

# **Constitution and Bylaws**

## **Choctaw Roundup Club, Inc.**

### **ARTICLE I: NAME, LOCATION, PURPOSE**

#### Section I: Organization

This Club is organized under the laws of the State of Oklahoma and by virtue of its charter issued by the Secretary of the State of Oklahoma.

#### Section II: Name

The name of the Corporation shall be: Choctaw Roundup Club, Incorporated.

#### Section III: Location and Description

The address of its registered office in the State of Oklahoma is PO Box 561, Choctaw, OK 73020. Location of Corporation property is ¼ mile West of Henney Road at 13700 N.E. 36<sup>th</sup> Street, Choctaw, Oklahoma 73020.

Legal description of property, To-Wit: Unplatted point Section 22, 12 North, 1 West, Point of Northeast 4, Section 22, 12 North, 1 West, 10 acres of Northeast 4 of Northwest 4.

And the name of its registered agency at such address is: The current year Choctaw Roundup Club, Inc., Secretary.

Description of Corporate Seal: The Corporate Seal is 1 1/2 inches in diameter with the words "Choctaw Roundup Club, Inc. Corporate Seal of Oklahoma."

#### Section IV: Purpose

The purpose of the Club shall be to promote youth activities and good fellowship in a family club. To participate in, advance and propose betterment of rodeos, parades, horse shows, frontier exhibitions, historical events, and to participate in and assist in the improvement and betterment of civic life in our community.

### **ARTICLE II: MEMBERSHIP AND VOTING REQUIREMENTS**

#### Section I: Eligibility for Membership

Membership shall be open to all interested parties and shall consist of any individual 18 years of age or older. A family membership shall consist of two or more adult people living in the same household, considering themselves family.

#### Section II: Dues

Dues are payable on January 1 of each year and shall be considered past due on the 1<sup>st</sup> day of the month following the due date. Late fees in the sum or sums fixed by the active members of the club shall apply. Continued membership is contingent upon being up-to-date on membership dues

#### Section III: Active Member

Accepted April 12, 2022

An active member must have paid current yearly dues to the Club in the sum or sums fixed by the Active Members of the Club. Family membership will include children and young adults under the age of 18 living at home or above 18 provided they are currently in college or physically living in the home. An active member is defined in the Rules and Regulations.

#### Section IV: Termination

A member may be removed from a membership or placed on probation for violating standing rules and policies or breaking code of conduct of the organization by a two-thirds majority vote of the active members present and voting at any regular meeting of the club after 15 days' notice in writing stating the cause for such action. Please refer to rules and regulations for specifics.

#### Section V: Resignation

Resignation of an officer or Board of Trustees must be submitted to the Secretary in writing.

#### Section VI: Rights of Members

Membership entitles a member to use the arena when there is no scheduled event. Members must have their membership card in their possession at all times when using the Club facilities.

#### Section VII: Voting

Each Single Membership is entitled to one (1) vote. Family Memberships are limited to two (2) votes. Voting members must be an active member and over 18.

### **ARTICLE III: MEETINGS OF MEMBERS**

#### Section I: Regular meetings

Regular meetings are held the second Tuesday of each month (with exception of December) at 7:30 pm, unless a conflict of a date shall arise. In such case of a conflict of date, the meeting shall be determined by the Board of Trustees.

#### Section II: November Meeting

The November meeting shall be held the second Tuesday of November as a regular meeting, unless a conflict of date shall arise. All officers shall be nominated and elected at the Annual Corporation meeting in the month of November. Election shall be by majority vote of those present that are privileged with the right to vote and an active member. (As defined by the Rules and Regulations.) Each Membership and Family Membership is authorized one (1) vote per membership for officer elections. Officers may be reelected for consecutive terms.

#### Section III: Special Meetings

The President shall call other meetings of the Club when deemed necessary or when requested to do so by a member of the Board of Directors, or upon written request of a majority of the active members. In the event of the failure of the President to call meetings when requested to do so by the Board of

Trustees or a majority vote, such meetings maybe called by the Board of Trustees or a majority of the members.

#### Section IV: Voting Eligibility

To be eligible to vote, you must be considered an active member as defined in the Choctaw Round Up Club's Rules and Regulations.

### **ARTICLE IV: BOARD OF TRUSTEES**

#### Section I: Size

The Board of Trustees consists of a Corporate Board serving a four (4) year term, a Board of Directors (Also known as the Working Board) serving a one (1) year term and the elected President.

The Board of Trustees shall consist of not less than five (5) active members and not more than nine (9) Directors as follows: Four (4) Corporate Board Members, one to be Chairperson, elected for a minimum term of four (4) years, the current Club President, and four Board of Director (Working Board) members, serving on the Board of Trustees for the term of their office.

The club secretary will serve as Secretary of the Corporate Board. However, if the Club Secretary's duties are such to prevent attendance, the Board Chairperson shall appoint a Board Member to serve as Secretary.

#### Section II: Vacancy

In the event of a vacancy, the Board of Trustees is empowered to appoint any active member they choose to fill such vacancy for the unexpired term. Such election shall be by majority vote of the active members of the Board present and voting at any special meeting of the Board of Trustees, provided a quorum is present.

#### Section III: Quorum

Board of Trustees present at any properly announced meeting shall constitute a quorum.

#### Section IV: Duties

The duties of the Board of Trustees shall be the governing body of the Corporation and duties are as follows:

- A. To take control, protect, and conserve all the properties of the Corporation and manage the same for sole benefit of the Corporation.
- B. To keep a record of its proceedings and to report to the Corporation at each annual meeting. Annual meeting will coincide with the annual election of Club Officers.
- C. To exercise all powers granted by the Articles of Incorporation and requisite for the purposes of the Corporation.
- D. To call such meetings of the Corporation as may be necessary for the proper conduct of its affairs. Special meetings of the Board of Trustees may be called upon petition of (51%) of the active members. No business shall be transacted at such special meetings other than that for which the meeting shall have been called.

## Section V: Officers

The Officers of the Club shall consist of President, Vice President, Secretary, Treasurer, Parade Marshall and four Directors, all of whom shall be active members in the organization. The minimum age of such Officers shall be 18 years. Election of such Officers shall be by a majority vote and the term of such Officers shall be one (1) year, beginning on the first meeting night of January of each year. There will be no minimum of terms for Officers. A member must be an active member for four (4) months prior to being elected as a Club Officer. In the event an Officer or Board member misses as many as three (3) consecutive meetings, without appropriate reason, they will be subject to replacement.

## Section VI: Duties of Officers

**Board of Directors:** It shall be the duty of the Officers and Board of Directors to take the initiative in determining the policies of the Club, to control management of any equipment belonging to the Club, and to authorize expenditures of the Club funds. Further, the Board of Directors will have the responsibility of transacting the business between meetings and report to the general membership for approval and ratification, any new policies or projects considered.

**President:** It shall be the duty of the President to preside at all (General and Board of Directors) meetings as Chairperson, to assume responsibility of the organization and to enforce all By-Laws and regulations relating to the Club. The President shall also appoint all committees necessary for the function of the Club.

**Vice President:** In the absence of the President, presides and performs the duties of the President, also can be head of a committee. The Vice President shall assist the President in all duties deemed necessary by the President.

**Secretary:** It shall be the duty of the Secretary to keep minutes of all meetings, including Corporation meetings and maintain a current list of all Officers, Board Members, and general membership. The secretary shall notify all members of meetings and handle all correspondence as deemed necessary and directed. The secretary shall also serve as the Secretary for the Corporate Board.

**Treasurer:** It shall be the duty of the Treasurer to receive the mail and bank all money due to the club. Keep records of such funds, pay bills from Officers and committee members when authorized and receipts for expenditures are attached. Any and all checks over \$500 need to be countersigned by the President. Disburse all money as directed and to give a financial report at each meeting. Any monies given to the treasurer shall be accompanied by a description of where the money came from and an exact amount should be listed. After counting the money, the treasurer and whomever turns in the money should then sign a copy of cash received. A copy should be retained by both parties.

**Parade Marshall:** The Parade Marshall will be in charge of all parades and introductions and will be assisted by the Officers and Board of the Club if the need arises. The Parade Marshall shall notify Club members of upcoming Parades.

**Other Committee Chairpersons:** All Committee chairpersons will be appointed by the President. All Committee chairpersons and members will be responsible to the President and Board of Directors. The following Committees may be formed during the year (this list is not inclusive): Concession Stand,

Rodeo, Cattle, Playday, Barrel, Roping, Royalty, and Drill Team. The duties of each chairperson shall be found in the Rules and Regulations.

#### Section VII: Election of New Officers

All Officers shall be nominated and elected at the annual Corporation meeting in the month of November each year. Election shall be by a majority vote of those present that are privileged with the right to vote and who are considered an active member (as defined in the Rules and Regulations) with the club. Each Membership is authorized one vote. This pertains to elections of Officers. Officers may be re-elected for consecutive terms.

Any outgoing President will hand over original notices, receipts, equipment or paperwork gather in their duties as President at the January meeting to a member of the Board of Directors. A hand receipt will be signed by both parties stating what was handed over. Both parties will be given a copy. This receipt will become official property of the club. The same shall apply for the Vice-President, Secretary and Treasurer.

### **ARTICLE X: AMENDMENTS**

Section I: Amendments to the By-Laws of the organization shall be presented at the March meeting and approved at the April meeting by a 2/3 majority vote of the active members present and eligible to vote. No proposition to amend shall be acted upon unless written notice thereof has been given to the Secretary of the Club and acted upon by the Board of Trustees, thirty (30) days prior to calling a special meeting. These By-Laws shall be reviewed by the Board of Trustees yearly.

By-law changes may be submitted every 3 years.

Amendments to the Rules and Regulations shall be presented at the March meeting and approved/voted on at the April meeting by a two-thirds (2/3) majority vote of active members present. No proposed changes shall be acted upon unless written out and given to the Club Secretary at the March meeting. Rules and Regulations shall be reviewed by the Board of Trustees yearly. Rules and Regulations changes may be submitted yearly.

### **ARTICLE XI: INSPECTION OF BOOKS AND RECORDS**

Section I: These books and records of the Choctaw Roundup Club, Inc. are subject to be audited each year or when requested by an active member. Audit will be performed by at least three (3) active Club Members. The method of selection will be determined by the President and Board of Directors. Such audit shall take place at the Choctaw Roundup Club clubhouse. All past records and Club documents are to be kept in the Club's safe deposit box for such purposes. An electronic copy can be a compact disk, flash drive, etc.

### **ARTICLE XII: LIQUIDATION**

If for any reason this organization shall disband, the Board of Trustees will disburse after liquidation of debts, all money, equipment and real estate as follows:

- A. Remaining Money given to local charities.

- B. Equipment and real estate to be given to City of Choctaw for the use of Parks and Recreation facilities. In the event the City of Choctaw is unable or unwilling, the equipment and real estate will be donated to an equine organization chosen by the current active members of the club.
- C. If no equine organization can be chosen, the real estate and equipment maybe sold and the money given to local charities.

**ARTICLE XIII: PREVIOUS CONSTITUTION AND BYLAWS**

All previous constitutions and By-Laws of the Choctaw Roundup Club, Inc. are void. If not covered in approved By-laws or Rules and Regulations, Roberts Rules of Order will prevail.