



## Big Bend Horseman's Association

# Bylaws

### Article I. Purpose

The purpose of this Association is to promote and improve equine activity, competition, education, health and understanding throughout the North Florida region.

This Association is a not for profit organization.

### Article II. Name

The Big Bend Horseman's Association is an organization for horsemen and horsewomen in North Florida. The name may be abbreviated with "BBHA". The Association's website's name and domain is "BigBendHorse.com".

### Article III. Members

Membership with the Association is open to any reliable person, firm or corporation interested in promotion and improvement of equine activity, competition, education, health, or understanding.

#### **Section 1.** Types of Membership

The Association shall have three (3) types of Membership as follows:

- a) Individual: An Individual Membership is defined as one person eighteen (18) years of age or over.
- b) Family: A Family Membership is defined as one or more persons age eighteen (18) years or older along with minor children, who live together as a family under one roof. In addition, family members may include persons under the age of twentytwo (22) who are full-time college students and who maintain their permanent residence with the family although their temporary school residence may be different than that of the family.
- c) Youth: A Youth Membership is defined as a person younger than eighteen (18) with parents not wanting to be a member of BBHA. For

membership application, the signature of a parent or guardian is required.

**Section 2.** Membership Dues

Membership begins with the collection of the first dues by the treasurer or his representative together with the submission of a completed application form. The Renewal Date of the Membership is January 1<sup>st</sup>, and yearly dues apply to the calendar year.

Yearly dues for each type of Membership shall be set once annually by the Board of Directors and communicated to the current members together with the effective date of the change if there is one. Each member is individually responsible for maintaining Membership by paying on time. There is a grace period of one month. If a renewal payment is received within one month of the Renewal Date, Membership status is considered to be maintained continuously. Otherwise a new membership application is required. In that case, any show points earned prior to reestablishing Membership will be forfeited and will not be applied to the new Membership.

**Section 3.** Voting

Issues on the agenda of General Meetings, which are presented for a decision of the Association as a whole, are voted on by all members present. A majority vote is needed for an affirmative decision.

Any member with any type of Membership shall be entitled to vote. Members with a Family Membership shall receive up to two (2) voting rights, Individual and Youth Memberships shall receive one (1) voting right, if the eligibility criterion below in this section is fulfilled.

No person is eligible to vote on matters pertaining to the election of Officers or changing of the By-Laws unless they have been a member for at least three (3) months.

**Section 4.** Resignation

Any member may resign voluntarily. Any dues or fees paid by the member shall be forfeited. All show points or work hours accumulated by the member are forfeited.

**Section 5.** Disciplinary Action.

Any member may register a complaint against another member due to inappropriate behavior such as acting in manner contrary to the express objectives of the Association, disorderly conduct, failure to adhere to the Bylaws or rules of the Association, being physically abusive to horses, having disregard for the safety and welfare of others, misuse of Association facilities or other behavior determined to be detrimental to the proper functioning of the Association.

The written complaint of the member must be presented to the Board of

Directors for consideration or may be submitted by the Board itself. The complaint will be referred to a Disciplinary Committee comprised of Board members. The committee shall handle the matter expeditiously and conclude the matter within thirty (30) days of the complaint if at all possible. The committee shall promptly notify the member in question of the complaint by certified mail. The member is given ten (10) days from receipt of notification to respond in writing.

The committee will investigate the complaint and report to the Board with its recommendation of disciplinary action to be taken. The Board shall consider the recommendations of the committee and make a final decision on any action to be taken. If the Board's decision is suspension of membership rights, the member in question shall be promptly notified. Upon suspension of membership rights, all dues or fees paid by the member, show points earned or work hours logged, shall be forfeited.

Anyone not paying sufficient fund fees for a returned check or not making a insufficient funds check good within sixty (60) days can be suspended by a majority vote of the Board of Directors.

Any member having misused, misappropriated or stolen any funds from this Association shall be expelled or suspended as directed by the Board.

**Section 6.** Reinstatement

Upon written request signed by a BBHA member and delivered to the Secretary, the Board of Directors may reinstate a former member by the affirmative vote of two-thirds of all Board members upon such terms as the Board of Directors may deem appropriate.

Reinstated members are ineligible to run for a position on the Board of Directors or hold office for 12 months after reinstatement of the membership.

**Section 7.** Rights

Any person, firm or corporation having joined this Association shall therefore become subject to the rules of the Bylaw then in force or later adopted by said Association.

## **Article IV. Meetings**

### **Section 1. General Meetings**

The Association may hold General Meetings on a regular time schedule. General Meetings are held on the second Monday of the month and at a place and time so designated by the Board of Directors.

### **Section 2. Board Meetings**

The Board of Directors shall have regular meetings on the first Monday of the month at a place and time so designated by the Board.

### **Section 3. Annual Meetings**

There shall be an Annual Meeting of the Association on a date, place and time so designated by the Board of Directors.

### **Section 4. Special Meetings of the Membership shall be held whenever called by the President or by the Secretary at the written request of at least one-third of the Board of Directors.**

### **Section 5. Joint Transition Board Meeting**

A Joint Transition Board Meeting shall be called by the incoming President to be held within one (1) month after the election at the Annual Meeting.

The meeting shall be noticed to all incoming Board members and all outgoing Board members.

The purposes of the meeting shall be to (i) review the previous year's events, (ii) determine goals and a plan of work for the coming year, (iii) approve a budget for the coming year, and (iv) turn over Officer records to the incoming officers.

Newly elected officers shall receive their predecessor's files, records of activities, working materials, including electronic files if available, in good order at the Joint Transition Board Meeting.

### **Section 6. Meeting Order**

Meetings shall be governed by Robert's Rules of Order, insofar as such rules are not inconsistent with or in conflict with the articles of incorporation, these bylaws, or with provisions of law.

### **Section 7. Quorum**

A Quorum shall consist of thirty percent (30 %) of the members of the Association for the purposes of taking action at any General, Special or Annual Meeting. If at any meeting there shall be less than a quorum, a majority of those present may adjourn the meeting and table voting issues until the next meeting. Alternatively, the President or his or her representative may declare the Quorum as being the Membership present and conduct business with full affirmation power.

### **Section 8. Balloting**

Balloting can be done either in a meeting or via email. If via email, a one-week time for expression of opinions about the proposal must be allowed

prior to the acceptance of votes. Then the President or his or her representative decide and announce how long votes will be accepted before closing.

**Section 9.** Notice

Notice of all membership meetings shall be made public by mail, email, website calendar, or by phone.

**Article V. Board of Directors & Officers**

**Section 1.** Members of the Board

The conduct of the affairs and business of the Association shall be vested in the Board of Directors. The Board shall consist of at least four (4) Officers and at least five (5) at-large Directors, but shall have no more than twelve (12) members. The immediate past President shall be one of the at-large Directors if available to serve. All members of the Board shall be elected annually to serve a one (1) year term, unless reelected or removed from office in the manner elsewhere provided in these Bylaws.

**Section 2.** Duties

The Board of Directors may exercise all of the powers and duties of the Association existing under the Statutes of the State of Florida, the Articles of Incorporation of the Association and these Bylaws. The Board shall do all such lawful acts and functions, as are not by statute or by these By-Laws directed or required to be exercised or done by the members of the Association.

**Section 3.** Board Meetings

At any Board Meeting, General Meeting, or Special Meeting, the Board of Directors may transact any business that may properly be brought before the meeting.

Special meetings of the Board of Directors may be held on the call of the President, or in his or her absence, the Vice-President, or on the call of a minimum of six (6) members of the Board, and may be held at such time and place as may be designated in the call thereof. At any special Board meeting, the Board of Directors may transact only the business specified in the notice.

At any meeting of the Board of Directors, a majority of the members comprising the Board shall constitute a Quorum.

At all meetings of the Board of Directors at which a Quorum is present, the vote of a majority of those Directors present at such meeting shall decide any issue before the meeting.

**Section 4.** Vacancy

A vacancy on the Board of Directors shall be declared to exist upon:

- a. the death of a member of the Board,
- b. the written resignation of a member of the Board,
- c. the failure of a Board Member to attend three (3) meetings in a calendar year, unless a majority of the Board agrees that there is a reasonable excuse for the absence.

Any vacancy on the Board of Directors may be filled at any organizational, regular, or special meeting at which a quorum is present by a majority vote of the Directors present at such meeting. If there are at least seven (7) Board Members remaining following the vacancy on the Board, the remaining Board may elect to either fill the position or leave the position vacant for the remainder of the year.

**Section 5.** Powers and Duties of the Officers

The Officers of the Association shall consist of a President, Vice-President, Secretary, and Treasurer. All Officers shall be elected by the members of the Association at the Annual Membership Meeting. Each Officer shall hold office for a term of one (1) year, beginning at the close of the Annual Meeting at which they were elected and ending when a successor is elected.

a) President:

The President shall be the chief executive officer of the Association, and shall have general direction and charge of the conduct and operation of the Association. The President shall appoint all Committees of the Association, shall have power to execute all documents of every nature on the Association's behalf, and shall preside as chair person at all meetings of the membership.

b) Vice-President:

In the absence of the inability to act as the President, the Vice-President shall be the President's representative and perform the duties of the President.

The Vice-President shall serve a facilities manager by overseeing the selection, condition, safety, security, and maintenance of facilities used for activities and shows and coordinates work days if applicable.

The Vice-President shall perform such other duties as may, from time to time, be assigned by the President.

c) Secretary:

The Secretary shall keep the minutes of all meetings and shall furnish all members of the Board of Directors a copy of the minutes of each meeting within one (1) week of said meeting.

The Secretary shall keep a copy of all minutes, Treasurer reports and necessary correspondences in the official Association Minute File.

The Secretary shall keep a copy of an up-to-date roster of the members of the Association as obtained from the Treasurer, and

complete and maintain additional member information such as but not limited to mailing address, phone numbers and email addresses.

The Secretary shall perform such other duties as may, from time to time, be assigned by the President.

d) Treasurer:

The Treasurer shall keep the Association's financial records and shall submit a statement of financial condition, including receipts and disbursements at each regular meeting of the Board of Directors.

The Treasurer shall have the Association's financial records, the latest statement of financial condition, current ledgers for the Association accounts, the Association's check book, recent bank statements, cancelled checks and deposit receipts available with him or her at each meeting.

The Treasurer shall keep an up-to-date roster of the members of the Association, and shall collect Membership dues.

The Treasurer shall pay all bills not exceeding US \$ 500.00 (five hundred dollars) promptly as incurred and if funds are provided according to the budget. For the payment of bills exceeding US \$ 500.00, approval of one (1) additional Board member is required, and two signatures shall be required on all such Association checks issued. Otherwise, one signature is sufficient.

For the Joint Transitional Board Meeting, the Treasurer shall prepare a proposed budget and present that at the meeting.

The Treasurer shall perform such other duties as may, from time to time, be assigned by the President.

**Section 6.** Duties of the Directors

The Directors at-large of the Association

- a. shall serve as a permanent Bylaw Committee with the immediate past President as chair person,
- b. may serve as chair person of one or more of the Standing Committees as required in Article VI in the Bylaws
- c. shall serve as trustees of the properties of the Association,
- d. and shall perform such other duties as may, from time to time, be assigned by the President.

**Section 7.** Election

- a. Nominations shall be open to the Membership at the General Meeting prior to the Annual Meeting. Nominees must be at least eighteen (18) years of age, and must have been a member of the Association for at least three (3) months. Nominees must be present to accept the nomination or submit a written acceptance to the Secretary prior to the nomination. Once nominations are closed, no additional candidates can be nominated for office.
- b. The election shall be held at the Annual Membership Meeting.

- c. The election shall require a majority of the votes cast, each person voting being entitled to cast his vote for each of as many nominees as there are.
- d. If any Officer or Director position is not filled by election at the Annual Meeting, the Board of Directors shall convene immediately following election to appoint a member to serve in that capacity.

**Section 8.** Resignation

The Board of Directors may accept the resignation of any Director or Officer. A vacancy occurring in this manner shall be filled by appointment by the remaining Board members. If the Board cannot fill the vacancy within thirty (30) days of same, the position will be open to a majority vote of the membership at the following General Meeting.

The person filling the vacancy in office must be qualified for the position as stated elsewhere in these Bylaws and shall be elected or appointed for the unexpired term of his or her predecessor in office.

**Section 9.** Compensation

No Member, Officer or Director shall be compensated for his service, however Members, Officers and Directors shall be entitled to reimbursement for personal funds reasonably expended in the course of performing their official duties in accordance with the budget.

**Section 10.** Liability

The Directors and Officers of the Association shall not be personally liable for the debts, liabilities, or other obligations of BBHA.

**Article VI. Standing Committees**

The Association shall maintain Standing Committees comprised of members assigned by the President. The chair person of each Standing Committee is encouraged but not required to attend Board meetings. Committee chairs or their representatives present reports on the activities of the respective Standing Committee to the Board of Directors and / or to the Membership on the request of the President.

**Section 1.** Disciplinary Committee

As provided for in Article II, Section 5.

**Section 2.** Sponsorship Committee

The purpose of the Sponsorship Committee shall be to secure donations and sponsorships for the Association or its activities.

**Section 3.** Public Relations Committee

The purpose of the Public Relations Committee shall be to advertise the Association's events and activities to members and to the public as appropriate. The Public Relations Committee shall communicate with the

Association's members about their general concerns, acquire information about potential members and provide them with the information they need, communicate with other equine associations, and establish relationships with outside organizations, the media, and government authorities.

**Section 4.** Audit Committee

As provided for in Article VIII, Section 3.

**Section 5.** Activities Committee

The purpose of the Activities Committee shall be to coordinate and schedule social, educational, and competition programs, such as but not limited to cookouts, presentations, clinics, trail rides, and shows.

**Section 6.** Education Committee

The purpose of the Education Committee shall be to coordinate and schedule educational programs.

**Section 7.** Show Committee

The purpose of the Show Committee shall be to coordinate and schedule competitive programs, such as shows by the Association or member participation in shows organized by other organizations.

**Section 8.** Social Committee

The purpose of the Social Committee shall be to plan, coordinate and schedule social programs, such as but not limited to cookouts.

**Section 9.** Awards Committee

The purpose of the Awards Committee shall be to determine and purchase, within budget guidelines, all awards to be given at the Association's activities.

**Article VII. Policies**

**Section 1.** Mission Statement

The purpose of this Association is to promote and improve equine activity, competition, education, health and understanding throughout the North Florida region.

The Association is open to all persons, farms, and corporations with some interest in equine activities. This includes but is not limited to riders of all equine disciplines, horse owners, horse lovers, horse trainers, equine veterinarians, farriers, equine therapists, and all commercial enterprises from horse feed, over equine medication, to hardware and tack stores and factories.

The Association promotes and strives for improvement of knowledge and education relating to a large variety of equine activities with the goal to enhance pleasure, safety, and skills of humans when being around horses. The Association regards competition as a way to present, learn

and improve horsemanship and sportsmanship among members and non-members of all ages.

**Section 2.** Liability

Members and guests of the Association understand that horseback riding activities can be dangerous and that they ride at their own risk. Members and guests at any horse show or activity may be required to sign a liability waiver form. Under Florida Statute, Section 773.02, an equine activity sponsor or equine professional is not liable for an injury or death of a participant in equine activities resulting from the inherent risks of equine activities.

**Section 3.** Coggins Requirement

A current negative Coggins shall be required for all horses present at all activities and functions of the Association. Each horse's current Coggins papers must be produced promptly by the owner or rider upon demand by any Board member or his or her representative.

**Section 4.** Horse Shows

Horse shows shall be held from time to time. The show schedule, class list, rules, requirements, fees and awards associated with the shows are to be determined by the Board of Directors and distributed in written form to the membership for approval prior to the beginning of the show season.

**Article VIII. Conflicts of Interest**

A conflict of interest may exist when the interests or activities of any member may be seen as competing with the interests or activities of the Association, or the member derives a financial or other material gain as a result of a direct or indirect relationship of the Association with any third party. The member shall disclose any possible conflict of interest to the Board of Directors as soon as possible. When any conflict of interest is relevant to a matter requiring action of the Board or membership, the person involved in the conflict shall abstain from voting on the matter; provided, however, that such person may be counted in the number of members present for the purpose of determining the presence of a Quorum at the meeting.

## **Article IX. Finances**

### **Section 1. Fiscal Year**

The fiscal year of the Association shall be January 1 to December 31.

### **Section 2. Depositories**

The monies of the Association shall be deposited in the name of the Association in such banks, trust companies, savings and loan associations, and credit unions whose deposits or share accounts are insured by a corporation created by the federal government or by an instrumentality of the federal government, which depositories shall be designated from time to time by the Board of Directors. Payment of monies from such accounts shall be only by checks or other withdrawal orders signed by such persons as are authorized by the Board of Directors or as stipulated to in these bylaws. All expenditures above US \$ 500.00 (five hundred dollars) must be signed by no less than two (2) authorized officers who are not related.

### **Section 3. Budget**

The expenditure of the funds of the Association shall be in accordance with a budget approved by the Board of Directors. Funds contributed for designated purposes may be expended for such purposes upon approval of the President. Any budget approved by the Board should be provided to the membership in a timely manner. The budget shall be ratified by the membership and may be amended from time to time by the membership.

### **Section 4. Audit**

The President shall appoint an Audit Committee consisting of three (3) members in good standing who are not Board members prior to the end of the fiscal year. The treasurer shall provide the Association's books to the Chairman of the Audit Committee within one (1) month at the beginning of the next year. The Audit Committee shall present its report to the membership by the March membership meeting and retire the records as provided for in Article X.

## **Article X. Books and Records**

The Secretary of the Association shall keep a membership book containing, in alphabetical order, the name and address of each member. The Secretary shall keep as records, minutes of all meetings of its members and Board of Directors, a record of all actions taken by the members or Board of Directors without a meeting and a record of all actions taken by a Standing Committee and copies of all written communications to all members for the prior three (3) years at its principal place of business.

The Treasurer of the Association shall keep the financial records of the Association for the prior five (5) years at its principal place of business.

The Secretary of the Association shall keep class sheets and records of all horse shows for three (3) years at its principal place of business. These records shall be open to inspection by the members of the Association at all times unless the Board of Directors, by resolution, designates particular times for inspection.

#### **Article XI. Assets and Income of Association Used Solely for Intended Purposes**

The assets (which term includes its property, rights, interests and privileges of any kind and nature) and income of the Association shall be used solely and only for the purposes set forth in the Articles of Incorporation. No part of its assets or income shall ever inure to the benefits or become the property of its officers and members, except that its officers and members may be reimbursed for any advances made by them for the benefit of the Association. Upon the dissolution of the Association, all assets and net profits of the Association shall be paid out and distributed for the purposes as set forth in its Articles of Incorporation, and no part of the assets or income shall be distributed or become the property of any officer or member of the Association.

No substantial part of the Association's activities shall be for the purpose of attempting to influence legislation and the Association shall not participate or intervene in any political campaign on behalf of any candidate for public office.

#### **Article XII. Parliamentary Authority**

On all questions of parliamentary law, the current edition of Robert's Rules of Order shall be the authority in all cases in which they are applicable and not inconsistent with the Articles of Incorporation and Bylaws of the Association.

#### **Article XIII. Amendments to Bylaws**

The Bylaws of the Association may be altered, amended, or repealed or new bylaws adopted by a two-thirds (2/3) vote of a quorum of members in attendance at a General or Special Meeting, provided that (i) a written copy of the proposed amendment is provided to the Board of Directors and approved by the Board of Directors for submission to the membership for consideration, and (ii) a written copy of the proposed amendment shall have been provided to each member at least thirty (30) days before such amendment is voted upon. Amendments shall become effective at the time of approval unless otherwise specified within the amendment itself.

## **Adoption of Bylaws**

We, the undersigned, are all of the initial Board Members of this Association. We consent to, and hereby do, adopt the foregoing bylaws, consisting of 13 pages, as the bylaws of this Association.

## **Signatures**

Date: \_\_\_\_\_

\_\_\_\_\_

Date: \_\_\_\_\_

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## **Appendix. Adoption and Amendments**

As adopted 07/06/2009

As amended ...