

Poway Valley Riders Association, Inc.

BYLAWS

Whenever the word "Association" appears, it shall be construed to mean the Poway Valley Riders Association.

ARTICLE I - POWERS

Poway Valley Riders Association is organized as a corporation of the State of California. The official seal shall be the "Poway Valley Riders Association, Incorporated, Poway, California."

ARTICLE II - LOCATION

The Association shall maintain its principal office in the City of Poway, County of San Diego, State of California.

ARTICLE III - PROPERTIES

All properties purchased, leased, or otherwise obtained by or for and accepted by the Association shall be the property of the Association.

ARTICLE IV - MEMBERSHIP/TYPES

Effective March 1, 1989, Membership Classification Shall Be As Follows:

Section A. Riding Membership/Family.

1. Riding Membership/Family shall be open to families interested in civic improvement and any type of equestrian activity.
2. For purposes of membership in the Association, a family shall include one adult or a couple living as a family unit and any unmarried children under the age of eighteen (18) years living in the same household.
3. The status of any unmarried child included in a Riding or Social Membership who reaches the age of eighteen (18) during a Membership Year shall remain unchanged until the following dues date, provided the child remains in the same household.
4. Holders of Riding Memberships shall be entitled to not more than two votes at general meetings, one for each adult member included in the membership.
5. Riding Membership shall entitle all minor children residing in the member household and listed in the membership application or any amendment thereto, to membership in the Poway Valley Riders Juniors, an auxiliary branch of the Association.

Section B. Riding Membership/Single.

1. Riding Membership/Single shall be open to individuals over the age of 18, not eligible to be part of a family membership as described above, who are interested in civic improvement and any type of equestrian activity.
2. Holders of Riding Memberships/Single shall be entitled one vote at general meetings.

Section C. Social Membership.

1. Social Memberships shall be open to individuals and families otherwise eligible for Riding Membership who do not make use of the Association's riding facilities and activities.
2. Social Members shall be entitled to one (1) vote per membership at general meetings.
3. Social Members shall be entitled to all other rights and privileges and subject to the same obligations of membership, EXCEPT they shall not be entitled use of rings or arenas for any equestrian activities, other than those open to the general public.

Section D. Affiliate Membership.

1. Affiliate Membership shall be open to individuals, business firms, organizations, clubs, societies, associations, or other appropriate groups who desiring to support the efforts of the Association in the promotion of youth, equestrian, recreational and civic activities in the Poway area.
2. Affiliate Members shall be entitled to all other rights and privileges of and subject to the same obligations (other than work hours and special assessments) as Riding Members, except as otherwise specified in these Bylaws.
3. Affiliate Membership shall entitle the Members to be listed and/or announced, on an equitable rotating basis, as sponsors of shows and other Association events during the period of membership.
4. Each Affiliate Member shall receive and be entitled to display for the duration of membership an appropriate award, as a public acknowledgement of their support.
5. Applications for Affiliate Membership shall be approved or denied by the Board of Directors.
6. Upon proper application, payment of necessary additional dues, and approval by the Board of Directors, any Riding or Social Member may also obtain an Affiliate Membership and be entitled to all rights, privileges and benefits of both memberships, except that an Affiliate Member shall not be entitled to vote at general meetings.¹
7. None of the foregoing provisions of this Section shall be construed so as to obligate the Association to sponsor any shows or exhibitions of any kind during any given period.
8. Rights and privileges of Affiliate Members indicated in sub-section B above shall NOT include use of rings or arenas for any equestrian activities, other than those open to the general public.

Section E. Honorary Membership.

1. An honorary membership of any type (Riding, Social or Affiliate) may be bestowed in recognition of outstanding service to the Association upon recommendation of the Board of Directors and approval by the general membership.
2. The terms of honorary Memberships shall be recommended by the Board of Directors and may range from the current Membership Year to Lifetime Membership.
3. Honorary Members are eligible to enjoy all rights and privileges of Association membership with the exceptions of the rights to vote and hold office. Where circumstances warrant, the board may recommend that Honorary Members be awarded the right to vote.

ARTICLE V - FEES AND DUES

Section A. Initiation Fee.

1. The initiation fee shall be \$100² for Riding Members, payable upon application for membership and half (1/2) of that amount for Social Members. There shall be no initiation fee for Affiliate Members.
2. Members converting from Social to Riding membership shall pay an initiation fee of the difference between the fees for the two membership types.
3. The initiation fee shall be waived when a junior member who has been part of a family Riding or Social Membership converts to adult membership of the same type.

Section B. Annual Dues.

Riding Memberships/Family.

Riding Membership/Family dues shall be \$150.00 per calendar year.

¹ Amendment eliminated voting rights for Affiliate Members, deleting former Section D2.

² Fee increased from \$50 to \$100 5/4/10.

Additionally, each member family shall contribute the services of one or more workers, over the age of 15 years (younger workers may be accepted if approved by a Board member or activity supervisor), to perform 48 hours of volunteer work per calendar year (prorated for new member families who join during the year). Work Hours shall not be accumulated or carried over from one calendar year to another. Working member families shall perform at least 20 work hours by July 31 of each year (prorated for new member families joining that year). Failure to do so, without prior Board authorization, shall result in suspension of all membership rights and privileges, including accumulating "High Points" at any PVRA-sanctioned show. Membership may be reinstated subject to Board approval and receipt of a special assessment of \$12.00 per un-worked hour. A working member family not performing a minimum of 48 work hours by the end of the calendar year is assessed at \$12.00 per un-worked hour. This (and any other) assessment and dues must be paid to become eligible to renew membership or to resign in good standing.³

ALTERNATELY

Riding Membership/Family dues shall be \$654.00 per Membership Year and no work hours shall be required.

4. Riding Memberships/Single.

Riding Membership/Single dues shall be \$75.00 per Membership year. Additionally, each member shall perform 48 hours of volunteer work per calendar year, a minimum of 20 hours to be performed by July 31 of each year (prorated for new members joining that year). Failure to work at least 20 hours by July 31 of each year without prior Board authorization shall result in suspension of all membership rights and privileges, including "High-Points" at any PVRA-sanctioned show. Membership may be reinstated subject to Board approval and receipt of a special assessment of \$6.00 per un-worked hour. Work Hours shall not be accumulated or carried over from one calendar year to another. A working member single not performing a minimum of 48 hours by the end of the calendar year is assessed at \$6.00 per un-worked hour. This (and any other) assessment and dues must be paid to become eligible to renew membership or to resign in good standing.

ALTERNATELY

Riding Membership/Single dues shall be \$327.00 per Membership Year and no work hours shall be required.

5. Work Hours Defined.

Work hour requirements can be fulfilled by participating in any board-assigned function, including regular maintenance work parties, show operations, grounds preparation, telephone committee or any other work deemed by the Board of Directors to be necessary and useful. Attendance at general meetings may be credited for 2 work hours per membership.

6. Accounting.

Each worker will be responsible for signing the designated work sheet for any work performed. The Activity Chairperson (see Article XIV, Section A) shall be responsible for reviewing the list and submitting it to the Board member in charge of work obligations. A Board Member shall be assigned to reconcile the work sheets with the membership roster. Members shall be billed twice annually for each unfulfilled hour of work obligation -- once at the end of the second quarter, and once at the end of the fourth quarter.⁴ Assessments must be paid within 30 days of billing, unless extended by the Board of Directors or member(s) shall be subject to penalties in accordance with Article 5 Section E. Members who anticipate

³ Changed hourly requirements for first-half of year, and provided penalties for deficiency; changed 7/6/10.

⁴ Billing modified from quarterly billings to twice annual billings, changed 3/07.

fulfilling their annual obligation through activities during the latter part of the year may request waiver of assessments until after that time.

7. Transfer of Work Hours.

A member who has fulfilled his or her work obligation to the club may transfer additional earned hours to the credit of another member, subject to approval by the Board of Directors.

8. Penalties.

Members failing to comply with the above-stated rules shall be suspended from all Association activities until all obligations have been satisfied.

Section C. Social Members.

Social Membership dues and assessments shall be one half (1/2) those for Riding Membership/Family (Working). There shall be no work obligation for Social Members.

Section D. Affiliate Members.

Basic Affiliate Membership dues shall be one half (1/2) those for Riding Membership/Family (Working) per Calendar Year, or as specified by the Board of Directors. The Board may establish higher levels of Affiliate Membership.

Section E. Dues Due and Payable.

1. New Members.

Annual membership dues for a member's first year are due and payable upon acceptance of application for membership and completion of all requirements for Permanent Membership status. Dues for first year of membership shall be prorated according to the number of months remaining until the end of the Membership Year.

2. Continuing Members.

Annual membership and work hour dues are due each January 1. Members are delinquent if their dues are not received by February 15.⁵

Section F. Penalty for Non-Payment.

1. Any member whose dues and/or assessments remain unpaid in full by February 15th will be considered to have resigned and will no longer be in good standing, and will forfeit all rights and privileges of membership.⁶

2. Right of appeal. Any member so penalized may appeal such action to the Board of Directors. Upon finding of extenuating circumstances accepted by the Board of Directors membership privileges may be restored.

Section G. Special Assessments.

Special assessments may be made upon approval by the membership at a general meeting. All members must be notified, in writing at least seven (7) days prior to the general meeting at which said assessment will be voted on. A two-thirds (2/3 vote) of members present is required for adoption. Affiliate, Social and Honorary Members shall not be subject to special assessments.

Section H. Increases in Fees.

Dues and Initiation Fees may be increased by vote of the general membership in accordance with procedures established for amendment of the Bylaws.

ARTICLE VI - MEMBERSHIPS/LIMITATION

The number of memberships may be limited by a two-thirds (2/3) vote of the general membership after prior written notice of such pending action.

ARTICLE VII - INITIATING AND SEVERING MEMBERSHIP

⁵ Modified and clarified period dues are due and become delinquent. 7/08

⁶ Clarified penalty for non-payment of dues & charges. 7/08

Section A. Preliminary Application.

Prospective members may apply for membership by submitting to the Membership Chairperson a completed application and appropriate initiation fee for the type of membership desired. The application shall be submitted to the Board of Directors for acceptance, pending approval of all membership requirements.

Section B. Introduction and Instruction of Applicants.

The Membership Chairperson shall introduce applicants to the general membership, make them aware of the responsibilities of membership and acquaint them with the operation of the Association as well as the activities available.

Section C. Additional Membership Requirements.

Once the application for membership has been accepted, the prospective member(s) shall have four months to attend any combination of two regular meetings and/or work parties (minimum 2 hours) prior to acceptance as a regular member. This requirement shall not apply to Social or Affiliate Members.

Section D. Completion of Application Process.

Upon submission of completed membership application, acceptance by the Board of Directors and completion of additional requirements as outlined above, applicants shall be eligible for full membership upon payment of prorated dues for the remainder of the membership year. Keys to the arena shall be issued to new members after completion of the entire process.

Section E. Resignation.

Any Member in good standing may resign at any time, no reason to be required, by properly notifying the Secretary, in writing, of the intention to do so. Such notification shall be read at the next regular meeting and duly entered in the minutes.

Section F. Reinstatement of Membership.

1. Any member dropped from membership for non-payment of dues and/or assessments, or who has resigned and wishes to resume membership, may do so if reinstatement is requested in writing within one year of date dues and/or assessments were payable, and if said reinstatement request is accompanied by payment in full of any delinquent balance plus a 25% surcharge.⁷ After a period of one year, Article VII, Sections A through D of the Bylaws shall apply.
2. Any member in good standing who resigns from the Association may be reinstated at any time within five (5) years of the date of resignation without paying a second initiation fee, upon approval of the Board of Directors and payment of appropriate dues.

Section F. Suspension/Expulsion.

1. Proceedings may be initiated against any member charged with violation of Association regulations or other misconduct, which reflects in any way upon the Association. Upon hearing of charges and decision to proceed to a hearing, the Board of Directors must send written notification of the member against whom charges are being brought. The member so charged shall have ten (10) days from the delivery of written charges in which to answer said charges.
2. Said charges are to be heard by the Board of Directors of the Association. The member against whom charges have been brought shall have the right to attend the portion of the hearing at which charges and rebuttal are presented. A majority vote of the Board of Directors is required for suspension or expulsion.
3. If the member against whom charges have been presented does not answer said charges within the allowed period, the member may be expelled without a formal hearing.

⁷ Clarified that reinstatement requires full payment of delinquent charges plus surcharge. 7/08

4. If a member has been charged with habitual and willful violation of regulations regarding conduct and use of club facilities, the Board of Directors may suspend said member's right to use facilities pending investigation and hearing of the charges.

ARTICLE VIII - ELECTION AND INSTALLATION OF OFFICERS

Section A. Qualifications for Holding Office.

Any member in good standing, over the age of 18 years, who is not otherwise barred from voting or holding office, shall be eligible to hold office provided he or she shall have been a member in good standing for no less than six months as of the date of the election.

Section B. Selection of Nominating Committee.

A Nominating Committee of five members shall be elected by the general membership no later than at the Association's August regular meeting. Notice that the committee is to be named shall be published in the Association newsletter prior to the meeting.

Section C. Duties of Nominating Committee.

It shall be the duty of the Nominating Committee to nominate at least one eligible candidate who is willing to serve for each of the offices to be filled. The Nominating Committee Chairperson shall report and make known to the general membership the names of all nominees for office at the Association's September regular meeting.

Section D. Additional Nominations.

Any Member in good standing may make additional nominations from the floor following the presentation of the slate offered by the Nominating Committee. Notice that the report will be presented and additional nominations may be submitted shall be published in the Association newsletter prior to the meeting.

Section E. Election of Officers.

Election of officers and directors shall be held at the regular October meeting with the privilege of additional nominations from the floor. Floor nominations at the meeting at which the election is held must provide their consent, either verbally at the meeting or in writing, to be included. Each Nominee present shall be introduced to the membership prior to the voting. Absentee voting, proxy voting, and voting by mail are not permitted. Notice that the election is to be held shall be published in the Association newsletter prior to the meeting.

Section F. Conduct of Elections.

Voting shall be conducted by secret ballot only on duly specified ballots to be distributed, collected and counted by authorized tellers appointed by the Association President. These tellers may not be officers, board members or nominees. Ballots shall include the names of all eligible nominees selected by the nominating committee or nominated from the floor at the September meeting. Space shall be provided for listing names of any floor nominees from the meeting at which balloting is conducted. Upon the conclusion of tabulation of the vote, the tellers shall announce the results of the election, but not of the actual vote count. Upon announcement of the results, any unsuccessful candidate may request a recount of the results for that particular office. Upon acceptance of election results, the ballots shall be destroyed.

Section G. Eligibility for Voting.

Eligibility to vote is as specified in Article IV (Membership/Types).

Section H. Installation of Officers.

The newly elected officers and board members shall be installed at the regular meeting of November unless the general membership approves a special ceremony for a different date or location.

Section I. Vacancies/Office of President.

In case of a vacancy in the office of president, the vice-president will automatically become president for the remainder of the unexpired term.

Section J. Vacancies/Other Offices.

Any vacancies in any other offices or on the Board of Directors shall be filled by appointment for the remainder of the unexpired term by the Board of Directors.

Section K. Removal for Absences.

Any Board Member absent from three consecutive regular board meetings may be removed from office and replaced by the Board of Directors under the provisions of Sections G and H above.

Section L. Limitations/Family.

Not more than one member of a household may serve as a Director or officer at the same time.

ARTICLE IX - DUTIES OF OFFICERS

Section A. General Duties.

The duties of the officers of the Association shall be those duties, which usually evolve upon such officers, and any such duties prescribed by these Bylaws and by the parliamentary authority adopted by the Association.

Section B. President.

The President shall preside at all meetings, including regular, special and Board meetings of the Association, and shall authorize other members to carry out specified orders, appoint committees to look after the various interests of the organization. He or she shall be an ex officio member of all Association committees except the Nominating Committee.

Section C. Vice President.

The Vice President in the case of absence or incapacity of the President, shall assume all duties and powers thereof.

Section D. Secretary.

The Secretary shall attend all meetings, including regular, special and Board meetings of the Association, and shall maintain a record thereof in the form of minutes in a book retained for that purpose. Said records shall be available at all meetings for reference for up to 12 months after meeting dates. The secretary may appoint a Corresponding Secretary to assist in performing the duties of this office. The Corresponding Secretary, unless already a member of the Board of Directors, shall not assume any of the rights or obligations of a member of that body.

Section E. Treasurer.

The Treasurer shall receive all monies paid to the association, said monies to be deposited promptly in an Association account in a local bank, and shall maintain an accurate record of all monies received and paid out. The Treasurer shall be in charge of billing and collection of membership dues. The Treasurer is authorized to pay bills presented in conformance with the provisions of Articles 10 and 11. No other monies shall be paid out without authorization of the general membership. At each general meeting, the Treasurer shall present a statement of finances. A complete written financial report shall be submitted for audit at the completion of each term of office.

Section F. Board of Directors.

The Board of Directors shall have the power to settle all disputes and direct the management of the Association in matters not fixed by the Articles of Incorporation, Constitution or Bylaws. The Board shall report to the general membership any action taken.

ARTICLE X: BUDGET

Section A. Preparation and Publication of Budget.

The Board of Directors shall prepare a proposed budget for the Association for consideration at the January General Meeting which shall be published in the January Association newsletter. Said budget shall include estimated income and expenditures for the coming year, including both operating and proposed capital expenditures.

Section B. Publication of Budget.

The budget shall be offered for discussion at the January meeting and may be approved, amended, or continued to the following meeting for additional discussion. Consideration of the budget shall appear on the agenda of every General Meeting until final approval is given by majority members present and voting.

Section C. Interim Expenditures.

If the budget, as proposed or as amended, does not receive approval at the January meeting, a motion shall be in order to authorize the Board of Directors to continue to make payments for necessary and usual expenditures during an interim period until the budget is approved. In the absence of an approved budget, any capital or extraordinary expenditures must be brought before the general membership for approval prior to payment.

ARTICLE XI: BILLS AGAINST THE ASSOCIATION

Section A. Board of Directors.

The Board of Directors may authorize payments of \$250 or less, for materials, supplies and the like, or larger amounts that have already been pre-approved, without requiring specific approval of the general membership. In the case of Association-sponsored activities or events for which itemized budgets have been approved by the general membership, payments may be made in accordance with these budgets.

Section B. Committee and Activity Expenditures.

When bills against the Association are incurred as the result actions of a committee, either standing or ad hoc, for an approved activity, each such bill, before being accepted and ordered paid, must first be endorsed as approved for payment, by the committee or individual responsible for the generation of the bill or expense.

ARTICLE XII: TABLING OF AGENDA ITEMS

Matters properly brought up before the Association for discussion shall not be tabled for more than one meeting.

ARTICLE XIII: AMENDMENTS TO BYLAWS

Additions or revisions to these Bylaws can be made by a majority vote of members present at any Regular Meeting, provided that such amendments be presented in writing in the Association newsletter, presented to all members in good standing, prior to two consecutive meetings at which said changes are scheduled for discussion before they can be adopted.

ARTICLE XIV: ACTIVITIES AND EVENTS

Section A. Committees.

The President shall appoint standing or ad hoc committees for Association-sponsored activities and events and to deal with areas of special concern to the club. Each committee shall prepare an itemized budget for approval by the Board of Directors before making any financial commitments in the name of the Association. The chairperson of each committee shall be responsible for submitting a financial report to the Treasurer within fifteen (15) days

after the date of any activity or event involving expenditure of Association funds or income to the Association.

Section B. Sub-Groups.

A sub-group, as referred to in this section is any group whose Bylaws have been accepted and/or approved by the Board of Directors and general Membership of the Association. Any subgroup so authorized (including, but not limited to color guard, drill team, polo, roping, and Pony Club) that Use the Association name and/or facilities and/or equipment must abide by the Bylaws and constitution of the Association. Bylaws for any subgroup must include, but need not be limited to, the following provisions:

1. The requirement that all members of the subgroup be members of good standing of the Association.
2. Membership in the subgroup shall be open to any member of the Association meeting the Bylaws requirements of the Subgroup.
3. The subgroup is responsible for all personal equipment and expenses related to the activities and events of the subgroup.
4. Each member of the subgroup shall hold harmless and indemnify the Association, its members, officers, Board of Directors, sponsors and affiliates from any and all liability or losses arising out of any and all personal injury and property damage occurring during or attendant to any activity of that subgroup.
5. The subgroup shall not obligate the Association to any contract or financial agreement without the prior written authorization of the Board of Directors.
6. An annual budget, approved by the subgroup, shall be submitted to the Board of Directors of the Association by December 1 for the coming year, unless other authorized by the Board of Directors. Quarterly treasurer's report for the subgroup will be presented to the Board of Directors within 30 days of the conclusion of each calendar quarter.
7. A signed statement from each member of the subgroup shall be kept on file with the Association's secretary, stating that the member has read and agrees to abide by the subgroup's bylaws.
8. Acknowledgement that the Board of Directors retains the right to establish a base line fee relative to the subgroup's financial impact on the Association's facilities and/or grounds and/or equipment. Compensation to the association beyond the base line fee shall be on the basis of an equal split of the net proceeds per activity sponsored by the subgroup when utilizing the Association's grounds and/or facilities and/or equipment.
9. Any and all improvements to the Association's land, property, resources, buildings or fixtures by the subgroup or its members shall remain the property of the Association and the Association shall be responsible for the maintenance of such improvement or alterations, providing the improvements or alterations receive prior authorization and approval of the Association.

ARTICLE XV - OPERATING RULES

Section A. Maintenance of Rules.

The Association shall maintain at all times a set of Operating Rules governing use of facilities, conduct of members, and other matters of concern to the Association.

Section B. Availability of Rules.

The Operating Rules shall be furnished to all members annually and posted in a conspicuous place on the Association grounds.

Section C. Revision of Rules.

Proposed changes to the Operating Rules shall be referred to the Board of Directors for consideration. Changes may be adopted by a majority vote of the membership at any Membership meeting.

Section D. Annual Review.

The Operating Rules shall be reviewed annually in their entirety by the Board of Directors and any recommendations for changes mailed to the members prior to and presented for discussion and adoption at the January Membership meeting.

Section E. Urgency Measures.

In case of urgent need, the Board of Directors may put into effect changes in the Operating Rules for not more than 45 days, pending a vote of the general membership. If the urgency change is not ratified by the membership within that period of time, the change shall become void.

Adopted January 1989; Revised September 1990, January 1998, November 2002, September 2007, July 2008.