

Volcano Ridge Mounted Archers BYLAWS

Original Effective Date: January 1, 2016

Amended January 7, 2017

Amended November 20, 2019

Article I **Corporation Name**

This Corporation shall be known as the Volcano Ridge Mounted Archers, herein referred to as Volcano Ridge or VRMA by these Bylaws.

Article II **Purpose, Mission, and Objectives**

Volcano Ridge is formed as a nonprofit Corporation in accordance with State of Washington governing laws and the Internal Revenue Code 501(c)(3).

EIN 811200925

UBI 603-587-924

Corporation address P. O. Box 1771
Battle Ground, Washington 98604.

Web Site www.volcanoridgemountedarchers.org

Mission Statement

VRMA is dedicated to preserving historical mounted archery, supporting our veterans, and promoting excellent horsemanship.

Vision

As the Volcano Ridge Mounted Archers, we are dedicated to serving the community by educating the public on historical mounted archery and weaponry by hosting equine clinics, camps, and demonstrations. We believe in supporting our amazing veterans, through our special programs, such as America's Warrior Project.

Corporation Objectives

The objectives for achieving Volcano Ridge's mission are as follows:

1. Arrange venues and participate in events and gatherings using experienced equine and human performers that are dedicated in promoting the virtues and benefits of the horse/human connection.
2. Promote an appreciation for the horses that we represent using accepted principles and standards concerning their handling, care, evaluation, and management.
3. Act as ambassadors to the horse sports and breeds we may represent. This includes participating in clinics, charity or benefit performances, and providing educational information to the public.
4. Provide educational opportunities to the public, groups, and related associations through equine mounted archery and sports, seminars, clinics, and other means.
5. Foster and encourage good relations with all organizations, member Corporations, and other groups through outreach and planned venue activities.
6. Use our considerable public appeal to assist in philanthropic and humanitarian endeavors where possible.
7. Honor our fans, sponsors, teammates and most importantly our equine partners.
8. Defray the expenses of the Corporation, and to do all other such things not denied by law in promoting its purposes.
9. Provide a dedicated program for just veterans and/or service members to attend a minimum of 1 weekend per season headed by the program committee run by veterans and/or service members, program named America's Warrior Project, after which attendees will be considered Alumni VRMA AWP members.

Corporation Exclusions

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on:

(a) by a Corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or

(b) by a Corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article III

Officers and Duties

The Officers of this Corporation shall consist of: President, Vice-President, Secretary, and Treasurer. The newly elected officers shall assume their duties effective January 1st of current year. The Officers will serve as and be considered members of the Board of Directors for a two year term.

President

The President shall conduct the business of the Corporation in accordance with the Corporation Bylaws and Robert's Rules of Order. He/she shall preside over all general and Board of Director meetings of the Corporation and shall be considered the Chairman of the Board. The President may appoint a public relations or press secretary to serve as editor of any newsletter and handle solicitation, promotion, advertising and other media of Volcano Ridge event news, subject to the approval of the Board of Directors. The President shall have signature authority over all governing and bank documents. The President shall present for approval a proposed budget for each event. Said budget may be amended during the year with Board of Director approval. The President shall appoint chairpersons and/or committees as directed by the Board.

Vice-President

The VP shall serve in the absence of the President or their inability or refusal to act, at the general meetings or Board of Director meetings of the Corporation. He/she shall also serve as Chairman of the Membership Committee. The VP shall have signature authority over all governing and bank documents.

Secretary

The Secretary shall have custody of all papers, records, and documents of the Corporation. He/she shall maintain a written record of all Corporation properties, prepare and keep such forms and records as may be required for its efficient administration. Keep accurate minutes of all meetings both Board and General and shall help handle all correspondence. The Secretary shall have signature authority over all fiscal governing documents. The Secretary shall have signature authority over all governing and bank documents.

Treasurer

The Treasurer shall have custody of all monies, shall keep accurate and detailed financial records of the Corporation transactions, shall place all monies in a bank account set up by the Corporation with the account to be titled "Volcano Ridge Mounted Archers". The Treasurer shall collect and pay monies in accordance with the approved budget as recommended. Funds from the account may only be withdrawn on the signatures of the President or Vice-President. A financial report shall be rendered at each meeting of the Board of Directors; in addition, a

written financial report shall be presented to the Secretary for record keeping purposes. Treasurer's records shall be available for audit within 60 days of an event. The Board of Directors can call for an additional special audit at any time.

Article IV

Board of Directors and Duties

Board Members, Term, and Election The Board of Directors shall consist of at least (5) five members, to include the Corporation Officers

Article IV Board of Directors and Duties Board Members, Term, and Election The Board of Directors shall consist of at least (5) five members, to include the Corporation Officers of the President, Vice President, Secretary and Treasurer, and (X Number) At-Large member/members from the general membership. Each shall serve a two-year term. For the purpose of these Bylaws this will be considered the Board. The President of the Corporation will act as the Chairman of the Board and preside over all meetings. If the board consists of equal number of members, the President may not vote on items, to avoid a tie. (See Voting) Duties and Authority The Board shall direct the focus of the Corporation with the overall affairs to be approved by the voting Corporation membership. If any of the Directors miss (3) three consecutive prearranged board meetings without a leave of absence, he/she shall be considered to have resigned. The Board shall be empowered to make any and all regulations, rules, policies, user agreements, terms of use, formation of committees, and other such decisions as may be necessary for the continued functioning of the Corporation not inconsistent with these bylaws. The Board shall have the authority to appoint a new officer or director in the event of a vacancy to complete the current year. The Board shall review and approve all new memberships.

Delegation

Any action required or permitted to be taken by the Board under these Bylaws or any provision of law may be delegated by the Chairman of the Board or to any committee of the Board.

Committees

The Board shall authorize the establishment of committees necessary for the active functioning of the general affairs of the Corporation, and to provide a means for members to participate in the business of the Corporation. Types of committees may include, but not be limited to, a membership committee, policies committee, safety committee, finance, etc. Once authorized by the Board, the President shall appoint the chairpersons and/or committees. Committees may include, but not limited to, persons from the community and other professionals who are not from the general membership, provided the membership of the committee is approved by the Board. Appointed committee chairs will turn over all necessary records and documents to the Secretary within 30 days after the completion of their activity.

Board Meetings

The Board shall meet as necessary to conduct the business of the Corporation with the exception of a required December meeting focused on event planning for the ensuing year. The date and location of Board meetings will be e-mailed, texted or other means available to the general membership. If there is a newsletter, meeting dates and times will be published when available.

Resignations

Any member of the Board may resign at any time by giving written notice to any of the following: The Board of Directors, to the Chairman of the Board/President, to the Vice-President or to the Secretary of the Corporation. Any such resignation shall take effect at the time specified in the written notice or, if the time is not specified therein, upon its acceptance by the Board.

Replacement of Board Members

Should a member of the Board resign, become incapacitated or otherwise be unable to serve, the President of the Board may appoint a replacement representative for the remainder of the term. Removal Any member of the Board or General Membership may be removed by a majority vote of the full membership of the Board of Director.

Article V

Quorums

Membership Meetings 51% percent of the total voting membership shall constitute a working quorum at a general meeting for elections.

Board of Director Meetings

A majority of 51% of the Board of Directors need be present at a Board meeting to constitute a quorum.

Article VI

Annual Meeting

The annual meeting of the Corporation shall be held during the month of September for reports of committees, election of new officers and directors, and other general business to come before the Corporation. A Nomination Committee shall be appointed by the Chairman of the Board and shall provide a list of suggested officers and directors prior to the annual meeting. Such list shall be emailed to the members (or mailed by post to those who inform the President that they do not have access to email), for consideration by the Corporation for election in

September. Nominations for officers and directors can also be made from the floor at the annual meeting. A Ballot counting team of 2 shall be chosen of non-nominated persons to count all votes at meeting and announce results. (All votes must be in by meeting or will not be counted-see Article VII voting)

The following order of business shall be observed at all annual meetings and special meetings of the members as far as practicable:

- Determine the roll o Introductions
- Reading, correction and approval of the minutes of the previous meeting
- Treasurer’s report (consideration of investments for the future venues, etc.)
- Report of officers
- Report of any committees
- Unfinished business
- Adjournment

Article VII

Membership, Benefits, Voting Rights and Dues

All dues are payable upon joining and/or before Jan through October of each year, and are NON-REFUNDABLE. Annual fees are subject to change. Dues assist in administrative costs, insurance, and ability to allow AWP Alumni complimentary memberships. The Corporation shall be composed of the following classes of membership:

Single Membership \$25. 00 USD

Member Inclusions

- Performing with the VRMA in either a riding capacity or other performance activity during demos or events
- Ability to serve as an Officer or Board member (must be 21 years old or older)
- Ability to serve on a Committee (18 or older) or as a Committee Chairperson (21 or older)
- Full use of Arrowhead Acres during open/operating hours on designated VRMA & AWP days
- Ability to participate in special camps
- Included in all Corporate communications
- Included in all social, educational and other entertainment gatherings

- Participation in meetings and input to Board of Directors and Officers
- Participation in event planning
- Insurance coverage during events

Voting Rights

There will be no voting by proxy. A member may vote an absentee ballot if such ballot is in writing, and list member's name, signed by the member and states specifically what the vote is for. This ballot must be presented to the Corporation at the meeting or before the voting.

Voting Means

Voting on all matters, including the election of the Board of Directors, may be conducted by mail, electronic mail, facsimile transmission, chat software, video conferencing, or other similar verifiable means. Proxy voting shall not be allowed. Live voting ballots may be deposited anonymously in group voting situations.

Dues

Dues are payable when a membership is approved and/or before JAN 1st of current year. Any member not having paid dues for the current year will forfeit all rights and privileges of the Corporation and must pay for membership before privileges and rights will be restored. All membership dues cannot be prorated nor are they refundable.

Article VIII

Contracts

Contracts

The Board of Directors may authorize any officer or officers, agent or agents to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, unless otherwise restricted by law. Such authority may be general or confined to specific instances.

Fiscal Year, Audit, and Review

The fiscal year of the Corporation shall be January 1 to December 31 of each year. A qualified person shall review the accounts of the Corporation quarterly. The accounts of the Corporation shall be audited annually by a Certified Public Accountant.

Article IX
Insurance, Liability and Indemnification

Neither the Officers, Directors, Agents nor Members of this Corporation shall be held personally liable or responsible for debts, acts or failure of the action of the Corporation. Unless specifically approved by the Board and/or put into contract. The VRMA will carry a General Liability Insurance Policy, in addition to each Volcano Ridge Equestrian member of the Corporation is responsible to carry their own insurance in the unfortunate event of an incident and/or accident. In addition, there is indemnity under the Washington Equine Activity Liability Act, and each performer shall provide interpretation as it applies to their specific and individual activities. All Corporation members, sponsors, guests, or any other person(s) who may assist or participate in an Corporation event whether at a public facility or private member equine facility, must sign a State of Washington Equine Liability Form or other approved Corporation form, and submit to an Corporation Officer before being allowed to assist or participate in event. Potential members may be asked to sign a Liability Form when applying for membership with the Corporation. The Corporation shall indemnify any existing Board member or Officer or any past Board member or Officer to the full extent permitted by law.

Article X
Assets and Dissolution of Corporation Assets

Dedication of Assets

The property of this Corporation is irrevocably dedicated as declared in its mission and objectives, and no part of the net income or assets of this Corporation shall ever inure to the benefit of any Board member, Officer or members thereof or to the benefit of any private individual.

Property/Asset Ownership

It is understood that all property/assets belonging or purchased by a member is the sole property/asset of that individual member, (i.e., horses, tack, uniforms, etc.). All property/assets belonging to, donated to or purchased by the Corporation, becomes the property/asset of the Corporation.

Distribution of Assets upon Dissolution

Upon the dissolution or winding-up of this Corporation, all assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed as per Corporation Board directives, to a nonprofit fund or Corporation which is organized and operated exclusively for charitable purposes, and which has established its tax exempt status

under Section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of subsequent federal tax laws.

Article XI

Life

The existence of the Corporation shall be perpetual or until dissolved by the favorable vote of 51% of the total voting membership at a special meeting, or by operation of law. If the Corporation is dissolved, all assets will be dispersed as designated by the Board of Directors in accordance with Article X.

Article XII

Amendments

The Corporation Bylaws may be amended or revised at any meeting of the Corporation providing a quorum is present, and providing that the proposed amendment or revision was presented in writing to the Board in good standing at least ten days prior to the meeting. The amendment(s) or revision must be approved by a majority vote of the Board present at the meeting.

All amendments shall be dated, signed and provided to the Secretary for recording purposes.

Volcano Ridge Mounted Archers Bylaws are adopted as per signature and date below.

Signed by: _____ //SIGNATURE ON FILE// _____ Date: _____
(Corporation President)

Signed by: _____ //SIGNATURE ON FILE// _____ Date: _____
(Corporation Secretary)