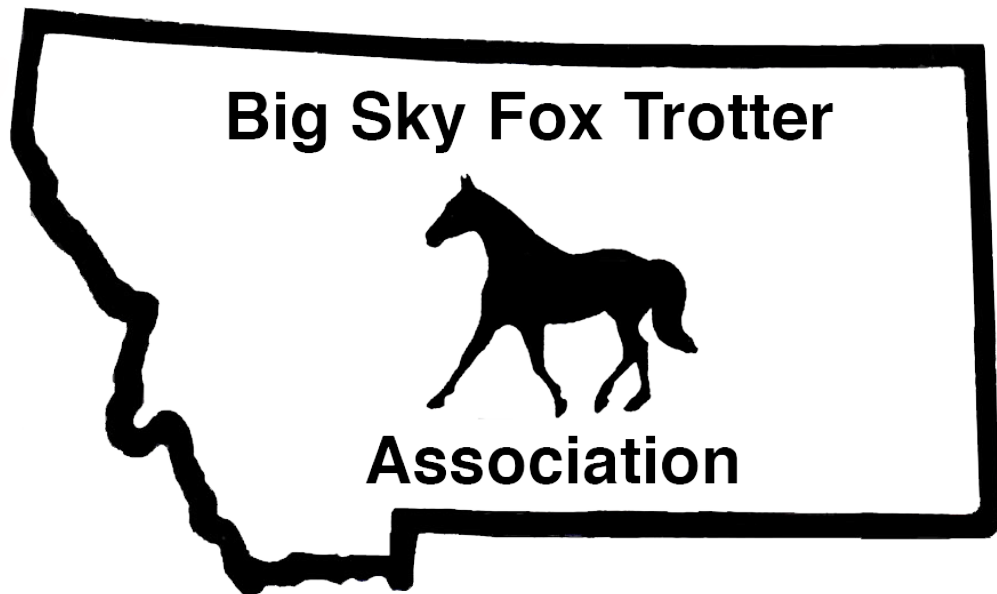


Big Sky Fox Trotter Association



Bylaws

**BYLAWS OF
BIG SKY FOX TROTTER ASSOCIATION, INC.**

ARTICLE I. OFFICES:

The principal office of the Corporation in the State of Montana shall be located as determined by the Board of Directors and may be changed by the Board from time to time. The Corporation may have such other offices, either within or without the State of Montana, as the Board of Directors may determine or as the affairs of the Corporation may require from time to time.

The Corporation shall have and continuously maintain in the State of Montana a registered office and a register agent whose office is identical with such registered office as required by the laws of the State of Montana relating to non-profit corporations, generally Title 35, Chapter 2, M.C.A. The registered office may be, but need not be identical with the principal office in the State of Montana and the address of the registered office may be changed from time to time by the Board of Directors.

ARTICLE II. MEMBERS:

Section 1. Classes of Members. The Corporation shall have two (2) classes of members, (1) voting members, and (2) associate members. The term "member(s)" shall generally mean both voting members and associate members unless identified otherwise as one or the other.

Section 1(a). Voting Members. All voting members shall have equal voting power. In order to become a voting member, an individual must have, in their name alone or in joint tenancy with another person, at least one Registered Missouri Fox Trotting Horse. Members may be a resident of any state or country. There is no age restriction to become a member.

Section 1(b). Associate Members. The Corporation shall allow associate members who need not have a horse registered in their name. Associate members shall be entitled to all the same benefits of the Corporation that members are entitled to, except that associate members shall not be entitled to vote on the affairs of the Corporation. There is no age restriction to become an associate member.

Section 2. Voting Rights. Each voting member shall vote on each matter submitted to a vote of the voting members.

Section 3. Termination of Membership. The Board of Directors by affirmative vote of two-thirds (2/3) of all of the members of the Board may suspend or expel a member for cause after an appropriate hearing, and may, by a majority of those present at any regularly constituted meeting, terminate the membership of any member who becomes ineligible for membership or suspend or expel any member who shall be in default of payment of membership fees for the period fixed in Article XI of these Bylaws.

Section 4. Resignation. Any member may resign by filing a written resignation with the Secretary, but such resignation shall not relieve the member so resigning of the obligation to pay any charges theretofore accrued and unpaid to the corporation.

Section 5. Reinstatement. Upon written request signed by a former member and filed with the Secretary, the Board of Directors may, by the affirmative vote of a majority of the members of the Board, reinstate such former member to membership upon such terms as the Board of Directors may deem appropriate.

Section 6. Transfer of Membership. Membership in this Corporation is not transferable or assignable.

ARTICLE III. MEETINGS OF MEMBERS

Section 1. Annual Meeting. An annual meeting of the members shall be held on the last Saturday in the month of January of each year, beginning with the year 1996, at the hour of 2 o'clock P.M., for the purpose of electing directors and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting shall be a legal holiday in the State of Montana, such meeting shall be held on the next succeeding Monday. If the election of Directors shall not be held on the day designated herein for any annual meeting, or at any adjournment thereof, the Board of Directors shall cause the election to be held at a special meeting of the members as soon thereafter as may be convenient.

Section 2. Regular Meetings. An additional meeting of the members shall be held near the time of the annual show and may also be held at such other and additional times and places as the Board of Directors may, from time to time, provide by resolution.

Section 3. Special Meetings. Special meetings of the members may be called by the President, the Board of Directors, or not less than one-tenth (1/10) of the voting members.

Section 4. Place of Meeting. The Board of Directors may designate any place within Montana as the place of meeting for any annual meeting, regular meeting, or any special meeting that may otherwise be called. This place so designated shall be the "main meeting location". Additionally, meetings may be held at "other meeting locations" at the same time as the meeting at the "main meeting location". Meeting locations may be both within or without the State of Montana, as long as all meeting locations are linked by telephone during official proceedings. In order for an "other meeting location" to qualify, there must be present at the "other meeting location", at least one member of the Board of Directors of the Corporation.

Section 5. Notice of Meetings. Written or printed notice stating the place, day and hour of the annual meeting of members shall be delivered either personally or by mail to each member entitled to vote at such meeting not less than ten (10) nor more than fifty (50) days before the date of such meeting. Additional notice of any special meeting shall be given in the same manner as notice of the annual meeting of members. In case of a special meeting or when required by statute or by these Bylaws, the purpose or purposes for which the meeting is called shall be stated in the notice. If mailed, the notice of meeting shall be deemed to be delivered when deposited in the United States mail addressed to the member at his or her address as it appears in the records of the Corporation, with postage thereon prepaid.

Section 6. Informal Action of Members. Any action required by law to be taken at a meeting of members or any action which may be taken at a meeting of the members may be taken without a meeting if a consent in writing setting forth the action so taken be signed by all of the members entitled to vote with respect to the subject matter thereof.

Section 7. Quorum. Ten (10%) per cent of the members entitled to vote at any meeting of members shall constitute a quorum at such meeting. If a quorum is not present at any meeting of members, a majority of the voting members present may adjourn the meeting without further notice.

Section 8. Proxies. At any meeting, a member may assign his/her vote to another member. This assignment shall be in writing and signed by the absent member designating which member is authorized to vote on their behalf. This written assignment shall be filed with the Secretary prior to the meeting. A proxy is good for only one meeting and no voting member shall be allowed to have more than one (1) proxy at any meeting.

ARTICLE IV. BOARD OF DIRECTORS

Section 1. General Powers. The affairs of the Corporation shall be managed by its Board of Directors. Directors need not be residents of the State of Montana but shall be members of the Corporation and shall be members of the Registered Missouri Fox Trotting Horse Breed Association of Ava, Missouri. Directors shall be governed in their actions by any action taken and adopted at an annual or regular meeting of the members. If at any meeting of members a quorum is not present, the Directors may act upon any matter presented or to be presented at such meeting, excepting only the election of Directors and such other matters as are required by law to be acted upon by members.

Section 2. Number, Tenure and Qualifications. The number of directors shall be five (5). There shall be three (3) "regional directors" and two (2) "directors at large". Each Director shall hold office until the next annual meeting of members and until his or her successor shall have been elected and qualified.

Section 2(a). Regional Directors. The State of Montana is separated into three regions as shown by the map attached to these Bylaws and identified as "Exhibit A". One regional director shall be chosen by the voting members who reside within each of the three regions designated in Exhibit A. Members who reside outside of the State of Montana shall be deemed to reside within the region that is located closest to their residence.

Section 2(b). Directors at Large. In addition to voting on one regional director, each voting member shall choose two directors who shall reside anywhere.

Section 2(c) Election and Ballot as set forth in Article V. Section 2 - Election and Term of Office.

Section 3. Regular Meetings. A regular annual meeting of the Board of Directors shall be held without other notice than this Bylaw immediately after and at the same place as the annual meetings of members. The Board of Directors may provide by resolution the time and place either within or without the State of Montana for the holding of additional regular meetings of the Board called by them.

Section 4. Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the President or any two (2) directors. The person or persons authorized to call special meetings of the Board may fix any place, either within or without the State of Montana as the place for holding any special meeting of the Board called by them.

Section 5. Notice. Notice of any special meeting of the Board of Directors shall be given at least five (5) days previous thereto by written delivered personally or sent by mail to each Director at his address as shown by the records of the Corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States Mail in a sealed envelope so addressed with postage thereon prepaid. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting except when the Director attends the meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at nor the purpose of any regular or special meeting of the Board need be specified in the notice or waiver of notice of such meeting unless specifically required by law or by these Bylaws.

Section 6. Quorum. A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board.

Section 7. Manner of Acting. The act of a majority of the Directors present at a 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 by these Bylaws.

Section 8. Any vacancy occurring in the Board of Directors and any directorship filled by reason of an increase in the number of directors shall be filled by the members acting at a regular meeting. A director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office.

Section 9. Compensation. No officer or director shall be paid or receive directly or indirectly any profit or pecuniary advantage, but by resolution of the Board of Directors, expenses incurred in the business of the Corporation may be paid; and nothing herein contained shall be construed to preclude any Director from serving the Corporation in any other capacity and receiving compensation therefore.

Section 10. 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 of the Directors.

ARTICLE V. OFFICERS

Section 1. Officers. All officers must be members of the Registered Missouri Fox Trotting Horse Breed Association of Ava, Missouri. The officers of the Corporation shall be a President, one (1) or more Vice-Presidents, and a Secretary-Treasurer, and such other officers as may be elected in accordance with the provisions of the Article. The Board of Directors may elect or appoint such other officers including one (1) or more Assistant secretaries and one (1) or more Assistant Treasurers as it shall deem desirable, such officers to have the authority and perform the duties prescribed from time to time by the Board of Directors. Any two (2) or more offices may be held by the same person except the offices of President and Secretary.

Section 2. Election and Term of Office. The Officers and Board of Directors of the Corporation shall be elected annually by the voting members. Nominations will be taken during the August meeting and also may be submitted to the Secretary through the mail. A ballot will be sent to all members by September 1 and ballots must be returned to the Secretary by October 1. Election results will appear in the newsletter and those duly elected will assume their positions at the beginning of new business during the annual meeting.

Section 3. Removal. Any officer elected or appointed by the members may be removed by the members whenever in their judgment, the best interests of the Corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed.

Section 4. Vacancies. A vacancy in any office because of the death, resignation, removal, disqualification or otherwise may be filled by the members for the unexpired portion of the term.

Section 5. President. The President shall, in general, supervise and control all of the business and affairs of the Corporation. He or she shall preside at all meetings of the members and of the Board of Directors. He or she may sign with the Secretary or any other proper officer of the Corporation authorized by the Board of Directors any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws or by statute to some other officer or agent of the Corporation; and in general, he or she shall perform all duties instant to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Section 6. Vice-President. In the absence of the President or in the event of his or her inability or refusal to act, the Vice-President shall perform the duties of President, and when so acting, shall have all the powers and be subject to all of the restrictions upon the President. Any Vice-President shall perform such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.

Section 7. Secretary. The Secretary shall keep the minutes of the meetings of the members and of the Board of Directors in one (1) or more books provided for the purpose; see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; be custodian of the corporate records and of the Seal of the Corporation and see that the Seal of the Corporation is affixed to all documents, the execution of which, on behalf of the Corporation under its seal, is duly authorized in accordance with the provisions of these Bylaws; keep a register of the Post

Office address of each member which shall be furnished to the Secretary by such member; keep records of the attendance of members at meetings; and in general, perform all duties instant to the office of Secretary and such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.

Section 8. Treasurer. If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Board of Directors shall determine. He shall have charge and custody of and be responsible for all funds and securities of the Corporation, receive and give receipts for monies due and payable to the Corporation from any source whatsoever and deposit all of such monies in the name of the Corporation in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of Article VII of these Bylaws; shall disburse funds only upon order of the Board of Directors or the President, and in general, perform duties instant to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.

Section 8(a) Treasurer—Duties: The year's Association duly elected Treasurer shall assume the duties of being the Big Sky Fox Trotter Association's Show Treasurer for that year's annual Big Sky Fox Trotter Horse Show. As Show Treasurer will perform the duties of the management of all funds received during the show. Will ensure with the Show Chair that all show bills are paid on time. Will assist the Show Chair in the preparation of an annual show financial report. This duty is non-delegated.

Section 9. Secretary-Treasurer. The voting members may elect one person to fill both of the offices of Secretary and Treasurer.

ARTICLE VI. COMMITTEES

Section 1. The President shall annually appoint an auditing committee composed of members of the Corporation who shall, in the month of January of each year, audit all of the receipts and expenditures of the Corporation for the prior year. Such committee shall be discharged upon the completion of the performance of its audit.

Section 2. Committees of Directors. The Board of Directors, by resolution adopted by a majority of the Directors in office, may designate and appoint one (1) or more committees of members of the Corporation who shall serve for such term and have such duties and exercise such authority as may be provided in the resolution appointing the committee. Any member thereof may be removed by the Board of Directors whenever in their judgment the best interests of the Corporation shall be served by such removal.

Section 3. Term of Office. Each member of a committee shall continue as such until the next annual meeting of members of the Corporation and until his successor is appointed, unless the committee shall be sooner terminated or unless such member may be removed from such committee or unless such member shall cease to qualify as a member thereof.

Section 4. Chairman. One (1) member of each committee shall be appointed chairmen by the person or persons authorized to appoint the members thereof.

ARTICLE VII. CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Section 1. Contracts. The Board of Directors may authorize any officer or officers, agent or agents of the Corporation in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific 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 the Corporation shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors, such instruments shall be signed by the Treasurer or an Assistant Treasurer and counter-signed by the President or a Vice-President of the Corporation.

Section 3. Deposits. All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Directors may select.

Section 4. Gifts. The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the Corporation.

ARTICLE VIII. MEMBERSHIP CARDS

Section 1. Membership Cards. The Board of Directors may provide for the issuance of cards evidencing membership in the Corporation which shall be in such form as may be determined by the Board. Such cards shall be signed by the President or Vice-President and by the Secretary. All cards evidencing membership may be consecutively numbered. The name and address of each member and the date of issuance of the card shall be entered on the records of the corporation. If any card shall become lost, mutilated or destroyed, a new card may be issued therefore upon such terms and conditions as the Board of Directors may determine.

Section 2. Issuance of Cards. When a member has been elected to membership and has paid a membership fee that may then be required, a card of membership shall be issued in his or her name and delivered to him or her by the Secretary.

ARTICLE IX. BOOKS AND RECORDS

The Corporation 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 committees having authority of the Board of Directors and shall keep at the registered or principle office a record giving the names and addresses of the members entitled to vote. All books and records of the Corporation may be inspected by any member of his agent or attorney for any proper purpose at any reasonable time.

ARTICLE X. FISCAL YEAR

The fiscal year of the Corporation shall begin on the first day of January and end on the last day of December in each year.

ARTICLE XI. DUES

Section 1. The voting members shall, at the annual meeting in January of each year, determine the amount of initiation fee, if any, and annual dues to the Corporation by members.

Section 2. Payment of Dues. Dues shall be payable in advance of the first day of January of each year.

Section 3. Default and Termination of Membership. When any member shall be in default in payment of dues for a period of one month from the date upon which such dues became payable, his membership may thereupon be terminated by the Board of Directors or in the manner provided in Article II of these Bylaws.

ARTICLE XII. SEAL

The Board of Directors may provide a Corporate Seal which shall be in the form of a circle and shall inscribed thereon the name of the Corporation and the words, "CORPORATE SEAL".

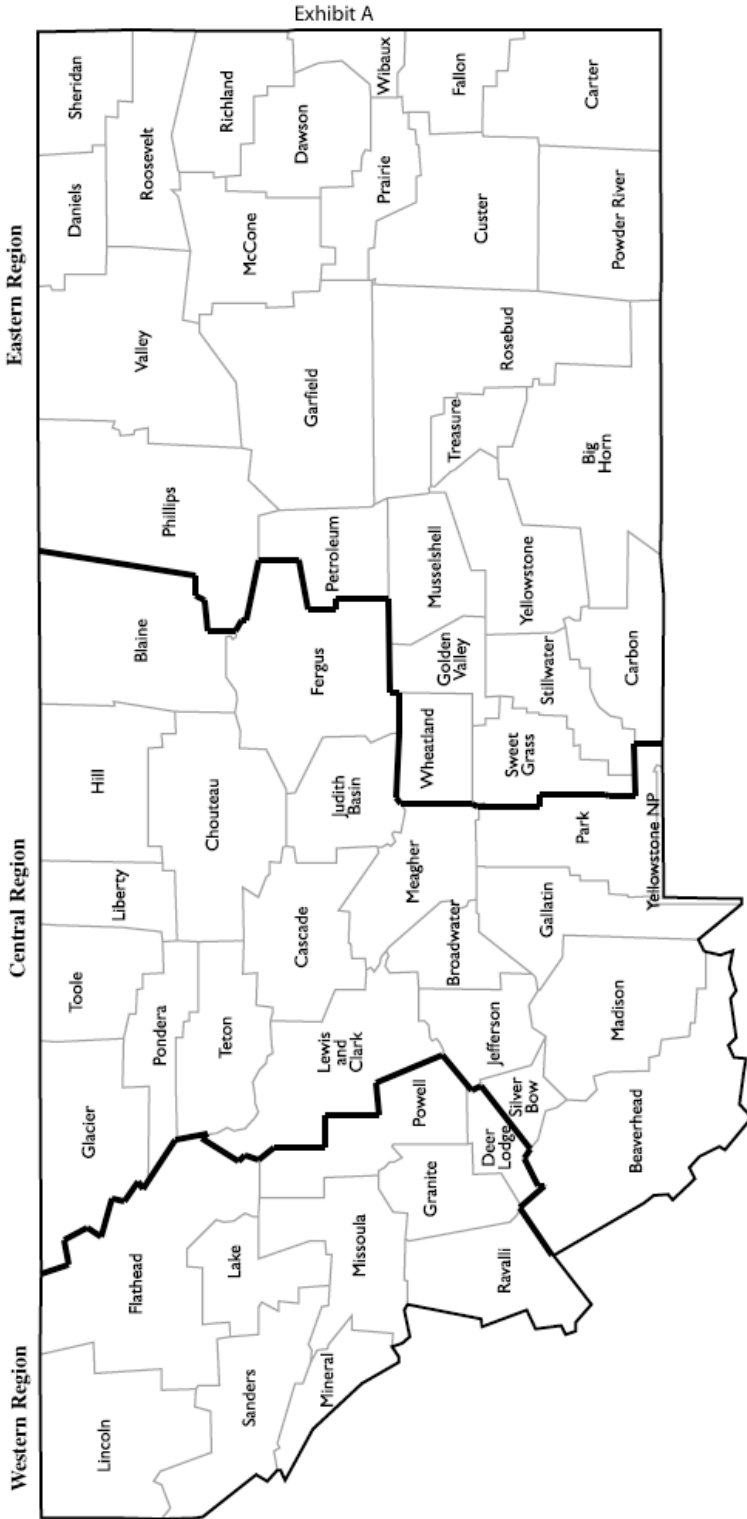
ARTICLE XIII. WAIVER OF NOTICE

Whensoever any notice is required to be given under the provisions of the laws of the State of Montana or under the provisions of the Articles of Corporation or the Bylaws of the Corporation, a waiver thereof in writing signed by the person or persons entitled to such notice whether before or after the time stated therein shall be deemed equivalent to the giving of such notice.

ARTICLE XIV. BYLAWS

These bylaws may be altered, amended or repealed and new bylaws may be adopted by majority vote of those members casting ballots. Any proposed change or addition to these bylaws must have majority approval of the Officers and Board of Directors before they can be submitted to the membership for consideration. Any proposed change shall be published in the Association's newsletter and a mail ballot will be sent to all members who may vote for or against the proposed change or addition. Ballots must be returned to the Secretary within thirty (30) days. Upon membership approval, changes or additions to the bylaws will go into effect immediately.

Big Sky Fox Trotter Association Regions



BIG SKY FOX TROTTER ASSOCIATION BYLAWS AMENDMENTS

BYLAWS adopted January 28, 1995.

Amendments approved January 29, 2000:

Article II. Members—Section 2—Election of members: Election and approval of members required by Board of Directors—Eliminated.

Article III. Meetings of Members—Section 8—Proxies: Changed from members voting by proxy in writing to members assigning their proxy vote (in writing and signed) to another member.

Article IV. Board of Directors—New Section 2(c) added: Election and Ballot as set forth in Article V. Officers—Section 2—Election and Term of Office.

Article V. Officers—Section 2—Election and Term of Office: Specified when and how nominations are submitted and when ballots are sent and returned.

Article XIV—Bylaws: Changed the way bylaws are altered, amended or repealed from a vote of two-thirds (2/3) of the members present at a regular or annual meeting to a majority vote of those members casting ballots. Requires that a majority of Officers and Directors approve proposed changes before submitting them to the membership for consideration.

Amendment approved May 1, 2004:

Article V. Section 8(a)—Treasurer—Duties added: Requires the Treasurer to also serve as the Show Treasurer at the annual Big Sky Fox Trotter Horse Show.

MFTHBA AFFILIATED CHARTER RULE

To receive an affiliated charter from MFTHBA, a Fox Trot organization must meet the following criterion:

1. All shows must be conducted according to MFTHBA rules.
2. All shows must employ approved MFTHBA judges.
3. All officers of the organization must be current MFTHBA members.
4. The name of the organization must be approved by the MFTHBA Board of Directors. Names implying more than regional boundaries will be discouraged.
5. The organization agrees to actively encourage and promote the formation of a Youth Horsemanship Program for Fox Trotters in their area.
6. The organization agrees to keep such records as may be requested by the MFTHBA Board of Directors.
7. The organization will elect a representative who is a current member of MFTHBA to attend an annual conference with the MFTHBA Board of Directors.
8. The application to become a chartered affiliate of MFTHBA must be accompanied by a fee of \$100.00
9. The MFTHBA Board of Directors reserves the right to revoke any affiliated charter.
10. The Board of Directors of MFTHBA reserves the right to approve or reject any affiliated charter.

In return the chartered affiliate will receive the following benefits:

1. Show dates will be published in the breed's official monthly newspaper "The Journal".
2. MFTHBA will assist in obtaining approved judges.
3. MFTHBA will supply handbooks and awards for the Youth Horsemanship Program for Fox Trotters.
4. Through their elected representative each organization can personally present to the Board of Director issues of importance in their area during the Annual Conference.