

10-7-24

PINE VALLEY MOUNTAIN RIDERS

(PVMR)

BYLAWS

Section 1.02 Purposes

The Pine Valley Mountain Riders, Inc. shall be a nonprofit organization and be incorporated, and if and when this organization becomes defunct, any assets on hand at that time shall be assigned to another non-profit organization and/or sold and all monies assigned to a non-profit organization.

BYLAWS FOR PINE VALLEY MOUNTAIN RIDERS, INC., 501 (C) (7) ORGANIZATION

Article I. NAME, PURPOSE AND MISSION

Section 1.01 Club Name

The name of this club shall be Pine Valley Mountain Riders, Incorporated (Inc.).

Section 1.02 The Mission of the Organization shall be:

To preserve and acquire riding and hiking trails for public use, promote the development and maintenance of equestrian facilities for public use, and promote equestrian education and knowledge.

Article II. MEMBERS

Section 2.01 Classes of Membership and Rights

The corporation shall have one class of members only. The voting and other rights, interests and privileges of each member shall be equal. No member shall have any interests or property right in the assets of the corporation, and no member shall hold more than one membership in the corporation.

Section 2.02 Definition of Membership

Members of this corporation shall consist of members in good standing with Pine Valley Mountain Riders, Inc. who has qualified under the rules and regulations which may be hereafter set forth and adopted by the corporation.

Section 2.03 New and Renewal of Membership

The name(s) of the prospective member(s), home address and contact information, shall be submitted on a regular completed application for membership, together with the dues for current year treasurer.

Section 2.04 Transfer of Membership:

Membership is nontransferable and/or non-assignable.

- A. Single Membership: A single membership consists of any person over 18 years of age. Minors under the age of 18 years old applying for single membership must have a signed release form from a parent or guardian.

- B. Family Membership: Family membership consists of partners and immediate family, children under eighteen years of age.
- C. Honorary Membership: Honorary members shall not be requested to pay dues to this corporation and have all the rights and privileges of membership

Section 2.05 Revocation of Membership

- A. The Board of Directors shall have the right to revoke a membership of any club Member, for the good of the membership. A revoked membership shall require a majority vote of the Board of Directors to remove a member.
- B. Reinstatement of Membership: A revoked membership may be reinstated and such person made a member in good standing by a majority vote of the Board of Directors or Membership Committee.

Section 2.06 Privileges of Members

- A. A member in good standing is one who is respectful, follows trail riding guidelines and is not a person whom is identified as a felon in the eyes of the law. A member that is in good standing shall be entitled to all the benefits herein after set forth, or as may be adopted.
- B. If a prospective member identifies as a felon upon application to PVMR membership the Membership Chairman will request that the applicant disclose, for membership consideration, their felony status and type of conviction. The Board of Directors will then be notified of their need to review the application. After review the Membership Chairman will notify the applicant of the acceptance or disqualification for membership.
- C. Any member of legal age (18 years) may serve as an officer and may also serve on the Board of Directors.
- D. A member shall have an equal opportunity to receive notice of any upcoming ride or event in order to secure reservations.

Article III. DUES

Section 3.01 Description

Members shall pay annual dues for the current year.

Section 3.02 Annual Dues

- A. Annual Dues are as follows:

Single Membership \$30.00

Family Membership \$40.00

Honorary Membership: No Charge

B. Annual Dues are due and payable on January 1st and become delinquent 30 days thereafter.

Section 3.03 Indebtedness

Any member, who fails to settle their indebtedness to the corporation within 30 days may, after they are given an opportunity by the Board to be heard, be barred from taking part in any activity by the Board of Directors. This would require a majority vote by the Board.

Section 3.04 Increase of Dues

Annual dues may be increased by a majority vote of the Board of Directors, upon recommendation of the Membership Committee and notification to the members at a general meeting.

Article IV. MEETINGS

Section 4.01 Place

Meetings of members shall be held as designated upon proper notification.

Section 4.02 General and Annual Meetings

There shall be a general meeting the second Wednesday of each month, commencing with the month of January, 1984. The general meeting for the month of November shall be known as an annual meeting and shall be held for the purpose of electing new officers for the next calendar year and transacting such other business as may come before it. There shall be no general meeting for the month of December. Instead the Annual Christmas Dance will serve as a meeting of the membership. A special meeting for the month may be called when deemed necessary by the President for the Board of Directors.

Section 4.03 Board of Directors Meetings

The Board of Directors shall meet when corporate business necessitates or is requested by the President. The Board of Directors must meet on a quarterly basis minimum.

Minutes from the Board of Directors meetings shall be taken by the Secretary or appointed scribe and reported to the membership.

Board meetings shall be open to the membership and members shall be notified beforehand.

Section 4.04 Quorum

- A. General Meeting: Ten (10) members in good standing shall be necessary to constitute a quorum for the transaction of business, and except as otherwise provided by law, by the articles of incorporation, or by these Bylaws no business shall be transacted in the absence of a quorum. A voting membership is a regular member 18 years of age or older.
- B. Board of Directors Meeting: A quorum for the Board of Directors shall be 2/3 of the Board of Directors.

Section 4.05 Conduct of Meetings

Meetings shall be governed by Roberts Rules of Order, as such rules may be revised from time to time, as such rules are not inconsistent or in conflict with these Bylaws with the articles of incorporation of this corporation, or with law.

Section 4.06 Voting Measures

- A. Special measures that will require the favorable vote of 2/3 of the voting members present shall be:
 - 1. To amend the articles of incorporation.
 - 2. To dissolve the corporation.
 - 3. To enact repeal, or amend a Bylaw.
- B. Any action referred to in Article IV, Section 4.06 will require presentation at a regular business meeting, and written letter accompanied by a copy of the proposal to all members in good standing, at least 14 days prior to the voting date. Such notice shall be instigated by the club secretary, directed by the President,

Article V. OFFICERS

Section 5.01 Offices

The officers of the corporation shall be President, Vice President, Secretary and Treasure.

Section 5.02 Candidates

A candidate for an office must be a member in good standing, preferably for one year of continuous participation.

Article VI. DUTIES OF OFFICERS

Section 6.01 President

- A. The President shall be the Chief Executive Officer of this corporation and shall have general supervision, direction and control of the business.
- B. The President shall sign all papers, contracts and documents required and which are proper and necessary to carry on the business of the corporation. All powers and duties imposed upon him/her by these Bylaws.

Section 6.02 Vice President

- A. The Vice President shall assume the duties of the President in the *event* of the absence or inability of the President to act or at the request of the President, as vested with all the powers and shall perform all the duties of the President.
- B. The Vice President shall have such other duties as may be specifically delegated to him by the President or Board of Directors.

Section 6.03 Secretary

- A. It shall be the duty of the Secretary to keep a record of all general and Board meetings, attend their sessions and record all votes and minutes of their proceedings in a book or books.
- B. The Secretary shall give all notices required by the Bylaws, keep proper books of account and give due notice of all meetings.

Section 6.04 Treasurer

- A. It shall be the duty of the Treasurer to receive all monies belonging to the corporation and to account for same.
- B. The Treasurer shall keep an account of receipts and expenditures, making a report at each monthly meeting as may be required by the Board of Directors and make a quarterly report to the membership.
- C. The Treasurer shall pay over and deliver all monies, books and papers to his/her successor.

Article VII. ELECTIONS

Section 7.01 Nominating Committee

In September of each year, a nominating committee of three shall be appointed by the President of the corporation. Said committee will contact members to seek those interested in holding an office. In October of each year, a slate of eligible persons to serve as officers and Directors of the corporation shall be presented to the membership at large during the regular monthly meeting.

Section 7.02 Time of Elections

During the last regularly scheduled meeting of the year (November), nominations from the floor shall be called for and elections held. Newly elected officers shall be installed and take office at the first general meeting of the New Year and shall serve until the new officers are installed the next year.

Section 7.03 Procrastination of Elections

If for any reason such elections are not held during the last general meeting of each year, the next subsequent general meeting of the corporation shall have this item as the first and main subject of the agenda.

Section 7.04 Vacancy

- A. Any officer being absent three consecutive meetings with-out just cause shall have his office declared vacant.
- B. A vacancy in an elective office shall be filled by a special election at the next general meeting. An appointive office will be filled immediately by the President.

Section 7.05 Office Holding

No member shall hold more than one elective office at the same time.

Section 7.06 Recall of an Officer or Director

Any officer or Director may be recalled by the membership by the following procedure:

- A. A petition signed by 2/3 of the voting membership must be presented to the Board of Directors.
- B. The resulting vacancy shall be filled as prescribed under Article VII, Section 7.04 B.

Article VIII. APPOINTMENTS

Section 8.01 Selection

- A. Upon taking office, the President shall appoint the following in accordance to the needs and importance to the corporation:

Trail Boss
Public Liaison
Audit Committee
Membership Committee
Editor of Newsletter

- B. Chairpersons shall be appointed by the President, only after being brought before the membership at a general meeting and can only be appointed if there are no nominations and/or motions passed to select a chairperson by the membership at large.

- C. Committee Chairpersons shall select their respective committee members.

Section 8.02 Trail Boss

It shall be the duty of the Trail Boss to plan, educate and coordinate with individual trail bosses how to direct trail rides and maintain order and discipline on such rides.

Section 8.03 Public Liaison

It shall be the duty of the Public Liaison to cooperate with county, state and federal agencies and local organizations that may be involved with acquiring, maintaining or legislation pertaining to equestrians.

Section 8.04 Audit Committee

It shall be the duty of the Audit Committee to audit the books annually and report thereon to the Board.

Section 8.05 Membership Committee

It shall be the duty of the Membership Committee to have charge of all matters pertaining to the membership of the corporation, over and including the procuring of new members and the reinstatement and eligibility of members.

Section 8.06 Editor of the Newsletter

It shall be the duty of the editor to write publications for promotion of club activities, and events.

Article IX. BOARD MEMBERSHIP

Section 9.01 Management

The management of the corporation shall be entrusted to a Board of Directors, their decisions being subject to approval by the membership. The Board of Directors shall transact all necessary business between club meetings and such other business as may be referred by the members.

Section 9.02 Board of Directors

The Board of Directors shall consist of nine members: President, Vice President, Immediate Past President, Secretary, Treasurer and four persons elected from the membership at large. In the event that there is no Immediate Past President, the Immediate Past Vice President will serve on the Board. Should the Immediate Past Vice President not be able to serve on the Board, a fifth member will be elected.

Article X. LIMITATIONS AND LIABILITIES

Section 10.01 Obligations

Under no circumstances shall any officer, member of any committee or member of this corporation contract for or incur any obligation to this corporation without first having secured authorization from the Board of Directors.

This corporation shall not incur or cause to be incurred any obligation that might subject to liability any other club, group, member, individual, corporation or organizations.

Article XI. AMENDMENTS

These Bylaws may be amended at any general club meeting by a vote of 2/3 of the members present and voting, provided that the proposed amendment shall have been submitted in writing and read at a general meeting and providing all members in good standing, notice in writing, of said proposed amendment change at least 14 days prior to voting date. Such notice shall be instigated as directed by the club President.

Article XII. RIDE RULES AND TRAIL ETIQUETTE

A copy of the -Pine Valley Mountain Riders, Inc. "Ride Rules and Trail Etiquette" will be included with all membership applications and prospective members shall sign that he/she has read such rules. In case of a family membership, the person signing the membership form will be responsible for family members abiding by these rules. If membership forms and applications do not include the "Ride Rules", they will be mailed or emailed to the applying member and the date sent posted in the column for their signature. Violation of the "Ride Rules and Trail Etiquette" and having been properly advised, can cause the member revocation of membership. Members shall be held responsible for their guests abiding by said Rules.

Article XIII. SUPERSESSION

These Bylaws supersede any and all Bylaws in effect heretofore and annul and supersede any and all prior resolutions inconsistent here with the foregoing Bylaws were duly adopted at a regular meeting of this corporation on date of approval: June 12, 2024.

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The Bylaws Update Committee began in March 2024 and was approved by the Membership at the June 12, 2024 General Meeting. The committee consisted of:

President- Susan Mena

Vice President- Jodi Davis

Treasurer- Brenda Baker

Secretary- Diana Clark

Board Members:

Bill O'Brien

David Somerville

Denise McKay

Marty Parker

Tracie Whitlow

Signed by President

Susan Mena Date 10-7-2024

Signed by Treasurer

Brenda Baker Date 10-7-2024