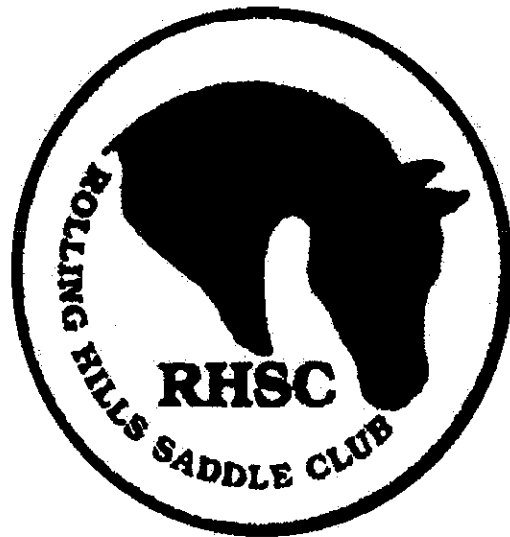


Rolling Hills Saddle Club By-Laws



Amended March 2008

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ARTICLE I (CLUB INFORMATION)

Section 1

The name of the organization shall be Rolling Hills Saddle Club, Inc.

Section 2

The organization shall have a seal which shall be in the form as indicated on Page 1.

Section 3

The organization shall have colors of royal blue and white.

Section 4

The organization shall maintain a website for the purpose of informing members of club activities, status, membership information, rules, schedules and promoting the purpose of the club. The website address is www.rollinghillssc.org.

Section 5

The organization may, at its pleasure by a quorum of the Officers and Board change its name, colors or website.

ARTICLE II (PURPOSE)

Section 1

The purpose of the corporation will be to hold horse shows where the income derived is to be used for sponsoring and putting on said shows, year end awards, year end banquets, and for general charitable work as may be determined by the members of the corporation. No part of the income shall ever be paid or distributed to its members, officers and / or board members, other than for reasonable compensation for services rendered as determined by the Officers and Board.

Section 2

The corporation will further hold meetings and other functions for the promotion of horses and schooling thereof.

Section 3

The corporation is not organized and shall not be operated for pecuniary gain or profit. No part of the property of the corporation and no part of its net earnings, with the exception of the cost of the year end awards and banquet, shall inure to the benefit of any member or other private individual. The corporation shall never be authorized to engage in a regular business of a kind ordinarily carried on for profit or in any other activity except in the furtherance of the purpose stated above for which the corporation is organized. The corporation shall never engage in propaganda, attempt to influence legislation or participate in any political campaign on behalf of any candidate for public office, nor shall any part of its property or any part of its income there from be devoted to such purposes.

ARTICLE III (MEMBERSHIP)

Section 1

Membership to this organization shall be open to any and all persons who are interested in sponsoring and participating in RHSC horse shows. Membership fees are to be used for the sponsoring and putting on of said shows and for charitable work as determined by the members of this organization. It shall be the members' responsibility to provide accurate contact information and keep himself / herself informed of club activities.

Section 2

Copies of the By-Laws of this club will be available to all members.

Section 3

New memberships will be taken all during the year provided full dues are paid for the year. Memberships are not transferable from one party to another. Points for year end awards will begin to accumulate upon payment in full of membership fees. Membership runs from December 1st through November 30th.

Section 4

Membership fees shall be set yearly at the November meeting by a majority vote of the members present:

A. Family membership = 2 votes (family includes children age 17 and under)

B. Single adult = 1 vote (age 18 and over)

C. Single Youth = 1 vote (age 17 and under)

Section 5

Members must be present at three (3) scheduled meetings, participate in six (6) shows during the show season and volunteer two (2) hours of work per membership during the show season to be eligible for year end awards. In lieu of meeting attendance member or representative may assist show officials for 2 hours or obtain two paid club sponsorships to receive one meeting attendance credit. In lieu of volunteer work hours member or representative may obtain one paid club sponsorship to receive one volunteer work hour credit. In order to receive meeting or volunteer work hour credit for sponsorships, a completed sponsorship form accompanied by check or cash for the appropriate sum must be submitted to club officials no later than June 1 of the current show year. In case of ring/show cancellation, the Board may adjust the number of shows required to be eligible for year end awards.

In classes with age requirements, eligibility is determined by the rider's age as of January 1 of the show year. Proof of age is required, in the form of a birth certificate, passport or license shown to the Show Secretary, by the November regular meeting.

Section 6

All participants are required to wear the appropriate riding attire for their discipline as defined by the applicable association's rules.

- Hunter and Beginner ring exhibitors must wear approved headgear where required by USEF rules.
- Open ring hunt seat exhibitors must wear approved headgear where required by AQHA rules.
- Running ring exhibitors under the age of 13 must wear approved headgear when mounted on the show grounds.

It is the responsibility of the rider, or the parent or guardian or trainer of the junior exhibitor to see to it that the headgear worn complies with the applicable association's rules requiring appropriate safety standards for protective headgear intended for equestrian use, and that the headgear is properly fitted and in good condition. RHSC Officers, Board Members and Show Officials are not responsible for checking headgear worn for such compliance.

Section 7

Anyone who writes a bad check to RHSC will not be allowed to exhibit until the bad check has been cleared with cash or certified check. This total shall include the amount of the bad check, any bank fees, plus a \$35.00 service fee.

Section 8

Any participant who writes 2 bad checks within a show year may thereafter only pay with cash or certified cashier's check at any show.

ARTICLE IV (MEETINGS)

Section 1

The Annual (yearly) membership meeting of the organization shall be held on the first Wednesday of November each and every year except if such day shall be a legal holiday. In that event the Annual meeting shall be held on the second Wednesday of November.

Section 2

Regular (monthly) meetings of this organization shall be held on the first Wednesday of each of the following months and shall begin promptly at 7:30 p.m. at a location as determined by the officers, board, and members. Regular meetings: January, February, May, June, September, October, and November. The Board may call additional regular meetings, as necessary. Members will be notified of such additional meetings via website posting and email (if provided) a minimum of 10 days in advance.

Section 3

An agenda, as determined by the Officers and Board Members, prior to each regularly scheduled meeting will be followed accordingly. Discussions on any single topic shall be limited to 15 minutes or 2 minutes per individual and if not resolved will be tabled until the next meeting.

Section 4

10% of eligible membership present at the regular meetings to constitute a quorum and shall be necessary to conduct the business of this organization. A person must be a member 30 days before they are eligible to vote on club issues. The Correspondence Secretary will determine if a quorum is present.

Section 5

Special meetings of this organization may be called by the Officers or Board Members or by notice signed by not less than 20% of the members then in good standing when they deem it for the best interest of the organization. Notice of such special meetings shall be emailed to all members and posted on the website at least 10 days prior to the scheduled date set for such special meeting. Such notice shall state the reasons that such meeting is being called, and the business to transact at such meeting. A quorum at a special meeting shall consist of 25% of eligible members.

Section 6

Committee meetings shall be held as needed. Any committee member not attending the majority (2/3) of said committee meetings shall no longer be considered a member of that committee.

ARTICLE V (VOTING)**Section 1**

At all meetings, except for the elections of the Officers and Board Members, all votes shall be by a show of hands or ballot. For election of Officers and Board Members at the year end meeting, ballots shall be provided and there shall not appear any place on such ballot, any mark or marking that might tend to indicate the person who cast such ballot. There shall be no voting by proxy.

Section 2

Nominations will be taken at the September and October scheduled meetings. Nominations for officers will be taken from the floor or from a nominations committee. The nominations will be presented to the members at the October scheduled meeting. All nominees must accept their nomination either by voice or in writing before their name may be put on the ballot. A nominee must be a member in good standing, not owing any monies to the Club. A nominee for President must have served on the Board any previous year or have been a member in good standing for a minimum of two years. Elections of new officers will be held at the November scheduled meeting. The following officers shall be limited to being elected to two consecutive annual terms: President, Vice President, Treasurer, and Correspondence Secretary. If no one is nominated for a specific position the Board may appoint an interim officer to fill the vacancy. This interim officer will be voted on at the next scheduled general meeting.

Section 3

At any regular or special meeting, if a majority so requires, any question may be voted upon by ballot.

Section 4

At all votes by ballot, the chairperson of such meeting shall immediately prior to the commencement of balloting, appoint a committee of 3 who shall act as "inspectors of the election" and who shall at the conclusion of such balloting certify in writing to the chairperson the results and a copy shall be affixed in the minutes of that meeting and communicated to the membership.

Section 5

No "inspector of the election" shall be a candidate for office or shall be personally interested in the question voted upon.

Section 6

Eligibility for voting shall be open to any paid member as follows:

- A. Family membership = 2 votes
- B. Single Adult membership = 1 vote
- C. Single Youth membership = 1 vote.

Section 7

A junior member (under the age of 18) may not hold an office.

ARTICLE VI (BOARD MEMBERS)**Section 1**

The Board shall consist of the elected officers and 3 other persons, hereafter referred to as Board Members at Large, who shall be elected as needed in the same manner and style as the officers. No one may hold 2 voting positions on the Board at one time. They shall serve for a term of three years each, terms of which are to be staggered. All Board Members and elected Officers must pay their annual dues by the January general membership meeting.

Section 2

The Board Members at Large shall advise and aid the management of the affairs and business of this organization.

Section 3

The Board shall meet separately from the regularly scheduled meetings, as they see fit, to propose, in the best interest and welfare of the club, any recommended change or addition to the rules and regulations. Such recommendations shall be presented at the next regularly scheduled meeting and voted upon by the general membership.

Section 4

There will be a joint board meeting of all outgoing and incoming Board Members during November or December following the election. The purpose of this meeting will be to review and propose fees and show expenses for the coming year. The general membership will vote on these recommendations at the January meeting.

Section 5

The Board shall audit the books of the club at the end of the calendar year prior to December 31st. The records shall then be turned over to an accountant for completion of tax forms for the year.

Section 6

The senior Board member during any calendar year shall be one of the 3 persons whose name appears in the signature card of the club checking account.

Section 7

Vacancies shall be filled by a vote of the majority of the remaining Officers and Board Members for the balance of the term vacated.

Section 8

A Board Member may be removed from office when sufficient cause exists for such removal by a vote of the general membership at a specially called meeting. See Article IV Section 5 for procedure.

ARTICLE VII (PRESIDENT)**Section 1**

The president shall preside at all membership meetings and shows, or delegate authority if he / she cannot be present.

Section 2

He / She shall present at each annual meeting of the organization, an annual report of the work of the club.

Section 3

He / She shall call for a report from all committees, temporary or permanent, as needed at each regularly scheduled meeting.

Section 4

He / She shall also have the right to call separate meetings of the Officers and / or Board Members as needed.

Section 5

He / She shall vote on any issue of the club in writing prior to the vote count and said vote shall be withheld and only used in the event of a tie. Said vote shall be the tie breaker.

Section 6

A presidential vacancy shall be filled by the Vice President for the balance of the year vacated.

Section 7

A President may be removed from office when sufficient cause exists for such removal by a vote of the general membership at a specially called meeting.

ARTICLE VIII (VICE PRESIDENT)

Section 1

A Vice President, in the event of the absence or inability of the President to exercise the office, shall become acting President of the organization with all the responsibilities as if he / she had been duly elected.

Section 2

He / She shall be one of the approved persons whose name appears on the signature card of the club checking account.

Section 3

He / She may vote on any issue of the club.

Section 4

Vacancies shall be filled by a vote of the majority of the remaining Officers and Board Members for the balance of the year vacated.

Section 5

A Vice-President may be removed from office when sufficient cause exists for such removal by a vote of the general membership at a specially called meeting.

ARTICLE IX (CORRESPONDENCE SECRETARY)

Section 1

The Correspondence Secretary shall keep the minutes, records, and seal of this organization, in appropriate books and have said books accessible at all the regularly scheduled meetings. He / She shall appoint a representative to do so in his / her absence.

Section 2

It shall be his / her duty to file any certificates by any statute, federal or state, as determined by the club.

Section 3

He / She shall give and serve all notices to members of this organization and shall present to the membership at any meetings any communication addressed to him / her as Correspondence Secretary of this organization. It shall also be his / her duty to publish and distribute the club newsletters. Communication of club information and activities are distributed via email (if provided by the member) and website postings (through the Webmaster).

Section 4

He / She may vote on any issue of the club.

Section 5

Vacancies shall be filled by a vote of the majority of the remaining Officers and Board Members for the balance of the year vacated.

Section 6

A Correspondence Secretary may be removed from office when sufficient cause exists for such removal by a vote of the general membership at a specially called meeting.

Section 7

Correspondence Secretary shall maintain a membership list (provided by the Show Secretary) to determine if a quorum is present when needed.

ARTICLE X (SHOW SECRETARY)**Section 1**

The Show Secretary shall be responsible for the operation of the show office at all shows.

Section 2

It shall be his / her duty to collect fees from show participants and maintain accurate records for the day's income and class schedule. He/She shall also maintain a list of accurate points, number of meetings attended, work and volunteer credits (including sponsorships) to determine year end award eligibility. The Show Secretary shall furnish the Correspondence Secretary with an updated membership list monthly.

Section 3

The Show Secretary shall have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies until such monies are turned over to the Treasurer. Such monies shall be turned over to the Treasurer within 7 days of each show.

Section 4

He / She shall be one of the approved persons whose name appears on the signature card for the club checking account.

Section 5

He / She may vote on any issue of the club.

Section 6

Vacancies shall be filled by a vote of the majority of the remaining Officers and Board Members for the balance of the year vacated. A Show Secretary may be removed from office when sufficient cause exists for such removal by a vote of the general membership at a specially called meeting.

ARTICLE XI (TREASURER)**Section 1**

The Treasurer shall have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies and securities of this organization.

Section 2

He / She shall cause to be deposited in a regular bank or trust company all income from club activities.

Section 3

He / She shall sign all checks or drafts jointly with one of the other approved persons whose names appear on the signature card of the club account as needed. No special fund may be set aside that shall make it unnecessary for the treasurer to sign the checks issued upon it.

Section 4

The Treasurer shall maintain a set of books and records in accordance with generally accepted accounting principles to be turned over at the January general membership meeting. The books and records shall indicate all revenues, expenses, assets and liabilities of the club. He / She shall be provided receipts for all expenditures to be reimbursed. With the exception of expenditures described in Article XVI, sections 2 and 3, purchases of up to \$300 must have prior approval of at least 3 Officers and / or Board Members. Purchases of greater than \$300 must have prior approval by vote at a regularly

scheduled meeting of a majority of members present at said meeting before said purchase is made. He/She shall also file income taxes for the year of elected term.

Section 5

He / She shall render at each regularly scheduled meeting a written account of the finances of the organization and any major financial trend changes from previous years, and such report shall be affixed to the minutes of each meeting or appoint a representative to do so in his or her absence.

Section 6

He / She may vote on any issue of the club.

Section 7

Vacancies shall be filled by a vote of the majority of the remaining officers and board members for the balance of the year vacated.

Section 8

A Treasurer may be removed from office when sufficient cause exists for such removal by a vote of the general membership at a specially called meeting.

ARTICLE XII (SHOW CHAIRPERSONS)

Section 1

There shall be a show chairperson for the Open Ring, the Hunter Ring, the Beginner Ring and the Running Ring. He / She shall preside over all ring committees and shall be responsible for all horse show operations pertaining to his or her ring. This shall include rules, show sheets, workers, publicity (in conjunction with the Correspondence Secretary), and other items necessary to conduct the shows. If a Show Chairperson cannot be present he/she must delegate a suitable replacement and notify the President.

Section 2

See show rules for individual ring regulations and requirements.

Section 3

The Ring Chairpersons and their committee shall present to the membership for approval a list of classes and set of ring rules at the January general membership meeting.

Section 4

He / She may vote on any issue of the club.

Section 5

Vacancies shall be filled by a vote of the majority of the remaining officers and board members for the balance of the year vacated.

Section 6

A Show Chairperson may be removed from office when sufficient cause exists for such removal is a vote of the general membership at a specially called meeting.

ARTICLE XIII (BARN MANAGER)

Section 1

The Barn Manager shall be responsible for the barns and show grounds at each show. It shall be his / her duty to assign stalls and bedding, oversee vehicle parking, and maintain count of horses on the show grounds.

Section 2

It shall be his / her duty to coordinate with the show secretary and facility manager for accurate horse and vehicle counts at each show. He/She shall be the primary contact with the facility manager for all

maintenance needs while on the show grounds. The President assumes responsibility if the Barn Manager is not present.

Section 3

He / She may vote on any issue of the club.

Section 4

Vacancies shall be filled by a vote of the majority of the remaining Officers and Board Members for the balance of the year vacated.

Section 5

A Barn Manager may be removed from office when sufficient cause exists for such removal by a vote of the general membership at a specially called meeting.

ARTICLE XIV (WEBMASTER)

Section 1

The Webmaster shall be responsible for web content and maintaining the club website including posting points, club notices, newsletters and pictures

Section 2

He / She may vote on any issue of the club.

Section 3

Vacancies shall be filled by a vote of the majority of the remaining Officers and Board Members for the balance of the year vacated.

Section 4

A Webmaster may be removed from office when sufficient cause exists for such removal by a vote of the general membership at a specially called meeting.

ARTICLE XV (ASSETS)

Section 1

Should this club be dissolved for any reason, after all obligations of the club are satisfied, the remaining assets of the club shall be donated to a local non-profit horse club or other charitable Equine organization as determined by the remaining members of the club.

ARTICLE XVI (CLUB EXPENDITURES)

Section 1

A budget for all repetitive expenditures such as trophies, ribbons, judges' fees, park rentals, and other repeating show expenses shall be presented at the February meeting.

Section 2

A Banquet committee and a preliminary budget shall be set for the year end awards banquet to include the cost of awards, facility rental, entertainment, food and the like, and shall be voted on by the membership at the regularly scheduled May meeting. The final budget shall be voted on at the November meeting. The Treasurer must be a member of the banquet committee.

Section 3

Any expense for the banquet that is over \$500 must be approved by the board before a binding general membership vote.

Section 4

Each year the club shall donate an amount determined by the members to an equine related charitable or non-profit related activity such as University Vet School, Equine rescue efforts, state sponsored equine research, etc., as determined by the members. The President must be informed of the potentially selected charity or charities prior to October 1. A representative of the charitable organization must

speaking at the October general membership meeting. The membership will vote at the November meeting. The vote shall be binding regardless if a quorum is present.

ARTICLE XVII (TRANSFER OF RECORDS)

Section 1

By January 1 of each calendar year, all old officers shall turn over all books and records of the club to the newly elected officers.

ARTICLE XVIII (AMENDMENTS)

Section 1

These By-Laws may be altered, amended, repealed, or added to, only by an appointed committee and an affirmative vote of 2/3 of all paid members present at a regularly scheduled meeting held after a 30 day notice of "change to the by-laws" has been sent to all members via email (if provided) and posting to the website.

ARTICLE XIX (INDEMNIFICATION)

Section 1

Each officer, board member, and committee member of the Rolling Hills Saddle Club shall be indemnified by the Rolling Hills Saddle Club against all costs, expenses, and liabilities reasonably incurred by him/her in connection with/or resulting from any action, suit, or proceeding to which he/she may be made a party by reason of his or her being or having been an officer, board member, or committee member of the Club,, except in relation to matters which shall have been occasioned by the willful misconduct or dishonesty of such officer, board member, or committee member. The foregoing right indemnification shall cover amounts paid in settlement of any such action, suit, or proceedings when such settlement appears to be in the interest of the Club. The foregoing rights shall be in addition to any other rights to which such officer, board member, or committee member may be entitled as a matter of law.