

By-Laws of the
MINI WHINNIES & BITTY BRAYERS CLUB of VIRGINIA

ARTICLE I - NAME AND MISSION

Section 101. NAME

- (a) The name of this organization shall be THE MINI WHINNIES AND BITTY BRAYERS CLUB of VIRGINIA. The official abbreviation is MWBBC. The official logo shall be as shown above.

Section 102. MISSION

- (a) The mission of MWBBC is to provide educational and fun experiences for miniature horse and miniature donkey owners and enthusiasts.

Section 103. GOALS

- (a) The goals of the MWBBC are to
 - 1. develop and promote the miniature horse and miniature donkey
 - 2. preserve the health and welfare of the miniature horse and miniature donkey
 - 3. encourage humane and ethical treatment of the miniature horse and miniature donkey
 - 4. develop and promote good fellowship among miniature horse and miniature donkey owners, enthusiasts and associations

ARTICLE II - CONDUCT OF BUSINESS

Section 201. OPERATION

- (a) The MWBBC shall at all times operate and conduct business as a social and recreational club as defined and described
 - 1. in accordance with the laws of the United States of America
 - 2. under section 501(c)(7) of the Internal Revenue Code

3. in accordance with codes, rules and statutes of the Commonwealth of Virginia

Section 202. PLACE OF BUSINESS

- (a) The principle place of business of the MWBBC shall be determined by the Executive Board of Directors. Business may be conducted or carried on within the established boundaries of the state of Virginia at any place convenient to such MWBBC members as may be participating.

ARTICLE III- MEMBERS

Section 301. ELIGIBILITY

- (a) Membership is open to all persons who are interested in the miniature horse and miniature donkey, and to those who promote the mission and support the goals of MWBBC.

Section 302. APPLICATION FOR MEMEBERSHIP

- (a) Persons interested in membership must apply in writing. The MWBBC membership application shall be submitted to the Secretary. The Board of Directors shall approve or disapprove the application and notify the applicant of the decision for membership into MWBBC within thirty calendar days from when the Secretary received the application.
- (b) Upon acceptance of the membership application, the new member must pay annual dues within thirty days from when the member receives notification of membership into MWBBC.

Section 303. RENEWAL MEMBERSHIP

- (a) Membership in MWBBC shall be renewed annually by submitting the membership application as set forth in these by-laws.

Section 304. ANNUAL DUES

- (a) Annual dues shall be due and payable on January 1st of each year. A member whose annual dues have not been paid by January 31st shall be considered to be in arrears and shall no longer participate or be able to vote on MWBBC matters.

(b) Annual dues are as follows:

1. INDIVIDUAL ADULT MEMBERSHIP. One adult vote. Eighteen years and older. Amount: \$10.00 USD.
2. INDIVIDUAL YOUTH MEMBER. No vote. Under 18 years of age sponsored by an adult member and with written approval of parent or guardian. Amount: \$5.00 USD.

(c) Membership in MWBBC is not transferable or assignable. Failure to make payment of annual dues as set forth in these by-laws shall signify termination of membership. The interest of any member in MWBBC property or monies shall cease with the termination of his/her membership.

Section 305. STANDING

(a) Members in good standing are those persons who have applied for and been accepted to membership in MWBBC by the Executive Board of Directors and who are not in arrears in payment of their dues.

ARTICLE IV- MEETINGS

Section 401. GENERAL MEMBERSHIP MEETINGS

- (a) Meetings of MWBBC shall be held at such time and place as determined by the membership. A minimum of six meetings are to be held in each calendar year.
- (b) A vote by the majority of the members shall be required to adopt any measure.
- (c) An affirmative vote of two thirds of the registered members shall be required to enact, repeal or amend any By-Law or to dissolve MWBBC.
- (d) The members shall approve general rules and regulations, which shall govern the members and the Organization, on all matters not contained in these Bylaws.

Section 402. RULES OF ORDER

- (a) This organization will govern its procedures and conduct business by Roberts Rules of Order Revised as such rules may be revised from time to time insofar as such rules are not inconsistent or in conflict with these By-Laws or applicable law of the United States of America and the Commonwealth of Virginia.

Section 403. QUORUM

- (a) At any IDAMHC meeting of the general membership, or duly appointed committees, held in accordance with the foregoing provisions as to notification, a majority of the voting members registered at such meeting shall constitute a quorum of all purposes.
- (b) At any meeting of the Executive Board of Directors, held in accordance with the foregoing provisions as to notification, the presence of a majority of the Directors then in office shall constitute a quorum to conduct business.

Section 404. ORGANIZATION

- (a) The President, and in his/her absence, the Vice President, and in their absence any members chosen by the members present, shall call the meeting of the members to order, and shall act as chairperson of the meeting. The Secretary shall act as Secretary of all General Membership and Executive Board meetings. In the absence of the Secretary, the presiding officer or chairperson may appoint any member to act in that capacity.

Section 405. VOTING

- (a) In all matters governed by a vote of the members, each individual adult member in good standing shall be entitled to one vote.
- (b) Absentee and vote by proxy are not permissible in any MWBBC meeting.
- (c) The President, Vice President, Secretary and Treasurer shall be elected as follows:
 - 1. A slate of Officers and/or Board members shall be prepared at the General Membership Meeting.

2. The President will then cause ballots to be disseminated to the voting membership. The ballot will contain the names of the nominees and the date by which the ballot must be received by the Organization in order to be counted.
 3. The nominee or nominees, as the case may be, receiving the highest number of votes cast shall be deemed elected.
- (d) A favorable vote of two thirds of the registered voting members at a General Membership Meeting or Special Meeting shall be required for the following:
1. Enact, repeal or amend a By-Law
 2. Dissolve the organization (Distribution of the club's funds will be donated to a charity of the club's choice).
- (e) Proposals to enact, repeal or amend a By-Law or dissolve the organization may be proposed at any regular meeting, or may be proposed in writing, providing a copy is mailed to each member postmarked at least 30 days prior to the next regular meeting.
- (f) A majority of votes cast shall be necessary to the adoption of any other measure.

ARTICLE V - OFFICERS AND DUTIES

Section 501. OFFICERS

- (a) The officers of the MWBBC shall consist of a President, Vice-President, Secretary and Treasurer. The Secretary and Treasurer position may be held by one person. The officers shall manage the affairs and assets of the organization.
- (b) Officers shall be nominated from those members in good standing at the October meeting and voted on at the November meeting. Candidate(s) for President or Vice President may be entitled to an elective vote following a two year period of active membership in the club. Each officer shall at all times during his/her term in office be a member in good standing and shall at all times act in the best interest of the Organization. Officers shall be elected for a term of one

calendar year. Newly appointed officers will take office, January 1st of the following new year.

Section 502. DUTIES

- (a) PRESIDENT. The duties of the President include but are not limited to:
 - 1. Presiding at general membership meetings
 - 2. Presiding at meetings of the Executive Board of Directors
 - 3. Performing all duties incident to this office

- (b) VICE PRESIDENT. The duties of the Vice President include but are not limited to:
 - 1. In the absence of the President, having the powers and performing the duties of the President
 - 2. Performing other duties as may be prescribed by the Executive Board of Directors

- (c) SECRETARY. The duties of the Secretary include but are not limited to:
 - 1. Keeping the minutes of all meetings of the club and the Executive Board of Directors
 - 2. Publishing the minutes of General membership and Executive Board meetings
 - 3. Maintaining MWBBC business files to include but not limited to: meeting minutes, membership applications, and other MWBBC documents

- (d) TREASURER. The duties of the Treasurer include but are not limited to:
 - 1. Receiving all money belonging to the organization
 - 2. Depositing all organization money in a bank checking and/or savings account selected by the Executive Board of Directors

3. Providing the selected bank with a signature card authorizing check and savings account drafts to be signed by the President, Vice President, Secretary or Treasurer
4. Maintaining an accounting record of receipts and disbursements as directed by the Executive Board
5. Disbursing organizations funds as directed by the Executive Board
6. Maintaining a logically ordered file of vouchers and/or receipts for such disbursements
7. Assisting with audits of the accounting records
8. Submitting financial statements, records and reports in accordance with the law of the United States of America and the Commonwealth of Virginia.

ARTICLE VI - EXECUTIVE BOARD of DIRECTORS

Section 601. COMPOSITION

- (a) The Executive Board of Directors shall consist of the President, Vice President, Secretary, Treasurer and two Directors elected from the voting membership, and the Immediate Past President.

Section 602. DURATION OF TERM

- (a) The Executive Board of Directors shall serve in their position for a period of one year as set forth in these by-laws.

Section 603. DUTIES

- (a) The duties of the Executive Board of Directors include but are not limited to the following:
 1. The general supervision and direction of affairs of the MWBBC
 2. Audit all financial transactions of the organization

3. Fill vacancies that may occur among the officers between annual meetings
4. Carry on all business and activities of the Organization subject to general membership knowledge

Section 604. GRIEVANCE

- (a) Any Director shall accept a grievance that is submitted in writing and will make a diligent attempt to settle same. If attempts are unsatisfactory, the Director receiving the written grievance will present the written grievance and his written report detailing his attempt to settle the issue at an Executive Board of Directors meeting for final disposition. The person submitting the grievance has the right to attend and be heard at above Executive Board of Directors meeting considering resolution of the matter. Disposition shall be completed within thirty days of receipt of the original written grievance.

Section 605. CONTRACTS

- (a) Written contracts pertaining to club business shall be executed on behalf of MWBBC by the President, Vice President or such other person authorized by the Executive Board of Directors.

Section 606. COMMITTEES

- (a) The Executive Board of Directors shall have the power to appoint committees as they deem necessary to carry on the work of the Organization. All committee members must be members in good standing. The President shall be an x-officio member of all committees. Standing Committees shall be determined and enacted as the growth of the Organization dictates.

Section 607. -- RESIGNATION AND VACANCIES

- (a) In case of any vacancy in the Executive Board of Directors by death, resignation, disqualification, increase in number or other case, a majority of the remaining Directors shall appoint an individual adult member in good standing as the successor to serve the balance of the term to be filled.

ARTICLE VII - LIABILITIES

Section 701. PERSONAL LIABILITIES

- (a) Officers, Directors and Members shall not be personally liable for the debts, liabilities or other obligations of the Organization.

ARTICLE VIII - COMMITTEES

Section 801. AUDIT COMMITTEE

- (a) The Audit Committee shall consist of three members. It shall be the duty of the Audit Committee to properly audit the books and record of the Treasurer annually or at the request of the Executive Board of Directors. The Audit Committee shall certify with their signatures in the books that the books and records were found correct. The committee shall audit the records of all committees and shall perform such other duties, as may be incidental to their office.

Section 802. MEMBERSHIP COMMITTEE

- (a) The Membership Committee shall be headed by one member with the support of as many other members are interested. It shall be the duty of the Membership Committee to assist the Secretary with the membership application process, develop and promote the goals and objectives of MWBBC among miniature horse and miniature donkey owners, enthusiasts and associations.

Section 803. NOMINATING COMMITTEE

- (a) The Executive Board shall appoint three members who will comprise the Nominating Committee. They shall be responsible for ascertaining the eligibility of members for all officers and for submitting a slate of at least one qualified candidate for each at the General Membership Meeting.
- (b) The nominating committee shall be responsible for providing each voting member a ballot containing the final slate of officers and specific instructions for returning the ballot to the Secretary prior to the designated General Membership Meeting. When only one (1) nominee has been placed on the

final slate of nominees at the General Membership Meeting, the President shall accept the final slate of one (1) nominee and shall declare that the nominee is duly elected for the specified term of office to begin in accordance with these by-laws. This announcement shall be made before the conclusion of the General Membership Meeting.

Section 804. GOVERNANCE COMMITTEE

- (a) The Governance Committee shall be headed by one member who is responsible for:
- (b) Having a working knowledge of MWBBC By-Laws
- (c) Having a basic understanding of Roberts Rules of Order Revised
- (d) Notifying the Executive Board of Directors of potential governance and procedural problem areas developing due to internal or external dynamics of the Club activities
- (e) Presenting proposed By- Law revisions for consideration at General Membership Meetings
- (f) Supporting the Executive Board of Directors with governance and procedural matters

ARTICLE IX - FUNDS

Article 901. MANAGEMENT

- (a) The funds of the Organization shall be managed by the Treasurer. An itemized statement must accompany the receipts and be submitted annually and/or when there is a need for additional funds. The members shall determine the fees and charges for all items not expressly stated in these By-laws.

Article 902. PAYMENTS

- (a) All payments will be approved by the Executive Board of Directors and will require two (2) signatures.

Article 903. PETTY CASH

- (a) A petty cash fund will be available to the Secretary for club supplies.

ARTICLE X- DISCIPLINARY ACTION

- (a) Grievance action may be taken in the event that a club member's activities are determined to be contrary to the mission and goals of MWBBC.
- (b) The decision for disciplinary action proceedings requires a majority vote of the club members at a regular meeting.
- (c) The person or persons involved will then be given an opportunity to present their side at a special meeting of the Executive Board of Directors, who will make the final decision so as to rectify the situation.
- (d) The disciplinary action decision by the Executive Board of Directors can result in temporary suspension or permanent exclusion from MWBBC, as deemed necessary.