

ARTICLE I - PROLOGUE

SECTION I - Purpose

The Maine Harness Horsemen's Association was incorporated in 1965. The MHHA is an organization of owners, breeders, trainers, drivers and grooms of standardbred horses whose purpose is to promote the welfare of harness racing in the United States and Canada with special regard to the State of Maine area, and in so doing to promote the welfare of its members. Its objects are:

- (a) To co-operate with all authority charged with the government of harness racing and to render such authority all possible assistance in the discharge of their duties.
- (b) To recommend to governing authority changes in rules or regulations which, after due consideration by this association, seem to it to be in the best interest of harness racing.
- (c) To co-operate with all associations conducting harness racing meetings and advise them on the problems affecting the interest of the standardbred horse. To suggest to such associations possible improvements which after due consideration the MHHA believes will be beneficial to all concerned.
- (d) To stand ready to advise all horsemen interested in the sport of harness racing concerning their mutual problems.
- (e) To affiliate with other organizations interested in harness racing upon such terms and conditions as may be mutually agreeable.

ARTICLE II - MEMBERSHIP

SECTION I - Classes

There shall be three classes of membership as follows:

- (a) Active members: May apply for three year memberships. Owners, breeders, trainers, drivers or grooms of standardbred horses who hold a valid Maine Harness Racing License during the current or preceding year and a current USTA membership in good standing. In the event a horse is owned in partnership under a stable name, or by a corporation, only the partner or partners, or owner or owners of the stable, or the corporation who pays the annual dues of the association shall be a member. *(Grooms shall be exempt from the USTA requirement).
- (b) Associate Members Any person, firm, corporation or association not qualified for active membership, but interested in the sport of harness racing.
- (c) Honorary Members: Any person, firm, corporation or association so honored by the Board of Directors of the Association at a regular meeting by the unanimous vote of those present.

SECTION II - Application (Amended January 2002)

Application for Membership: applications for membership MAY be in writing to the Secretary and signed by the applicant. The applicant shall show that he or she has the necessary qualifications for membership and will accompany his or her application with the full amount of the annual dues for the current year, which will be returned to him or her if the application for membership is not accepted.

-OR-

Application for Membership: All applications for membership may be taken by phone by the Secretary, providing a positive identification of the member calling in can be made. A note must be made on the membership list that it was a remote application and the method of ID noted and full amount of the annual dues must be paid with an approved credit/debit card. The applicant shall demonstrate that he or she has the necessary qualifications for membership. If the application for membership is not accepted the fee will be returned to the applicant on the same credit/debit card.

SECTION III - Voting Privileges

Voting privileges of members: Only active members who shall have paid the annual dues of the association during the current year and shall be otherwise in good standing shall be eligible to vote at an annual meeting of the membership in each year, provided, however, that for the purpose of this section, a member shall have a grace period of sixty (60) days in which to pay his or her dues for the current year after the date on which they become due, during which time he or she shall remain eligible to vote.

SECTION IV -Rejection or Revocation

Rejection or revocation of membership: The Board of Directors of the Association may reject the application for membership of any applicant whose membership in the Association would not be in the best interest of the sport of racing or this association. If the membership of any applicant is opposed by a member in good standing, his or her application shall be referred to the Board of Directors for determination. Such objection shall be filed in writing with the Secretary of this Association. The Board of Directors by a two-thirds vote of those present at a regularly called meeting may revoke or suspend the membership of any member who has been guilty of conduct prejudicial to the interest of the sport of harness racing and this Association, provided that any persons affected by this section shall have been afforded an opportunity to appear before the Board to present facts or make a statement with respect to such matter

ARTICLE III - MEETINGS SECTION

SECTION I - Annual and Special

Annual and Special meetings of the membership:

(a) Annual Meeting: The Annual business meeting of all members shall be held each year designated by the Board of Directors.

(l) An annual meeting of all members of the association shall be held once each calendar year at a time and place designated by the Board of Directors to act on the business as outlined under Article III, Section 3.

(b) Special Meetings: Special meeting of the membership of the Association may be called by the Board of Directors. The officers of the Association shall call a special meeting of the membership upon request in writing of 10% of active members as of the prior December 31, who are qualified to vote at such meeting. The time and place of such meeting shall be designated by the Board of Directors or the officers, dependent upon which is calling the meeting.

(c) Notice of meetings: Written notice of the time and place of such meetings, annual or special, shall be served by mail or electronic mail upon all members not less than seven (7) days nor more than (30) days before the meeting. Such notice shall be directed to the member at his or her home address or email address as recorded with the Association, and it shall be the duty and responsibility of the members to file with the Association his or her correct home address or email address or any change thereof.

(d) Purpose of meeting: The purpose of the meeting shall be the election of directors, election of officers, and the transaction of such other business as may properly come before such meeting as outlined in Article III, Section 3.

(e) Quorum: At least three times more Active Members of the Association than that of the active Board of Directors present must be present in order to constitute a quorum for the transaction of business at an annual or special meeting.

(f) Any active member may submit items to be included on agenda of any annual meeting. Request must be in writing and received forty five (45) days prior to the date of the meeting. All items are subject to approval by the Board of Directors

SECTION II - Adjournment

Adjournment of annual or special meeting: Whenever at any meeting of the membership there shall be less than a quorum present, such meeting may be adjourned from time to time by a majority of those present, provided, however, that no adjournments shall be for a period exceeding twenty (20) days at any one time. Any meeting at which a quorum is present may be adjourned for such time as may be fixed by the vote of the majority of the members present at the meeting. At any adjourned meeting at which a quorum is present, any business may be transacted which might have been transacted at the original meeting.

SECTION III - Order of Business

Order of business: At the annual meeting of the Association, the order of business shall be as follows:

1. Filing of proof of notice of meeting.
2. Calling the roll of members entitled to vote.
3. Report of officers.
4. Reports of committees, if any.
5. Election of Directors.
6. Election of Officers.
7. Other business- if item to be voted on is not on the agenda, it first must have approval by a simple majority of active members present before being placed on the agenda to be acted upon.

ARTICLE IV (4) BOARD OF DIRECTORS

SECTION I - Management and Control

The Management, direction, and control of all policy, business, and the affairs of the Association shall be vested in the Board of Directors consisting of nine (9) members. The name and prestige of the Association shall not be used by any one unless specifically authorized by the Board of Directors.

SECTION II - Qualifications

Members of the Board of Directors must be active members of this Association in good standing and must maintain their standing at all times. Failure to do so shall automatically eliminate any member of the Board of Directors from the Board. (Addendum: January 1990) Members seeking election by District, as provided in Section III hereinafter, must maintain a residence within the District to be represented and must so specify upon announcing candidacy or accepting nomination.

SECTION III - Terms (amended January 1990)

Election to the Board of Directors shall be for a three (3) year term. Each year two (2) of the Directors shall be elected at large, and one (1) District. For purposes of this Section, the State shall be divided into three (3) Districts.

- (a) District 1 consisting of York and Cumberland Counties;
- (b) District 2 consisting of Sagadahoc, Kennebec, Androscoggin, Oxford, Franklin, Lincoln and Knox Counties;
- (c) District 3 consisting of Penobscot, Aroostook, Washington, Piscataquis, Somerset, Hancock and Waldo Counties.

SECTION IV - Election of (amended August 1982, 2002 & 2008)

Voting for members of the Board of Directors by qualified members of MHHA shall be in person or by absentee ballot, as follows;

(1) All notices of annual meetings of the membership must be accompanied by a printed ballot in blank with a return self-addressed envelope. The ballots shall contain all names to come before the meeting. Amended January 2002 as follows: Article 4 Board of Directors; added to Section 4(1) - When all vacancies are uncontested because of a lack of members seeking election, the positions shall be filled from existing candidates. In that event, the mailing of ballots and balloting at the Annual Meeting shall not be necessary.

(2) Only ballots duly and completely executed by qualified members who shall be in good standing shall be valid. In order to be valid, each member shall sign and legibly print his or her name on the return envelope marked BALLOT ENVELOPE in which the ballot is contained. None other than the active member in good standing shall be entitled to vote on any ballot at any meeting

(3) In the event that a qualified member wishes to revoke or change his or her ballot or issue another in its place, he or she may do so provided that he or she exercises that right at least one (1) calendar day prior to the scheduled meeting. The execution or issuance of a new ballot shall be considered a revocation of any previous ballot and such new ballot shall be effective as of the date upon which it is issued.

(4) A qualified member who is personally at an annual or special meeting and has not already voted, may cast his or her ballot at the site of the meeting during the Annual Meetings designated time frame.

(5) Any qualified member of the Association who desires to become a candidate for membership on the Board of Directors may do so by notifying the Executive Director of the Association of his or her intentions by registered letter, return receipt requested, mailed at least sixty (60) calendar days before the annual meeting. This is needed in order to give us time to get the list of candidates mailed or electronically mailed forty five (45) calendar days before the annual meeting. At least seventy five (75) calendar days prior to the Annual Meeting, the Executive Director shall provide notice to the members of all Directors' terms that need to be filled at the Annual Meeting.

(a) Any incumbent director shall automatically become a candidate unless at least 60 days prior to said election , he/she files a written declination with the Executive Director of the Association.

(6) At least forty five (45) calendar days before the date of the meeting the Executive Director shall mail or electronically mail to all members of the Association, the names of all candidates nominated for membership to the Board of Directors and those who have become candidates by announcing their intention to do so by letter to the Executive Director as above described.

(7) Absentee ballots must be postmarked no later than three (3) calendar days before the annual meeting or special meeting.

SECTION V - Vacancy

Any vacancy on the Board of Directors through death, resignation, removal or other causes shall be filled by appointment by the Board of Directors of an active member until the next annual meeting of the Association, at which time the general membership will elect a director to serve the remaining time of the term. If the vacancy occurs more than 40 days and fewer than 60 days prior to the published date of the next annual meeting, the vacancy shall not be filled by the Board of Directors, but rather only by an election of the general membership at the annual meeting.

SECTION VI - Quorum

The presence of five (5) of the qualified Directors in person, or via a telephone conference call or via a media internet connection; shall be necessary to constitute a quorum for the transaction of business.

SECTION VII - Certificates of Membership

The certificate of membership shall be in such form as may be adopted by the Board of Directors.

SECTION VIII - Meetings

The Board of Directors shall meet at least every sixty (60) days. They shall also meet whenever called by the President. On the request of three (3) members of the Board of Directors, the President shall call a meeting of the Board. Notices of all meetings of the Board shall be sent at least three (3) days prior to the meeting. (Addendum: January 1995) In the event that a Director misses three (3) consecutive meetings, that Director may be removed by the Board by a majority vote of the other members of the Board.

SECTION IX - Newsletter

The Board of Directors shall be responsible for a quarterly newsletter which will be sent to all members. The newsletters shall contain relevant action of the Board of Directors, Director's terms that need to be filled at the Annual Meeting, and other pertinent information not of a personal nature.

SECTION X Executive Director

The Board of Directors shall be responsible for employing an Executive Director and or an Executive Secretary and setting his or her salary and expense allotment and providing him or her with a job description.

SECTION XI Agenda for Meetings

The Board of Directors shall be responsible for preparing an agenda for annual and special meetings and notifying membership of same in advance of meeting.

ARTICLE V (5) OFFICERS

SECTION I - Election of

Election of officers:

(a) At each annual meeting, the President, under the order of business "Election of Officers", shall call for nominations individually for the offices of President, VicePresident, Secretary and Treasurer to succeed those who have the offices for the preceding year. Nominees for officers must be members of the Board of Directors for that year.

(b) If there is a contest for any office, the President of the Association shall appoint an election committee of three (3) from the qualified list of membership, in good standing, excluding the Board of Directors, to determine the qualifications of the members entitled to vote and to act as inspectors and tellers of such election.

(c) An officer of the Association shall attend upon the election committee and have available for their use a roster of all members of the Association in good standing.

(d) Each candidate may personally watch the vote count and check the report of the tellers.

(e) The election committee shall have the full power and authority to pass on any questions raised at such election.

(f) The election committee shall report in writing to the President of the Association giving the number of qualified votes cast and the final vote.

g) The candidate receiving the greatest number of votes shall be declared elected to that office for the coming year.

(h) In case any questions are raised as to the legality of such election, the President shall take into custody the ballots cast and keep them safely for a period of at least ninety (90) days.

SECTION II - Vacancy

Any vacancy for any office through death, resignation, or other cause shall be filled by the majority vote of the Board of Directors. Members eligible shall be the existing Board of Directors.

SECTION III - Duties of President

The President, subject to approval of the Board of Directors, shall have the general management of the Association. He or she shall be responsible for the general enforcement of the by-laws of the Association, the transaction of business of the Association, and reporting to the Board of Directors. He or she shall perform all duties incident to his or her office and such other duties as may be required of him or her by the Board of Directors. He or she shall preside at all meetings of the membership and all meetings of the Board of Directors. He or she shall delegate any of his or her duties and require the assistance of any of the elected officers of the Association. Whenever a situation occurs or a problem arises that is not covered under the by-laws of this Association, the President and Board of Directors will refer to Roberts Rules of Order.

SECTION IV - Duties of Vice-President

The Vice-President shall perform all of the duties of the President in the event of the incapacity or absence of the latter, also all duties delegated to him or her by the President and such other duties as may be directed by the Board of Directors from time to time.

SECTION V - Duties of Secretary

The Secretary shall keep the minutes of the meetings of the Association, the meetings of the Board of Directors, and the meeting of the committee when designated. He or she shall attend to the giving and service of all notices of the Association. He or she shall have charge of the membership roll of the Association and such other books and papers as the Board may direct. He or she shall prepare such reports as may be required of him or her by the President of the Board of Directors. He or she shall be the custodian of the seal of the Association. The duties of the Secretary may be assumed by the Executive Director by a vote of the Board of Directors.

SECTION VI - Duties of the Treasurer

The Treasurer shall have the care and custody of all funds and securities of the Association and shall deposit the same in the name of the Association in such banks, or trust company or trust companies as the Directors may elect. He or she shall cause to be maintained books of account and shall exhibit the same at any reasonable time to any Director or member of the Association upon application. He or she shall furnish such bond or bonds for the faithful performance of his or her duties as the Board of Directors may require. He or she shall report annually a statement of the Board of Directors from time to time. The duties of the Treasurer may be assumed by the Executive Director by a vote of the Board of Directors, with bond as the Board of Directors may require.

ARTICLE VI (6) COMMITTEES

SECTION I - Joint Coordinating Committee MSBOA and MHHA

(a) Membership - Three (3) members of the Board of Directors shall be appointed by the President of the MHHA to serve on a joint committee containing two (2) members of the MSBOA Board of Directors.

(b) Chairperson - The Committee shall elect one of its members as chairperson at its first yearly meeting.

(c) Duties - The Committee shall meet at least twice per year to guide the work of the MHHA Executive Director and staff with attention to the following:

(i)-encouraging that race associations contribute their base purse to all betting sire stakes races;

(ii)-encouraging that races with five or more separate betting interests be considered betting races;

(iii)-encouraging that the Executive Director or hired lobbyist, and Staff of MHHA lobby on behalf of common interests of the MHHA and MSBOA; and

(iv)-encouraging that the staff of the MHHA is available for reasonable support for MSBOA activities which are not in conflict with activities and policies of the MHHA.

ARTICLE VII (7) FISCAL

SECTION I - Fiscal Year

The fiscal year of this Association shall be January 1st through December 31st .

SECTION II - Signatures

All notes, checks, drafts and orders for payment of money, certificates and papers, or documents of any kind requiring the signature of the Association or its seal shall be signed in the corporate name of the Association by such official as the Board of Directors may from time to time designate.

SECTION III - Authorization to Expand

All proceeds, from whatever source or whatever nature, received or owned by the corporation shall be expended or distributed only as directed by the Board of Directors. The President and the Treasurer, however, shall have the authority to expend a sum not in excess of two hundred dollars (\$200.00) without further authority. The Board of Directors shall annually draw up and approve a budget for expenditures for the fiscal year to be expended by the assigned official. The budget must be approved by a majority of the active members present at the Annual Meeting. Within 45 calendar days after the budget has been approved by the Board and Membership it must be sent to the Maine Harness Racing Commission for funding.

SECTION IV - Compensation

(a) No Director of this Association shall receive compensation for his or her services as a Director.

(b) No officer of this Association shall receive compensation for his or her services except as specifically established and authorized by the Board of Directors.

ARTICLE VIII (8) SEAL

The Association shall have a common seal. A circular seal bearing the name of the Association and the year of its incorporation so hereby adopted as such common seal.

ARTICLE IX (9) AMENDMENTS

These by-laws may be amended or repealed by two-thirds vote of the membership present at a duly called meeting of the general membership, provided, however, that the notice of the meeting at which a change in the by-laws is to be acted upon shall contain a statement of the proposed change.

AMENDMENTS

Incorporated in these

REVISED BY-LAWS

May 1995

ARTICLE IV (4), Section II Amended: January 1990

ARTICLE IV (4), Section III Amended: January 1990

ARTICLE IV (4), Section IV Amended: August 1982

ARTICLE IV (4), Section VIII Amended: January 1995

ARTICLE IV (4), Section IV (1) Amended: January 2002

ARTICLE II (2), Section II Amended: January 2002

ARTICLE II, Section II a & b Deleted: March, 2008

ARTICLE III, Section 1b Deleted: March, 2008

ARTICLE III, Section 1e Amended: March, 2008

ARTICLE IV, Section IV, Subsection 2 Amended: March, 2008

ARTICLE IV, Section IV, Subsection 5 Amended: March, 2008

ARTICLE IV, Section IV, Subsection 7 Amended: March, 2008

ARTICLE IV, Section IX Amended: March, 2008

ARTICLE IV, Section X Amended: March, 2008

ARTICLE V, Section III Amended: March, 2008

ARTICLE VI, Section 1 Amended: March, 2008

ARTICLE VI - COMMITTEES Added - March, 2008

ARTICLE VI - FISCAL Re -numbered to Article VII - March, 2008

ARTICLE VII - SEAL Re -numbered to Article VIII - March, 2008

ARTICLE VIII - AMENDMENTS Re -numbered to Article IX - March, 2008

ARTICLE III, Section III, Subsection 7 Amended: March 2009

ARTICLE IV, Section IV, Subsection 1 Amended: March 2009

ARTICLE IV, Section IV, Subsection 3 Amended: March 2009

ARTICLE IV, Section IV, Subsection 5 Amended: March 2009

ARTICLE IV, Section IV, Subsection 6 Amended: March 2009

ARTICLE IV, Section IV, Subsection 7 Amended: March 2009

ARTICLE IV, Section IX Amended: March 2009

ARTICLE XI, Section XI Amended: March 2009

ARTICLE V, Section VI Amended: March 2009

ARTICLE VI, Section I (c), (i) Amended: March 2009

ARTICLE VI, Section I, (c), (ii) Amended: March 2009

ARTICLE VI, Section I, (c), (iii) Amended: March 2009

ARTICLE VI, Section I, (c), (iv) Amended: March 2009

ARTICLE VII, Section III Amended: March 2009

ARTICLE II, Section I, (a) (1 & 2) Amended: January, 2010

ARTICLE III, Section I (e) Amended: January, 2010

ARTICLE IV, Section 5 (a) Amended (added) January, 2011

ARTICLE IV, Section V Amended: January, 2011

ARTICLE I, Section I Amended: January 2012

ARTICLE II, Section I (a) Amended: January 2014

ARTICLE IV, Section X Amended: January 2016

ARTICLE III, Section 1,C Amended: January 2017

ARTICLE IV, Section 4,4 Amended: January 2017

ARTICLE IV, Section 4,5 Amended: January 2017

ARTICLE IV, Section 4,6 Amended: January 2017

ARTICLE III, Section 4 Amended: January 2018

ARTICLE II, Section 1 Amended: January 2021

ARTICLE II, Section 2 Amended: January 2021

ARTICLE VII, Section 4 Amended: January 2021

ARTICLE VII, Section 3 Amended: January 2021