

Bylaws of the Powder Basin Equestrian Association

<b>ARTICLE I - General Provisions</b>	
<b>Section 1.</b>	<b>Name.</b> The name of this organization shall be the <i><b>Powder Basin Equestrian Association (PBEA)</b></i> , located in Gillette, Wyoming.
<b>Section 2.</b>	<p><b>Organization.</b> These By-Laws shall govern the affairs of the PBEA, which shall operate as a non-profit corporation under the laws of the state of Wyoming.</p> <p>NOTE: The club is not a tax exempt 501(c) association. Additional club information:</p> <ul style="list-style-type: none"> <li>● WY Non-profit Corporation number is 1988-000247874.</li> <li>● The club's EIN number is POWD85-3249818.</li> </ul>
<b>Section 3.</b>	<p><b>Members.</b> Membership will be granted to anyone having an interest in using the park assets such as open and fenced sand rings, water features, stationary/portable jumps and obstacle props for general riding, schooling and/or to participate in non-sponsored (PBEA not hosting) educational offerings.</p> <p>Any riding discipline that is approved by the board is welcome as long as animals and handlers behave in a safe manner and activities do not harm the footing of the rings and cross country course. Furthermore, membership is granted regardless of age, sex, religion or race upon payment of the annual calendar dues.</p> <p><b>Types of membership include:</b></p> <ul style="list-style-type: none"> <li>● Individual - regardless of age</li> <li>● Family - two or more individuals of the same immediate family living at the same address.</li> <li>● Trainer - individual approved to use the park and its assets from which they take an income from their students.</li> </ul>
<b>Section 4.</b>	<p><b>Annual Dues.</b> Membership dues cover the calendar year January 1 through December 31. Dues collected September through December are carried over into the following membership year.</p> <p>The treasurer will conduct an annual membership drive starting in January via Facebook and email. Once the riding season begins, another reminder will be posted via Facebook and email requesting renewal of memberships.</p> <p>Membership is required by all lesson/clinic students participating in non-sponsored activities (PBEA is not formally hosting) and it is the</p>

	<p>responsibility of the trainer to ensure dues are paid and a current year release form is completed online or in person.</p> <p>An exception to required membership is a PBEA sponsored clinic or event such as a derby or show where additional insurance is obtained which covers non-members.</p> <p>Membership rates as of January 2023:          Individual - \$50          Family - \$75          Trainer - \$100</p> <p>All dues received shall be deposited to the credit of the PBEA in such banks, trust companies, or other depositories as the Board of Directors may select.</p>
<p><b>Section 5.</b></p>	<p><b>Member Rights and Responsibilities include:</b></p> <ul style="list-style-type: none"> <li>● Learning basic horsemanship and riding, caring for horses, jumping, dressage, and other riding disciplines approved and supported by the board.</li> <li>● Supporting the organization by various means to include but not limited to: promoting the club to equestrians within your circle of influence, suggesting/helping to organize/operate clinics and shows/events, encourage fundraising by requesting donations when appropriate, participating in maintenance and upkeep of the park and its assets on work days or volunteering time to a task list of projects and finally welcoming and encouraging new members.</li> <li>● Use of PBEA facilities for schooling and general riding, including the facility grasslands, cross country jumping obstacles, jumping arena, dressage arena and sand courts.</li> <li>● Priority sign up for clinics and lower costs for riding instruction for PBEA sponsored clinics.</li> <li>● Receipt of organization newsletters, membership list and other publications.</li> <li>● Notice of upcoming meetings, clinics and shows/events.</li> <li>● <b>Additional trainer responsibilities:</b> <ul style="list-style-type: none"> <li>● Submit evidence of Instructor/Trainer Professional liability insurance prior to conducting lessons in a calendar year on club grounds.</li> <li>● Uphold the membership requirements for all students prior to a student's lesson..</li> <li>● Uphold the highest standards of professional horsemanship while interacting with both horses and humans.</li> </ul> </li> </ul>

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	<ul style="list-style-type: none"><li>● Demonstrate respect at all times for fellow professionals, competition officials, volunteers, PBEA members, and landowners.</li><li>● Place students' and horses' welfare above all else by adhering to safe and well-informed standards of instruction, coaching, riding, training, conditioning, competing, and horse care, handling, and transportation.</li><li>● Conduct themselves ethically adhering to the spirit of Safesport especially when teaching minors.</li></ul>
<b>Section 6.</b>	<p><b>Removal.</b> Members may be blocked from membership and use of the facility for failing to meet expected standards of conduct.</p> <p>Family and Individuals. Any member who is destructive in their use of the facility, exhibits abuse of an animal, refuses to wear required safety gear for jumping (heeled shoes, safety helmet and cross country vest (while jumping on cross-country) or bullies or harasses other members on or off club grounds can be refused continued membership.</p> <p>Trainers. Any trainer who fails to uphold any of these responsibilities and standards of conduct will be refused membership and lose authorization to conduct lessons and clinics on club grounds:</p> <ul style="list-style-type: none"><li>● Does not maintain and submit evidence of Instructor/Trainer Professional liability insurance annually prior to teaching any lessons in the calendar year on club grounds.</li><li>● Does not ensure students have active memberships and current releases signed prior to teaching lessons to them.</li><li>● Fails to show care and respect for the club assets.</li><li>● Fails to wear appropriate safety gear nor requires students to wear appropriate safety gear.</li><li>● Misrepresents qualifications to lead a clinic or lessons..</li><li>● Displays a pattern of teaching that recklessly places students or horses in harm's way.</li><li>● Has or actively bullies or harrasses other members on or off club grounds.</li><li>● Furthermore, any trainer sanctioned or restricted by USEF or other equestrian organizations's Safesport will not be offered or allowed to continue membership while the sanction or restriction is enforced.</li></ul> <p>Members and/or trainers who's behavior at any time becomes aggressive or members feel unsafe due to another member's actions, the offending member will be officially barred from the facility. It would be</p>

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	in the PBEA Boards right to file a police report if the member continues to visit the facility.
<b>Section 7.</b>	<b>Wyoming Equine Activity Liability Act.</b> This state law at W. S. 1977 § 1-1-122 - 123 immunizes equine professionals by declaring that those who engage in equine activities or any recreational activities assume the inherent risks in the sport or recreational opportunity (see Attachment A for a copy of this law).
<b>Article II - Purpose</b>	
<b>Section 1.</b>	<b>Purpose.</b> The purpose of the PBEA is to: <ul style="list-style-type: none"> <li>a. Primarily, promote the sport of Eventing and Dressage.</li> <li>b. Support additional riding disciplines of interest to the membership and community in a way that will promote membership, increase use of the park and its assets, and increase the facility's and club's value to the regional equestrian community. Disciplines supported to be approved by the board.</li> <li>c. Conduct competitions such as horse trails, derbies, dressage and other supported discipline competitions.</li> <li>d. Organize clinics and invite clinicians to teach in formal or informal clinics to encourage interests, improve skills and promote safety of the animal and handler.</li> <li>e. Educate and publish information concerning standards, meetings, activities, dates, or other items of common interest to the individual members.</li> <li>f. Support the rules and regulations of USEF and the USEA and the governing body of other supported disciplines.</li> <li>g. Encourage individual membership in the USEA and other discipline's member organizations.</li> <li>h. Manage, maintain, support the use of the PBEA Club grounds and assets.</li> </ul>
<b>Article III - Board of Directors</b>	
<b>Section 1.</b>	<b>Directors.</b> There will be no less than 3 and no more than five members of the PBEA Board of Directors.
<b>Section 2.</b>	<b>Eligibility.</b> Directors must be members in good standing of the PBEA.
<b>Section 3.</b>	<b>Compensation.</b> Directors shall serve without compensation except for reasonable reimbursement of expenses incurred in the performance of their regular duties as officers as specified in Article III, Section 2.

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<p><b>Section 4.</b></p>	<p><b>Election of Directors.</b> Annually the PBEA Board will reinstate or replace members who resign. In lieu of a meeting, the membership will be sent a list of intended board members for the calendar year and given the chance to file a concern and/or nominate someone to serve if additional members are needed.</p>
<p><b>Section 5.</b></p>	<p><b>Terms of Directors.</b> Each Director’s position can continue each year, if fellow board members and the membership continues to support the member in this role. There is no limitation on the number of years that an individual Director can serve as long as they remain engaged in club decisions, and continue to serve the club and its interests in a way that promotes membership, camaraderie and betterment of the assets.</p>
<p><b>Section 6.</b></p>	<p><b>Removal.</b> Any Director may be removed from office by an affirmative vote of the other Directors if they continuously abstain from engaging in discussing/voting on club business requiring Board involvement or acts in a manner which hurts the club in general.</p>
<p><b>Section 7.</b></p>	<p><b>Vacancies.</b> In lieu of a meeting, the filling of Director vacancies shall be by affirmation (or lack of opposition) of the membership via email.</p>
<p><b>Section 8.</b></p>	<p><b>Committees.</b> The Board of Directors may establish subcommittees to fulfill special objectives of the PBEA.</p>
<p><b>Section 9.</b></p>	<p><b>Non-Liability of Directors.</b> The Directors shall not be personally liable for the debts, liabilities, or other obligations of the PBEA. The Directors shall not be personally liable for injuries incurred by members or participants at PBEA events.</p>
<p><b>Article III - Officers</b></p>	
<p><b>Section 1.</b></p>	<p><b>Officers.</b> The club officer structure no longer follows a traditional framework. A single officer, a Treasurer, conducts the financial transactions with oversight from the board and the business of the PBEA is collectively executed by the board.</p>
<p><b>Section 2.</b></p>	<p><b>Duties.</b> Each officer shall perform all customary duties of the office in addition to the following specifically described duties.</p> <p><b>Treasurer</b> –The Treasurer shall have charge, custody, and responsibility for all funds, securities, and assets of the PBEA and</p>

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	<p>deposit such funds in the name of the PBEA in such bank or other depositories as selected by the Board of Directors. The Treasurer shall receive, and give a receipt for all monies due and payable to the PBEA. The Treasurer shall disburse the funds of the PBEA as may be directed by the Board of Directors and maintain proper vouchers for such disbursements. No disbursements or expenses greater than \$150 shall be incurred and no money appropriated over \$150 without prior approval of the PBEA Directors. The Treasurer shall keep and maintain adequate and correct records of members and member dues. The Treasurer shall keep and maintain all accounts of the PBEA's business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains, and losses. The Treasurer shall present a Treasurer's Report to the board at least 4 times per year which shall consist of the current cash balance, receipts, and deposits. The Treasurer shall also prepare and present a full financial report in January accounting for the previous transactions.</p>
<p><b>Section 3.</b></p>	<p><b>Collective Authority.</b> The Officer along with the Board of the PBEA shall collectively supervise the ongoing affairs of the PBEA. Signatory authority for transacting PBEA business shall require the signatures of two PBEA officers/board members (having signature authority on the bank account) when transactions exceed \$1000.</p>
<p><b>Section 4.</b></p>	<p><b>Election of Officers.</b> Annually, the Treasurer may retain their position or be replaced if the membership or board submits a concern or someone nominates themselves for the position.</p>
<p><b>Section 5.</b></p>	<p><b>Vacancies.</b> The need for a replacement officer will be advertised to the membership via Facebook and email. The membership will be given a chance to nominate, support or oppose the replacement via email or a live meeting if one is needed (in person or online)</p>
<p><b>Section 6.</b></p>	<p><b>Terms of Officers.</b> The term of office will be for at least one year and if unopposed, the member may continue to hold the office annually.</p>
<p><b>Section 7.</b></p>	<p><b>Non-Liability of Officers.</b> The Officers shall not be personally liable for the debts, liabilities, or other obligations of the PBEA. The Officers shall not be personally liable for injuries incurred by members or participants at PBEA events.</p>
<p><b>Article IV - Meetings</b></p>	
<p><b>Section 1.</b></p>	<p><b>Notice of Meetings.</b></p>

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	All meetings of the PBEA are open to all members. <b>A representative of the board</b> shall email all members regarding the time, place and purpose of each meeting one week in advance.
<b>Section 2.</b>	<b>Regular Meetings.</b> Currently no regular meetings are scheduled and will continue in this manner until the business of the club necessitates meetings and will be attended and supported by the membership.
<b>Section 3.</b>	<b>Special Meetings.</b> Special meetings may be called jointly by any three other Directors.
<b>Section 4.</b>	<b>Annual Meeting.</b> Currently, there is no planned Annual Meeting. Currently no regular will continue in this manner until the business of the club necessitates meetings and will be attended and supported by the membership
<b>Section 5.</b>	<b>Quorum.</b> Three Directors of the Board shall constitute a quorum. To clarify at least three board members must engage and vote on an issue brought to them.
<b>Section 6.</b>	<b>Voting.</b> Each Director, including the Officers shall be entitled to one vote. Voting can be conducted by voice, email or text in a manner all board members can trace and confirm the results. All actions or motions must be passed by an affirmative vote of a simple majority of Directors voting. The motion fails with a tie vote.
<b>Section 7.</b>	<b>Abstention.</b> Any Director shall abstain from voting on any motion or issue when that Director has a personal or financial interest in that matter or issue. The Director shall disclose his interest and be disqualified from voting and the Secretary shall record that in the minutes. Any abstention by a Director for other than personal or financial reasons shall be considered a negative vote upon that motion.
<b>Section 8.</b>	<b>Majority Action as Board Action.</b> Every act or decision made by a majority vote of Directors is the act of the Board of Directors.
<b>Section 9.</b>	<b>Proceedings.</b> The following shall be the typical order of business at all regular meetings in the event one is held:  <ol style="list-style-type: none"> <li>a. Call to Order</li> <li>b. Consideration of Minutes from Previous Meeting</li> </ol>

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	<ul style="list-style-type: none"> <li>c. Approval of Bills</li> <li>d. Treasurer’s Report</li> <li>e. Communications</li> <li>f. Unfinished Business</li> <li>g. New Business</li> <li>h. Adjournment</li> </ul> <p>Individuals may be recognized by the Chairman for discussion of new business, which was not scheduled on the Agenda, following the conclusion of the scheduled new business.</p>
<p><b>Section 10.</b></p>	<p><b>Appearance Before the Board.</b> Individuals that wish to bring new business before the PBEA should notify one or more of the board of directors via email with an explanation of business to be considered. The board will discuss and consider how to proceed depending on the issue and intended outcome.</p>
<p><b>Section 11.</b></p>	<p><b>Executive Sessions.</b> With a majority vote of the Board of Directors, an executive session may be called in accordance with W.S. 16-4-405. Executive sessions shall be closed to the general membership.</p>
<p><b>ARTICLE V - Records and Reports</b></p>	
<p><b>Section 1.</b></p>	<p><b>Maintenance of Records.</b> The Board of Directors shall maintain the following records, which shall be open to inspection by any member upon request.</p> <ul style="list-style-type: none"> <li>a. The Minutes of all meetings, indicating the time and place of each meeting, the notice given, the names of those present, and the proceedings of the meeting.</li> <li>b. Adequate and correct books and records of financial accounts, including assets, liabilities, receipts, disbursements, gains and losses.</li> <li>c. Board of Director election notices, results, and oaths of office.</li> <li>d. A copy of these By-Laws as amended to date.</li> </ul>
<p><b>ARTICLE VI - Amendments</b></p>	
<p><b>Section 1.</b></p>	<p>These By-Laws may be amended by a 2/3 majority vote of the PBEA Board of Directors provided prior notice of the proposed changes have been provided to each member of the PBEA, at least two weeks before the board intends to take a final vote.</p>
<p><b>ARTICLE VII - Parliamentary Procedure</b></p>	



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	The PBEA shall be governed by, and all meetings will be conducted according to, the latest edition of <i>Robert's Rules of Order Newly Revised</i> , in which they are not inconsistent with these By-Laws or other provisions of law.
<b>Adoption of By-laws</b>	
<b>We, the undersigned, are all duly elected Directors of the PBEA, and pursuant to authority granted to the Directors by these By-Laws we do hereby adopt the foregoing By-Laws, consisting of 9 pages.</b>	
<b>Date Adopted: 3/4/2023 Editor: Carol Olson</b>	
<b>Name/Director: Teresa Craig</b>	
<b>Name/Director: Carol Mavrakis</b>	
<b>Name/Director: Jamie Gilbert</b>	
<b>Name/Director: Niki Beck</b>	
<b>Name/Director: Kristine Hardwick</b>	