

By Laws, effective 01/01/2024

Article I: MEMBERSHIP

Section 1: Requirement for membership. Any-resident of the State of Missouri may become a member in THE MARSHFIELD SADDLE CLUB (hereinafter known as CLUB) by:

- (a) Written application for membership therein:
- (b) Agreeing to comply with and be bound by the articles of incorporation AND by the bylaws of the Club AND any rules and regulations adopted by the members; and
- (c) Paying the membership fees herein specified. No member may hold more than one membership in the Club and memberships are non-transferable.
- (d) That at each monthly meeting of the members, all new, fully paid, members of the Club will be recognized.

Section 2: Membership-Card. Membership of the Club shall be evidenced by a membership Card, which shall be in the form determined by the Board of Directors. Such Card shall be signed by the President of the club. No membership shall be issued until current dues are paid in full, (fee fixed in these bylaws), nor until such membership fee has been fully paid for.

Section 3: Annual Membership Fee ****Refer to February 1994 Amendment to Article 1**** The membership fee shall be as follows:

\$5.00 per individual

\$10.00 per family

Section 4: Dues; When payable. Annual dues are due by the end of the February member meeting of that calendar year. If dues are not paid on or before the February meeting, membership of the Club will be cancelled automatically, until said dues are paid in full.

Section 5: Members participation in the Club. All members of the Club are encouraged to make every effort possible to participate in all activities of the Club, and follow the instructions of committees and leaders, who have been appointed by the President and the Board of Directors, always keeping in mind, the following rules, and regulations:

- 1. No drinking of intoxicating liquor or usage of illegal/recreational drugs, while engaged in Club activities.
- 2. Riders/handlers may choose whatever equipment he/she likes.
- 3. The Club encourages members to always exhibit good horsemanship and sportsmanship.

Section 6: Termination of Membership. Any member may withdraw from membership. The Board of Directors of the Club may, by majority vote, expel any member who fails to comply with any of the provisions of the articles of incorporation, bylaws or rules and regulations adopted by the Board of Directors, but only if such member shall have been given written notice by the Secretary of the Club that such failure makes them liable to expulsion. Any expelled member may be reinstated by vote of the members at any monthly or special meeting.

Article II

Section 1: Non-liability for debts of the Club. The private property of the members shall be exempt from the execution or other liability for the debts of the Club and no member shall be liable or responsible for any debts or liabilities of the Club.

Article III: Meeting of Members

Section 1: Regular Monthly Meeting. The Regular monthly meeting of the members will be set by the club for time to time as such place in the county of Webster, State of Missouri, as shall be designated for the purpose of approving reports and considering major activities of the club.

Section 2: Annual Meeting. The annual meeting of the members shall be held on the first meeting night in January of each year at such place in the County of Webster State of Missouri, as shall be designated in the notice of the meeting for the purpose of electing directors and a President, passing upon reports for the previous year and transacting such other business as may come before the meeting.

Section 3: Special Meeting. A special meeting of the members may be called by a resolution of the Board of Directors or the President. The Secretary shall cause notice for such meeting to be printed, with a minimum of 3 days' notice, in the local paper and/or electronic communication such as phone/email or social media, stating the place, date and hour of such meeting and the business to be transacted.

Section 4: Quorum. The total number of members in attendance at any regular, special, or annual meeting to constitute a quorum to transact business of the Club, must be fifteen percent of the total membership of the Club. If less than a quorum is present at any meeting, a majority of those present in person may adjourn the meeting from time to time without further notice, provided, that the Secretary shall notify by local paper and electronic communication such as phone/email or social media, the time and place of such adjourned meeting.

Section 5: Voting. Each member, of good standing, shall be entitled to only one vote upon each matter submitted to a vote at any meeting of the members. All questions shall be decided by a vote of a majority of the members voting thereon in person. Good standing shall be determined by the discretion of the current president and board of directors.

Section 6: Order of Business. The order of business at the regular, special, or annual meetings of the members shall be essentially based upon Roberts Rules of Order.

1. Identify Quorum is in attendance and Meeting Called to Order – (Roll call or sign in sheet)
2. Reading and Approval of minutes
3. Officer Reports – ex. Treasury Report
4. Standing Committee Reports
5. Special Committee Reports
6. Special Orders – Usually time sensitive business such as officer elections
7. Unfinished Business & General Orders
8. New Business
9. Announcements
10. Adjournment

Article IV: Directors

Section 1: General Powers. The business and affairs of the Club shall be managed by the President and the Board of (6) Directors which shall exercise all the powers of the Club.

Section 2: Election and Tenure of Office. The people named as directors of the Club shall be elected as follows. At each Annual meeting, two directors shall be elected by the members to serve until the third succeeding annual meetings of the members or until their successors shall have been elected and shall have qualified. After a director has served a three-year term on the board, he is not eligible for re-election for one year. At each annual meeting, (1) alternate director shall be elected for a one-year term and will replace an elected director as needed in such case said director can no longer fulfill that seat. In the case that the alternate is already used, and another vacancy occurs, a special election of the members will be called to vote in a new replacement for the remainder of that vacant term.

Section 3: Qualifications. Any person, to be eligible to become or remain a director or to hold any position of trust in the Club, must be a member of good standing. Good standing shall be determined by the discretion of the current president and board of directors.

Section 4: Nominations. All candidates for the board of Directors shall be nominated from the floor. The highest number of votes will determine the election of the directors.

Section 5: Removal of a Director of the Board. Any Director may be removed by the other Board of Directors whenever, in its judgement, the best interest of the Club may bring charges against a Director, and by filing with the Secretary such charges in writing together with a petition signed by ten percent of the members, may request the removal of such Director. The Director against whom such charges have been brought shall be informed in writing of the charges at least ten days prior to the Board meeting at which the charges are to be considered and shall have an opportunity at the meeting to be heard in person or by counsel to present evidence in respect of the charges against him; and the person or persons bringing the charges against him shall have the same opportunity. In the event the Board does not remove such a director, the question of his removal shall be considered and voted upon at the next meeting of the members.

Article V: Meeting of Directors

Section 1: Meeting. A meeting of the Board of Directors may be called by the President of majority of the Board of Directors at such time and place as may be provided by the President or Board and MUST be held in person. All matters discussed must then be brought to the members at the next meeting and approved by vote.

Section 2: Quorum. A majority of the Board of Directors shall constitute a Quorum. The President may vote on any matters only in case of a tie.

Article VI: Officers

Section 1: Number of Officers. The officers of the Club shall be a President, Vice-President, Secretary, Treasurer, and such other officers as may be determined by the Board of Directors from time to time.

Section 2: Election and Term of Office. All officers shall be elected by the members and the Annual Meeting of the Members. A vacancy in any office shall be filled by the Board of Directors for the unexpired portion of the terms.

Section 3: Removal of Officers and Agents by Directors. Any officers or agents elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgement the best interest of the Club may bring charges against an officer, and by filing with the Secretary such charges in writing together with a petition signed by ten percent of the members, may request the removal of such officer. The officer against whom such charges have been brought shall be informed in writing of the charges at least ten days prior to the Board meeting at which the charges are to be considered and shall have an opportunity at the meeting to be heard in person or by counsel to present evidence in respect of the charges against him; and the person or persons bringing the charges against him shall have the same opportunity. In the event the Board does not remove such an officer, the question of his removal shall be considered and voted upon at the next meeting of the members.

Section 4: President. The President shall;

- a) Be the principal executive officer of the Club and, unless otherwise determined by the members of the Board of Directors, shall preside at all meetings of the members and the Board of Directors.
- b) Sign certificates of memberships, the issue of which shall have been authorized by the Board of Directors or the members, and may sign any deeds, mortgages, deeds of trust, notes, bonds, contracts of other instruments, authorized by the Board of Directors to be executed except in cases in which the signing and execution thereof shall be expressly delegated by the Board of Directors or by these bylaws to some other officer or agent of the Club, or shall be required by law to be otherwise signed or executed.
- c) Will have authority to appoint all committees or chairman of committees.
- d) In general, perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Section 5: Vice President. In the absence of the President, the event of his/her inability or refusal to act, the Vice President shall perform the duties of the President, and when so actin, shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall also perform such other duties as-from time to time may be assigned to him/her by the Board of Directors.

Section 6: Secretary. The Secretary shall:

- a) Keep the minutes of the meeting of the members and of the board of Directors in one or more books provided for that purpose.
- b) See that all notices are duly given in accordance with the bylaws or as required by law.

- c) Be custodian of the corporate records and the execution of which on behalf of the Club under its seal is duly authorized in accordance with the provisions of the bylaws.
- d) Keep a register of the names and Contact Information of all members & the meeting attendance records.
- e) Always keep on file a complete copy of the Articles of Incorporation and bylaws of the club containing all amendments thereto. Which copy shall always be open to the inspection of any member of the club.
- f) In general, perform all duties incident to the office of Secretary and such other duties as from time to time may be to him by the Board of Directors.

Section 7: Treasurer. The Treasurer shall:

- a) Have charge and custody of and be responsible for all funds, books, and securities of the Club.
- b) Be responsible for the receipt of and the issuance of receipts for all monies due and payable to the Club and for the deposit of all such monies in the name of the Club in such Bank or Banks as shall be selected by the Board of Directors.
- c) In general, perform all the duties incident to the office of the Treasurer and such other duties as from time to time may be assigned to him by the Board of Directors.

Section 8: Reports. The officers of the Club shall submit at each annual meeting of the members reports covering the business of the Club for the previous fiscal year. Such reports shall set forth the condition of the Club at the close of the fiscal year. All books and records of the Club must be audited by the Board of Directors or any such committee or from that the Board of Directors would select prior to the annual membership meeting.

Article VII: Amendments

These bylaws may be altered, amended, or repealed by the members at any regular or special meeting, provided the notice of such meeting shall have contained a copy of the proposed revision, amendment, or repeal.

When approved these bylaws supersede all previous bylaws which may now be in existence.

Article IX: Grounds

Section 1: Rental of the grounds. Any individual or organization wishing to rent the CLUB grounds shall pay the following:

Grounds Only

- Non-Member: \$100 plus \$100 deposit
- Members: \$50 plus \$50 deposit
 - Private Rental
 - Can be up to a 24-hour rental w/prior approval.
 - Includes all outside facilities such as arenas, announcer's booth, bleachers & bathrooms.

- includes use of outdoor faucets & electricity/lights
- **Clubhouse Only**
 - Non-Members: \$75 plus \$75 deposit
 - Members: \$50 plus \$50 deposit
 - Private Indoor Rental (outside facilities may continue to be in use by members and/or another rental)
 - Includes indoor clubhouse facilities such as tables/chairs, kitchen amenities and indoor bathroom.
- **Entire Facility – Grounds & Clubhouse**
 - Non-Members: \$150 plus \$150 deposit
 - Members: \$100 plus \$100 deposit
 - Private rental of entire facility
 - Includes both above packages.
 - Can be up to a 24-hour rental w/prior approval.

****DEPOSITS:** Refundable, providing facilities are returned to original state without damages – will be approved and signed off by a representative of the Club

****Club Provided Concessions Available** – additional charges apply, priced per event/rental

Also, a standard rental agreement must be signed prior to the rental period.

Approved by: TJ Jones Offore, Club President

On this 18 day of the year 2023 by laws will be effective 01/01/2024
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