By-Laws Snake River Reining Alliance Boise, Idaho

Preamble

The following articles are adopted as the By-Laws of the Snake River Reining Alliance of Boise, Idaho. These articles are to be in force and effective from and after February 2002.. (As amended and reprinted May 1, 2006, second amendment and reprint February 15, 2011.

<u>Article I</u>

Name and Structure

- Section 1. <u>Name:</u> This organization shall be known as the **Snake River Reining Alliance** with the official abbreviation of **SRRA**.
- Section 2. <u>Structure:</u> This Alliance is a not for profit 501(c)3 association pursuant to Idaho Code Title 53, Chapter 7 and a "group" as that term is used in Idaho Code Section 6-1801(4). The membership has the sole right of self-government within the limits of this document and through the officers elected as prescribed herein.
- Section 3. <u>Official place of business:</u> Shall be (post office box address) to be maintained by the elected Recording Secretary of the board to provide stable and accurate gathering of correspondence and official alliance information from year to year.

Article II

Objectives

Section 1. <u>Purposes:</u>
 A. To promote the art of reining locally, regionally, and nationally, by providing venues for professional and non-professional reiners and their performance horses.

- B. To serve as a resource of collective expertise for individuals interested in the technical aspects of the equine sport of reining, including riding, training and showing performance horses.
- C. To plan, manage and supervise reining horse competitions, expositions and clinics.

<u>Article III</u>

Membership

Section 1.	<u>Eligibility:</u> Any individual or family may join with the following requirements:A. Abide by the By-Laws of the Alliance.B. Payment of dues as determined by the Board of Directors.
Section 2.	 <u>Types of Membership:</u> A. Individual Membership: 18 years of age or older as of 1 January. B. Individual Youth Membership: Less than 18 years of age as of 1 January. C. Family Membership: Couples and children under 18 years of age as of 1 January. D. Business/Corporate/Partnership membership.
Section 3.	<u>Dues:</u> Annual membership dues shall be established by the Board of Directors Dues are due and payable for the competition year prior to competing or receiving SRRA rights or privileges. Membership term runs from SRRA receipt of payment until first Annual Business Meeting.
Section 4.	Disciplinary Actions: Refer to the NRHA Code of Conduct guidelines.

Article IV

Organization

- Section 1. <u>Prerequisites for Office:</u> Any voting member in good standing of the alliance may become a candidate for and be elected to the Board of Directors or other offices listed below.
- Section 2. <u>Board of Directors:</u> The alliance leadership shall consist of a thirteen(13) member Board of Directors including five (5) Officers designated by the titles of President, Vice-President, Recording Secretary, Corresponding Secretary and Treasurer. These Officers shall be NRHA members in good standing or NRHA Affiliate status will be annulled, per NRHA Affiliate Compliance. This is to be monitored and reported by the Recording Secretary on a yearly basis.
- Section 3. <u>Terms of Office:</u> Officers will serve a term of one (1) year and may be re-elected to the same or another position at the end of the term served. Seven (7) directors shall be appointed by the Officers for two year terms each, which shall stagger as follows: Four (4) Directors shall be appointed by the Officers on odd years and three (3) Directors shall be appointed on even years. The eighth Director's term of office shall be filled by the outgoing President for a period of one (1) year. The past President's term shall be extended for one (1)year in the event the incumbent President is re-elected. No two offices may be held by the same person. Earlier termination of any Director or Officer shall be by resignation or by petition consisting of the signatures of at least two-thirds (2/3) of the membership in good standing or a majority of the Board of Directors. Terms of office for Directors and Officers shall run from the first Annual Business Meeting of

the year to the first Annual Business Meeting of the following year. A vacated board position may be filled by recommendation by the President and Board approval. Directors, as defined in Article IV, Section 2, are required to attend all meetings, both Board and General, unless excused by the President. Excessive unexcused absences per club year will automatically render their position open.

Section 4. <u>Election of Officers and Appointment of Board of Directors:</u> The posts of President, Vice-President, Recording Secretary, Corresponding Secretary and Treasurer shall be by ballot at the first Annual Business Meeting of the new year. Appointment of the Board of Directors should be nominated by the retiring Officers and approved by the newly elected Officers.

<u>Article V</u>

Duties of Officers

- Section 1. <u>The Board of Directors:</u> The Board of Directors will be responsible for the supervision, management and oversight of the activities and functions of the SRRA, in accordance with the By-Laws of the SRRA. The Board shall have the power to authorize the Treasurer to pay just debts of the association that have been incurred in the normal course of alliance business. Members of the SRRA shall indemnify, and hold blameless, the Board of Directors and its individual members for actions performed in the business of the SRRA when conducted in good faith and in accordance with SRRA by-laws. Board members cannot be compensated for their performance of duties for the SRRA unless contractual consideration has been approved by the Board for professional services rendered. If a Board member has a conflict of interest issue before the Board, that member will be expected to excuse himself from voting, although it is appropriate to participate in the discussion process.
- Section 2. <u>The President:</u> The President of the SRRA is the principal executive officer and chief parliamentarian for the alliance. The President shall conduct and preside over meetings of the Board of Directors and shall be informed as to the proper manner of procedure as stated in ROBERT'S RULES OF ORDER. The President will serve as primary officer representing the SRRA in business affairs at the direction of the Board. The President's signature will be required on matters of alliance business to include legal or financial documents required to be executed at the request of the Board of Directors. The President shall countersign all checks issued by the Treasurer. The President may establish committees to carry out the business of the SRRA and recruit committee members from the Board of Directors and general membership.
- Section 3. <u>Vice-President:</u> The Vice-President shall perform the administrative duties of the President in the absence or inability of the President to act. The Vice-President shall be available to assist the President in administrative tasks as so directed and other duties as requested by the Board, The Vice-President shall, in absence of the President countersign all checks issued by the Treasurer.

- Section 4. <u>Recording Secretary:</u> The Recording Secretary shall keep an accurate record of all proceedings of all membership and Board of Director meetings of the alliance. Minutes of all meetings shall be kept up-to-date and in good order at all times. The Recording Secretary shall provide a copy of these minutes to the President and Board of Directors for their reference by the following meeting. The recording Secretary shall keep a separate file of a master copy of the current By-Laws. The Recording Secretary shall be required to serve on the show committee and shall be the main contact and correspondent with the NRHA and file all Affiliate and show forms in a timely manner. The Recording Secretary shall oversee the SRRA website. In the absence of the Corresponding Secretary from any meeting, the Recording Secretary shall assume the duties of that office for that meeting.
- Section 5. Corresponding Secretary: The Corresponding Secretary shall keep an accurate list of names, addresses, contact numbers and email addresses of alliance members. The roster of membership shall not be given to any individual or organization outside of the alliance unless permission has been obtained form the Board of Directors. The Corresponding Secretary shall make known meetings and other information to alliance members as is deemed necessary by the President or Board of Directors and shall conduct the correspondence of the alliance. All correspondence received shall be brought to the attention of the Board of Directors and shall be advertisement and monthly submissions of the club newsletter with approval of the Board . The Corresponding Secretary shall also be required to serve on the Advertising and Sponsorship Committee. In the absence of the Recording Secretary from any meeting, the Corresponding Secretary shall assume the duties of that office for that meeting.
- Section 6. <u>Treasurer</u>: The Treasurer shall receive and disburse all monies of the alliance and shall be responsible for all financial records related to SRRA. The Treasurer shall keep and maintain the banking accounts and banking records for the alliance. The Treasurer will be responsible for all funds and securities of the alliance, receive payments/deposits to the alliance, provide receipts to payers, and keep records of payable expenses and payments dispersed. The Treasurer shall provide a written financial statement for the Board for each monthly meeting and file the same with the Recording Secretary at each meeting. The Treasurer will also be required to prepare an annual financial (profit and loss) statement to be made available to membership at the Annual General Meeting and file the same with the Recording Secretary and present to the Board for their approval. The Treasurer may be required to be bonded in such a sum and with such surety as determined by the Board of Directors.

<u>Article VI</u>

Committees

- Section 1. At least one Board member must serve on each committee.
- Section 2. <u>Show Committee:</u> The Show Committee shall be responsible for NRHA/SRRA show dates, paperwork for show approvals, hiring judges, scribes, show management, videographer, photographer, awards, facility and office staff, and all other necessary occurrences in the production of a horse show. The Recording Secretary shall be required to serve on this committee for purposes of properly communicating with NRHA as required. This committee shall also oversee the Stallion Auction and Stallion Stakes classes.
- Section 3. <u>Year-End Awards/Entertainment Committee:</u> This committee is responsible for SRRA class definitions, point accumulation definitions, tracking year-end points, ensuring that points are submitted to the Recording Secretary and posted on web page in a timely manner. The Year-end Awards/Entertainment Committee shall be responsible for submitting a budget and acquiring awards and prizes for the Year-end Awards Banquet and coordinating this function. This committee is also responsible for presenting a budget for and procuring awards, prizes and entertainment for the Luc McGregor Memorial Derby and Northwest Affiliate Finals when SRRA is host.
- Section 4. <u>Youth Committee:</u> The Youth Committee is responsible for youth fundraisers and the organization of youth competitors. The committee focus is to help promote good sportsmanship, citizenship and a spirit of volunteerism.
- Section 5. <u>Advertising and Sponsorship Committee:</u> Getting sponsorships is the responsibility of all members. This committee will be responsible to ensure that we are meeting the needs and promises to our sponsors. This committee also must ensure that club information that is provided to Horse Sports and our website is most current and accurate. The Corresponding Secretary is required to serve on this committee.
- Section 6. <u>Budget and Finance Committee:</u> The Budget and Finance Committee is responsible for assisting the Treasurer in maintaining the SRRA financial accounts with the following line items reported at the Board meetings. General Fund, Stallion Stakes Fund, Youth Fund, Year-end Awards Fund. Assist the Treasurer in providing a budget to the Show committee for each show and handle post show payouts. The Treasurer must serve on this committee.
- Section 7. <u>Historian</u>: The Historian shall be appointed by the President to keep an accurate record of the alliance's activities to include a yearbook with photos.
- Section 8. <u>Others:</u> The President shall appoint such other committees as the activities of the alliance require.

Article VII

Meetings

- Section 1. <u>Membership Meetings:</u> A quorum shall consist of six (6) voting Board members. The Board shall hold at least one monthly meeting at such a place and time as established by the Board. The election meeting shall be held annually during the first General Business Meeting of the new year.
- Section 2. <u>Officer and Committee Meetings:</u> A quorum shall consist of half of the voting members of the committee. The Officer meetings may be held prior to membership meetings. Notice of these meetings shall be given at least 24 hours prior to the meetings.
- Section 3. <u>Special Meetings:</u> These may be called by the Board of Directors, the President, or at the request of a majority of the voting membership. Members must be notified at least one (1) week prior to the meeting.
- Section 4. <u>Parliamentary Procedure:</u> Meetings of the alliance and of its directors shall be conducted in accordance with the rules of Parliamentary Procedure contained in ROBERT"S RULES OF ORDER for all matters not otherwise specifically covered in these By-Laws.
- Section 5. <u>Order of Business:</u>

The order of business for meetings shall be: (1) Call to order; (2) Reading and approval of minutes; (3) Treasurer's report; (4) President's report; (5) Committee reports; (6) Unfinished business; (7) New business; (8) Adjournment

Article VIII

Voting

Section 1. <u>Method:</u> The President, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer shall be elected by majority vote of members in good standing at the first General Membership Meeting. Absentee ballots may be requested by members in good standing by contacting the Corresponding Secretary prior to January 1. The Corresponding Secretary will provide a list of nominees and absentee ballots to the requesting member. Absentee ballots must be returned to an appointed election director that is not nominated for election to an office no later then one (1) week prior to said general membership meeting. This Director shall be selected by Board vote. The Board of Directors will serve as the general nominating committee for officers, but nominations may be submitted by the general membership to the Corresponding Secretary prior to the December meeting. Ballots will be counted by all non-nominated Board members present and the results announced. Section 2. <u>Voting Rights:</u> Each member 18 years of age or over, as of 1 January and in good standing shall be entitled to one (1) vote. A family membership is accorded two (2) votes (two adults over 18). Children 18 or over are required to have an individual membership and are accorded one (1) vote. Individual youth memberships (under 18 years old) shall not have a vote. **No proxy votes will be allowed.**

<u>Article IX</u>

Other Fundamentals

- Section 1. <u>Dissolution</u>: Dissolution may occur for any of the following reasons:
 - A. Majority vote of general membership.
 - B. By order of the State of Idaho.
 - C. Through legal action or court order.
 - D. Bankruptcy of the Alliance such that debts cannot be paid.
 - E. A loss of general membership such that the total number of active members falls below ten (10) members.

Upon dissolution, any assets of the Alliance will be used to satisfy all liabilities of SRRA. The Board of Directors will then determine the mechanism by which any remaining assets are to be disposed: either by distribution to the members or to a non-profit or charitable organization agreed upon by the majority vote of the directors.

- Section 2. <u>Loaning of Association Property:</u> There will be no loaning of association property without the approval of the Board of Directors and/or general membership.
- Section 3. <u>Obligation:</u> No member shall be allowed to obligate the alliance in any manner without the authority of the Board of Directors or the general membership. Conversely, no member shall be severally liable for obligations incurred by the alliance.
- Section 4. <u>Controversial Subjects:</u> Controversial subjects, such as politics or religion shall be barred from the regular and special meetings of this Alliance.
- Section 5. <u>Default Rules and Regulations:</u> Unless otherwise specified in this document the National Reining Horse Association (NRHA) Rules and Regulations as published in the current NRHA Handbook, will serve as the default rules and regulations for issues related to SRRA shows, business affairs, eligibility requirements or organization.
- Section 6. <u>Liability Insurance:</u> Prior to any SRRA event and function, liability insurance in the minimum sum of 1 million dollars shall be obtained.
- Section 7. <u>Annual Audit:</u> An annual audit of the Alliance's financial and accounting records shall be conducted.

Article X

Amendments to By-Laws

- Section 1. <u>Procedures for Amending the By-Laws:</u> The proposed amendment shall be submitted in writing to the Board of Directors for their study and recommendation. Following this, a copy of the proposed amendment shall be made available to the membership by the Corresponding Secretary for their study prior to any action taken on the proposed amendment. Proposals to amend or otherwise change the By-Laws may be submitted by the Board of Directors or by the general membership via a petition to the Board with a minimum number of 60% of active members signatures. Proposed amendments or changes to the By-Laws must be distributed to the membership at least one month prior to a vote on the proposed change. A vote on changes to the By-Laws will occur at a monthly Board Meeting or any special Business Meeting called by the Board of Directors. By-Laws will be voted on by the Board of Directors. Amended By-Laws must be submitted and approved by NRHA Executive Committee per NRHA guidelines.
- Section 2. <u>Requirements for Adoption:</u> If the proposed changes or amendments are adopted, the Corresponding Secretary will distribute a written notice to all active members with the changes to come into effect.

<u>Article XI</u>

Publication and Distribution of By-Laws

Section 1. <u>General:</u> The Board of Directors shall, on a timely basis review and update these Bylaws in accordance with Article X. These By-Laws shall be published at the direction of the President and a current copy made available to every member in good standing of the alliance. The Recording Secretary shall keep a separate file of a master copy of the current By-Laws.

SNAKE RIVER REINING ALLIANCE

Was founded by the following Charter Members

(Original Charter February 2002)

- 1. Jan Meeks
- 2. Barb Heasley
- 3. Bobby Jones
- 4. Laura Kiracofe
- 5. Monte Kiracofe
- 6. Carolyn Gorr Meador
- 7. Teresa Owen
- 8. Jeremy Meador
- 9. Molly Blemler
- 10. Steve Coyle