

New Mexico Dressage Association By-Laws

Approved and Updated December 2010

ARTICLE I – NAME

The organization shall be known as New Mexico Dressage Association, a non-profit corporation incorporated under the laws of the State of New Mexico.

ARTICLE II – PURPOSE AND OBJECTIVES

1. The purpose of the Association is to promote and encourage the sport of dressage, working cooperatively with local, regional and national organizations in matters of common concern.
2. The Association is organized exclusively for educational and scientific purposes, including, for such purposes, the making of distributions to organization that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code..
3. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustee, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on(a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
4. The objectives of the Association include, but are not limited to, the following:
 - a. to educate and create opportunities for it's members and other interested parties (including individuals and other organizations), to develop skill and excellence in dressage so that they may progress with the schooling of their horses and themselves;
 - b. to encourage and reward excellence in performance, horsemanship and sportsmanship and general assistance to the Association;
 - c. to encourage, promote and conduct exhibitions, shows, clinics, seminars and other educational events designed to develop the potential in rider and horse ;
 - d. to educate it's members in the skills required to produce such exhibitions, shows, clinics, seminars and other educational events;to maintain accurate records of the activities of the organization and its members;

- e. to lease, purchase, hold for use, sell, mortgage, and otherwise manage real estate and/or real property as needed for the advancement and furtherance of the sport;
- f. to provide fair representation to all members in forming policies and in the management of the Association.

ARTICLE III – EXECUTIVE OFFICE ADDRESS

The address of the executive office of the Association shall be as determined by the Board of Directors.

ARTICLE IV – MEMBERSHIP

Membership in the Association is open to all persons and organizations interested in the sport of dressage. Further, membership is open to all persons regardless of religion, race, color, creed, sex, age or national origin.

1. The NMDA membership year begins December 1st and ends November 30th. After December 1, the effective date of membership is the date the form and correct dues are received in the NMDA membership office.
2. The membership classes are as follows:
 - a. Primary Adult – over 21 Receives all NMDA benefits and one USDF GM membership
 - b. Primary Youth – 21 and under (considered “Youth” until the end of the calendar year in which they turn 21). Receives all NMDA benefits and one USDF GM Membership
 - c. Additional Family Members – spouse/partner and/or children living at the same address, pay a reduced fee and have all benefits of NMDA plus a USDF GM membership for each Additional Family Member, one Newsletter delivered per Family.
 - d. Business – Business entities. Gets one Primary Adult Membership and additional Business benefits as specified in the Standing Rules.
3. Voting and other membership rights and privileges shall be effective upon receipt of the current annual dues and assessments.
4. Membership rights and privileges shall include:
 - a. the right to vote in election of officers and on any other matter presented to the membership for their approval (with family and business memberships each having a single vote);
 - b. the right to hold office in the Association;
 - c. the right to be eligible for awards and trophies presented by the Association;
 - d. the right to participate in all shows, clinics, programs, entertainments, discussions and meetings held or presented by the Association.
 - e. A USDF GM Membership (except where specified otherwise).
5. Members may be warned, censored, denied privileges, fined or have their membership revoked without return of membership dues or assessments for violating Association rules or standards, as determined by the Board of Directors.

6. Annual membership fees, assessments, horse registration fees, and other dues shall be reviewed annually and determined by the Board of Directors.

ARTICLE V – BOARD OF DIRECTORS

The management, control and responsibility for the affairs of the Association are vested in the Board of Directors, who shall act as the governing and policy making body of the Association.

1. The Board shall consist of the elected officers, the immediate Past President and the chairpersons of the various standing committees. The Past President will serve for no more than one term past their last active term as President. A board member may hold more than one position on the board, but be entitled to only one vote in Board or Membership matters.
2. The Board shall meet on dates and at times and locations as determined by the Board. Emergency meetings may be called by the President or upon petition of at least three members of the Board.
3. If a vacancy occurs in an Officer position, the Board shall appoint a current member of the Association to the position for the remainder of the term. However, if it is the Presidency that has become vacant, the office shall be assumed by the Vice-President, with the latter office then being appointed by the Board.
4. A quorum of the Board of Directors shall consist of five of its members.
5. Meetings of the Board shall be announced in the Association's newsletter. Such meetings shall be open to any member of good standing, however only board members may vote.
6. Board members may vote by proxy executed in writing (including email) and submitted to the Secretary of the Association.
7. The Board may make, alter, amend or repeal the standing rules of the Association and may recommend changes, additions or deletions in the By-Laws which are then subject to the approval of the general membership.

ARTICLE VI – OFFICERS

1. The elected officers of the Board of Directors are President, Vice-President, Secretary and Treasurer. Only members 21 and over and in good standing shall be eligible to run for office. Candidates for office must be paid members of NMDA for at least one year immediately prior to running for office. Committee chairs, discussed below, will also be members of the Board of Directors.
2. Term of office shall be from January 1st through December 31st. December is the transition month between the outgoing Board and the in-coming Board. Committee chairs will serve the same term as the elected officers.
3. At the end of an officer's term of office, whether by expiration, resignation or removal, each officer shall transfer all records pertaining to the office to the succeeding officer within a two week period. If an elected Officer has their membership revoked (see Article IV, #5) then they will be dismissed from their office.
4. Duties of the President:

- a. to preside at all meetings of the Board of Directors and the general membership meetings and to be an ex-officio member of all committees. In the absence of the President, the Vice-President shall preside. In the absence of both, the Board Members present shall determine who shall preside.
 - b. to appoint the chairpersons for all standing committees;
 - c. to sign, with the Treasurer, all contracts and obligations;
 - d. to appoint an audit committee to review the financial records of the Association and to report the findings to the membership either via mail or publication in the newsletter by December 31.
 - e. to represent the Association with all organizations and be the official Association spokesperson before the public;
 - f. to otherwise serve as the chief executive officer of the organization.
5. Duties of the Vice-President:
- a. in the absence of the President, to exercise any power or duty of the President;
 - b. to perform such duties as are assigned by the Board or the President.
6. Duties of the Secretary:
- a. to be the custodian of the records of the Association;
 - b. to give such notices to the membership as required by the By-Laws;
 - c. to prepare agendas for and to record the minutes of the meetings of the Board of Directors and of the general membership;
 - d. to handle correspondence as required and to keep a file thereof.
7. Duties of the Treasurer:
- a. to be the custodian of all monies of the Association and to maintain records and financial accounts showing all income and disbursements;
 - b. to hold all monies in a FDIC insured bank and to disburse funds as directed by the Board;
 - c. to prepare and file tax and financial reports as required by state and federal law.

ARTICLE VII – MEETINGS

1. A meeting of the general membership shall be held annually. Interim meetings may be called by the President, the Board of Directors, or by a petition of ten current members. Notice of such meetings shall be given at least three weeks prior to the meeting date. The Board of Directors will meet on dates and at times and locations as determined by the Board.
2. Meetings of the membership and of the Board shall be open to all current members and to others having an interest in dressage.
3. A quorum to conduct business at a general membership meeting shall consist of at least ten current members, which number shall include four Board Members. A quorum to conduct business at Board meetings shall consist of at least five members of the Board of Directors.

ARTICLE VIII – COMMITTEES

1. The President ,with the approval of the Elected Officers will appoint Chairpersons of standing and ad hoc committees and the Chairpersons thereof to manage the affairs of the organization. The Chairpersons will recruit additional committee members as needed to fulfill the business of the committee. Chairpersons of standing committees shall be members of the Board of Directors. The Board can vote to dismiss a Chairperson.
2. Committee Chairpersons will report at Board of Directors meetings and bring significant Committee issues to the Board for information, action and decision making.
3. Committees of a permanent nature shall be called standing committees and may include, but not be limited to:
 - a. Membership to maintain an accurate record of the current membership of the Association and of the horses registered, and to report to the USDF as required, or as often as new members have joined.
 - b. Newsletter to publish a regular newsletter;
 - c. Publicity to handle publicity for the Association;
 - d. Schooling Shows to plan and organize schooling shows;
 - e. Recognized Show to plan and organize recognized shows, obtain sponsorships and awards for shows, and present awards to participants in the shows ;
 - f. Junior/Young Rider to represent their interests and needs in the Association;
 - g. Awards to determine and calculate year end awards to be presented to members by NMDA;
 - h. Education/Clinics to plan and organize clinics for the education and training of the NMDA members;
 - i. Webmaster to manage the website for the association.
4. Ad hoc committees may include, but not be limited to:
 - a. Nominating Committee: A Nominating Committee will be established by August 1st each year with three current members on a voluntary basis.; one of which is a Board member and two are non-Board members. One member of the committee will be designated as the manager of the election process. The Nominating Committee will solicit nominations for the Officer positions, prepare, distribute, collect and count ballots; and announce the winners of the election. Candidates for office cannot serve on this committee.
 - b. Financial Review Committee: to review the financial accounts of the organization annually, and to present a report to the Present.
 - c. Welcoming/Hospitality: to help recruit new members by making people feel welcome at meetings, shows, and other club events.

ARTICLE IX – STANDING RULES

The Standing Rules of the Association shall be established by the Board of Directors to specify the policies, procedures and rules by which the business of the Association shall be conducted. The Standing Rules derive their authority from the By-Laws. Changes or additions to the Standing Rules require a majority vote of a quorum of the Board of Directors (as specified in Article V, #4). Whenever a conflict exists between the Standing Rules and the By-Laws, the By-

Laws shall be the prevailing authority. Once the Standing Rules have been established (or when amended), they will be published in the NMDA Handbook and on the web site.

ARTICLE X – ELECTION PROCESS

1. The Nominating Committee (see Art. VIII # 4 above) will publish a nomination request in the newsletter and on the web to the membership by September 1st. A deadline and process to submit nominations must be included in the notice.

2. Nominations will be made in writing to the Nominating Committee by October 15th. All nominations will be accepted as long as the nominee is a current member.

3. A secure and anonymous balloting process will be established by the committee.

4. Nominees will be posted on the web site and in the newsletter or sent to the General membership by US mail by no later than November 15th.

5. All nominees will be given equal access to the General Membership contact information to be used for campaigning.

6. Completed ballots must be returned by the members to the Nominating Committee and postmarked by November 22nd to be counted. Ballot counting will be completed by the committee and validated by a Board member who is not a nominee.

7. If a recount is called for, this committee shall conduct the recount in the presence of all candidates for the office being recounted.

8. The announcements of the winners of the election will be announced and posted on the web site by December 1st and published in the newsletter.

ARTICLE XI – BY-LAWS AMMENDMENTS

Amendments to the By-Laws may be considered on an annual basis using the following process:

1. The President will appoint a By-Laws Sub-Committee to develop Proposed Amendments.
2. The General Membership will be notified via the Newsletter (or other written notification by USPS mail) of the Amendment review process and may submit written proposals to the By-Laws Sub-Committee.
3. The By-Laws Sub-Committee will develop Draft Proposed Amendments for consideration by the Board of Directors.
4. After review by the Board of Directors, the Draft Proposed Amendments will be published for comment by the General Membership via the Newsletter (or other written notification by USPS mail) and on the Association web site.
5. The General Membership will be notified of a designated meeting via the Newsletter (or other written notification by USPS mail), to allow for discussion of the Draft Proposed Amendments. In that meeting, the Board of Directors will vote on a final version of the Proposed Amendments to present to the General Membership for a vote.
6. The Proposed Amendments will be distributed by USPS mail for a vote by the General Membership.
7. Any changes must be accepted by 60% of the members voting.

An exception to the above Amendment process may occur if the By-Laws must be amended in order to meet USDF GMO compliance or any state or federal law. These Regulatory Amendments may be approved by a majority vote of a quorum of the Board of Directors. These Regulatory Amendments must be published to the General Membership within 2 weeks of approval by the Board.

ARTICLE XII - AFFILIATIONS

1. The Association shall be affiliated with United States Equestrian Federation (USEF) and the United States Dressage Federation, Inc. (USDF)
2. The Association may affiliate with other appropriate horse organizations as approved by the **Board of Directors**. (Approved 5/08)

ARTICLE XIII – MEETING MANAGEMENT PROCEDURE

The Association shall conduct its meetings using modern business management methods, including advance preparation and dissemination of agendas, completion and publication of meeting minutes with action items and decisions, and decision making by consensus. Roberts Rules of Order may be invoked if necessary.

ARTICLE XIV – DISSOLUTION

Upon dissolution of the corporation, the then existent board of directors shall after paying or making provision for the payment of all liabilities of the corporation, dispose of all of the assets of the corporation to an organization or organizations organized and operated exclusively for charitable, education, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code. Any of such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.