



TWIN RIVERS SADDLE CLUB

Established 1969



BY-LAWS

ARTICLE 1: IDENTITY

- A. The name of the Association shall be the Twin Rivers Saddle Club, Inc., (TRSC) by which it is incorporated as a not-for-profit (501.c7) corporation under the laws of the State of Florida. Donations to this type of organization are not tax deductible.
- B. These are the By-Laws of the Twin Rivers Saddle Club's Association. The By-Laws of the Association shall be made, amended and rescinded by the majority vote of the Board of Directors and the Associations members.
- C. The association shall run community horse shows, offer education and other opportunities to members and provide financial support to other not for profit, or nonprofit organizations.

ARTICLE 2: INDEMNIFICATION

Every person connected with this Association, TRSC, shall be properly indemnified, defended, Protected, exonerated, and held harmless by the Association from and against all expenses, liabilities, claims, demands, and proceedings, including reasonable counsel fees, incurred by or imposed upon said person in connection with any claim, proceeding, demand, administrative hearing, suit, “nuisance” claims, in which said person may become involved or to which said person may be a party, or any settlement thereof, by reason of said person being or having been a person connected with the Association, whether or not said person has held an office or other capacity at the time such expenses are incurred, except in cases where such person is adjudged guilty of willful and intentional misconduct.

The protections hereunder shall exist while said person is connected with the Association and after said person has severed all connections with the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such person may be entitled.

This obligation shall be satisfied only out of the assets of the association, including any insurance proceeds, and shall not authorize any charge or assessment against any person connected with the association.

ARTICLE 3: WAIVER OF CLAIMS

- A. It shall be the obligation of every member, guest, invitee, or other person (all of whom are described as a participant, which term includes persons of either sex and groups or organizations of persons) taking part in any meeting, horse show, clinic, social event, competitive activity, trip or journey by horse or vehicle, or any other activity of the Association held under its sponsorship or auspices, to provide himself with adequate insurance to cover any losses, accident, injury, mishap, personal injury or property damage, arising out of said activities, and said insurance shall cover medical expenses, hospital expenses, loss of wages, suffering and all other damages or injuries of any kind whatsoever.

Each participant assumes (and shall assume) all risk of injury and damage in said activities,



TWIN RIVERS SADDLE CLUB

Established 1969



BY-LAWS

and agrees not to participate in any activity for which he does not have adequate skill, knowledge, or experience. Each participant covenants and agrees not to sue the Association or any Officers, Directors, property owners, or members thereof on account of any such claims, including claims of negligence. Each participant shall promptly indemnify, defend, exonerate, and hold harmless the Association and every member, officer, director and property owner thereof from and against all expenses, liabilities, claims and proceedings, including reasonable attorney's fees, incurred by or imposed upon said persons in connection with any claim, proceeding, review, or appeal in which he or they may become involved, or any settlement thereof, or in the investigation of any claim, including "nuisance" or unfounded claims, by reason of any loss, accident, injury mishap, personal injury, or property damage, as aforesaid. Every participant hereby waives and shall waive all such claims and demands.

- B. The provision and benefits of this article shall also extend to all landowners, and all persons having the use, possession, or occupation of any land on which any activities of the Association are held; and no participant going on or riding upon such lands, whether with or without the consent of the landowners, or as a trespasser, shall have any claims for injuries or property damage against said landowner and persons.

ARTICLE 4: MEMBERS

- A. There shall be four classes of membership:

Individual: Any single person of any age

Family: Husband, Wife, and Children 17 years of age or under

Trainer: Includes the Trainer and up to two (2) non-competing Assistants

Honorary: Given to a person or persons whose contributions to the purpose of the association are deemed worthy of such membership. Candidates for honorary membership shall be approved by a majority vote by the officers and the Board of Directors.

- B. Applicants for membership shall be accepted or rejected by a majority vote of the Officers and Board of Directors.
- C. Every person who becomes a member of TRSC shall automatically be bound by the By-Laws, Rules, regulations and decisions and motions of the Board without specific reference thereto in the Membership application.
- D. To be a member in good standing, the member must comply with said obligations, pay dues, and other sums owed to the association.
- E. All members shall have the right to vote, provided, however, that the votes of junior members shall be cast by their parents or legal guardians.
- F. Membership shall run from August 1 to January 31 of the following year.



TWIN RIVERS SADDLE CLUB

Established 1969



BY-LAWS

- G. A member shall be in bad standing and their rights suspended if he/she does not pay their dues or other obligations before the start of each show season.
- H. Membership may be terminated or suspended by resignation, nonpayment of obligations, expulsion or suspension for a good cause by the Officers and the Board of Directors.
- I. The Secretary shall notify the member in writing of the decision of the Board and the penalty, if any.

ARTICLE 5: MEETINGS

- A. Meetings shall be conducted on the 3rd Wednesday of each month, unless it is deemed necessary by the Board of Directors to choose a different or additional date.
- B. The Board of Directors shall designate the place at which the meeting is to be held.
- C. Special meeting may be called by the President, Secretary or three or more members of the Board of Directors.
- D. Four (4) members from Board of Directors, or the officers shall constitute a quorum for the conduct of business at any meeting. If a quorum is present, unless otherwise provided by the by-laws, the affirmative vote of a majority at the meeting shall be an act of the members.

ARTICLE 6: OFFICERS AND DIRECTORS

- A. The officers of the Association shall be: President, Vice-President, Secretary, and Treasurer.
- B. The Directors of the Association shall number from three or more and may vary year to year.
- C. The Officers and Directors shall be elected for a term of one (1) year.
- D. The election of new Officers and Directors shall take place after the final show of the season and before the annual awards banquet.
- E. General Powers:
 - a. All Associations powers shall be exercised by or under the authority of the Officers and the Board of Directors and the management and affairs of the Association shall be controlled by the Officers and the Board of Directors. The Officers and the Board of Directors shall have charge, control, and management of the business, property, personal affairs and funds of the Association.

All actions and decisions **must** be approved by a quorum of the Officers and the Board of Directors.

- b. No single member can exercise any action having to do with management of business, property, personal affairs and funds of the Association without approval of a quorum of the Officers and the Board of Directors.



TWIN RIVERS SADDLE CLUB

Established 1969



BY-LAWS

- F. An Officer may resign at any time by delivering notice to the Association. A resignation is effective when the notice is delivered unless the notice specifies a later effective date. If a resignation is made effective at a later date and the association accepts the future effective date, the Board of Directors may fill the pending vacancy before the effective date if the Board of Directors provides that the successor does not take office until the effective date.
- G. Removal of Officers or Directors: The Members may remove Officers or Directors with or without cause. If Officers or Directors are elected by a voting group of Members, only the Members of that voting group may participate in the vote to remove him. Officers or Directors may be removed only if the numbers of votes cast to remove him exceeds the number of votes cast not to remove him. Officers or Directors may be removed by the Members at a meeting of the Members, provided the notice of the meeting states that the purpose, or one of the purposes, of the meeting is removal of the Officers or Directors.
- H. On the termination or resignation of the office of any Officer, Director, committee, or other official or agent of the Association, such person shall immediately deliver all books, files, records, and accounts pertaining to their office to the Board of Directors.

ARTICLE 7: DUTIES OF OFFICERS AND BOARD OF DIRECTORS

- A. **PRESIDENT**: The President presides at all meetings of the members and directors; serves as principal liaison with other organizations and associations; and signs all contracts along with the secretary.
- B. **VICE PRESIDENT**: The Vice President shall have all the powers of the President during the absence or disability of the President and shall perform various other duties designated by the Board of Directors.
- C. **SECRETARY**: The Secretary shall prepare and take the minutes of the meetings of the Members and the Board of Directors; maintain a permanent record of **all** TRSC meetings including committee meeting records; keep the minutes of the proceedings of the Board of Directors and the Members in one or more books provided for that purpose; and sign of all contracts along with the president.
- D. **TREASURER**: The Treasurer is responsible for keeping the Association's financial records; paying expenses as incurred in the operation of the Association's business; filing tax forms as required or working directly with a designated accountant as necessary to ensure that the tax forms are filed. Other duties that may be required of the Treasurer include taking and reporting of inventories, assembling records for audit, and making records available for inspection by any member on request.
- E. **DIRECTORS**: The Directors will assume special responsibilities as required.

ARTICLE 8: COMMITTEES

- A. Creation of Committees: All committees shall be formed by a majority vote of a quorum of the Officers and the Board of Directors.
- B. Committees may be permanent or established on an as needed basis.



TWIN RIVERS SADDLE CLUB

Established 1969



BY-LAWS

- C. Committees shall meet, consult, and advise the Board of Directors on the affairs of their meetings. They may recommend actions or proposals to be approved by a quorum of the Officers and the Board of Directors.
- D. The Committees shall file the minutes of their meetings with the Secretary at the next Monthly meeting.

ARTICLE 9: RULES OF ORDER; VOTING

- A. Robert's Rules of Order Revised shall govern meetings of the Association. At all meetings, voting shall be by voice vote, except that voting for Officers and Directors and voting on removal or disciplinary action shall be by secret ballot.
- B. A quorum shall consist of four (4) members of the Board of Directors and those members present and voting.
- C. If a quorum vote is divided (2 each) then the decision will be tabled until there is a full Board available for voting.
- D. Motions shall be carried by a simple majority.
- E. To be eligible to vote in any meeting on any business, including the election of the Officers and Directors, a person must be a member in good standing.
- F. At all meeting of the Directors, Committee, and Membership, each member shall have one vote.
- G. Action without a meeting. Any action required or permitted to be taken by the Board of Directors at a meeting may be taken without a meeting if:
 - a. The action is taken by a quorum of the Officers and the Board of Directors.
 - b. The action must be evidenced by a majority of the Board in a written consent (including e-mail).
 - c. Written consents shall be filed at the next monthly meeting and shall have the same effect as a vote for all purposes.

ARTICLE 10: FINANCES AND RECORDS

- A. Dues and assessments, if any, shall be determined at membership meetings. The fiscal year shall run from January 1 through December 31.
- B. The Officers and Directors shall maintain adequate public liability insurance for all shows held by the Association.
- C. The Treasurer shall report to the Board at every meeting the condition of the Association's finances and make available every item of receipt or payment not before reported. At the annual meeting, they shall render an account of all monies received and spent during their



TWIN RIVERS SADDLE CLUB

Established 1969

BY-LAWS



term of office.

- D. The Treasurer shall render at stated intervals, as the Board of Directors shall direct, a written account of the finances of the Association, and such report shall be attached to the minutes of the Board of Directors of such meeting.
- E. No Officer, Director, or committee member shall receive any salary, compensation, or travel expenses from the Association without the prior approval of the Board of Directors.
- F. The Board of Directors shall employ and fix the compensation of any and all judges, stewards, technical delegates, and other persons whom the Board, in their discretion, may determine to be necessary in the conduct of the business of the Association.
- G. All of the books, papers, files, and records, including the financial records of the Association shall at all times be open to inspection by the Board.
- H. An annual inventory shall be made of the property of the Association.
- I. Annual Reports: On or after January 1 and on or before July 1 of each year, the Association shall deliver to the Florida Department of State for filing a sworn annual report, on such forms as the Department of State may prescribe and containing such information as is prescribed by law. Similar reports shall be filed as required by law in those jurisdictions other than the State of Florida where the Association may be authorized to transact business.