

Desert Duellers

BY-LAWS OF THE DESERT DUELLERS

Article I - Name

The name of this organization shall be Desert Duellers and shall be conducted as a non-profit corporation in accordance with the laws of Washington State.

Article II - Purpose

To function as an affiliate of Washington State Horsemen, hereinafter referred to as WSH. It shall be the purpose of Desert Duellers to promote the enjoyment of horses and interest in Recognized Western Games, Pleasure Riding and other horse related activities.

Article III - Membership

Section 1: Eligibility

Any person, residing in Grant County, and interested in horses and willing to pay the annual dues is eligible.

Section 2: Classification

There will be individual memberships and family memberships. Adult members shall be defined as 18 years of age and over; couples shall be defined as those who are married or otherwise legally recognized as common-law married; youth members are defined as being 17 years of age and under on January 1st of the current membership year; family members are defined as parents/guardians and their children or legal dependants who are residing in the same home and who have not reached 19 years of age on January 1st of the current year.

Section 3: Term

Membership shall be on an annual basis to extend from January 1st of the current year through December 31st.

Section 4: Dues

The dues for WSH will be at Washington State Horsemen rates. A club fee of \$10.00 for all memberships.

Section 5: Termination

Membership will be terminated by resignation if dues are not paid. Any member may resign by filing a written resignation with the Secretary. Resignation shall not relieve a member of unpaid dues, or other charges previously accrued. A member can have their membership terminated by a majority vote of the members present.

Section 6: Right to Vote

Each individual member 18 years of age and over duly recorded and recognized and in good standing shall be entitled to one vote.

Section 7: Liability

All club members, by payment of dues, upon joining the club, will in no way hold the club responsible for any accident which may occur during any club sponsored activity. The parent or legal guardian of a youth member must sign a release form.

Article IV. Meetings

Section 1: Proper – Notice

Notice of all meetings, date, time, place, and directions shall be published on the Desert Duellers website and emailed to all members in sufficient time to be received or viewed by members prior to the meeting.

Section 2: Monthly meetings:

Meetings will be held on a monthly basis, at a time and place designated by the President.

Section 3: Annual Meeting:

An annual meeting of the members shall take place in the month of November or December, the specific date, time and location of which will be designated by the President. At the annual meeting the members shall elect officers, receive reports on the activities of the club, and determine the direction of the club for the upcoming year.

Section 4: Special Meetings

The Officers of Desert Duellers may call a meeting. Any member may request a special meeting by serving written notice to the Officers, stating the reason for, and importance of, their request.

Section 6: Quorum:

The members present at any properly announced meeting shall constitute a quorum.

Section 7: Voting:

All issues to be voted on shall be decided by a simple majority of those present at the meeting in which the vote takes place.

Section 8: The Order of Business at All regular Meetings shall be as follows

1. Call to Order
2. Introduction of new members and guests
3. Reading and Approval of Minutes
4. Treasures Report
5. Old and Unfinished Business
6. New Business
7. Adjournment

Article V – Misconduct Charges

Section 1: Cause for Action

Any member charged with conduct unbecoming a member of Desert Duellers or other actions prejudicial to the best interests of Desert Duellers may be subject to disciplinary action after due and proper hearing as hereinafter defined.

Section 2: Procedure

Any and all charges brought against a member must be submitted to the President in writing and a specific request is made the action on it be taken.

Section 3: Validation of Charge

The President will first review any and all charges brought against a member. If it is the opinion of the President the charges warrant further action, the President shall appoint a committee for investigation, report and recommendation before any further action is taken.

Section 4: Due and Proper Hearing

The President shall serve written notice on the accused member at least ten (10) days prior to the date of the proposed hearing. Said notice shall state the name of the member initiating the action, the charges and specification, the date, time, and place of said hearing. The accuser shall be required to present evidence in support of the charges, and the accused shall be given equal opportunity to offer evidence refuting such charges. It is mandatory both parties to the action be present at the hearing. Only on hearing shall be held. Both parties shall be notified by mail.

Section 5: Action by the President

When all evidence has been submitted and the committee's report and recommendations reviewed, the President shall, within five (5) days, decide whether or not such charges shall be sustained and what action, if any, and shall be taken. A copy of the President's decision shall be mailed to both parties within five (5) day from the date of such decision.

Section 6: Consequences of Expulsion

Any person whose membership has been terminated in any manner shall forfeit any and all right to an interest in any funds or property belonging to the Desert Duellers and all rights to use its name, emblem or other insignia. Any member suspended or expelled from WSH is automatically suspended or expelled from the Desert Duellers.

Article VI- Voting

Section 1: Elective Offices

Every two years, the members of Desert Duellers shall elect a President, Vice-President Treasurer/Secretary, Director to State, and three (3) Directors positions.

Section 2: Term of Office:

Elected Officers and Board of Directors shall assume their duties of office effective as of Jan. 1.

Section 3: Procedure:

(a) On or before August 15th of each year, the President shall appoint a Nominating Committee Chairperson. The Committee Chairperson shall form a committee consisting of at least three (3) members; if possible, at least one member will not be running for any position on the ballot. A past President of Desert Duellers may be a member of this committee.

(b) The Club Secretary will prepare a Nomination Form with a closing date of sixty (60) days prior to the Annual Meeting for publication on the Desert Duellers website and for distribution to members. The Nomination Form will provide that the forms must be returned to the Nominating Committee Chairperson and postmarked by the closing date.

(c) The Nominating Committee will review all nominations received from members, making certain that nominees are members in good standing, residents of Grant County, WA and are willing to accept office. Incumbent officers and directors must be nominated to be considered by the Nominating Committee, meet the same criteria as members and will be reviewed under the same guidelines as other nominees.

(d) The Nominating Committee will prepare a ballot with the date, time and place of the Annual Meeting. It will list at least one (1) member but not more than three (3) for each office. For Directors, it will list at least three (3) members but not more than six (6). There will be a space for a write-in vote for each office.

Section 4: Voting:

If possible, but not required, the Ballot will be presented to the Board of Directors at the October Desert Duellers monthly meeting for review for compliance purposes (only). Ballots will be handed out to members present at the Annual Meeting where they will be accepted until ten (10) minutes after the Annual Meeting is called to order. The Nominating Committee Chairperson and at least two other members of the Nominating Committee will make the Official Count.

(a) No ballots will be opened until the polls are closed.

(b) Should a write-in candidate have sufficient votes to be considered for office, he/she cannot be accepted unless meeting the criteria of a member in good standing and a resident of Grant County, WA.

(c) Ballots to be retained by the Club Secretary for a period of one (1) year and be available for inspection upon request.

Article VII- Officers and Directors

Section 1: Qualification:

All Board Members of Desert Duellers shall be members in good standing as of the date they take office, must be at least eighteen (18) years of age, and must be residents of Grant County, WA.

(a) All Officers must also be current members of WSH.

(b) All Officers must attend all regularly meetings.

Section 2: Board Role, Size, and Compensation:

The Board is responsible for overall policy and direction of the club, and is responsible for day to day operations. **The Board shall have up to 15, but not fewer than 7 members.** The Board receives no compensation.

Section 3: Terms:

All Board members shall serve two-year terms, but are eligible for re-election for up to three consecutive terms.

Section 4: Meetings and Notice:

The Board shall meet at least quarterly, at an agreed upon time and place. An official board meeting requires that each board member have notice at least two weeks in advance. The President will act as Chairperson of these meetings.

Section 5: Board Elections:

New officers and directors and current officers and directors shall be elected or re-elected by the voting members at the annual meeting. Directors will be elected by a simple majority of members present at the annual meeting.

Section 6: Quorum:

The number necessary to constitute a quorum for the purpose of conducting business shall be at least fifty percent (50%) of the total membership of the Board of Directors. In the event a quorum is not present the chairperson shall have the power to appoint not more than two (2) regular members to obtain the number necessary to constitute a quorum.

Section 7: Officers and Duties

President

The President shall preside at all meetings of the members and shall perform all duties to that office. The President has authority to appoint committees by approval of the Board. The President also has final say in all activities the club shall choose to participate in.

Vice President

The Vice President shall act in Presidents place in his/her absence, followed by Secretary and then Treasurer.

Secretary/Treasurer

The Secretary shall record all meetings, conduct the correspondence, and maintain the membership list. The Treasurer shall collect dues, keep and record all funds of the club; all monies of the organization shall be deposited, by the Treasurer. Any checks that need to be written, first must be approved by all officers, be signed and countersigned by the President and Treasurer. He or she shall stand ready to exhibit the books and accounts to the President upon request.

Directors

The directors shall consist of three (3) positions.

Director to State

Responsible for being the representative for your Zone with a requirement of attending the Board Meetings and filling the board in on what is happening in your Zone.

Section 4: Vacancies

Upon resignation of any officer, the President and/or Vice President will assume the office until a member is nominated and voted in by members.

Section 5: Resignation, termination, and Absences:

Resignation from the board must be in writing and received by the Secretary. A board member shall be terminated from the board due to excess absences, more than two unexcused absences from board meetings in a year. A board member may be removed for other reasons by a three-fourths vote of remaining directors.

Section 6: Special meetings:

Special meetings of the board shall be called upon request of the President, or one-third of the board. Notices of special meetings shall be sent out by the Secretary to each board member at least two weeks in advance.

Section 7: Checks and Balances

All officers must report to one another on a regular basis involving all transactions.

Article VIII. Committees

Section 1: Committee formation:

The board may create committees as needed, such as fundraising, public relations, Year End Banquet and Awards, etc. The President appoints all committee chairs.

Section 2: Executive Committee:

The three officers serve as the members of the Executive Committee. Except for the power to amend the Articles of Incorporation and Bylaws, the Executive Committee shall have all the powers and authority of the board of directors in the intervals between meetings of the board of directors, and is subject to the direction and control of the full board.

Section 3: Finance Committee:

The treasurer is the chair of the Finance Committee, which includes three other members. The Finance Committee is responsible for developing reviewing fiscal procedures, fundraising plans, and all expenditures. The board must approve all expenditures. Monthly reports are required to be submitted to the board showing income, expenditures, and pending income. The financial records of the organization are public information and shall be made available to the membership, board members, and the public.

Article IX - Year End Banquet and Award Program

Contributions - The ride fee per ride at our shows is \$2.00. Out of this fee the Desert Dueller's (DD) will pay out \$0.60 to WSHGD, and \$0.20 to the Desert Dueller's Club Year End Banquet / Awards.

High Point Award

1. A rider must be a current member in good standing of WSH and DD to be eligible for awards.
2. The rider must have five (5) clean runs from two (2) arenas for individual events and three (3) clean runs from two (2) arenas for team events to be eligible for awards per event.
3. Using the five (5) best times for individual events and three (3) best times for team events from at least two (2) different arenas will be used for placing.
4. Awards will be placed to the fifth (5th) place in individual events and to first (1st) in team events.
5. Points are as follows: 1st = 5 points, 2nd = 4 points, 3rd = 3 points, 4th = 2 points and 5th = 1 point.
6. Rides in club hosted show will only be eligible for club awards.

Article X - Amendments

These bylaws may be amended or repealed by a majority of the members present. Members must be notified one month in advance of a proposed bylaw change.

Article XI – Indemnification

Each officer and committee person of Desert Duellers shall be indemnified by Desert Duellers against all costs, expenses and liabilities reasonably incurred by him or her

in connection with or resulting from any action, suit, or proceeding to which he or she may be made an officer or committee person of Desert Duellers, except in relation to matters which shall have been occasioned by the willful misconduct of dishonesty of such officer or committee person. The forgoing right of indemnification shall cover amounts paid in settlement of any such action, suit or proceeding when such settlement appears to be in the interest of Desert Duellers, The foregoing rights shall be in addition to any other rights to which such Officer or committee person shall be entitled as a matter of law.

Article XII – Dissolution

Upon the dissolution of the Corporation (Desert Duellers), the Washington State Registered Agent(s), shall, after paying or making provisions for the payment of all liabilities of the corporation, dispose of all assets of the corporation exclusively for the purpose of the corporation such manner, to The Washington State Horsemen Games Division program.

Certification

These bylaws were approved at a meeting of the board of directors by a two-thirds majority vote on this ____day of _____, 2017.

Secretary

Date