

AMENDED BY-LAWS of THE SALT CREEK WRANGLERS

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ARTICLE 1 Membership

Section 1. There shall be four types of membership:

- (a) Annual single adult member, who must be a person over eighteen years of age.
- (b) Annual single youth member, who must be a person eighteen years of age or under.
- (c) Annual family membership, which shall include husband, wife and children eighteen years of age and under.
- (d) Life-time membership, which must be purchased or awarded on an individual basis.

For membership purposes, and all other purposed under these By-laws, a person's age and marital status shall be determined on the first day of January of the year involved.

Section 2. It shall be the duty and obligation of all members of the Corporation to conduct themselves to the credit of the organization.

Section 3. Loss of Membership: Any adult member may present a specific complaint, in writing, against any other member at any meeting of the Board of Directors. Upon presentation of such a complaint, and if, in the opinion of the Board, there are sufficient grounds for such complaint, the member in question shall have the opportunity to hear all charges against him/herself and thereupon, a vote shall be taken by the Board, and if a majority sustains the complaint. the member involved shall be dismissed from membership with no dues refunded.

Section 4. No member or group of members shall, in the name of Wranglers, contract or agree verbally or otherwise to support sponsor or take part in any activity, commercial or otherwise, outside of this organization without the consent of the membership or Board of Directors. Any outside activity should be brought to the board with a full budget of expected income and expenses for board approval.

Section 5. All individuals or families presently carried as members on the books of the Corporation shall be deemed members on the date of the adoption of these By-laws.

Section 6. Points for awards cannot be earned until dues are paid.

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ARTICLE II

Initiation Fee and Dues

Section 1. Annual and lifetime membership dues shall be set by the Board of Directors.

Section 2. There shall be no partial dues. Dues for a part of the year shall be the same as the annual membership dues.

Section 3. Annual membership dues are due on the January 1st of each year and are delinquent on the first day of March in each year. A ten (\$10.00) dollar LATE FEE shall be added to all renewals received April 1st or later. (changed 3/97)

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ARTICLE III Membership Meetings

Section 1. An annual meeting shall be held in January of each year at the time and place designated by the Board of Directors, or if the Board of Directors fails to act, by the President, at which time the officers and members of the Board of Directors shall be elected as set forth in Article VII of the Articles of Incorporation, and any other business which may properly come before the meeting shall be transacted.

Section 2. Meetings shall be held at such time and place designated by the Board of Directors, or if the Board of Directors fails to act, by the President.

Section 3. Special meetings may be called by the President or by the Board of Directors or by any five (5) members, at a time and place designated by the President, Board of Directors, or members calling such a meeting.

Section 4. Written notice of the time and place of any meeting of the membership shall be mailed to all members at least ten (10) days prior to a date of the meeting.

Section 5. Quorum: A quorum for any meeting shall consist of the members present provided at least four officers are present and a majority vote of those constituting a quorum shall carry any motion, except one proposing an assessment of the membership, in which case there must be a three-fourths (3/4) affirmative vote of the members in attendance and not less than eleven (11) affirmative votes. Notice of any proposed assessments must be mailed to the members at least ten (10) days before the date of the meeting at which said assessment is to be considered. Those present at any meeting, even though less than a quorum, may adjourn the meeting to a later date to be designated in the motion to adjourn.

Section 6. Method of voting: Except as otherwise provided with reference to the election of officers and members, voting shall be a show of hands, unless a majority of the members present request a written ballot.

Section 7. Any adult member in good standing is entitled to one vote in person or by proxy on any matter coming before the membership for a decision, provided that such membership has been paid at least 30 days before such meeting.

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ARTICLE IV Officers and Their Election

Section 1. The officers of the corporation shall be President, First Vice-President, Second Vice-President, Secretary, Treasurer, Activities Chairman, and Member(s)-at-Large. Any officer of the corporation must be a member of the corporation.

Section 2. A Nominating Committee consisting of the Board of Directors shall meet on or before December 15th of each year, and shall nominate an adult member of members as candidates for each elective office. Nominations for any office may be made during the October through December meetings or from the floor at the annual meeting. A ballot containing the nominations made at the board meetings and by the Nominations Committee shall be mailed to all members at least ten (10) days before the January annual

meeting. Ballots may be returned to the Secretary by mail, provided the Secretary receives the same before the January meeting, or may be delivered at the annual meeting.

Section 3. Officers duly elected shall serve for one (1) year or until their successors are duly elected and qualified. New officers shall assume their respective duties at the adjournment of the meeting at which they are elected.

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ARTICLE V

Duties of Officers and Provisions Relating to Officers

Section 1. The retiring officers in each year shall transfer to their respective successors upon adjournment of the annual meeting all books, funds, records and papers belonging to the Corporation.

Section 2. The President-elect shall before the first meeting of his tenure:

- (a) Appoint a committee to audit the Treasurer's Activities accounts and examine all books and records of the Corporation; and thereafter
- (b) Shall report the state of the Corporation's affairs at the first regular meeting over which he presides.

Section 3. The President:

- (a) Shall reside over all meetings.
- (b) Call Board of Directors meetings, if necessary, to prepare program and business materials for efficient presentation at special or regular meetings of the membership.
- (c) May appoint non-elective chairperson and/or committees as the Board of Directors may deem necessary or the membership may direct, and shall have general supervision of the Corporation and perform all functions associated with the office of the President under the Articles of Incorporation and these By-laws.

Section 4. The First Vice-President:

- (a) Shall preside over meetings in the absence of the President.
- (b) Shall automatically become President if for voluntary or involuntary reasons that office becomes vacant; and
- (c) Shall serve as Parliamentarian.

Section 5. The Second Vice-President:

- (a) Shall serve as Chairman of the Membership Committee.
- (b) Shall accept applications when submitted on the official form;
- (c) Shall together with the Membership Committee take prompt action on such applications in accordance with these By-laws.

Section 6. The Secretary:

- (a) Shall keep legible and accurate records of the proceedings in the form of minutes of all meetings of the membership and the Board of Directors;
- (b) Shall act as reporter, historian and correspondent;
- (c) Shall keep the signed applications of all members on file;
- (d) Shall keep a perpetual roll call and records of attendance of all meetings;
- (e) Shall keep an accurate list of current members;
- (f) Shall work with the Second Vice-President in connection with elections as set forth in the By-laws; and
- (g) Shall nominate assistants to be appointed by the President.

Section 7. The Treasurer:

- (a) Shall have custody of all funds of the Corporation.
- (b) Shall keep legible and accurate record of all monies received and disbursed.
- (c) Shall keep separate itemized accounts of membership, dues and special assessments, and regular overhead and operating costs.
- (d) Shall deposit all Corporate funds in the Corporation's account at a bank selected by the Board of Directors.
- (e) Shall payout no money belonging to the Corporation except on order of the Board of Directors or membership; and all checks drawn against any Corporation account shall bear the signature of two authorized officers identified in Section 9 below.

Section 8. The Activities Chairman:

- (a) Shall appoint other members to the Committee as needed.
- (b) Shall propose, plan and organize horse activities, including rides, mounted games, competitions and participation of Wranglers in horse shows, rodeos, etc.
- (c) Shall conduct activities, if possible, to be self-supporting, and shall always endeavor to make a profit on activities.
- (d) Shall compile annually in advance, a comprehensive budget of estimated expenses and arrange for entry fees, tickets, concessions, sponsorships and assessments to cover such expenses.
- (e) Shall keep an accurate legible itemized records of all receipts and disbursements, and shall make an official fiscal and activities report at each regular meeting of the membership.
- (f) May upon election, draw from the Treasurer and amount of money as approved by the Board of Directors to establish the activities for the current year.

Section 9. The President-elect, Treasurer-elect, Activities-elect, First Vice-President-elect, and Second Vice-President-elect shall immediately establish their signatures on the bank which carries the corporation accounts.

Section 10. All books, stationary and supplies necessary for the officers shall be provided by the Corporation.

Section 11. All books and records of the Corporation shall be available at all times for examination by a single member or any adult family member.

Section 12. Any elected officer may be removed from office for failure to execute the duties of their office in a satisfactory manner by the Board of Directors at a meeting at which a quorum is present. Four (4) or more unexcused absences may be cause for removal from the Board.

Section 13. Vacancies occurring in offices (except President) for any reason including when any office is not filled at the annual election, shall be filled by the Board of Directors at a meeting at which a quorum is present.

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ARTICLE VI Amendment

Section 1. These By-laws may be amended at any regular or special membership meeting by a majority vote of those present, provided that notice of such amendment has been discussed at one previous board meeting and notice of the proposed By-law change has been mailed to all members at least ten (10) days prior to the membership meeting at which the vote is to be taken.

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ARTICLE VII

Adoption

Section 1. These Amended By-laws shall supersede any By-laws of the Corporation dated prior to January 30,2005.