

Bylaws

Tri-State Dressage Society, Inc.

Article I. Name

This organization shall be the Tri-State Dressage Society and shall be conducted as a non-profit organization. Hereafter the organization shall be referred to as TSDS. On dissolution or final liquidation, the Board shall, after paying or making provision for the payment of all lawful debts and liabilities of the Corporation, distribute all of the assets of the Corporation to a similar non-profit organization. On dissolution or final liquidation, no assets of the Corporation shall be distributed to or used by any member or employee of the Corporation known as TSDS. These Bylaws, and the Policies and Procedures, shall be the governing documents of TSDS.

Article II: Mission Statement

The purpose of TSDS is to promote a high standard of accomplishment in dressage in the Ark-La-Tx through educational activities and sports competition. Dressage is a French word meaning "training" and its purpose is to develop the horse's natural athletic ability and willingness to work, making him calm, supple and attentive to his rider.

The program of TSDS shall be to hold schooling and recognized dressage shows and to conduct educational programs/clinics. The competitions held are to measure member's achievements against regional and national standards and to prepare members for competitions at the regional and national level.

Article III. Affiliation

TSDS is a Group Member Organization (GMO) of the United States Dressage Federation, Inc. As an affiliated organization, members are eligible for participation in USDF recognized competitions, receiving educational program, literature and Rider Awards.

Article IV: Membership

A. Any person interested in furthering the mission of TSDS is eligible for membership upon payment of annual dues. Membership is non-transferable.

B. Types of Membership

1. Individual-Entitles one member to full rights and privileges upon payment of annual dues.
2. Family-Entitles two members of a family with the same legal address to full rights and privileges , but one vote, upon payment of annual dues. This may consist of one adult and one child or two adults.

C. Rights and Privileges

1. Members in good standing, except as limited in Article IVB shall be entitled to one vote, in

person or proxy, in all matters governed by the vote of the general membership.

2. A member may vote by proxy, executed in writing, at any meeting. Proxies shall be filed with the Recording Secretary before or at the meeting.

3. Members in good standing are entitled to run for office, except as limited in Article IVB and VIIC.

Article V. Meetings

A. General membership meetings

1. There shall be two general membership meetings per year. The Board shall schedule these meetings.

2. Special meetings

- a. A special meeting may be called either by the president or 10 members.
- b. All members must be notified via written, electronic or telephone communication of any meetings and/or the purpose of the meeting at least seven days prior.
- c. A quorum shall be 10 members, including proxies.

B. Board meetings

1. There shall be a minimum of 2 Board meetings per year. Board meetings are open to the general TSDS membership and limited non-agenda subjects may be discussed.

2. Special meetings

- a. A special Board meeting may be called by the president and 2 Board members.
- b. Notification of special Board meetings must be no less than 2 days in advance.
- c. The proposed agenda shall be included in the notification and only items listed in the agenda shall be voted on at the meeting.

3. Quorum

A quorum shall be a majority of the Board, including proxies.

Article VI. Elections

A. All members in good standing, except as limited in Article IVB are eligible to vote and hold office. Nominees must be TSDS members for one 1 year. Nominees for president must have previous Board service of one year.

B. Nominating Committee

1. The Nominating Committee shall consist of two Board members not running for re-election.

2. The Nominating Committee shall mail ballots to members no less than 30 days before the annual Awards Banquet. The results of the election will be announced at the Banquet.

3. A simple majority of the ballots cast shall determine the winners.

Article VII. Officers

A. The officers and their duties shall be:

1. President

- a. Prepares the agenda for and presides over all meetings of TSDS and the Board.
- b. Appoints committee chairpersons with the approval of the Board.
- c. Represents the TSDS to the USDF or appoints a proxy for this purpose.
- d. Serves as chairman of the Show Committee.

2. Vice president

- a. Assumes duties and obligations of the President in his absence.
- b. Performs other duties as assigned by the Board.

3. Recording Secretary

- a. Responsible for management of all TSDS correspondence.
- b. Presents all communications to the Board or general membership, when appropriate.
- c. Maintains attendance records, including quorums.
- d. Takes and archives minutes of all meetings.
- e. Maintains files of all TSDS publications.
- f. Maintains/updates TSDS Policies and Procedures.
- g. Maintains and updates list of TSDS members and communicates this list with USDF.

4. Treasurer

- a. Handles all financial transactions as approved by the Board.
- b. Deposits funds in a bank approved by the Board.

- c. Keeps the TSDS financial statement up to date.
- d. Prepares financial records necessary for the filing of taxes and any other financial requirements in coordination with a CPA, approved by the Board.
- e. Maintains a list of assets owned by TSDS.
- f. Maintains all insurance policies for TSDS.

5. Show Secretary

The Show Secretary shall be appointed by the President, with approval of the Board. The duties of the Show Secretary are outlined in TSDS Policies and Procedures.

B. Terms

- 1. The tenure of each officer shall be 2 years.
- 2. The Board, as stated in Article VII, shall fill any vacancy occurring for any office.
- 3. Elections for officers will be staggered so that the President and the Treasurer will be elected for terms commencing in odd numbered years and the Vice President and Recording Secretary will be elected for terms beginning in even numbered years. If an officer is no longer able to serve, the Board shall name a replacement to fill out the remainder of the term, with the result remain staggered as specified here.

Article VIII. Board of Directors

A. The Board shall consist of four (4) officers and a minimum of three (3) representative directors.

B. Eligibility- Any member in good standing, except as limited in Article IIIB is eligible to serve on the Board.

The following restrictions apply:

- 1. One member per household may serve on the Board-
- 2. No more than 30% of the Board may come from a single stable/farm.

C. Term of office shall be two years.

D. Board members shall attend a majority of Board meetings in person or by proxy.

E. At meetings of the Board, a member may vote by proxy, filed with the Recording Secretary before or at the time of the meeting.

F. A Board position vacated for any reason shall be filled as follows:

1. The remaining Directors shall elect an eligible member to fulfill the term vacated.

This shall be done through nomination and secret ballot election by the Board.

2. This Director shall have full rights and powers.

G. Responsibilities

The Board of Directors shall approve expenditures of TSDS and shall manage all business and affairs of TSDS between meetings of the general membership.

H. Removal from Board

A Board member MAY be removed from the Board of Directors, by unanimous vote of remaining Board members, for reasons including, but not limited to;

1. Failing to meet the requirement as stated in Article VIIID .
2. Unsportsmanlike or disruptive conduct at TSDS sponsored events.
3. Mismanagement or misappropriation of TSDS funds.
4. Inability to either assist with or organize one (1) TSDS show per year.

Article IX. Committees

A. Purpose-There shall be such Standing and Special committees as are deemed necessary by the Board to handle the work of TSDS. Committee chairpersons shall be appointed by the President and approved by the Board. Committee chairs shall choose their members. Committee members are not limited to TSDS members.

B. Standing Committees

1. Clinics/Programs-Responsible for educational events, including clinics-The chairman of this committee shall be the Clinic Chairman.
2. Shows-Oversees the organization of TSDS sponsored shows. The President shall be the Show Committee Chairman.
3. Website-Maintains and updates the TSDS website, including content, calendar, pictures and advertisements.
4. Hospitality-Responsible for the care and feeding of judges and clinicians, including housing, meals and transportation; works closely with Clinic/Program, and Shows Chairmen.
5. Banquet-Responsible for planning and executing of annual Awards banquet-Works closely with Treasurer and Awards chairmen.

6. Awards-Responsible for ordering and archiving of show ribbons, prizes and end of year Awards-Works closely with Treasurer, Shows and Banquet chairmen.

C. Special Committees

Special Committees may be formed for short term and specific objectives. These committees are dissolved when their purposes have been achieved.

Example-Points/Year end awards

Article X. Amendments

These Bylaws may be amended by a two thirds vote of the Board of Directors at a regular or special meeting, subject to approval by the majority of the general membership where a quorum, including proxies, is present.

Amended on January 9, 2016

Martha Belchic-Loeb, Chairman

Bylaws Revision Committee