

# **Bylaws of the Northeast Friesian Horse Club**

## **ARTICLE I: Board of Directors**

1. The Board of Directors, described from here on as the “Board”, shall consist of the officers and directors at large of the Club.

The duties of the Board are to manage the business and affairs of the Club and plan ways to accomplish objectives as stated in Article IV of the Constitution.

3. The Board will consist of ten positions. The terms of these positions shall be as follows:

4. The term of office of the Officers shall be as follows:

- a. President shall be elected to a 1-year term.
- b. Vice President shall be elected to a 1-year term.
- c. Secretary shall be elected to a 1-year term.
- d. Treasurer shall be elected to a 1-year term.

Previous Board members are eligible for re-election.

5. The term of office of the directors shall be as follows:

- a. Three Director positions shall be elected to a 1-year term.
- b. One Director position shall be elected to a 2-year term.
- c. One Director position shall be elected to a 3-year term.

6. The immediate past President of the NEFHC shall automatically become a member of the Board. This term shall continue until replaced by the next elected President.

7. Those elected shall take office at the first board meeting occurring after the election, the incumbent board shall hold their office until their successors are in their official capacity.

8. The Board at large shall take a leadership role in maintaining the Constitution and Bylaws of NEFHC.

9. The Board may delegate any powers to committees consisting of members in good standing and eligible for election to the Board as they deem appropriate.

## **ARTICLE I: Duties of Officers**

1. The President shall preside at all meetings of the Club and of the Board, and shall have general supervision of the affairs of the Club. The President shall also be an ex-officio member of all standing committees. Only in the event of a tie, the President may vote on matters of the Committees or Board of Directors. The President shall be the official contact person with FHANA. In the event that a board meeting must proceed urgently where the President cannot be in attendance, the President may allow meeting to progress by delegation to the sitting Past President or another Officer of the Board. The President is responsible for carrying out duties related to the creation or maintenance of state or federal business entity filings required by law as well as
2. The Vice President shall assume the duties and exercise the powers of the President in case of the President's death, absence or incapacity and such other duties and powers as shall be designated by the Board. In the case of a vacancy in the office of the President, the Vice President shall succeed to the office of the President until the next annual meeting.
3. The Secretary or designee shall keep records of the Club and Board of Directors meetings, which shall be an accurate record of all business transacted. The Secretary shall forward the meeting minutes to the President for approval within 10 days of each meeting. At the annual meeting, the Secretary shall report to the membership a summary of all activities of the Chapter and its Board of Directors during the previous year. The Secretary shall carry out such other duties as are prescribed by these bylaws. The Secretary will maintain documentation related to Club member requirements and as to Club members in good standing or not. This documentation will be made available at the request of any voting Club member. The Secretary will retain the official inventory ledgers for Club goods (eg. prizes, ribbons, gifts, resale items). The maintenance of these lists may be delegated.
4. The Treasurer shall collect and receive all monies due or belonging to the Club. The Treasurer shall deposit the same in a bank designated by the Board, in the name of the Club. The Club's Books (defined as bank statements, checks, receipts, financial registers, accounting statements, event contracts and ledgers) shall at all time be open to inspection by the Board and the Treasurer shall report at every meeting the condition of the Club's finances. The Treasurer shall keep a record of all receivables and payables and shall make payments of funds as directed by the Board. The Treasurer shall maintain accurate records of all other transactions falling within their office, shall render a report at each regular meeting **as well as provide copies of Bank Statements to prove & represent the accurate reporting of balances monthly provided to the Board of Directors** and a complete financial statement at the Annual meeting each year. The Treasurer shall pay out monies when presented with a receipt for expenditures of \$100 or less for the Club activities and events. **All written checks shall have 2 signatures,**

**The Treasurer and President.** The President or Vice President shall authorize payment for expenditures of greater than \$500. It is the responsibility of the Treasurer to obtain approval before making payment. Receipts must be maintained for all payments greater than or equal to \$100. The Treasurer shall also keep an accurate record of the Club accounts, committee budgets and expenditures. Club finances must not be co-mingled with personal funds and payments & deposits may only be made into and out of accounts that are in the name of the Club (eg. bank accounts, paypal,) An audit of the clubs Books should be conducted a minimum of every three years, and may be requested by the board at any time. Upon the request for the Books the expectation is that they will be made available within 7 days. The Treasurer is responsible for all tax filing requirements are required by state and federal laws. **All transactions must be recorded in QuickBooks. All receipts shall be kept on record according to current GAAP rules.**

5. The President, Vice President, Secretary and Treasurer shall be elected for a one year term and voted in each year at the annual meeting by the members. Those elected will take office during the first board meeting occurring after the election where transition of responsibilities will officially occur.

### **ARTICLE III: Dues**

1. Annual membership dues shall be as voted by the membership at any regular business meeting, to take effect the following year.
2. Dues shall become due and payable on January 1 of each year and shall run for the current calendar year.
3. Only members whose dues have been paid for the current year are entitled to vote.

### **ARTICLE IV: Members.**

1. **Members:** Any person who subscribes to the purposes, objectives and policies of NEFHC and meets the requirements set forth in these Bylaws may become a member of the Club. Eligibility for membership shall be determined at the time of the initial joining and subsequently when the membership is renewed. All individual members agree to abide by the Constitution and Bylaws of the Club and rules and regulations and Bylaws as may hereafter be determined by amendment or by resolution of the Board.
2. **Classes of Membership.** The Club shall have the following classes of membership:

- a. Individual. Any person who is an owner of at least one FPS-registered Friesian horse can become an Individual member of the Association. An Individual member in good standing is eligible for election to the Board. An Individual member is entitled to one vote at Club proceedings.  
PLEASE ADD WHAT DOCUMENTATION WE FEEL DEMONSTRATES THIS.....
- b. Family or Farm. Two or more members of a family who are legal residents of a North American country or Farm Member of the Club provided at least one FPS-registered Friesian horse is owned by the family or Farm entity. For the purposes of this category, the term “family” is defined as a husband and/or wife and all children under the age of eighteen (18) years. One member of the group who is at least eighteen (18) years of age, in good standing, is eligible for election to the Board. A Family or Farm membership is entitled to two votes at Club proceedings.
- c. Business. A business who does not own a Friesian horse but is an enthusiast of the breed may become a Business Member. A Business Member is- entitled to vote and is eligible for election to the Board.
- d. Associate. Any person who is does not own a FPS-registered Friesian horse but is an enthusiast of the breed may become an Associate Member. An Associate member is not entitled to vote and is not eligible for election to the Board.
- e. Honorary. Any person who has made a significant personal contribution to the Club or to the goals or principles of the Club may be nominated by any Club member, in good standing, to become an Honorary Member of the Club. Individuals so nominated must be seconded by another Club member, in good standing, and elected by unanimous vote of the Board. An Honorary Member shall not be assessed an annual membership fee. An Honorary Member is not eligible for election to the Board and is not entitled to vote. An Honorary member of the board may be removed from status if they take action in opposition or in an effort to undermine the Club activity. Removal shall follow the same process as appointment described above.

3. Members are entitled to vote to determine the activities of the Club as determined by the Board

4. Certain activities will be available for the Club members only although when possible, inclusion for the community at large should be encouraged to further interest in the Club’s purpose as outlined in ARTICLE II of the Constitution.

5. Voting by proxy must be in writing and signed by the member. All proxies must be in the recording secretary's hand at the time of the vote in order to be valid.
6. Member's points toward year end awards begin to accrue when membership dues are paid in full.
- 7: Any member wishing to resign from the NEFHC shall give notice to that effect in writing to the Secretary. The NEFHC will accept the resignation upon receipt of any outstanding fees and assessments.
- 8: Membership may be suspended or terminated at the request of the Board or by request and vote of the membership.
  - a. Any member who violates any rule or regulation as specified in the Bylaws of the NEFHC or deals unfairly with the Club or its members or fails to fulfill obligation including payment of fees and or assessments, is liable to be suspended from all or any of the privileges of the NEFHC for such period or periods as the Board determines, or be expelled by the Board. A member so charged must be given at least thirty (30) days notice of the meeting at which the Board will consider the suspension or expulsion.
  - b. Any five members in good standing and entitled to vote can request a motion at the next membership meeting to suspend or terminate a member who is considered guilty of conduct unbecoming a member of the NEFHC. A member so charged has the right to appear before the Board as well as the membership to make proper defense. On receipt of the request for this motion, the Secretary on behalf of the Board must notify the member so charged at least thirty (30) days prior to the meeting of the Board and the membership meeting which will consider the suspension or termination. At least one member making the charge must be present in person to propose the motion at the said membership meeting. In the event that the member so charged is unable to be present at the membership meeting at which the motion for the suspension or termination is passed the member has the right to appeal the decision at the next membership meeting.
  - c. Suspension or termination of membership, whether voluntary or involuntary, does not release a member from the liability for any fees or assessments.

## **ARTICLE V: Quorum**

The Quorum shall be 20 percent of current members in good standing for membership meetings. A quorum shall be 5 Board members for Board meetings.

## **VI: Committees**

1. Committees may be appointed by the President of the Board or elected by the Club members for specific club business. Decision authority of the committee will be provided in writing as evidence of Board delegation
2. Standing committees shall stay intact for a minimum of 90 days post board elections to enable information and responsibility transfer to occur. At the conclusion of 90 days the new board may determine the retention, disbanding or changes to any sitting committees that are deemed necessary

3. Members of each committee shall consist of, but not to be limited to:

Chairperson: Must be a member of the Board and serves as the coordinator for the event. The chairperson is responsible for arranging and running meetings in order to organize a corps of volunteers to fulfill all of the required elements to make the event successful. The chairperson appoints co-chairs when required. They act in the capacity of the chair when the chair is absent.

4. Copies of records of each event to include income and expenses, contracts from judges, lists of volunteers etc., will be submitted to the Treasurer and Secretary after each event. A copy of a full report will be submitted to the President for their review

**VII: Amendments:** These Bylaws may be amended at any regular business meeting by a two thirds majority of those voting, provided that notice of such proposed amendment has been mailed or emailed to each voting member at least two weeks prior to such a meeting. Amendments shall be posted on the Club website for review which fulfills the obligation of notification to the membership

**VIII: Parliamentary Guides:** The parliamentary authority of this Club shall be of Roberts Rules of Order Revised.

**IX: Charitable Donations:** Suggestions for donation to equine related organizations and charities may be submitted to the membership at any regular scheduled business meeting. The amount donated is dependent on the financial situation of the organization at the time the suggestion is received and must be approved by a majority vote of the Board.

**X: Refund Policy:** The committee chairperson for a particular Club function or activity shall decide in advance the refund policy for that function.

**XI: Other Expenditures:**

1. Some major expenditures such as fees for judges, show expenses, clinics, tokens of sympathy or congratulations to club members, may be appropriated by a majority vote of the Board. Committees may submit proposals to the Board for approval.

**XIV: Volunteer Positions.** The following volunteer positions may be filled each year. Members holding volunteer positions are not included on the Board, but are responsible for reporting to the BOARD and responsible for specific duties:

**Newsletter Editor:** Each year, at the first Board meeting after the AGM, the NEFHC Board shall determine if Newsletters will be distributed to the membership. If the Board deems this appropriate, a newsletter editor shall be appointed. The newsletter editor is responsible for creation and distribution of the newsletter. The Board shall determine the frequency of issuance of said newsletter. The newsletter editor may choose a volunteer committee to assist with the production of the newsletter.

**Historian/Photographer:** The historian is responsible for keeping a scrapbook of Club activities, newspaper articles and photographs. This may be in electronic form and fulfilled by the maintenance of the NEFHC website

**XV: Guidelines for Handling Money**

1. All transactions must be recorded in the sales logbook. The original white copy shall remain in the book and be kept with the merchandise and the yellow copy will go to the Treasurer and accompany the day's receipts and the pink copy will go the Fundraising chairperson
2. Checks made to payable to NEFHC are the preferred form of payment for transactions. PayPal is also available for payment for transactions with an official NEFHC PayPal account. Personal Paypal transactions may not be used to conduct NEFHC business
3. Cash should be transmitted to the Treasurer within 5 days following the event. Cash proceeds should never be deposited into a personal account.
4. Inventory of all items purchased for use at NEFHC functions (prizes, ribbons, gifts, auction items, resale items) should be maintained and signed by two people. This inventory should be maintained by the Secretary as outline in Article II
5. Reimbursement of member's expenses requires submission of receipts or supporting documents to the Treasurer.

6. Unless specifically noted, all correspondence should be directed to the President, who shall redirect it as appropriate.

**XVI: Dissolution of the Organization.** Should the NEFHC be dissolved, any funds in the treasury or other property owned by the Club shall be donated to another non profit organization and to be voted on at the final business meeting of the Board? Or membership