

<u>GOVERNANCE COMMITTEE</u> 2025 NCHA Convention Agenda June 20, 2025 \*\* 9:00 am – 11:00 am Room – Bonham B San Antonio, Texas \*\* Grand Hyatt River Walk

- 1. Call to Order and Roll Call
- 2. Bylaw Review Update
- 3. VP Mentoring Program
- 4. Director Emeritus and/or Director at Large
- 5. Committee's Restructure
- 6. Regional Director Application Process
- 7. Old Business
- 8. New Business
- 9. Election of Chairman & Vice Chairman
- 10. Adjournment

#### Back Up

## 2. Bylaw Review Update

At this time I don't know what we will have available. Will need to ask Jay about this. I suppose we can give them a copy of Jim's rewrite?

## 3. VP Mentoring Program

Mentor potential candidates the year before they would run for the office. Mentors could be past presidents, past or current EC members. Allow the Mentee's to sit in on EC meetings the year before they are considering running for the office. VP selection committee – have  $\frac{1}{2}$  of the committee serve for two years.

## 4. Director Emeritus and/or Director At Large

The concept of a Director Emeritus and/or Director at Large. The AQHA uses both of these positions. It is a way to honor directors that have provided extensive service. It allows the association to retain the history and experience while allowing the addition of new people, ideas and energies.

#### 5. Committee Restructure

- Chairmen appointed vs elected by committee
- Criteria to be a chair past activity record, leadership skills, experience in leading meetings
- Online form for members to submit if they would like to be on a committee to assist VP make their decision
- Maximum two members from the same region on any committee for example it appears the Amateur Comm will have 4 members from Region 8 for 25/26.

# 6. Regional Director Application Process

The Executive Committee issued a directive for the Governance Committee to reevaluate the 90-day application requirement prior to the annual meeting for an individual to apply for a regional director's seat serving on the Executive Committee and report back to the EC in August with their recommendations from the convention. total slate for a particular state, country, province or region. At the close of nominations, the President will conduct the election.

- (b) **Past Presidents.** All Past Presidents of AQHA shall have lifetime tenure on the Board of Directors.
- (c) Directors Emeritus. The Board of Directors shall contain a category of Director Emeritus, in recognition of the individual who has, in the past, served AQHA faithfully as an Elected Director, shall be designated with lifetime tenure, on the following basis: The individual who has reached the age of 65 years, having served ten (10) cumulative years as an Elected Director. Upon reaching his/her 65th birthday, he/she will continue as an Elected Director, until the next Annual Membership Meeting, whereupon he/she will automatically be elevated to Director Emeritus, thereby creating a vacancy to be filled by election of an Elected Director, subject to the Annual Allocation. Subject to Article III Section 1(f). Directors Emeritus are not required to serve on an AQHA Standing Committee if they so choose but still must meet General Board Meeting and New Board meeting attendance requirements in subsection (g) below to retain Board of Director voting privileges.
- (d) Directors-at-Large. An individual who has served twelve (12) cumulative terms as an Elected Director, at the expiration of the twelfth term, shall automatically receive designation as "Director at-Large," and serve with lifetime tenure on the Board of Directors, thereby, creating a vacancy to be filled by election of an Elected Director, subject to the Annual Allocation. Subject to Article III Section 1(f) Directors-at-Large are not required to serve on an AQHA Standing Committee if they so choose but still must meet General Board Meeting and New Board meeting attendance requirements in subsection (g) below to retain Board of Director voting privileges.
- (e) Honorary Vice President. The Board of Directors shall contain a category of Honorary Vice President in recognition of individuals who merit such honor by reason of distinguished service to AQHA. All Honorary Vice Presidents of AQHA shall have lifetime tenure on the Board of Directors.

The Nominations and Credentials Committee shall meet before the Membership Business Meeting to give members or representatives from state, country, provincial or regional organizations an opportunity to present credentials of individuals for nomination and election as an Honorary Vice President.

In order for the Nominations and Credentials Committee to consider a nomination of an individual for Honorary Vice President, written credentials shall be received by the office of the Chief Executive Officer on or before January 1 of the year that such credentials are to be reviewed by the Nominations and Credentials Committee. Such filing deadline may be extended by the Executive Committee upon finding of extraordinary circumstances.

In addition to other relevant matters concerning the individual under consideration, the Nominations and Credentials Committee will evaluate Honorary Vice President candidate(s) according to criteria established by the Executive Committee.

At the Membership Business Meeting, the Chairman of the Nominations and Credentials Committee will present the Nominations and Credentials Committee's slate of nomination(s), if any, for Honorary Vice President(s). Nomination(s) for Honorary Vice President(s) will not be received from the floor. After presentation of the Nominations and Credentials Committee's slate of nomination(s)