

BY LAWS of the SILVER SPUR CLUB
Approved on September 08, 2010

Article I - NAME

Section 1. The name of the organization shall be the Silver Spur Club, hereinafter referred to as The Club.

Article II - OBJECTIVE

Section 1. The objective of The Club shall be as stated in the Articles of Incorporation.

Section 2. Insofar as is practicable, The Club shall support other organizations with similar interests to the mutual benefit of all.

Section 3. The Club shall support providing educational and recreational opportunities for the youth of the local community and the State of Washington.

Article III - MEETINGS

Section 1. The regular meeting of The Club shall be held monthly at an appointed date and time. Fifteen (15) members in good standing shall constitute a quorum; if a quorum of the Executive Board (7 or more members of the Board) is present, a regular meeting shall be held.

Section 2. The President may call a special meeting of The Club at any time at his or her discretion, or upon written request signed by five (5) board members or ten (10) members in good standing. Notice of such special meeting shall be published five (5) days prior to the date set for the meeting. No topics other than that for which the special meeting was called shall be discussed at the meeting. Fifteen (15) members in good standing and/or seven (7) members of the Executive Board shall constitute a quorum for conduct of special meetings.

Section 3. The Executive Board shall meet at least once each month at an appointed date and time. Seven (7) members of the Executive Board shall constitute a quorum for the transaction of business. In the President's absence, the Vice President shall preside. This meeting hereinafter is referred to as the Board Meeting.

Section 4. A special meeting of the Executive Board may be called by the President at any time at his or her discretion or upon written request by five (5) board members. Notice of such special meeting shall be given to all board members five (5) days prior to the date set for the meeting. Seven (7) members of the Executive Board shall constitute a quorum for transaction of business at special meetings.

Section 5. No regular or board meeting shall be canceled except for lack of a quorum of regular or board members.

Article IV - MEMBERSHIP

Section 1. Membership in The Club shall be open to all residents of the State of Washington and military personnel who are eighteen (18) years of age or older with a bona fide interest in the objective of The Club. Four (4) types of membership in The Club are offered: Family, Single, Junior, and Lifetime.

Section 2. A Family membership in The Club shall be open to all residents of the State of Washington. This will be a voting membership with two (2) votes maximum and guest privileges. Voting members must be present to vote. This membership includes all dependent children, under eighteen (18) years of age, of the family holding the membership. These dependent members shall pay no dues, have no vote, and have no guest privileges. Children who are eighteen (18) years or older who are considered dependent by their family may be presented to the Board for consideration for coverage and other privileges under this membership.

Section 3. A Single membership in The Club shall be offered to any person in the State of Washington. This will be a voting membership with guest privileges.

Section 4. A Junior membership in The Club shall be offered to all youth of the State of Washington under eighteen (18) years of age. This will be a non-voting membership with no guest privileges.

Section 5. Application for membership shall be on a form approved by the Executive Board. A member in good standing must sponsor each new applicant. The full current year's dues and participating fees shall accompany the application. New members accepted after January 1 will have their dues accompanying their application credited to their account for the current year. The sponsored application and dues shall be submitted to the Membership Committee. At the next regular board meeting, the application shall be read to the board members present who shall vote, by secret ballot, on the application. A majority affirmative vote of the board members present shall be necessary for election to membership. All show points and privileges will count as of the date of application and payment.

Section 6. Dues shall be determined for the ensuing year at the November board meeting.

Section 7. The fiscal year for The Club shall be from 1 January through 31 December. All memberships or fees are due and payable on or before the March board meeting of each year.

Section 8. Any member whose dues are unpaid as of the first show of each year shall be considered a non-member, with all privileges revoked. Upon payment of the current year's dues, the applicant(s) shall be considered a member of The Club with all privileges reinstated.

Section 9. A member in good standing is defined as one whose dues are paid, follows all rules and regulations of The Club, and actively participates in club functions.

Section 10. Any member acting in a manner contrary to the best interests of The Club may have their membership terminated without refund of dues after the issue of the matter has been brought before the Executive Board. The member concerned will be notified by mail at least ten (10) days prior to the board meeting for a hearing. The membership may be terminated by a majority two-thirds (2/3) vote of the board members present at the hearing.

Section 11. Select members may be offered a Lifetime membership after a long period of outstanding service to The Club and the community. Nominations for Lifetime membership shall be presented to the Executive Board for consideration at the board meeting. If suitable, the Board shall cause the nomination to be published in the next two (2) newsletters and voted upon by the general membership at a regular meeting following the second publication. A majority two-thirds (2/3) vote of the members present is required for granting a Lifetime membership. A Lifetime member shall pay no dues and will be provided a letter documenting their status. This is a special honor that should be reserved for very few. Lifetime membership is good so long as the member is a resident of the State of Washington.

Article V - OFFICERS

Section 1. The officers of The Club shall be a President, Vice President, Secretary and Treasurer. They shall be regular members of The Club in good standing. They shall be elected bi-annually by The Club and shall serve until their successors are elected and installed. Their term of office shall be for two (2) years. See Article VIII Section 1 for additional guidance.

Section 2. If the office of President becomes vacant, the Vice President shall serve as President until a special election can be held. The person elected as president, as a result of the special election, will complete the original term of office. This special election shall be held at a regular meeting within two (2) months of the office becoming vacant.

Section 3. If the office of Vice President, Secretary, or Treasurer becomes vacant, the Executive Board shall appoint a member to fill this vacancy until the next regular election. See Article VIII Section 6 for guidelines concerning replacement.

Section 4. It is agreed that The Club shall indemnify and hold harmless its officers, executive board members, appointed committee chairpersons, and members for the performance of their duties unless negligence is involved.

Article VI - DUTIES of OFFICERS

Section 1. The President shall preside, maintain order, and enforce the rules of The Club at all regular meetings, special meetings, and board meetings. The President shall be an ex-officio member of all committees. The President shall not vote on motions, except in the case of a tie, when the President shall have the deciding vote. The President may vote at elections and on candidates for membership. The President shall be a delegate at the Washington State Horsemen Convention, if delegates are sent.

Section 2. The Vice President shall assume the duties of the President in the absence or disability of the President. The Vice President shall serve as the chairperson of the Finance Committee. As such, the Vice President will exercise financial oversight of The Club. The Vice President shall ensure that the checking and savings accounts are balanced monthly and shall prepare any tax returns required.

Section 3. The Secretary shall keep an accurate record of the transactions of all the regular and special meetings of The Club and of board meeting and shall carry on the correspondence of The Club. In the absence of the President and the Vice President, the Secretary shall conduct the meetings. Additionally, the Secretary shall be responsible for The Club's mail and ensuring action is taken as required.

Section 4. The Treasurer shall be the custodian of all general moneys of The Club. General moneys are defined as all moneys except that in the possession of the Show Committee. The Treasurer shall pay all authorized general bills against The Club, keep an accurate and complete account of all receipts and expenditures during the term of office, and shall assist the Secretary in maintaining a list of members and their status. The Treasurer shall co-sign and issue all checks and disbursements co-signed by the President or the Vice President. The Treasurer shall give a financial report to the membership at each regular meeting and at each board meeting. The Treasurer shall submit the monthly report on a form approved by the Executive Board. The Treasurer shall submit the records to the Executive Board twice yearly for an audit in May and November. The Treasurer shall also transmit to the successor in office all funds and property of The Club in the Treasurer's possession. The Treasurer shall be bonded for ten thousand dollars (\$10,000.00) at all times.

Article VII - EXECUTIVE BOARD

Section 1. The Executive Board shall consist of the four (4) elected officers of The Club and seven (7) members-at-large. The parting President shall automatically become one of the seven (7) members at large and serve on the board for an additional two (2) years. Any open board positions shall be elected by the general membership at the same time as the officers of The Club are elected. Elected board members shall serve a two (2) year term of office.

Section 2. The Executive Board shall transact all business of The Club, making a full report of its actions to the membership at the following regular meeting. The Executive Board shall conduct all business concerning The Club in the best interests of The Club and its membership. The Executive Board shall limit its expenditures to the funds available over and above the current year's indebtedness and expenses. The Executive Board shall prepare an agenda for each regular meeting in order to facilitate the meeting.

Section 3. No expenditure greater than 10% of projected year-end cash on hand, other than budgeted or emergency items as determined by the Executive Board, will be made until the item is proposed at one meeting, stated in the following newsletter, and voted on at the next regular meeting. A majority two-thirds (2/3) vote of those present will be required for approval.

Section 4. The President, or acting President, taking a poll of all board members, may conduct routine business of The Club outside of the Executive Board meeting. An affirmative

vote of at least seven (7) board members is required to approve such business. Results of this poll will be submitted at the next board meeting for recording in the minutes.

Section 5. The Board shall maintain a set of standing rules that contain various policies governing day-to-day administration of The Club and conduct of members. A copy of the standing rules shall be provided to new members upon approval of their membership. A copy shall be posted in the Clubhouse.

Article VIII - ELECTION OF OFFICERS and EXECUTIVE BOARD MEMBERS

Section 1. The President, Treasurer and three (3) board members shall be elected in even numbered years and shall serve two (2) year terms. If a president is re-elected then his automatic two (2) year board assignment shall become an elected position open to the members at large. The Vice President, Secretary and three (3) board members shall be elected in odd numbered years and will serve two (2) year terms.

Section 2. The nomination of officers and board members may be made from the floor at the September, October, and November regular meetings. A member must have attended fifty percent (50%) of all regular meetings during the current year (January - December) to be eligible to serve as an elected officer or board member. Exceptions to this requirement may be granted by an affirmative vote from a quorum of the Executive Board. The Executive Board shall appoint a Nominating Committee in August. The Nominating Committee shall provide nominations for each office and board vacancy to the general membership at the regular meeting in September of each year. These nominations shall be published in the next monthly newsletter. Fitness, ability, and willingness to serve should be considered for qualifications for nomination.

Section 3. Elections shall be conducted by secret ballot of all members in good standing present at the November regular meeting of each year. A simple majority of the eligible votes will elect. The Nominating Committee shall supervise elections. A sign in list shall be made and then reviewed by the board for eligible voters. Those names shall be read aloud and then only those people eligible shall be given a voting ballot. The election results shall be recorded. This shall include the number of eligible voters and the number of votes cast for each person running for office or position. The written ballots shall be retained as a reviewable matter of record and given to the Secretary for recording in the minutes.

Section 4. No member shall hold more than one (1) elected office at any one time.

Section 5. Installation of officers shall take place at the year-end award banquet in December of each year.

Section 6. Any officer or Executive Board member ceasing to be a member in good standing, showing obvious disinterest or absenting himself or herself without explanation for three (3) consecutive meetings shall have his or her office declared vacant. Three (3) consecutive meetings mean any combination of consecutive board or regular meetings.

Replacements shall be appointed from the list of candidates from the last election and preferably the first runner-up. The replacement shall serve until the completion of the term of the member replaced.

Section 7. The Secretary shall maintain a list of members in good standing.

Article IX - COMMITTEES

Section 1. The standing committees of The Club shall be:

Building & Grounds	Clubhouse	External Affairs	Finance	Marketing
Membership	Publicity	Scheduling	Show	Social
Youth				

The Executive Board (if not already appointed by these Bylaws) shall appoint the chairperson for each committee by January of each year for the coming year.

Section 2. The Finance Committee shall prepare an annual budget for the upcoming year and submit it to the Executive Board at the December board meeting. The budget shall be presented to and discussed by the membership at the December regular meeting and will be published in the December newsletter. The Executive Board shall revise the budget in January and present it at the January regular meeting for approval. The most recently elected Vice President shall be the chairperson of this committee and the most recently elected Treasurer and the immediate past Vice President and Treasurer shall be members.

Section 3. The Show Committee shall be responsible for planning and directing all shows sponsored by The Club. The Show Committee shall also be responsible for maintaining The Club's equipment. They shall provide a list of all equipment and maintenance records. Also, they shall maintain the arenas for all show events. The Show Committee shall maintain separate banking accounts as necessary and an accurate set of financial records of all moneys taken in or paid out. The Executive Board shall conduct an audit of the Show Committee books twice yearly, in July and December. Show Committee books shall be closed out as soon as possible following the final audit after the year end awards banquet and all moneys turned over to The Club Treasurer.

Section 4. The Building and Grounds Committee shall be responsible for the maintenance and improvements of all grounds, equipment, and buildings held by The Club. It shall be responsible for assembling and directing the work parties and for carrying out projects desired or proposed by The Club within the limitations of budgeted funds. Although not a member of the Executive Board, the chairperson of this committee is expected to attend board meetings to provide a report.

Section 5. The External Affairs Committee is responsible for maintaining liaison with organizations outside The Club such as Washington State Horsemen, Department of Natural Resources and Back Country Horsemen of Washington for the mutual benefit thereof.

Problems arising in these areas will be presented to the members and their wishes communicated to the organizations in writing in order to preserve horseback riding as a recreational opportunity in Kitsap County. The chairperson of this committee will be a delegate to Washington State Horsemen Convention, if delegates are sent, and will provide recommendations for other delegates to Washington State Horsemen Convention, if delegates are sent.

Section 6. The Social Committee shall be responsible for planning social events of The Club in conjunction with other committee chairpersons.

Section 7. The Publicity Committee shall be responsible for all publicity of The Club in conjunction with other committee chairpersons and will publish a monthly newsletter to keep the membership informed of the activities of The Club.

Section 8. The Marketing Committee shall be responsible for finding methods to obtain funds to promote activities of the Club.

Section 9. The Membership Committee shall be responsible for promoting membership in The Club and shall maintain an accurate list of members and their status. The Secretary shall be the chairperson of this committee. The Treasurer shall be a member of this committee. A separate financial record shall be kept to aid in the financial audit of The Club's books.

Section 10. The Scheduling Committee shall be responsible for all scheduling of the grounds as approved by the Executive Board. A schedule of approved events will be submitted to the Executive Board monthly. The Committee chairperson shall be authorized to sign leases.

Section 11. The Youth Committee shall be responsible for finding methods for The Club to assist youth oriented organizations in the local community and the State of Washington in a common goal of educating desiring youth and young adults in equine-related subjects specifically and establishing themselves in life in general. The chairperson of this committee shall be a designated Club delegate to Washington State Horsemen Convention, if delegates are sent.

Section 12. (The Special Events Committee was deleted as a Standing Committee on August 13, 2003.)

Section 13. Clubhouse Maintenance Committee is responsible for all maintenance, repairs and cleanliness of the Clubhouse.

Section 14. The Executive Board may appoint other committees as deemed necessary.

Section 15. All committee chairpersons are expected to attend the regular board meetings as non-voting participants to provide reports as required. Additionally, the Board shall entertain requests for moneys from committee chairpersons for the betterment of The Club.

Article X – AUDITS

Section 1. Any member who has an interest in auditing the general or Show Committee financial records shall be allowed to participate in the regular bi-yearly scheduled audits. Should those audits reveal discrepancies, those discrepancies shall be reported to the general membership for action. If required, an outside audit shall be scheduled.

Article XI – MAJOR CLUB MILESTONES

Section 1. Calendar. These milestones are provided for use as guidance as to the approximate times during the fiscal year that each milestone should be accomplished.

MONTH	BOARD MEETING	GENERAL MEETING
January	Revise Budget Appoint Chairpersons	Approve and Publish Budget Announce and Publish Chairpersons
May	Audit General Moneys	Announce Audit Results
July	Audit Show Committee Moneys	Announce Audit Results
August	Appoint Nominating Committee	Announce Nominating Committee
September		Nominating Committee Report Floor Nominations Publish Nominations
October		Floor Nominations
November	Audit General Moneys Establish Dues for coming year	Announce Audit Results Floor Nominations Election of Officers
December	Officer Turn-Over Budget Presentation Audit Show Committee Moneys Show Committee Books Close Out Review Article of Incorporation	Budget Presentation Publish Budget Announce Audit Results

Article XII – UNIFORMS, EMBLEMS, AND COLORS

Section 1. The Club uniform, emblem, and colors shall be that approved by the membership. All members participating in The Club activities in the nature of public drills, exhibitions, contests, or appearances shall be required to be in the proper uniform.

Article XIII – DISBANDMENT OR DISPOSITION OF REAL ESTATE.

Section 1. In the event that The Club should disband, all assets shall be donated to Non Profit and equine youth related organizations. These organizations shall not be in any way associated with City, County, State, or Federal Government. In no way shall an individual Board Member or Club Member profit from such donation.

Section 2. In The event The Club should be faced with a decision regarding ownership of any portion of, or all of, the real estate [approximately thirty-eight (38) acres] that is The Club's grounds and facility, such decision shall be by signed ballot. A two-thirds (2/3) affirmative ("YES") vote by "tenured members" must be cast. A "tenured member" is defined for purposes of this Section as a member who has been a member in good standing for the period of thirty (30) continuous months directly preceding the month the vote is taken. Ballots shall be mailed to the membership address of each "tenured member" with a deadline date for return. Any ballots not turned in by the designated date shall be considered a negative (NO) vote. Procedures for the control and conduct of the vote shall be agreed upon by the Executive Board prior to the vote being taken.

Article XIV – ORDER OF BUSINESS

Section 1. The order of business shall follow Robert's Rules of Order, which shall also govern the conduct of all meetings.

Article XV – AMMENDMENTS

Section 1. Amendments to these Bylaws may be proposed at any regular meeting by a majority two thirds (2/3) vote of the members in good standing present and voting. The proposed amendment will be published in the next newsletter. Proposed amendments shall be read at three (3) consecutive regular meetings. At the third meeting the proposed amendment shall be voted on. It shall be adopted if it is passed by a majority two-thirds (2/3) vote of the members in good standing present and voting. Any alteration or amendment to the proposed amendment shall be submitted in writing at the regular meeting following the proposal of the original amendment and must state the particular article and section to be changed. All members shall be notified by mail of the proposed amendment to the amendment. The amendment to the amendment may be adopted by a majority two thirds (2/3) vote of the members in good standing present and voting, and it shall become a part of the original amendment effective immediately.

Section 2. A special Bylaws Committee shall write major revisions to these bylaws. This committee shall be appointed by the Board and shall consist of at least one (1) board member and two (2) general members. All rules concerning adoption of Bylaw amendments shall apply to revisions with the exception that the revision shall be presented, in lieu of being read.

