

BY-LAWS of the State of Jefferson Chapter,
Oregon Dressage Society
(SJODS)

Version: 4.0 Rev A

Approved: Nov 11, 2008

ARTICLE I: PURPOSE

To support the goals and purpose of Oregon Dressage Society (ODS) at the local level to educate, promote and inspire members and the general public through opportunities for dressage education and events that also promotes the welfare of the horse.

ARTICLE II: MEMBERSHIP

Section 1: Classes of Membership

ODS members may designate SJODS as the local affiliate of the Oregon Dressage Association.

Membership in SJODS is open to all 6 classes of ODS membership: (1) life, (2) business, (3) patron, (4) adult, (5) junior/young rider, (6) additional supporting family members. All members shall abide by these Bylaws and Amendments.

Memberships are to be renewed annually through payment of dues to the Oregon Dressage Society. The membership year is November 1 through October 31.

Members in good standing in accordance with ODS Bylaws are entitled to attend all chapter meetings and to participate in activities of the organization.

Section 2. Voting

Voting may be conducted at regular Board of Director meetings, at general membership meetings or by e-mail at the discretion of the Board of Directors. A secret ballot may be used for election of officers. Voting results are considered to be valid only if the conditions for a quorum are met. Majority vote shall rule.

Section 3. Quorum

A minimum 5% of the general membership shall constitute a quorum for any meeting of the General Membership. If a quorum is present, action is taken by an affirmative vote of the majority of the General Members. On votes taken by e-mail, a quorum shall consist of a minimum of 5% of the general membership casting ballots.

Four members of the Board of Directors shall constitute a quorum for any meeting of the Board of Directors. If a quorum is present, action is taken by affirmative vote of the majority of Board Members. On votes taken by e-mail, a minimum of four members of the Board of Directors casting ballots shall be considered a quorum.

Section 4. Proxy

There shall be no voting by proxy.

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Section 5: Participation

Members are encouraged to serve on committees, as officers, on task groups, and assist with club-sponsored events as unpaid volunteers. All SJODS members are encouraged to participate in and benefit from club sponsored activities and utilize the club video library.

Section 6: Suspension or Expulsion

A member of SJODS may be suspended or expelled with or without cause from the organization pursuant to a majority vote of the Board of Directors. This member shall have at least fifteen days written notice by first class or certified mail of the termination and the reason for the termination, and an opportunity for the member to be heard by the Board, orally or in writing, not less than five days before the effective date of the termination. A member suspended or expelled from ODS shall also be immediately suspended or expelled by SJODS.

ARTICLE III: General Membership meetings

Section 1. Annual Meeting

A General Membership business meeting shall be held each October for the purpose of electing officers and setting the direction of the club for the following year.

Section 2: Special Meetings

Special meetings of the members shall be held at the call of the Board of Directors, or by the call of the holders of at least five percent of the General Membership by a demand signed, dated, and delivered to the SJODS Secretary. Such demand by the members shall describe the purpose for the meeting.

Section 3: Notice of Meetings

Notice of meetings described in Sections 1 and 2 of this Article shall be given to each member at the last address of record, by first class mail or e-mail at least seven days before the meeting. The notice shall include the date, time, place, and purposes of the meeting.

Section 4: Other meetings

The Board of Directors may call additional General Membership meetings at other times. Advance notification for those meetings is encouraged whenever possible.

ARTICLE VI. OFFICERS:

Section 1. Titles

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The officers of ODS shall be President, Vice-President, Secretary, and Treasurer

Section 2. Elections

Officers shall be elected annually in October and shall take office November 1st. Elections may be held in conjunction with a of the General Membership meeting or by e-mail or phone calls to those without email.

Section 3. Terms

The terms of all offices shall be one year. An officer may be re-elected without limitation on the number of terms the officer may serve.

Section 4. President

The President shall be the chief officer and shall also act as the chair of the Board of Directors. The President conducts chapter business meetings, organizes the agenda, facilitates discussion, and appoints all committee chairpersons.

Section 5. Vice-President

The Vice-President shall serve as the President in the absence of the President. All duties and responsibilities of the President shall transfer to the Vice President should the President become indisposed or unable to fulfill the President's duties and responsibilities.

Section 6. Secretary

The Secretary shall have overall responsibility for all recordkeeping. The Secretary shall perform, or cause to be performed, the following duties: (a) official recording of the minutes of all proceedings of the Board of Directors and members' meetings and actions; (b) provision of notice of all meetings of the Board of Directors and members; (c) authentication of the records as required (d) maintaining current and accurate membership lists, and (e) any other duties as may be prescribed by the Board of Directors.

Section 7. Treasurer

The Treasurer shall have overall responsibility for all financial recordkeeping and be responsible for all funds received and disbursed by ODS. The Treasurer shall perform, or cause to be performed, the following duties: (a) deposit of all monies; (b) issue receipts for funds paid into ODS; (c) maintain a complete record of all business transactions and render reports of the financial status of SJODS to the Board of Directors at each Board of Directors meeting and the general membership at least once a year; (d) disbursement of all funds when proper to do so; (e) completes annual financial report for submission to ODS, and (e) any other duties as may be prescribed by the Board of Directors.

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Section 8. Vacancies

The Board of Directors shall fill by majority vote any officer position that may become vacant. Any officer filling a vacancy by this means shall serve until the next election of officers.

ARTICLE VII. BOARD OF DIRECTORS

Section 1. Duties

The Board of Directors shall manage the affairs and conduct the business of SJODS. The Board of Directors may make contract in SJODS's name and behalf, or authorize such contracts to be made by the officers. The Board shall approve the annual Financial Report prior to submission to ODS.

Section 2. Number

The Board of Directors shall consist of the Officers of the chapter and three Directors at Large.

Section 3. Term and election of Directors

Each Director shall serve a one-year term. There shall be no limit on the number of terms a Director may serve. Election of Directors at Large shall be included in the election of Officers.

Section 4. Vacancies

The Board of Directors shall fill by majority vote any Director at Large position that may become vacant. Any Director at Large filling a vacancy by this means shall serve until the next election of Directors at Large.

Section 5. Meetings of the Board of Directors

The Board of Directors shall meet at least quarterly. Additional meetings may be held or more often when deemed necessary or desirable by the President or a majority of the Board of Directors.

Section 6. Alternative Meeting Venue

Any regular or special meeting of the Board of Directors may be conducted through use of any means of communication by which all Directors may communicate with each other.

Section 7. Records

SJODS must keep as permanent records minutes of all meetings of its members and Board of Directors; a record of all chapter action taken by the members or directors without a meeting; a record of all actions taken by committees which operate on behalf of the Board of Directors; a record of members with addresses; current bylaws; a list of names and addresses of

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current officers; at least the last three annual financial statements; other documents and records as prescribed by the Board of Directors.

All records required by this section shall be submitted to the Secretary for inclusion in the Chapter records.

Section 8. Policy and Procedures Manual

A Policies and Procedures manual shall be maintained by the Board of Directors and may be added to, amended, or otherwise revised by a majority vote of the Board of Directors.

Article VIII. COMMITTEES AND REPRESENTATIVES:

Section 1. Executive Committee

The Executive Committee shall consist of the President, President-elect, Secretary, and Treasurer. The immediate Past President shall be a non-voting member of the Executive Committee in an advisory capacity for a period not to exceed one year following his/her term of office. The Executive Committee shall have the authority to make ongoing decisions between Board meetings and shall have the authority to make financial and program decisions, grant approval to horse shows, and consider and grant emergency fund requests. Any meetings of and/or business conducted by the Executive Committee must be reported to the Board of Directors at the next Board of Directors meeting.

Section 2. Other committees

The Board of Directors shall make appointments of chairpersons for the following committees annually.

A. Standing Committees

Show Committee

Education Committee

Clinic Committee

Budget/Fund Raising Committee

Membership Chairman—Provides membership access, updates chapter roster and solicits active membership enrollment (see attachment 1) in January of each year and each new member identified by ODS during the year.

ODS Chapter Representative—Attends meetings of state organization representing SJODS's interests.

B. Special committees and representatives may be established for specific tasks.

ARTICLE IX: PARLIAMENTARY AUTHORITY:

The chapter adheres to the rules contained in the modern edition of Roberts Rules of Order.

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ARTICLE X: REVISION OF BY-LAWS:

These By-Laws may be amended by the Board of Directors at a regular or special meeting called for that purpose and after due notice thereof and upon the majority vote of the members at that meeting, a quorum being present.

ARTICLE XI: Nonprofit and Tax Exempt Status:

SJODS is designated as a non-profit organization, and as such no part of the earnings of the corporation shall be distributed to it's officers, or members nor shall the organization carry out any activities not permitted under section 501(c3) of the IRS code of 1986.

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The following notations are for information purposes only and do not constitute a part of the BY-LAWS of SJODS.

Suggestions For Conflict Resolution

Robert's Rules of Order – Using these guidelines will allow meetings to be conducted fairly and efficiently.

By-laws and Procedures – Study your by-laws, procedures and statement of purpose. Are they detailed enough? Do they need to be updated? Having things down in black and white prevents conflicts.

Communications – A full disclosure of all activities, in other words a profit-loss statement, should be made at least annually or more often if requested. Have a long range plan and prepare a budget for each year. Communicate often with your membership, a newsletter is a necessity. Ask for feedback from your members. Do the majority of your members feel their needs are being met?

First and Second Reading – If there is any disagreement, discuss the issue at one meeting and discuss it again and vote at the next meeting. This will allow information to be collected and an informed decision to be made. If it is a major controversial decision that will affect most of your membership, have all members vote.

Manners – no name-calling or personal attacks should ever be allowed. Insults serve no purpose and only inflame the issue. These people doing the job are volunteers. If you think you can do the job better, volunteer to either help or take on the job yourself the next time. Discuss the facts, not personalities.

Volunteers – take care of your volunteers or you won't have them for your next activity. Make sure your group devises some method of rewarding volunteers for their work.

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Revision History

Revision	Prepared by	Description of change	Approval
1.0	Ed Miller	Complete rewrite	Nov 12, 2002 SJODS meeting by unanimous vote
2.0	Ed Miller	Define "active member." Define "quorum" in terms of active members. Revise "benefits" to limit to "active members." Revise duties of membership chairperson and board of directors related to Active Members. Develop Attachment 1 for active membership solicitation. Revise section VI for grammatical correctness. Renumber paragraphs	Oct 14, 2003 Changes approved at SJODS meeting by unanimous vote.
3.0	Ed Miller	Article VI. Change Officers to include 3 board members at large. Delete Membership chair and ODS representative from Officer list. Article VIII. Revise to read "committees and representatives." Add membership chair and ODS representative. Article IX. change annual meeting from November to October. Delete "develop yearly budget." The budget committee will develop the budget.	Changes proposed during Nov 18 club meeting. Approved at 3/9/04 club meeting
3.1	Ed Miller	Article IX. Correct error to revision 3.0 by changing election of officers from November to October. Change was to have been made in rev 3.0 and was inadvertently omitted.	
4.0	Ed Miller	Major rewrite to reflect ODS by-law changes. Major items include deletion of "active member" concept and revision of officer term limits	
4.0 Rev A	Ed Miller	Incorporates comments from chapter. Final version	