

# FRIENDLY HORSEMAN'S CLUB

## BYLAWS

### **ARTICLE I – NAME**

The Name of this corporation shall be called “Friendly Horseman’s Club” located at 260 Kline Rd, Stevens, Pa 17578 with the mailing address of P.O. Box 176 Denver, Pa 17517.

### **ARTICLE II – STATEMENT OF PURPOSE**

The purpose for which the corporation is formed is to, “Sponsor and Aid interest in Horsemanship, Riding and all activities in Horsemanship, including the sponsoring and promoting of shows indicating the development of Horsemanship and to own Real Estate for the purposes herein set forth.”

### **ARTICLE III – REGULAR MEETINGS**

Regular meetings shall be held on the last Tuesday of the month unless otherwise designated. There will be no meetings in December and January. Five (5) active members shall constitute a quorum at regular meetings.

### **ARTICLE IV – SPECIAL MEETINGS**

The President may call special meetings of the corporation, or by no less than five (5) active members in good standing. Provided that all other members in good standing shall have been notified by mail or electronic application at least five (5) days in advance of said meeting. No business shall be transacted at said meeting, except that which was set forth in the call to meet.

### **ARTICLE V – MEMBERSHIP**

Membership in this corporation shall be classified as follows:

- a. **Active Member Benefits**- An active member will be able to use the club grounds (arenas, pavilion, clubhouse). This does NOT include the kitchen (attached to the pavilion), shed, or equipment. Playdays are free. No grounds fee is charged at shows.
- b. **Active Family Definition** – An Active Family is considered to reside in a single residence who participates in helping with five (5) activities and/or attends meetings within the year. Activities include Grounds Maintenance, Show Setup, Day of Show Help and

Show tear down, but are not limited to the aforementioned. A Family member under the age of eighteen (18) shall not be admitted to the club grounds without the presence of an active adult member and must vacate the grounds along with the adult member.

- c. Active Single Definition** - An Active Single is one over the age of eighteen (18) who participates in helping with five (5) activities and/or attends meetings within the year. Activities include Grounds Maintenance, Show Setup, Day of Show Help and Show teardown, but are not limited to the aforementioned.
- d. Lifetime Member Definition** – Lifetime Membership will be granted to an active member who completes fifteen (15) years of continuous service to Friendly Horseman’s Club. Lifetime Membership status will be determined by the Board of Directors. A Lifetime Member has voting privileges if they remain active.
- e. Social Member Definition** – A Social Member will be able to use the club grounds but will not have access to any of the keyed Buildings.

  - a. Social Family** – A Social family is considered to reside in a single residence. A family member under the age of eighteen (18) shall not be admitted onto the grounds without the presence of an adult member and must vacate the grounds along with the adult member.
  - b. Social Single** – A Social single is one over the age of eighteen (18).
- f. Junior Member Definition** – A Junior Member is one who is under eighteen (18) years of age and will have the same rights as that of a social member with the exception that Junior members shall not be admitted to the show grounds without the presence of an adult member and must vacate the grounds along with the adult member.

**Active Member Exclusion:**

Exclusion to activity requirements can be achieved for medical or deployment reasons to be determined by the Board of Directors and then brought to the club general membership for a two-thirds (2/3) majority rule vote.

**ARTICLE VI – DUES**

- a. A prospective new member being sponsored by a current member does not need to attend a meeting to be voted in. **A prospective new member without a sponsor must attend a meeting to be voted in.**

When a membership is approved the following dues will be charged to the applicant:

Family Membership .....	\$50.00
Single Membership .....	\$30.00
Junior Membership .....	\$15.00

Thereafter the annual dues shall be as follows:

Active Family Membership.....	\$35.00
Active Single Membership .....	\$20.00
Social Family Membership .....	\$50.00
Social Single Membership .....	\$30.00
Junior Membership .....	\$15.00
Lifetime Membership .....	\$00.00

All dues are for the membership year from January 1<sup>st</sup> to December 31<sup>st</sup>.

- b. Annual dues must be paid by April 1<sup>st</sup> of the membership year. Dues paid after April 1<sup>st</sup> will be considered a reapplication and require approval by two-thirds (2/3) majority of active members present.
- c. Dues for a member in good standing at the time of their departure into the Armed Forces of the United States shall have his/her dues waived during his/her tour of active service; and shall not be required to pay dues until the next calendar year after discharge.

## **ARTICLE VII – VOTING**

### *Section 1:*

An active member in good standing is eligible to vote in any given year.

### *Section 2:*

The name of the prospective new member must be referred vocally by the president to the membership at a regular meeting to be proposed at a subsequent meeting. Balloting on membership will be secret and by a two-thirds (2/3) majority vote of active members present.

## **ARTICLE VIII – OFFICERS AND ELECTIONS**

### *Section 1:*

The November meeting shall be the annual meeting for the election of Officers.

### *Section 2:*

The Officers of the club shall include a President, Vice President, Secretary, Treasurer, and directors.

### *Section 3:*

The Officers shall be elected at the regular meeting in November for the term of one (1) year, or until their successors are installed, and shall assume their duties immediately thereafter.

- a. Directors shall be elected each year to serve for a maximum of four (4) years.
- b. The outgoing President will become a director until succeeded by the next outgoing President, but not to exceed a four (4) year term.

### *Section 4:*

No person shall be eligible to hold office in the club unless he or she is an active member in good standing.

*Section 5:*

At the regular October meeting, the president will accept nominations from the active members to serve as officers and directors for the following year. The nominations must be for active members only.

*Section 6:*

No active member of the club shall be nominated for any office without his or her consent.

*Section 7:*

Active members must be present at the meeting to be entitled to vote for the officers and directors.

**ARTICLE IX-DUTIES OF OFFICERS**

All Officers shall keep a permanent record of their work and turn it over to their successors.

*Section 1:*

The President shall be the Chief Executive Officer and shall or has the privilege of presiding at all meetings of the club. He or she will appoint all committees and shall be an ex-officio member of all committees. President shall be notified of all said meetings.

The President shall be paid an honorarium of one hundred dollars (\$100). This shall be paid at the regular meeting in November.

*Section 2:*

The Vice President shall perform the duties of the President in his or her absence.

The Vice President shall be paid an honorarium of one hundred dollars (\$100). This shall be paid at the regular meeting in November.

*Section 3:*

The Secretary shall maintain a record of all meetings of the club, a list of the names and addresses of all the members of the club, a permanent file of all

records and letters of value to the club; all which are to be transferred to his or her successor upon termination of his or her term of office. The secretary shall mail, email, text notices to members and shall conduct all club correspondence.

The secretary shall be paid an honorarium of one hundred dollars (\$100). This shall be paid at the regular meeting in November.

*Section 4:*

The treasurer shall have charge of all the monies of the club. He or she shall pay all the bills. He or she shall keep an itemized record in a permanent file of all receipts and expenditures and give a report at each business meeting. All books, records, and papers shall be turned over to his or her successor within ten (10) days of vacating the office. The treasurer shall notify all members of the amount of their dues for the year, and such dues shall be paid directly to the treasurer. The treasurer will maintain these records.

The treasurer shall be paid an honorarium of one hundred dollars (\$100). This shall be paid at the regular meeting in November.

*Section 5:*

The Board of Directors shall include a chairman of the board and secretary decided upon by the Board of Directors.

As part of an organization of voting members the Board of Directors is a subordinate board. Any action made by the board must be voted by a two thirds (2/3) majority of active members in good standing. Said board shall hold at least one meeting and such other meetings as the fulfilment of their duties may require and shall keep correct minutes of each meeting of the board and shall present a report after each meeting at the regular meeting. The Board of Directors shall be responsible for presenting ideas, situations, problem solving and guidance of the club to encourage the success of the club.

*Section 6:*

Any officer or member of the board of directors or those members in charge of horse shows may have a key to the clubhouse. Said key is to be returned at the end of his or her term of office or horse shows.

## **ARTICLE X-COMMITTEES**

### *Section 1:*

The elected officers and directors shall constitute the Executive Committee and be empowered to act for the club in “Emergency” situations which may arise between regular meetings, and which are not of sufficient importance to warrant the calling of a special meetings; provided all members of the Executive Committee have been notified of said meeting.

### *Section 2:*

The President shall appoint such other committees as may be required for the successful operation of the club’s business.

### *Section 3:*

Each year the club will nominate three (3) people to act as an auditing committee to audit the books. The audit shall be completed by January 31<sup>st</sup>.

### *Section 4:*

The club may utilize electronic means with committees if emergency decisions need to be made in a timely manner, if, in the event, the committee cannot meet.

## **ARTICLE XI– AMENDMENTS**

Amendments to these bylaws may be proposed and read the first time at any regular meeting of the club and may be adopted at the next regular meeting by a two-thirds (2/3) vote of the active members present and voting, provided that a written or electronic notice of the proposed amendment shall have been sent to each member in good standing at least five (5) days prior to the regular meeting adopting said amendments.

A bylaw committee shall be appointed every third (3<sup>rd</sup>) calendar year to review the bylaws.

## **ARTICLE XII – MISCONDUCT**

### *Section 1:*

No member shall engage in unbecoming conduct, nor shall they act in opposition to the club. Disciplinary action, up to and including expulsion from the club, shall be determined by the executive committee. A two-thirds (2/3) vote of the executive committee will be required for any action made.

### *Section 2:*

Any officer engaging in unbecoming conduct of acting in opposition to the club can be removed from office by a two-thirds (2/3) majority vote when notice has been given at a previous regular meeting.

## **ARTICLE XIII**

No officer, director, or member of this club shall use such membership as a means of furthering any financial, personal, political, or other aspirations; nor shall the club as a whole take part in a movement, not in keeping with the stated purpose of the club.

The corporation exists for the charitable purpose of promoting Horsemanship. It exists solely for the purpose of providing educational opportunities associated with showing, riding, and the general enjoyment of horses. The corporation shall operate as a private charity, and the corporation's property is considered a charitable asset. There shall be no dissolution of the corporation or sale of the corporate assets, including the Real Estate, without compliance with Pennsylvania law with respect to the distribution of charitable assets.

## **ARTICLE XIV – INDEMNIFICATION**

The Friendly Horseman's Club shall indemnify and hold harmless any Director or Officer who becomes a party or threatened to be made a party in any threatened, pending, or filed action, suit, or proceeding of any nature, whether civil, criminal, administrative or investigative by reason of the fact that he/she is or was a Director of the Club, Officer, employee or agent of the Club, or was serving at the request of the club, including payment of all expenses including reasonable attorney fees, judgments, fines and amounts paid in settlement actually and reasonably incurred in connection with such action, suit or proceeding if the Board of Directors determine that he/she acted in good faith and in a manner



he/she reasonably believed to be in the best interest of the club or has reasonable cause to believe that his/her conduct was lawful. The club shall not provide indemnification in any case in which the act giving rise to the claim for indemnification is determined by a Court to have constituted willful misconduct or recklessness.

#### **ARTICLE XV**

Business meetings of this organization shall be conducted in accordance with Robert's Rules of Parliamentary Procedure.