

BYLAWS

LOOMIS BASIN HORSEMEN'S ASSOCIATION

Article I

1.1 NAME

The name of this Association shall be the Loomis Basin Horsemen's Association, hereinafter referred to in these Bylaws as the Association.

1.2 PURPOSE

The objectives of the Association are:

- a. To establish, *expand (Rev.3/01)* and protect new and existing equestrian and hiking trails in the Loomis Basin.
- b. To develop and maintain an equestrian facility which will be of use to all area horsemen or groups that would have use for such a facility.
- c. *To maintain and manage the Traylor Ranch Nature Reserve, a Placer County Park. (Rev.3/01)*
- d. *To support and preserve the Rural Lifestyle. (rev.4/94)*

Article II

2.1 Dues

Annual dues are due and payable on January 1 *or July 1 (Rev.3/01)* for the ensuing calendar year. The treasurer shall ~~mail-out to each current member on~~ *publish in the December and June Newsletter + (Rev.3/01)*, a notice that dues are due and payable on January 1 or July 1.

1. Dues are delinquent as of ~~February 1~~ *January 1 (Rev.3/01)* or July 1 and membership is terminated.

2.2 DUES AND ASSESSMENTS AND FUNDS (Rev 4/94)

Annual dues and special assessments recommended by the Board of Directors may be levied or changed by a majority vote of the membership present at a regularly constituted business meeting when at least thirty (30) days written notice is given to the membership regarding such change in dues or levying of an assessment.

2.3 PROPERTY REPLACEMENT FUND (Rev 4/94)

A property replacement fund will be created and with a starting balance of \$1000. The fund will be increased using interest accrued on the LBHA Savings account. A maximum balance of \$1500 will be held in the Fund, amounts over the \$1500 will be placed in the Trail and Arena Fund (proposed (Rev.3 /01)). The property Replacement Fund may only be used to replace damaged and or stolen LBHA property and must have a 2/3 vote of the Board of Directors to do so. (Rev. 4/94)

2.4 EXPENDITURES (Rev.3/01)

- a. Any expenditure over the amount of \$100 and under \$2000 must have a 2/3 vote of the board of directors unless approved in the budget as a necessary cost. (ie: insurance)
- b. Any expenditure over the amount of \$2000, must be approved by the Board of Directors by a 2/3 vote, noticed to the membership and voted upon by 2/3 of the membership present at a general meeting.
- c. The Traylor Ranch Master Plan Committee has approval for expenditures from the Traylor Ranch Maintenance Fund by a 2/3 vote of the Committee Members. The TRMPC will notify LBHA of all expenditures made, and the expenses and income will be will be reported monthly by the LBHA Treasurer in the LBHA Newsletter.

Article III

3.1 CLASSES OF MEMBERSHIP

The Association shall be composed of the following classes of membership:

- a. Adult members: An adult member of the Association shall be a person 18 years of age or over and shall have paid such dues or admission fees as may from time to time, be established by the Association. Each adult member of the Association shall have voting privileges and shall be eligible to hold any office of the Association. Married persons under the age of 18 years shall be considered to have satisfied the requirements as to age for this class of membership.
- b. Junior Members: Junior members of the Association shall be persons under the age of 18 years of age and shall have paid such dues and admission fees as may be established by the Association. Age for the purpose of the membership class shall be considered to be the age attained as of January first of the year in which application is submitted, as hereinafter provided, and shall not change until the following January first, regardless of birthdate. Junior members shall have no voting privileges and shall not be eligible to hold office in the Association.

3.2 APPLICATION TO MEMBERSHIP

- a. Any person desiring membership in the Association as an adult or Junior shall submit to an officer or director an appropriate application for membership, accompanied by the necessary dues.

3.3 TERMINATION OF MEMBERSHIP

- a. Membership in the Association is not transferable and shall cease upon resignation or death of the member or upon non-payment of dues or fees.
- b. A member may be suspended or expelled by 2/3 vote of the total board of Directors for failure to abide by the rules and regulations of the Association, for unsportsmanslike conduct, or for an action which is opposed or detrimental to the objectives or purposes of the Association; however, a ten (10) day notice in writing shall have first been given by the Association so that he may be allowed a closed and private hearing with the Board of Directors called for that purpose. Upon termination of membership, a rated proportion of the current dues shall be remitted to an expelled member and he shall have no other rights to interest in the property of the Association.

Article IV

General Powers, Officers and Directors

4.1 GENERAL POWERS

- a. Subject to the limitation of the Articles of Incorporation of the Bylaws and the Laws of the State of California as to action to be authorized or approved by the members, all corporate powers shall be exercised by or under authority of, and the business and affairs of this corporation shall be controlled by, a Board of Directors.
- b. The Board of Directors will have the right, power and authority to create from the membership any committee or committees as may be deemed necessary and advisable to promote and accomplish the purposes and objectives of the Association.
- c. The Board of Directors will have the right, power and authority to grant unto said committees any or all of the rights, powers and authority possessed by the said Board of Directors.

4.2 OFFICERS

The elected officers of the Association shall be the President, Vice President, Secretary, Treasurer and five (5) Directors. The elected officers must be members of the Association and shall constitute the Board of the Association. The Board of Directors shall appoint other officers and committee chairman as necessary. Directors may serve as committee chairmen.

4.3 TERM OF ELECTED OFFICE

The term of office of the President, Vice President, Secretary, Treasurer, and Directors shall be (1) year. The President, Vice President, Secretary and Treasurer *should serve no more than 2 consecutive terms without annual approval by the Board of Directors. (rev 4/94)*

4.4 REMOVAL AND RESIGNATION OF OFFICERS

- a. Any member of the Board of Directors may be removed from office by a two-thirds (2/3) vote of the membership present at any regularly constituted Association meeting, provided that written notice of such action shall be distributed to the membership at least ten (10) days prior to the meeting, and provided that such action shall have been introduced as a motion at a previous regular meeting.
- b. Any member of the Board of Directors may resign by given written notice to the Board of Directors or to the President. Such resignation may take effect at the date of receipt of such notice or at a later time specified therein. The failure of any Officer or Director to attend three regular meetings of the Board of Directors shall be construed as a resignation of that officer subject to the approval of the Board. Any Officer appointed by the Board of Directors may be removed by a majority vote of the Board.

4.5 VACANCIES IN THE BOARD OF DIRECTORS

In the event of a vacancy in the office of President of the Association, the Vice President shall become President, a successor from among the members of the Board of Directors shall be elected by a majority of the remaining members of the Board of Directors. In the event of a vacancy of any other member of the Board, the vacancy shall be filled by presidential appointment, subject to majority approval of the existing Board of Directors. The appointed Board member shall hold office until the next regular Association election meeting.

4.6 PRESIDENT

The President shall be the chief executive officer of the Association and, subject to the control of the Board of Directors, shall have general supervision, direction and control of the business and officers of the Association. The President shall preside at all meetings of the Association and the Board of Directors. He shall, with the Treasurer, sign all written contracts authorized by the Board of Directors, and have the general powers and duties of management usually vested in the office of President of the Corporation. He shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or the Bylaws.

4.7 VICE PRESIDENT

In the absence or disability of the President, the Vice President shall perform the duties of the President, and, when so acting, shall have all the powers and be subject to all the restrictions of the president. The Vice President shall have other powers and perform other duties as may be prescribed by the Board of Directors.

4.8 SECRETARY

The Secretary shall keep or cause to be kept, at the principal office or such other place as the Board of Directors may order, a book of minutes of all meetings of the Association and the Board of Directors.

The Secretary shall deliver a copy of the By-Laws and Standing Rules to each new Board member and to any member who requests them. (Rev.3/01)

The Secretary shall be responsible for correspondence, minutes of meetings and other documents, and shall have other powers and perform other duties as may be prescribed by the Board of Directors or by the Bylaws.

The Principal address of the Association is LBHA, ~~4040 Ridge Drive~~ P.O. Box 2326 Loomis, California 95650. (Rev 1986)(Rev 1997-address change)

4.9 TREASURER

The Treasurer shall keep and maintain, or cause to be kept and maintained adequate and correct accounts of the properties and business transactions of the Association. The Treasurer shall deposit all monies and other valuables in the name of, and to the credit of the Association with such depositories as may be designated by the Board of Directors. The Treasurer shall countersign all checks, drafts, and notes of the Association and shall pay bills duly approved by the Board of Directors.

The Treasurer shall have other powers and perform other duties as may be prescribed by the Board of Directors or by the Bylaws.

Article V

Meetings

5.1 ~~Regular and Special meetings of the membership may be called:~~ meetings shall be called by the Board of Directors and are subject to change. (Rev.3/01)

5.2 Special meetings will be scheduled (Rev.3/01)

a. By the President of the Broad of Directors, or any two or more Directors thereof, for the purpose of conducting extraordinary business of the Association.

b. By executing a petition properly signed by twenty (20) adult members in good standing.

~~One-third (1/3)~~ Two-third (2/3) of the voting membership present ~~meeting~~ shall constitute a quorum of the transaction of business at any ~~general~~ regular or special meeting. (Rev.3/01)

5.2 VOTING

Each adult member in good standing shall have one vote, and voting by proxy shall not be allowed.

5.3 MEETINGS OF THE BOARD OF DIRECTORS

Regular meetings of the Board of Directors shall be held at least once each year in a place determined by the Board of Directors. Special meetings of the Board of Directors may be held at any time upon two (2) days notice in writing or by consent of a majority of the Board of Directors and provided an attempt to poll all of the Board of Directors was made. Regular and special meetings of the Board of Directors shall be open meetings and any member may attend such meetings.

A quorum consisting of a majority of the Directors shall be required for the transaction of business except as specified in *Article II, Section 2.3 herein.(corrected 8/97)* In the absence of a quorum, the Directors may adjourn the meeting to a specified time and place, but may transact no other business.

5.4 PARLIAMENTARY AUTHORITY

The rules contained in Robert's Rules of Order Revised shall govern meetings of the Association in all cases to which they are applicable, and in which they are not inconsistent with the Bylaws or special rules of order of this Association.

Article VI

Elections

6.1 NOMINATIONS

Nominations for the elected officers of the Association shall be accepted from the Nominating Committee and from the floor at an **November (rev.11/95)** meeting of the membership. Members in good standing of the Association are eligible to run for any office of the Association subject to limitations in Article IV. Nominees for officers and directors must have been previously contacted and have agreed to run before their names are placed in nomination.

6.2 ELECTIONS

The election of the Directors of the Association shall take place at a **December (rev.12/95)** meeting. The elections shall be by a written ballot **if the slate is not accepted by the membership at the December meeting (Rev.3/01)** An officer shall be deemed to be duly elected when he/she receives a majority of the ballots cast at the **December (rev.12/95)** meeting of the **membership or a voice vote if the slate has been accepted by the Membership at the December meeting. (Rev.3/01)**

6.3 INSTALLATION OF OFFICERS

Newly elected officers and directors shall take office in January in the year following the election.

6.4 FISCAL YEAR

The fiscal year for the Association shall be the calendar year.

ARTICLE VII

Amendment of Bylaws

7.1 AMENDMENTS

These Bylaws may be amended, repealed or new Bylaws adopted by a two-thirds (2/3) vote of the membership in attendance at a regular or special meeting. Thirty (30) days written notice shall be given to membership, stating the proposed amendments, before such amendments may be brought before a regularly constituted membership meeting.

7.2 EFFECTIVITY

These by laws will be effective as of the 12th day of May 1983 and are were revised the 19th day of March 1994 and 13th day of December 1995.

KNOW ALL MEN BY THESE PRESENT:

That we the undersigned, being the Directors and Secretary of the Association, a corporation incorporated, organized and existing under the laws of the State of California, do here by certify that the foregoing Bylaws, consisting of seven (7) Articles, were duly adopted as the Bylaws of the said corporation on the 12th day of May, 1983.

In witness, whereof, we have hereunto subscribed our names and affixed the seal of the said corporation this 12th day of May 1983.

Rev. 1984

Rev. 19 Mar 94

Rev. 13 Dec 95

Rev. Aug 97(address/typos corrections)

Rev. 21 Mar 01

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