

BY-LAWS OF THE INLAND EMPIRE HUNTER JUMPER ASSOCIATION 2019

ARTICLE 1 - NAME

The name of this organization is the "Inland Empire Hunter Jumper Association."

ARTICLE 2 - MISSION

The Inland Empire Hunter Jumper Association (IEHJA) sanctions horse shows and events to promote safe, affordable, and competitive venues for Hunter, Jumper, and Equitation riders, owners, and trainers.

ARTICLE 3 - BOARD OF DIRECTORS

- The IEHJA Board of Directors (BoD) consists of the following positions: President, Vice President, Secretary, Treasurer, and four Directors. All members of the BoD must first be members of IEHJA.
- **Officers:**

President: The President, IEHJA, shall organize and preside at all meetings of the IEHJA and BoD. The President shall vote only on the event of a tie.

Vice-President: The Vice-President shall perform the duties of the President in his/her absence or at his/her request.

Secretary: The Secretary shall be responsible for: keeping and maintaining minutes for BoD and the IEHJA; conduct all IEHJA correspondence; and, perform other duties as assigned.

Treasurer: The Treasurer shall oversee and account for all the funds of the IEHJA, shall produce a written monthly report to the BoD, and produce the Annual Financial Report. The Treasurer shall assist in production of the annual Planning Budget, and perform other duties as assigned.

- **Directors:** Each of the four Directors will chair one or more of the IEHJA Standing Committees.
- **Election of Officers:** The BoD shall elect the positions of President, Vice President, Secretary, and Treasurer on an byannual basis at the November BoD Meeting. New officers will begin their term on December 1st of each year.
- **Election of Board of Directors:** Members of the BoD will hold office for two years, beginning in 2012.

1. The election will be by mailed ballot. Ballots will be mailed to all members in good standing the first week of October. Ballots must be returned with a postmark on or before October 15th. All members age 12 and over (as of the start of the prior show year) are eligible to vote.
 2. Members wanting to place their names on the ballot must notify the BoD in writing, by September 25th of each voting year.
 3. The new BoD members will be notified of their election.
 4. New BoD members will take office on December 1st of that year.
- **Suspension/Expulsion:** Should a Director fall under one of the categories below they can be removed at the option of the remaining Directors.
 - a. Be absent from one-third of the BoD meetings, without cause
 - b. Does not perform duties of office
 - c. Is not in good standing as a member

A written notice will be given by the President, to include results of the investigation, to each Board member at least fifteen days before the date of the regular or special meeting of the BoD at which time the vote on the question of his/her removal will be taken.

In the event of the removal of a Director, he/she shall forfeit all rights to such office or to any office the Association. His/Her successor to the BoD shall be the individual receiving the next highest number of votes at the prior election. The successor shall serve until the next scheduled election for that position.

- **Indemnity for Litigation:**
 - a. Right of Indemnity. To the fullest extent permitted by law, this corporation shall indemnify its directors, officers, employees, and other persons described in section 7237 (a) of the California Corporations Code, including persons formerly occupying any such position, against all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred by them in connection with any "proceeding," as that term is used in that section, and including an action by or in the right of the corporation, by reason of the fact that the person is or was a person described in that section. "Expenses", as used in this bylaw, shall have the same meaning as in section 7237 (a) of the California Corporations Code.
 - b. Approval of Indemnity. On written request to the board by any person seeking

indemnification under section 7237 (b) or section 7237 (c) of the California Corporations Code, the board shall promptly determine under section 7237 (c) has been met and, if so, the board shall authorize indemnification because the number of directors who are not parties to the proceeding with respect to which indemnification is sought prevents the formation of a quorum of directors who are not parties to that proceeding, the board shall promptly call a meeting of members. At that meeting, the members shall determine under section 7237 (e) whether the applicable standard of conduct set forth in section 7237 (b) or section 7237 (c) has been met and, if so, the members present at the meeting in person or by proxy shall authorize indemnifications.

- c. **Advancement of Expenses.** To the fullest extent permitted by law and except as otherwise determined by the board in a specific instance, expenses incurred by a person seeking indemnification in defending any proceedings shall be advanced by the corporation before final disposition of the proceeding, on receipt by the corporation of an undertaking by or on behalf of that person that the advance will be repaid unless it is ultimately determined that the person is entitled to be indemnified by the corporation for those expenses.

ARTICLE 4 - STANDING COMMITTEES

The IEHJA shall maintain the following Standing Committees, each to be Chaired by a BoD Member. Other Committee members may be from the BoD and/or the membership.

- **By-Law and Rules Committee:** To provide guidance and updates to the BoD concerning IEHJA By-Laws, Rules and Operating Procedures. The committee will accept written suggestions and complaints from the BoD and the members, maintaining a written record of the disposition of all suggestions and complaints.
- **Budget and Sponsorship Committee:** This committee will produce the annual planning budget for the IEHJA. Further, the committee will accept suggestions for fundraising from the membership and conduct such fundraising activities.
- **Membership Committee:** This committee will maintain the membership roster, accept new members, and maintain mailing lists. Further, the membership committee will investigate and research any written complaints to determine if a member is not in good standing, making a written report and recommendation to the BoD.
- **Website Committee:** This committee will regularly keep the IEHJA website up to date on all software and will keep all events and important information for members up to date.

- **Public Relation Committee:** This committee will be in charge of all marketing and publicity for the association.
- **Social Media Committee:** This committee will maintain the IEHJA social media pages with updates and posts.
- **Points Committee:** This committee will maintain the points earned by members and will update them regularly to the IEHJA website.
- **Banquet Committee:** This committee will plan, organize and put on the IEHJA annual awards banquet, including location, awards, door prizes, and other items.
- **Show Management Committee:** This committee will develop and update the criteria used to determine qualified judges for IEHJA. The committee will maintain a judges' roster to be used by IEHJA sanctioned shows and will accept suggestions and complaints concerning judges. The committee will maintain a written record of suggestions and complaints along with the disposition. Further, this committee will develop and update the criteria used to determine the appropriateness of show facilities, handle the initial process of show date management approval, providing a written report to the BoD for a vote, and conduct annual inspections of existing show facilities, providing written reports to the BoD.
- **Year End Show Committee:** This committee will plan, organize, and put on our IEHJA Year End Horse Show. This will also include planning the location, awards, course designer, judges, and other items.
- **USHJA Committe:** This commitee will manage the USHJA Affilate program within IEHJA for our association.

ARTICLE 5 - MEETINGS

- **Annual Meeting:** The IEHJA shall hold an annual meeting at our annual awards banquet. The purpose of the meeting is to provide the annual financial statement, introduce new members of the BoD, and prove any rile changes for the current show year.
- **Banquet:** The IEHJA shall hold an annual banquet at the end of each show year. The purpose of the Banquet is to announce and present awards for the prior show year.
- **Board of Directors Meetings:** The BoD will meet on a monthly basis. Two-thirds of the BoD shall constitute a quorum. Members may attend BoD meetings unless the meeting becomes an Executive Session which is only open to BoD members.

- **Special Meetings:** Special meetings of the BoD and/or membership may be held at any time upon the call of the President. Notice of the time, place and purpose of any special meeting shall be given to all Directors and/or members in good standing.

ARTICLE 6 - GENERAL PROVISIONS

This article incorporates all IEHJA Rules and Policies.

ARTICLE 7 - OFFICIAL RULES

The IEHJA accomplishes its purpose through a set of Official Rules created by the BoD. Rules may be changed, added and/or deleted at a regular meeting of the BoD. New changes, no matter when voted on during the year will be implemented and become official on the first day of the new show year. Changes can be made at anytime during the year as long as doing so doesn't affect anyone, if there is an affect then changes cannot be made until the new show year.

All suggestions, complaints or comments regarding the Official Rules may be submitted, in writing, to the Chair, By-Laws and Rules Committee. The Chair will maintain a record of all such suggestions/complains, and comments.

The ByLaws and Rules Committee will investigate each suggestion/complaint and provide a written copy of such investigation, along with a recommendation to the BoD within 30 days of receipt. Any member found in violation of the Official Rules and policies of the IEHJA will be referred to the membership committee for possible suspension/expulsion.

It is the duty of the BoD to uphold the rules of IEHJA, and the duty of the members to uphold and follow the rules of IEHJA.

ARTICLE 8 - AMENDMENTS

Any proposed amendments to the By-Laws may be introduced by any BoD member at any regular Board Meeting or special meeting called for that purpose, provided a copy of the proposed amendment or amendments shall have been filed with the Secretary at least thirty days prior to such meeting. A two-thirds vote of the BoD members, in person, or by written proxy shall be required to approve and adopt such amendments.

Additionally, the By-Laws and Rules Committee will conduct an annual review of the By-Laws to determine compliance and determine if a recommendation for change needs to be made.