

BYLAWS

ARTICLE 1 – NAME, PURPOSE

Section 1.01.

The name of the organization shall be the Southern Kettle Moraine Horse Trail Association (SKMHTA).

Section 1.02.

The Southern Kettle Moraine Horse Trail Association is a social organization of horse enthusiasts interested in the promotion, preservation, maintenance, and improvement of horse trails and campgrounds in the Southern Kettle Moraine State Forest. The focus of the group is to build friendships through horse-related activities organized in the Southern Kettle Moraine Forest and surrounding areas. The group will work closely with the Wisconsin Department of Natural Resources Southern Kettle Moraine Unit on trail projects and events.

ARTICLE II – MEMBERS

Section 2.01

- A. Dues shall be set by the Board of Directors. Membership dues shall be due and payable on the 1st day of membership and annually each year after, beginning in the year 2012.**
- A. Voting members. Voting members shall have paid dues for the current year and shall have all privileges of membership and shall each be entitled to one vote on any matter requiring a vote. Proxy voting shall not be permitted.**
- B. Non-voting members. Non-voting members shall be other interested persons who have not paid dues to the Association. Non-voting members shall be entitled to receive publications and mailings, attend meetings, and have any other privileges a member may have, but they shall not be entitled to vote.**
- C. Regular meetings of the membership shall occur at a minimum of once every six months with the goal of having a membership meeting every month to six weeks combined with a social event at a date and time to be determined by a majority vote of the Board. Special meetings may be called by any officer, any Board member, or by a request made by two percent (2%) of the voting members. Meetings shall be conducted pursuant to *Robert's Rules of Order* unless some other procedure is approved by a two-thirds vote of voting members present and voting.**

ARTICLE III – BOARD OF DIRECTORS

Section 3.01 – Board Composition, Committees and Compensation.

- A. The Board of Directors shall consist of seven (7) individuals. They are the President, Vice President, Secretary, Treasurer, Trail Coordinator, one Member at Large, and one Fundraising Coordinator**
- B. If a Board Member is unable to attend a meeting, he/she may designate a member to act on his/her behalf and in his/her capacity as a Board Member. Board Members are expected to attend at least nine (9) board meetings per year.**
- C. Directors receive no compensation and shall serve in only one Board position at one time.**
- D. The term of each director shall be one (1) year with elections to be conducted by voting membership in attendance at the annual meeting or special meeting designated. In 2014 the terms of directors shall serve staggered terms of one and two years. Thereafter, Board Directors shall serve two-year terms with approximately half of the Directors elected at each annual meeting. Each Board member shall hold office until the annual meeting when his/her term expires and until his/her successor has been elected and qualified.**
- E. There shall be the following Standing Committees:
 - a) Membership Committee with the Treasurer as Chairman**
 - b) Trail Committee with the Project/DNR Coordinators as Chairman.**
 - c) Media Committee with the Secretary as Chairman.**
SKMHTA webmaster as members of the Media Committee.**

Section 3.02 – Meetings.

Whenever possible, Board meetings shall be combined with membership meetings at a minimum of once every six months with the goal of having a meeting every month to six weeks combined with a social event at an agreed-upon time and place, to plan the projects and events of the association, and to address any matters that may come before the Board.

Section 3.03 – Quorum and Voting.

A quorum for the transaction of business consists of a majority vote for Board members present. Proxy voting shall be allowed pursuant to Section 3.01(B). Acting by unanimous consent to conducting meetings telephonically or via e-mail shall be permitted to the extent and under the conditions permitted by law.

Section 3.04 – Indemnification.

Directors shall be entitled to indemnification for actions as directors to the extent permitted by Wisconsin law.

ARTICLE IV – OFFICERS

Section 4.01 – In General.

The officers shall consist of President, Vice President, Secretary, and Treasurer.

Section 4.02 – Elections.

Elections will be conducted by voting membership in attendance at the annual meeting or special meeting designated. Each Officer shall serve a term of one (1) year. In 2014 the terms of Officers shall serve staggered terms of one and two years. Thereafter, Officers shall serve two-year terms with approximately half of the Officers elected at each annual meeting. Each Officer shall hold office until the annual meeting when his/her term expires and until his/her successor has been elected and qualified.

Section 4.03 – Election Process.

The secretary will notify the membership of the upcoming election of the Board no later than thirty (30) days before the Annual Meeting or Special Meeting. A request for nominations will be made at that time. Membership shall be allowed to submit nominations before and on the day of the elections.

Section 4.04 – Duties.

The President shall preside at all meetings of the Board of Directors and members and shall generally manage the day-to-day matters of the Association.

The Vice President shall conduct the duties of the President in the President's absence. If the President should die or resign, the Vice President shall succeed to the office of the President.

The Secretary shall maintain all records of the Association and shall prepare minutes of all meetings of the Board and membership. The secretary shall also distribute meeting announcements and minutes to the membership and the Yahoo group manager and SKMHTA webmaster and assure that Association records are maintained.

The Treasurer shall have custody of the funds of the Association

and shall maintain all financial records of the Association. The Treasurer shall present to the Board of Directors at each Board meeting a written report of the financial status of the Association. The treasurer shall provide a written report to the membership at one (1) meeting per year on the financial status of the Association, at the meeting scheduled for election of officers. The Treasurer shall also open a bank account for the Association and may execute checks and drafts in the name of the Association. The Treasurer shall keep a current membership list and make it available to the Board of Directors upon request.

No one person may hold more than one of the above offices at one time. All officers shall serve without compensation.

ARTICLE V – OTHER BOARD MEMBERS

Section 5.01 – Titles

The other Board members shall consist of one Trail Coordinator, one Fundraising Coordinator and one Member at Large.

Section 5.02 – Elections.

The elections of the other Board members shall be conducted pursuant to Section 4.02 and 4.03.

Section 5.03 – Duties

The Trail Coordinator shall provide leadership in planning the work projects of the Association, shall be the contact person with the Southern Kettle Moraine staff, and shall generally handle all matters with the DNR.

The Member at Large shall serve as a member of the Board of Directors. In addition, he/she shall serve as the contact person with other horse groups, clubs, associations, etc. and generally handle all matters associated with these groups, as well as perform duties as may be requested from time to time by the Board of Directors or the membership.

The Fundraising Coordinator serve as a member of the Board of Directors and shall provide leadership in planning the club's fundraising activities, including, but not limited to, research, planning, and execution of such activities

ARTICLE VI – REMOVAL

Any officer, member of the Board, or member of the Association may be removed for just cause by a two-thirds (2/3) vote of the full Board of Directors.

ARTICLE VII – AMENDMENTS

These Bylaws may be amended by a majority vote of the voting members of the Association at a meeting called for that purpose. Written or e-mail notice of the meeting, including the text of the proposed bylaw amendment must be given to each member at least seven (7) days prior to the date of the meeting. However, no amendment adopted by the members may be altered or repealed by the Board of Directors.

The Bylaws may also be amended by a vote of two-thirds of the Board of Directors at a duly called regular or special meeting of the Board, provided that a written or e-mailed notice of any proposed bylaw amendment be given to each Director and each voting member at least seven (7) days prior to the date of the meeting. However, no amendment adopted by the members may be altered or repealed by the Board of Directors.

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