

## **BY-LAWS OF RAINBOW SADDLE CLUB**

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

**Section 1:** The name of the organization shall be Rainbow Saddle Club

**Section 2:** Rainbow Saddle Club is organized exclusively for recreational purposes more specifically to promote horses, horsemanship, and sportsmanship through fair representation of all breeds and horse related activities for the members of the organization and the community at large.

### **ARTICLE II: MEMBERSHIP**

**Section 1:** Membership shall consist of individuals interested in the purpose of the organization.

**Section 2:** Membership shall commence upon receipt of dues and shall end on December 31 of such calendar year membership is applied for. A member in Good Standing is a member whose membership dues are paid current and is fulfilling their membership responsibilities.

**Section 3:** Memberships, membership dues, membership responsibility and other such matters concerning membership shall be approved and communicated by the general membership at the December annual meeting for up-coming year.

**Section 4:** Termination. Membership, voting or non-voting, may be terminated for any action which is detrimental to Rainbow Saddle Club. Membership will be terminated by a procedure that is fair and reasonable. A procedure is considered fair and reasonable by the following:

- A. Written notice not less than 15 days prior of termination date, including the reasons why.
- B. Opportunity for member to be heard (oral or written) not less than 5 days prior to effective date of term.
- C. Vote by general membership.

**Section 5:** Definition of Voting Member- A voting member is a member in attendance of a general meeting of the organization attended by a quorum, with membership dues paid current for a voting membership that entitles them to a vote at a general meeting.

**Section 6:** Rainbow Saddle Club defines voting membership as follows:

1. Family Membership- 2 votes by members of 18 years of age and over.
2. Single Membership- 1 vote of a member of 18 years of age and over.
3. Youth Membership- Non-voting. Members that are of 17 years and under.
4. Associate Membership- Non-voting. Open to members of all ages.

**Section 7:** No member, voting or non-voting, at any historical or future date, shall use the name of the organization or associate the organization in self-fulfilling profit-making business transactions outside of the normal business conducted by the organization at meetings.

## ARTICLE III: MEETINGS

**Section 1:** Annual Meeting. The annual meeting shall be held during the scheduled general meeting in December of each year, or such other date as shall be set by the Board of Directors with notice. The agenda shall consist of the election of officers, election of board directors and any other general business such as committee selections. The annual business report shall be presented at the February meeting of the following year.

**Section 2:** General Meetings. Regular general meetings, composed of voting and non-voting members, shall occur monthly. The date, time, and location of the general meetings shall be given in notice to both voting and non-voting members, as well as advertised to the public on the organization's website.

**Section 3:** Special Meetings. Special meetings may be called by the President or a majority vote of the Board of Directors or the lesser often (10%) percent of voting members. Notice shall list those calling the special meeting and the purpose and agenda of the special meeting.

**Section 4:** Notice. Notice of each meeting shall be given to each voting member by electronic means, not less than five (5) days before the meeting.

**Section 5:** Quorum. A quorum must be attended by at least ten (10%) percent of the voting members before business can be transacted or motions made or passed.

**Section 6:** All fore mentioned meetings shall abide by parliamentary procedure as set forth by most current edition *Robert's Rules of Order Newly Revised*

## ARTICLE IV: BOARD OF DIRECTORS

**Section 1:** Board Composition, role, and compensation. The Board shall consist of the outgoing President, the current officers, plus four elected directors from the voting membership. The Board is responsible for the perpetual existence and overall management of the organization on behalf of members. The Board receives no compensation.

**Section 2:** Meetings. The Board shall meet at least two times a year at an agreed place and time. A Board meeting can be called upon by any Board Director by Notice. All Board meetings shall abide by parliamentary procedure as set forth by most current edition of *Robert's Rules of Order Newly Revised*.

**Section 3:** Between meeting action. In between meeting action may be conducted by the Board of Directors for matters needing a timely response. In between actions may be carried out verbally or electronically and shall be considered complete with a majority vote of the Board Members.

**Section 4:** Board Terms. Terms for current officers on the Board are for the term of office. The outgoing President shall serve a term of one (1) year on the Board. The directors comprised of voting memberships shall hold terms of two (2) years.

**Section 4:** Board Elections. Election of new directors or election of current directors to a second term will occur as the second item of business at the annual meeting. Two (2) directors will be elected at each annual meeting. Directors will be elected by a majority vote of voting members.

**Section 5:** Quorum. A quorum must be attended by at least two-thirds of the Board members before business can be transacted or motions made or passed.

**Section 6:** Notice. An official Board meeting requires that each board member have an electronic notice five (5) days in advance of the meeting or verbal notice as set by a majority vote of the Board members at the prior Board meeting.

**Section 7:** Director's Roles and Duties. Each director shall discharge the duties in good faith, in a manner which the director reasonably believes to be in the best interests of the organization, and with the care an ordinarily prudent person in a like position would exercise under similar circumstances.

*Chair.* The current President shall serve as the Chair of the Board. The Chair shall convene regularly scheduled Board meetings, shall preside, or arrange for other members of the Board to preside at each meeting in the following order: Vice-President, Secretary and Treasurer.

*Vice-Chair.* The current Vice-President shall serve as the Vice-Chair of the Board.

*Secretary.* The current Secretary shall serve as Secretary of the Board. The Secretary shall be responsible for keeping records of Board actions, including overseeing the taking of the minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and agenda to each Board member, providing copies of the Board minute to members at general meeting, and assuring that corporate records are maintained.

*Treasurer.* The current Treasurer shall serve as Treasurer of the Board. Treasurer shall assist in the preparation of the budget and make financial information available to Board member, members, and the public.

**Section 8:** Vacancies. When a vacancy on the Board exists, nomination for new members may be received from the present Board members by the Secretary five (5) days in advance of a general meeting for members. The new Director will be voted on by a majority vote of voting members at a general meeting. These vacancies will be filled only to the end of the Board member's term.

**Section 9:** Resignation, Termination and Absences. Resignation from the Board must be in writing and received by the Secretary. A Board member shall be dropped for excess absences from the Board if that member has three unexcused absences from Board meetings in a year. A Board member may be removed for other reasons by voting members in attendance at a general meeting or by a three-fourths vote of the voting members via secret ballot.

## ARTICLE V: OFFICERS

**Section 1: Officer Composition, Role, and Compensation.** The Officers of the organization shall be composed of four elected members in good standing, consisting of a President, Vice-President, Secretary and Treasurer. The Officers shall be responsible for the day-to-day management and guidance of the organization on behalf of members. The Officers shall receive no compensation.

**Section 2: Meetings.** The Officers shall have no separate meetings composed of Officers only.

**Section 3: Officer Elections.** Election of new officers or election of current officers to a second term will occur as the first item of business at the annual meeting of the organization. Officer will be elected by a majority vote of current voting members via secret ballot.

**Section 4: Terms.** All Officers shall serve a one (1) year term consisting of a calendar year and are eligible for re election.

**Section 5: Officers and Duties.**

*President.* The President shall convene regularly scheduled general meetings, shall preside at each meeting, or arrange for other members of the Officers to preside at each meeting in the following order: Vice-President, Secretary and Treasurer. The President shall have the authority to transact business, sign checks and make decisions on behalf of the organization and the members of the organization should a time factor or other emergency so demand. The President shall have the authority to form special committee at a general meeting to address a topic and shall serve as the Chair of the special committee created or appoint a voting member that wholly accepts the appointment.

*Vice-President.* The Vice-President shall act in the absence of the President. The Vice-President shall be responsible for the development and enrollment of new members accompanied with the subsequent orientation and communication to new members.

*Secretary.* The Secretary shall be responsible for keeping records of members' actions as they pertain to business conducted at general meeting, including overseeing the taking of the minutes at all general meetings, sending out meeting announcements, distributing copies of minutes and agenda to members, and assuring the corporate records are maintained. The secretary shall keep a record of current voting members and shall be responsible for the electronic submission of the list including voting and non-voting members, to the Secretary of all affiliated organizations conforming to the organization's requirements.

*Treasurer.* The Treasurer shall make a report at each General meeting. The Treasurer shall be responsible for the monetary accounts of the club, shall keep all funds in a bank(s) as approved by the Board of Directors in the legal name of the organization subject to withdrawal by checks signed by the Treasurer or President. The Treasurer shall disburse funds under the direction of the Board of Directors. The Treasurer shall assist in the preparation of the budget and make financial information available to the Board, members, and the public.

*Vacancies.* When a vacancy on the Officers exists, nominations for new Officers may be made to the Secretary at a general meeting or by communication five (5) days in advance of a general meeting. The new Officer will be voted on by a majority vote of voting members at a general meeting. These vacancies will be filled only to the end of the Officer's term.

*Resignation, Termination and Absences.* Resignation from an Officer must be in writing and received by the Secretary. An Officer shall be dropped for excess absences from general meetings if the Officer has three unexcused absences from the general meetings in a year by a three-fourths vote of voting members. An Officer member may be removed for other reasons by a majority vote of voting members present at a general meeting.

## **ARTICLE VI: COMMITTEES**

**Section 1:** Special Committees. The President at a general meeting shall have the authority, or majority vote of voting members at a General meeting shall have the authority to create special committees as needed. The special committee shall cease existence upon completion of the purpose of the special committee.

**Section 2:** Show Committee. The Show Committee members are responsible for the planning, coordination, communication, and marketing of club sponsored shows. All open horse shows must follow the current rules as set forth by the current WSCA rulebook. The Show Committee Chair shall make a report at each general meeting or arrange for another show committee member to provide a report. The Show Committee shall meet on an as needed basis. The Show Committee is responsible for appointing a member (s) to serve as a Show Boss and /or Co-Show Boss for each show. The Show Boss is responsible for overseeing all activities of their assigned show at all times of the show, including communication of materials such as rules or patterns for specific events, coordinating the schedule of volunteers for the show including the food stand, and the clean-up. The Show Committee Chair and Show Boss must see that the Judge and all participants are aware of the rules the organization will follow and shall concur with Judge as a rules committee at any time during a show should such a circumstance needing interpretation of the rules develop.

## **ARTICLE VII: AFFILIATIONS**

**Section 1:** Western Saddle Club Association. The Rainbow Saddle Club shall perpetually be a member of the Western Saddle Club Association (WSCA). The club must appoint delegates and alternates to represent the organization at all WSCA general meetings and to provide a report at the subsequent general meeting as required by WSCA.

**Section 2:** Other Affiliations: Rainbow Saddle Club shall vote annually to be affiliated with any other association that fulfills the purpose of the organization with a majority vote of voting members. Such affiliation will be voted on at the Annual Meeting.

## **ARTICLE VIII: AMENDMENTS**

**Section 1:** The bylaws may be amended when necessary be a majority vote of the voting members. Proposed amendments must be submitted to the Secretary and notice must subsequently be sent to each member with intent of voting on the proposed amendment at the next general meeting.

## **ARTICLE VIII: DISSOLUTION**

**Section 1:** Upon the voluntary/in-voluntary dissolution of Rainbow Saddle Club, no member/members shall receive assets (nor incur debt) belonging to Rainbow Saddle Club. All assets/monies shall be designated to another organization in which the membership has voted upon.