign their signature and affix after his or her signature the date upon which he or she signs the petition. All signatures must be signed in ink.
3. Only the signatures of owner members in good standing on the date the completed petition is presented to the Executive Director will be counted. Signatures of members who have let their membership expire, between the time they signed the petition and the petition is turned into the Executive Director, will not be counted.
4. The form of a petition shall be as follows:

**PETITION FOR A BY-LAW CHANGE FOR  
THE NORTH AMERICAN PERUVIAN HORSE ASSOCIATION**

Having a thorough understanding of the effect this action will have on the By-Laws, Rules and Regulations of NAPHA, we, the undersigned do hereby request the following change to the NAPHA By-Laws:

(Clearly state the proposed By-Law Change so signers will understand what they are signing).

1. Print Name \_\_\_\_\_ Sign Name \_\_\_\_\_ Date \_\_\_\_\_
2. Print Name \_\_\_\_\_ Sign Name \_\_\_\_\_ Date \_\_\_\_\_
3. Print Name \_\_\_\_\_ Sign Name \_\_\_\_\_ Date \_\_\_\_\_
4. Print Name \_\_\_\_\_ Sign Name \_\_\_\_\_ Date \_\_\_\_\_

TOTAL SIGNATURES ON THIS PAGE \_\_\_\_\_ THIS IS PAGE \_\_\_\_\_ OF \_\_\_\_\_ PAGES

**Presenting Petition to the Board of Directors**

Within 30 days after the date of receiving a petition, the Executive Director shall cause the petition to be examined by, the members of the Board of Directors. If the petition is accepted by the Board, the Executive Director will immediately notify the chief petitioners.

1. No petition shall be accepted by the Board unless the signatures on the petition are secured within six months of the date on which the first signature on the petition was affixed and the petition is submitted to the Executive Director within 60 days after the last signature is affixed. If the elapsed time between the date on which the last signature is affixed and the date on which the petition is submitted to the Executive Director is more than 60 days, the Executive Director shall give mailed notice to the chief petitioners stating that the petition has been found to be invalid. If signatures are collected for a period longer than six months, the petition will be found to be invalid.
2. Each page of the petition must have numbered lines where signers will, in ink, legibly print their names, legibly sign their names and affix a date next to their name. See sample petition form above.
3. Place the total number of signatures on each page at the bottom of the page.
4. Be sure to number the pages prior to turning them into the Executive Director.
5. Present the petition in its entirety with a cover letter stating the total number of signatures collected and the total number of pages presented. Be sure to keep a copy of all pages for your records.
6. The Executive Director may verify any signature in question. Illegible signatures will not be counted.

If the petition meets the above criteria, and a vote of the general membership is required for ratification, the Executive Director will mail a copy of the petition, a response from the Board and a ballot to the NAPHA owner members in good standing, within 90 days after the petition is accepted by the Board. Ballots will be mailed to all owner members in good standing on the date the completed petition was presented to the Executive Director. Ballots will be returned to a Notary to be counted.