

Bylaws of New England Gypsy Horse Club



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ARTICLE I: NAME AND PURPOSE

1. The name of this association shall be the New England Gypsy Horse Club (NEGHC). It is the intent and purpose of The New England Gypsy Horse Club to showcase the beauty and versatility of the Gypsy Horse and to support members as an integral part of the Club; to educate and inform the membership and the general public about the Gypsy Horse, its history, bloodlines and care; and in connection with the foregoing to conduct horse shows and other equine related events for exhibition and promotion of Gypsy horses in both a recreational setting and formal event setting to strengthen the bonds of Gypsy horse lovers.

ARTICLE II: MEMBERSHIP

1. Members

Any person who subscribes to the purposes, objectives and policies of NEGHC and meets the requirements set forth in these Bylaws may become a member of the Club. Eligibility for membership shall be determined at the time of the initial application and subsequently when the membership is renewed. All individuals agree to abide by the Constitution and Bylaws of the Club. Rules, regulations and By-Laws as may hereafter be determined/changed by amendment or by resolution of the Executive Committee.

3. Eligible Members are entitled to vote to determine the activities of the Club.

4. Certain activities will be available for the Club members only.

5. Elected executive committee members are expected to serve a full term. Nominations for office will be submitted at the November annual meeting. Elections will be held in December, allowing for transition a period to occur during December. Members have the right to refuse a nomination.

6. Voting by proxy must be in writing and signed by the member. All proxies must be in the recording secretary's hand at the time of the vote in order to be valid.

7. Member's points toward year end awards begin to accrue when membership dues are paid in full.

8. Any member wishing to resign from the NEGHC shall give notice to that effect in writing to the Secretary. The NEGHC will accept the resignation upon receipt of any outstanding fees and assessments.

9. Membership may be suspended or terminated at the request of the Executive Committee, Board of Directors, or by request and vote of the membership.

a. Any member who violates any rule or regulation as specified in the By -Laws of the NEGHC or deals unfairly with the Club or its members or fails to fulfill obligation including payment of fees (within one month from due date)and or assessments, is liable to be suspended from all or any of the privileges of the NEGHC for such period or periods as the Board/Executive Committee determines, or be expelled by the Board/Executive Committee. A member so charged must be given at least thirty (30) days notice of the meeting at which the Board/Executive Committee will consider the suspension or expulsion.

b. Any five (5) members in good standing and entitled to vote can request a

motion to be considered at the next membership meeting, to suspend or terminate a member who is considered guilty of conduct unbecoming for a member of the NEGHC. A member so charged has the right to appear before the Board as well as the membership to make proper defense. On receipt of the request for this motion, the Secretary on behalf of the Board must notify the member so charged at least thirty (30) days prior to the next meeting.

c. Board/Executive Committee, and the membership at the meeting which

will consider the suspension or termination; At least one member making the charge must be present in person to propose the motion at the said membership meeting. In the event that the member so charged is unable to be present at the membership meeting at which the motion for the suspension or termination is passed the member has the right to appeal the decision at the next membership meeting.

d. Suspension or termination of membership, whether voluntary or

involuntary, does not release a member from the liability for any fees or assessments.

e. Any member found to be abusing or misusing animals will not be tolerated

and is cause for loss of membership.

2. Classes of Membership

The Club shall have the following classes of membership:

a. Individual

Any person who is an owner of at least one registered Gypsy horse can become an Individual member of the Club. An Individual member in good standing is eligible for election to the Board or placement into committees. An Individual member is entitled to one vote at Club proceedings.

b. Family or Farm

Two or more members of a family who are legal residents of a North American country or Farm Member of the Club provided at least one registered Gypsy horse is owned by the family or Farm entity. For the purposes of this category, the term "family" is defined as two adults (a husband(s) and/or wife(s)/significant other) and all children under the age of eighteen (18) years. Two members of the group who are at least eighteen (18) years of age, in good standing, are eligible for election to the Board. A Family or Farm membership is entitled to two votes at Club proceedings.

c. Business

A business that does not own a Gypsy horse but is an enthusiast of the breed may become a Business Member. A Business Member is not entitled to vote and is not eligible for election to the Board, although they are welcome to tender their concerns/opinions to any executive committee member, as all members can.

d. Associate

Any person who does not own a registered Gypsy horse but is an enthusiast of the breed may become an Associate Member. An Associate member is not entitled to vote and is not eligible for election to the Board.

e. Junior

Any person under the age of 18 whose family owns a Gypsy horse. Junior member is not entitled to vote and is not eligible for election to the Board.

f. Corporate/Business

An entity that does not own a Gypsy Horse but wishes to be part of the club. This membership does not have voting privileges and cannot be elected to hold seat on the board.

g. Lifetime Membership (LTM)

A lifetime individual membership. Can not be transferred. Each year, at the time of voting, the LTM must own at least one registered Gypsy horse and be a member in good standing to be eligible for election to the Board or placement into committees or to be entitled to one vote at Club proceedings. Any person who does not own a registered Gypsy horse at the time of elections each year is not entitled to vote and is not eligible for election to the Board.

ARTICLE III: BOARD OF DIRECTORS

The Board of Directors shall consist of the Officers and the Directors at Large and may be referred to as the "Board "

1. shall be composed of the officers and directors, with each member entitled to one vote.
2. shall be entrusted with the general management of all Club business, except as specified by these By-Laws.

Directors at Large

There shall be three (3) to four (4) elected good standing members as Directors at Large, any member that has accepted a seat as Director at Large is expected to fulfill their position for their term as elected by the members of this Club. In the event a Board Director at Large is unable to fulfill their duties by a qualified event or due to removal, a new Board member shall be sought, nominated and elected for immediate fulfillment of said duties.

Duties

Board member duties are to take care of the non-profit organization by by overseeing prudent use of all assets including use of facilities, people and goods and sustainability; the duty to ensure and make decisions in the best interest of the non-profit Club, its members and to the purpose of the Club, and not in his/her best interest or that of other elected officials in the Club; and the duty to ensure that the Club obeys applicable laws and act in an ethical manner, serve as liaison between the Executive Board and the general membership . They also ensure that the Club as a non-profit adheres to its stated purposes and that its activities support the mission statement. Refer to National Council of Nonprofits Board Role and Responsibilities.

Term

The term of office for each Board member or Director at Large will be three (3) years. All Previous Board Members are eligible for re-election.

ARTICLE IV: DUTIES OF OFFICERS

The President, Vice President, Secretary and Treasurer shall be elected for a two year term, Each is voted in at the December meeting. Those elected will take office at the January meeting.

1. The President

Shall preside at all meetings of the club and the Board, and shall have general supervision of the affairs of the association. The President shall also be an ex-officio member of all standing committees. Only in the event of a tie, the President may vote on matters of the Committees or Board of Directors. The President shall be a member in good standing of at least two recognized Gypsy Registries.

2. The Vice President

Shall assume the duties and exercise the powers of the President in case of the President's death, absence or incapacity and such other duties and powers as shall be designated by the Board. In the case of a vacancy in the office of the President, the Vice President shall succeed to the office of the President until the next annual meeting.

3. The Secretary

Or designee shall keep records of the Club and Board of Directors meetings, which shall be an accurate record of all businesses transacted and issues discussed. The Secretary shall forward the meeting minutes to all officers for approval within 10 days of each meeting. Each meeting should be commenced with a brief verbal review of the minutes from the previous meeting, read and summarized by the Secretary, with a motion made to accept said minutes- with any corrections noted. Then said minutes are considered to be "official". At the annual meeting, the Secretary shall report to the membership a summary of all activities of the Club and its Board of Directors during the previous year. The Secretary shall carry out such other duties as are prescribed by these bylaws.

4. The Treasurer

Shall collect and received all monies due or belonging to the Club. The Treasurer shall deposit the same in a bank designated by the Board, in the name of the Club. Statements of said account will be mailed directly from the bank to the Secretary for review. The Treasurer may access the account for statement directly online, and the paper mailed report can be handed over to the Treasurer at the next available meeting. The Club's books shall AT ALL TIMES be open to inspection by the Board and the Executive Committee. The Treasurer shall report at every meeting the condition of the Association's finances. The Treasurer shall keep a record of all receivables and payables and shall make payments of funds as directed by the board according to the following limitations:

- a) Treasurer shall pay out monies when presented with a receipt for expenditures of \$150 or less for the Clubs activities or events.
- b) The President and Vice President shall authorize payment for expenditures greater than \$150.00. It is the responsibility of the Treasurer to obtain approval before making payment.

The Treasurer shall:

- 1- maintain accurate records of ALL other transactions falling within their office
- 2- shall render a report at each regular meeting
- 3- complete financial statement at the end of each year.

The Treasurer shall also keep an accurate record of the Clubs accounts, Committee budgets and expenditures.

ARTICLE V: COMMITTEES

The Board of Directors, by resolution adopted by a majority of, the directors in office, may designate and appoint one or more Committees, each of which shall consist of two (2) or more persons. However, no such Committee shall have the authority of the Board of Directors in reference to amending, altering, or repealing the Bylaws; election, appointing, or removing any member of any such Committee or any Director of the Corporation; amending the Articles of Incorporation; adopting a plan of merger or adopting a plan of consolidation with another corporation; authorizing the sale, lease, exchange, or mortgage of all or substantially all of the property and assets of the Corporation; authorizing the voluntary dissolution of the Corporation or revoking proceedings therefor; adopting a plan for the distribution of the assets of the Corporation; or amending, altering, or repealing any resolution of the Board of Directors which by its terms provides that it shall not be amended, altered, or repealed by such committee. The designation and appointment of any such Committee and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual director, of any responsibility imposed on it or him by law.

Summary of work

All committees must submit a summary of committee work to the secretary at least 10 days prior to each monthly meeting.

Approval

All committee work must be approved by the Board of Directors.

Duties

Committee Members shall assist and participate in decision making, voting, and all aspects of Committee duties and/or other designated duties that may be requested by the Board and by the Committee chair.

Term of Office

Each member of a Committee shall continue as such until the next Annual Meeting of the members of the Board of Directors and until his successor is appointed, unless the Committee shall be sooner terminated, or unless such member be removed from such Committee, or unless such member shall cease to qualify as a member thereof.

Vacancies

Vacancies in the membership of any Committee may be filled by appointments made in the same manner

as provided in the case of the original appointments.

Committees:

Public Relations Committee

- a. shall be charged with managing all Club public relations, publication of the Club social media posts and the Club webpage, to include publicizing significant Club and member accomplishments, acting as a liaison between the Club and the media.
- b. to include a webmaster approved by the board who updates the club website at least monthly with current information provided by Board of Directors
- c. to include a FaceBook page manager approved by the board whom updates the club Facebook page at least monthly with current information provided by Board of Directors

Membership Committee

- a. Shall be charged with managing the membership list
- b. Set forth dues and membership requirements
- c. Determine active and inactive member status
- d. Determine if members have paid or not
- e. To include a committee chair and up to two other members approved by the board

Show Committee

- a. responsible for the development and overall operations of all Club shows and subcommittees shall be assigned as necessary
- b. Set forth show rules and regulations, classes and divisions, schedules and entry fees
- c. Acquiring, within budget constraints, arenas for all shows and making reservations for the show dates for the following year
- d. Researching and maintaining an up-to-date list of all qualified judges
- e. Approaching registries for show approval and sponsorship
- f. Preparing showbills for club shows
- g. Preparing up-to-date guidelines for show managers, including a list of the duties of all show officials
- h. Securing all ribbons, trophies, and other awards as approved for each function and making/overseeing presentations of such awards as appropriate and approved by the Club
- i. Preparing up-to-date show rules
- j. Obtaining and submitting to the Club a summary of the results of each show and recommendations for improvements of show operations
- k. Making sure show results are submitted to applicable registries
- l. Choose judges, provide judges with rules and all appropriate show information, work with judges to prepare patterns
- m. Appoint appropriate show staff- for example: Barn Manager, Gate Manager, Parking, Steward, Assistant, Decorations, Raffles, and Hospitality etc.
- n. To include a committee (show) chair and up to four other members approved by the board.

Grievance Committee

- a. Follows Grievance procedure
- b. Shall hear both parties sides and report to the Board of Directors
- c. Investigate the relevance
- d. Report to the Board of Directors

- e. Consisting of up to five (5) members

ARTICLE VI: MEETINGS OF THE BOARD OF DIRECTORS

1. Meetings of the Board may be called at any time by the President, or at least two other members of the Board of Directors.
2. All meetings of the Board of Directors shall be held at such place as shall be designated in a notice thereof, or (in the case of an adjourned meeting) in the vote of an adjournment in a prior session of such meeting. Notice of a meeting shall be given in written or electronic notification at least 10 days in advance of the meeting.
3. At any meeting of the Board of Directors, a quorum for the transaction of business should consist of 4 Board of Directors.

ARTICLE VII: MEETINGS OF THE CLUB

1. An annual meeting of the Club shall be held every year in November at such time and place as may be fixed by the Board of Directors or in default of such determination, by the President, and shall be for the purpose of collecting nominations of Officers and receiving reports and for any other business that may arise. An attempt will be made, if possible, at least two (2) months ahead of time to procure a date, physical location agreeable so and “in-the-flesh” meeting can be conducted-aiming at unification and inclusion of the Club members.
2. Special meetings of the Club may be called at any time by the President or by any other Officer upon written request of any two (2) members of the Board of Directors, or by any ten (10) non-Board members of the Club. All special meetings of the Club shall be at such a time and place as may be fixed by the President or in the absence of such designation, as may be designated in the call thereof by the person or persons calling said meeting, or (in the case of an adjourned meeting) in the vote of the adjournment at a prior session of such meeting.
3. Notice of any meeting for the Club, shall be decided at a board meeting or given to the secretary in writing and mailed or emailed no less than three (3) weeks before the date of the meeting of the Club but, any meeting may be continued by adjournment from time to time, until the business therefore shall be accomplished. At any time when the office of the Secretary is vacant or the Secretary is incapacitated or fails to act, notice of the meetings of the Club may be given by a designated Officer by giving the notice in the same manner required when notice is given by the Secretary. Except as otherwise expressly required by these By-Laws, notices of these meetings of the Club need not specify the purpose thereof.
4. Members of the Club may vote either in person or by written proxy, and each voting member shall have one vote. Proxy voting cards will be mailed or emailed to members no less than two (2) weeks prior to the election date between the November and December meetings and need to be returned promptly to arrive no less than three (3) days prior to the designated meeting day.
5. All members of the Club shall be furnished, upon request the following
 - a) A Copy of the by-laws
 - b) A copy of the minutes of any meeting of the Membership
 - c) A copy of any policy and procedures manuals developed by the board

ARTICLE VIII: REMOVAL

1. If an elected Officer or elected Board Member is absent from 3 consecutive meetings without notifying the Secretary or President said absence shall constitute grounds for automatic removal from office. A new member shall be appointed from the General Membership by the Board of Directors and Officers to temporarily fill the position until the next election.
2. Any Officer (s) or Board Member (s) may be removed from their duties by majority vote of the Board for just cause, to include any behavior deemed unbecoming, or demonstrating poor representation of the Association, its Mission statement, or any behavior that demonstrates self-serving agenda does not adhere to the Bylaws set forth by the Club. Action can be initiated by two Board members or request by 10 Club members to the Secretary or President to call upon a meeting whereby the identified Officer or board member will have opportunity to defend the accusations against them, as described previously

ARTICLE VIX: AUDIT

The books of the account of the Treasurer may be reviewed periodically by a suitable person of profession capacity deemed suitable by the Board of Directors.

ARTICLE X: AMENDMENTS

1. These Bylaws may be amended by official motion/subsequent vote at any regular or special meeting of the Association by a two-thirds (2/3) vote of the members of the association present at the meetings, in person or by written proxy; provided that any proposed amendment, or the substance thereof, is stated in the notice of such meeting and a previous 30 day notification of the general membership has been afforded. Proposed motions/changes can be tabled until subsequent meeting to afford the required 'membership awareness' period.

ARTICLE XI: FISCAL YEAR

1. The fiscal year of the Association shall be a twelve (12) month period ending December 31.

ARTICLE XII: DUES

1. Annual membership dues shall be as voted by the membership at any regular business meeting, to take effect the following year.
2. Dues shall become due and payable by January 1 of each year and shall run for the current calendar year.
3. Only members whose dues have been paid for the current year are entitled to vote.

ARTICLE XIII: PARLIAMENTARY GUIDES

The parliamentary authority of this Club shall be of Robert's Rules of Order Revised.

ARTICLE XIV: CHARITABLE DONATIONS

Suggestions for donation to equine related organizations and charities may be submitted to the membership at any time-to be considered at the next regular scheduled business meeting. The amount donated is dependent on the financial situation of the organization at the time the suggestion is received and must be approved by a majority vote of the Board and majority of the Executive Committee.

ARTICLE XV: REFUND POLICY

The committee chairperson for a particular club function or activity shall decide in advance the refund policy for that function.

ARTICLE XVI: GRIEVANCE PROCESS

Any member can submit a grievance against another member to any board member based on a charge of detrimental conduct by that member, such as acting in a manner contrary to the express objectives of the NEGHC or in violation of the Bylaws, alleged criminal violations; drunk or disorderly conduct; being physically abusive to horses or persons; or having a demonstrated disregard for the safety and welfare of others. Grievance petitioner(s) should forward their grievance, in writing, any board member within fifteen (15) days of the grievance. The Grievance committee will provide a recommendation to the Board of Directors based on majority vote thereof. The Board will vote to determine appropriate action, if any.

ARTICLE XVII : DISSOLUTION OF CLUB

Should the NEGHC be dissolved, any funds, assets or property held by the Club shall be liquidated into cash form and divided between all active members in good standing up to their dues paid for that calendar year, remaining monies or property will be donated to charity or rescue organization selected by the members by majority vote.