

# SBCRC BYLAWS

## ARTICLE I Name

The name of this organization shall be Santa Barbara County Riding Club, Inc.

## ARTICLE II Purpose

The purpose of the Santa Barbara County Riding Club, Inc., shall be to promote horse shows and other activities for the benefit of its members, to further the skill of riding, to encourage horsemanship, and to advance the welfare of horses and ponies. Any person interested in horse-related activities may become a member of the club by making written application, payment of dues, and acceptance by the Board of Directors. As a nonprofit corporation, the Santa Barbara County Riding Club will not give an open forum to any person at board meetings or at any club function.

## ARTICLE III Membership

Categories of membership in this organization shall be:

1. **Senior Membership** - those persons eighteen years of age and over.
2. **Junior Membership** - those persons seventeen years of age and under.
3. **Family Membership** - comprises a husband/wife and/or juniors residing in the same home.
4. **Life Membership** - any member who, after being a member for three consecutive years and after written application, may be elected or rejected for life membership by a vote of the Board of Directors. The applicant shall be notified in writing of such decision by the president. If rejected, no reason for the board's decision shall be given.
5. **Life Family Membership** - any immediate family which, after being a member for three consecutive years and after written application, may be elected or rejected for life membership by a vote of the Board of Directors. Children will cease to be part of the Life Family Membership upon reaching the age of eighteen. The applicant shall be notified in writing of such decision by the president. If rejected, no reason for the board's decision shall be given.
6. **Sustaining Member** – any person aiding in the support of the organization through a special fee.

Members under twelve years of age shall not vote at any general meeting. Memberships are non-transferable. The Board of Directors may expel any member for good cause, after receiving written notice.

This is a voluntary organization with like-minded individuals who share a passion for horses. As a social group, the Board of Directors reserves the right to expel, revoke, or suspend membership, or to issue a formal warning to any member for just cause, provided that the member is given 10 day notice of a motion to expel, revoke, or suspend membership. The motion shall be heard by the board with the member having the right to present up to 15 minutes of testimony as to why the expulsion, revocation, or suspension of membership should not occur.

## **ARTICLE IV**

### **Dues**

Membership is for the calendar year (January through December). All members shall pay annual dues, which shall be established by the Board of Directors:

Senior Member \$45

Junior Member \$40

Family Member \$65

Life Member \$280

Life Family \$380

Trainer \$45

Board Member \$45

Sustaining Member \$100

Owner, rider and trainer must be a member to be eligible for Year-End Awards. Tabulation of points for each SBCRC member shall begin from the date membership fees are paid. No points will count prior to payment of membership fees.

## **ARTICLE V Meetings**

**Annual Meeting.** The annual meeting of the members of this Corporation shall be held in conjunction with the year-end awards banquet, where the officers of the upcoming year's Board of Directors shall be presented.

**Quorum.** The presence in person or by proxy of at least Twenty percent (50%) of voting board members in good standing shall constitute a quorum for the transaction of business.

**Board Meetings.** Meetings of the Board of Directors shall be held regularly at such time and place as the president determines. Non-board members of this Corporation are welcome to attend board meetings only as invited guests of a director of the board of the Santa Barbara County Riding Club. All persons desiring to bring new matters before the Board of Directors must submit in writing, to the president, such matters to be placed on the agenda of the next scheduled board meeting. Board members must approve new agenda items before the items will be discussed. If a new agenda item is not approved for discussion, the board may approve it for the agenda of the next scheduled board meeting as an item of unfinished business. The secretary will notify the proposing person of the board's decisions.

**Special Meetings.** Special meetings of the membership may be called at any time by the President or by three members of the Board of Directors. Notice of the time, place, and purpose of any

special meeting shall be given by U.S. mail or e-mail to all members in good standing at least 24 hours prior to the meeting.

## **ARTICLE VI Officers**

**Directors.** A board composed of up to 16 directors, if available, appointed for a term of one year as herein set forth shall govern this Corporation, and the retiring president shall automatically become a member of the board. The Board of Directors shall consist of four officers and, if possible, up to twelve members representing bipartisan interests. Additionally, there may be two voting, advisory junior members selected by the board. The board shall have the power to conduct, manage, and control the affairs and business of the Corporation and to make rules consistent with its Articles of Incorporation, with the laws of the State of California, and with these Bylaws. Where no provision for specific proceedings is found in the Bylaws, *Robert's Rules of Order* shall prevail. Fifty percent (50%) of the directors of this corporation shall constitute a quorum.

**Officers** of this Corporation shall be: President, Vice-President, Secretary, and Treasurer. All officers of this Corporation shall be elected as herein set forth and shall be members in good standing of the Santa Barbara County Riding Club. Officers shall serve for a term of one year, or until a successor is elected. The President and Vice-President must have served on the board for at least two years prior to assuming office. The office of secretary and that of treasurer may be held by the same individual.

**Elections.** The Board of Directors will vote on each board position annually by anonymous ballot or proxy. Nominations must be submitted in writing to the Secretary by November 1 or at least 10 days prior to the November meeting and then emailed to all board members on annual ballot with original nomination forms as an attachment, at least 7 days prior to the November meeting. All ballots are collected and tallied by Secretary at meeting and results are immediate. Nominees for new Directors positions shall not be present during the vote by the board. If nominees are not elected to the board, no reason for the board's decision shall be given. Vacancies of any office may be filled by appointment by a majority of the Board of Directors; the appointee shall serve until the next annual election of officers.

### **Responsibilities of Directors.**

Each Director is expected and required to:

- (a) maintain high moral and ethical standards of performance and behavior and to serve as an example to the general membership;
- (b) discharge his or her duties as a Director (i) in good faith; (ii) with the care an ordinarily prudent person in a like position would exercise under similar circumstances; and (iii) in a manner he or she reasonably believes to be in the best interests of SBCRC;
- (c) establish policies and procedures to implement and sustain SBCRC's purposes;
- (d) support each resolution and decision made by the Board regardless of the Director's particular view or vote;
- (e) represent the needs and interests of the members in a fair and impartial manner.

(f) contribute and participate frankly and sincerely at Board meetings and within SBCRC's business agenda.

(g) disclose any and all conflicts of interest.

## **Duties of Officers**

### Executive Board

#### President

The President shall be the chief executive and operating officer of SBCRC, and shall have general charge of the business affairs and property of SBCRC. The President shall preside at all meetings of the Board as the Chairman. The President shall have such other duties and responsibilities and may exercise such other powers as are usually incident to the office or as from time-to-time may be assigned by these Bylaws or the Board.

#### Vice President

The Vice-President shall perform all the duties of the President in the absence or disability of the President, and when so acting, shall have the powers, and be subject to the restrictions, which are attributed to the office of the President. The Vice-President shall have such other powers and perform such other duties as may be prescribed by the Board or these Bylaws.

#### Secretary

The Secretary shall keep a book of minutes of all meetings of Directors and members. The Secretary shall pick location for meetings and give notices of all meetings at least 48 hour prior with minutes and agenda attached. The Secretary shall collect nominations and present to the board as per these Bylaws. The Secretary shall also maintain and protect a file of all official and legal documents of SBCRC. The Secretary shall perform such other and further duties as may be required by law or as may be prescribed or required from time-to-time by the Board or these Bylaws. The Board may authorize the delegation of specified tasks to a third-party subject to and under the supervision of the Secretary.

#### Treasurer

The Treasurer shall have custody of all SBCRC funds, which shall be kept in one or more banks in the City of Santa Barbara and shall only be withdrawn via checks signed by two of the following officers: President, Vice-President, Secretary, Treasurer. The Treasurer shall keep full and accurate accounts of all receipts and disbursements of SBCRC, an inventory of assets, and a record of the liabilities of SBCRC; deposit all money and other securities in such depositories as may be designated by the Board; disburse the funds of SBCRC as ordered by the Board; and prepare all statements and reports required by law, by the President or by the Board, including, without limitation, an annual SBCRC budget to be presented at the Board meeting in November. The Treasurer shall have such other duties and responsibilities and may exercise such other powers as are usually incident to the office or as from time-to-time may be assigned by these Bylaws or the Board. The Board may delegate all or part of the authority and duties of the Treasurer to subordinate officers. An annual audit shall be conducted by an account or by a qualified committee of the board.

## **Committees**

### **Points and Membership**

Track and post on web site updated points after every show and new memberships as they come in.

### **Banquet**

Organize venue, sign contracts and make payments, invitations, rsvp, flowers, décor, silent auction

### **Horse Show Coordinator**

Works with show manager to set dates, ratings, schedule, hiring officials and bring final decisions to board for approval at October meeting of current year for the next years shows.

### **Awards/Ribbons**

A position held by two board members who provide awards and ribbons for all shows, finals, special awards and banquet, including banquet presentation layout of awards. All decisions must be approved by board.

### **Newsletter**

Publish annual newsletter and post to website

### **Grievance**

A board member who is able and willing to collect any and all grievances that arise, present a good solution to resolve such grievance to board and then present solution to party who filed grievance.

### **Sponsorship**

Chairman of Sponsorship Committee can solicit help from any or all board members to collect sponsorships for general fund, sponsors of auction items, divisions, special classes or horsemanship challenge. Sponsors must be posted on web site by the chairman as well as any other advertised postings.

### **Hospitality**

Chairman of the Hospitality Committee can solicit help from any or all board members to head up hospitality at the horse shows. This includes but is not limited to dinners, auctions, breakfasts, wine tastings, decorations around the show for hospitality areas. The chairman of this committee may also tie in to other organizations to accomplish a higher level event.

### **Member at large**

This position is intended as an entry level position for general board members allowing a member to find the best position suited to their expertise.

### **Trainer at large**

This position is to allow trainers, who are generally too busy to serve in a working position, a seat and a voice on the board.

#### Junior Representative

The Junior Representative is a member under the age of 18 who sits on the board with voting rights. They are the liaison to the general junior membership of SBCRC as well as constant updating of all social media accounts. A report will be presented at each meeting.

### **ARTICLE VII Expulsion**

Should a member of the Board of Directors cease to be a voting member in good standing of the Corporation, or should he/she miss more than two consecutive regular board meetings without leave granted by the board, he/she shall cease to be a director; but no act of the Corporation, its officers, or directors, shall be invalidated by such vacancy in the board.

Any board member may be removed for cause by a vote of two-thirds of the board members present, provided that at least ten (10) days written notice shall first be given to such board member, stating the cause for which it is intended that he/she shall be removed and affording him/her the opportunity to be present and to be represented if he/she so chooses by any person at said meeting. The hearing of the matter shall be conducted as a normal proceeding in a board meeting under the direction of the president, with both sides having full opportunity to present their views. Any continuance requested by either side may be granted at the discretion of the board or by a ruling of the president. Removal of a board member shall not deprive him/her of membership in the club.

### **ARTICLE VIII Confidentiality**

Upon election to the Board of Directors, all directors and officers shall agree to hold in confidence all proceedings which take place during board meetings.

### **ARTICLE IX Committees**

The power of a committee shall be to transact business on behalf of the club as deemed necessary, but it shall not have the power to determine policy. Further, no committee shall be empowered to encumber financial obligation, other than for amounts sanctioned by the board.

### **ARTICLE X Amendments**

These Bylaws may be amended, repealed, or new Bylaws may be adopted, at any regular Board meeting or at any special meeting called for this purpose.