

**BYLAWS
OF
EQUESTRIAN TRAILS, INC.
A CALIFORNIA NON-PROFIT ORGANIZATION**

ARTICLE I

Section A: The name of this corporation shall be Equestrian Trails, Inc., also known as E.T.I.

Section B: The emblem of this corporation shall consist of a bell with a horse head in the top half of the bell and the words "Equestrian Trails" written across the bottom half of the bell.

ARTICLE II – PURPOSE

Equestrian Trails, Incorporated, is a non-profit organization dedicated to the acquisition and preservation of trails, safety, good horsemanship and equine legislation.

ARTICLE III – MEMBERSHIP

Section A: Members of this corporation shall consist of members in good standing with Equestrian Trails, Inc. who have qualified under these Bylaws and by any Policies and Procedures that may be established by the Board of Directors.

Section B: Before being admitted into this corporation as a member, prospective members must submit an application and pay the dues applicable to the membership category for the current year.

Section C: The Board of Directors may initiate proceedings to terminate the membership of any member for cause, which includes but is not limited to, willful non-compliance with the Bylaws and/or Policies and Procedures of E.T.I., or abuse of equines. A written notification stating the cause for such action shall be given to the member by certified, return receipt mail not less than fifteen (15) days prior to the effective date of the termination. The member shall have an opportunity to be heard, orally or in writing, not less than five (5) days prior to the effective date of the termination by the Board of Directors, or by a committee authorized by the Board of Directors, to see whether such action shall be taken.

Section D: Any person who fails to settle his/her indebtedness to a Corral, Area or Equestrian Trails, Inc. within thirty (30) days may, after an opportunity to be heard by the Board, be barred from taking part in any

E.T.I., Area or Corral activity by the Board of Directors and/or may have their membership revoked.

ARTICLE IV – DESCRIPTION OF MEMBERSHIP

Section A: Members shall be issued a membership card and will be entitled to the benefits according to this membership.

Section B: “Family” memberships. For the purpose of E.T.I. membership, a family shall consist of up to two (2) adults and any number of children under 18 years of age, all of whom reside at the same address.

Section C: “Adult” members shall be those individuals who are 18 years of age or over.

Section D: “Junior” members shall be those individuals who are under 18 years of age.

Section E: “Honorary one year” memberships:

- 1. May be issued to those who have performed outstanding service to the Corporation.**
- 2. May be issued only upon approval of the Board of Directors.**
- 3. Shall be issued for one year and be non-transferable.**
- 4. Shall not have the right to vote or the right to hold elective office.**
- 5. Shall be considered to be a “Member-at-Large” as described in Section I below.**

Section F: “Honorary Lifetime” memberships:

- 1. May be issued only upon approval of the Board of Directors.**
- 2. Shall be issued to an individual for life and be non-transferable to any other individual.**
- 3. Shall have all the rights of an Adult membership.**
- 4. Shall be exempt from further payment of annual dues.**
- 5. May designate one Corral for this membership which must agree to accept the person. In the event that the designated Corral ceases to exist, the membership may be transferred to “Member at Large” or to any accepting Corral (See Article V, Section D)**

Section G: “Life” memberships:

- 1. Shall make one (1) payment of a fee as specified in Article VI.**
- 2. Shall be issued to an individual for life and be non-transferable.**
- 3. Shall have all the rights of an Adult membership**
- 4. Shall be exempt from further payment of annual dues.**

5. May designate one Corral for this membership. In the event that the designated Corral ceases to exist, the membership may be transferred to “Member-at-Large” or to any accepting Corral.

Section H: “Associate” members shall be those Junior, Adult or Family members in good standing of any Corral who wish to affiliate with an additional Corral or Corrals. Affiliate dues are determined by the Corrals, and are due and payable to the Corral with which the member wishes to affiliate. Associate members shall have the right of other members, except that of holding office or voting in or for the Associate Corral.

Section I: “Members-at-Large” may be Junior, Adult, Family, Honorary one year, Honorary Lifetime, or Life members and shall have the rights of other members, except that of voting.

ARTICLE V – PRIVILEGES OF MEMBERS

Section A: Adult members (18 years of age or over), who are in good standing, shall be entitled to all benefits as hereinafter adopted according to the Bylaws of this corporation.

Section B: Junior members (under the age of 18 years), who are in good standing, shall be entitled to all benefits hereinafter set forth or as may be adopted, with the following provisions:

1. Shall not have the right to vote on corporate matters.
2. Shall not hold elective offices in this corporation.
3. Shall have the right to hold an appointed office, provided that the office is not a voting position on the Board of Directors.
4. May, on the event of their 18th birthday, elect to become an Adult member by written notification to the affected Corral or E.T.I. corporate office and payment of additional dues required for Adult membership.

Section C: No member shall be permitted to hold a Corral elective office, represent a Corral, or vote at a meeting of Corral Officers on behalf of more than one Corral.

Section D: Transferring Corrals During Membership Year

1. Dues paid to one Corral are not transferable.
2. A member wishing to transfer his or her membership to a new Corral, shall join the selected Corral as a new member and pay annual dues, thereby establishing a new anniversary date.

ARTICLE VI – DUES

Section A: Annual dues (effective January 1, 2007) shall be

- 1. Adult members
 \$.35.00
- 2. Junior members
 \$.30.00
- 3. Family memberships
 \$.50.00

Section B. Life memberships fees shall be:

- 1. Members under 40 years of age
 \$.1,000.00
- 2. Members 40-54 years of age\$
 750.00
- 3. Members 55-64 years of age.....\$
 500.00
- 4. Members 65-69 years of age.....\$
 250.00
- 5. Members 70 years of age and over\$
 100.00

Section C. All dues shall be due and payable upon application for membership and annually thereafter on the anniversary date of the initial membership receipt by an E.T.I. designated representative. In the event of a lapse of membership over 90 days, a new anniversary date shall be established.

ARTICLE VII – SUSPENSION, DISMISSAL OR WITHDRAWAL OF CORRALS

Section A. Violation of any part of the bylaws, any Policy and Procedure of this corporation by any Corral shall be cause for suspension or dismissal of the offending Corral.

Section B: The Board of Directors shall investigate, or appoint a committee to investigate, any and all cases wherein a Corral has violated the Bylaws or Policies and Procedures of this corporation, and shall take appropriate action.

Section C: A Corral has the right of withdrawal from the corporation upon surrender of their Charter.

Section D: The Board of Directors may initiate proceedings to revoke or suspend the Charter of a Corral for cause, which includes but is not limited to, willful non-compliance with the Bylaws and/or Policies and Procedures of E.T.I., or abuse of equines. A written notification stating the cause for such action shall be given to the Corral by Certified mail not less than fifteen (15) days prior to the proposed effective date of the Charter revocation or suspension. The Corral shall have the opportunity to be

heard, orally or in writing, not less than five (5) days prior to the proposed effective date of the Charter revocation or suspension by the Board of Directors.

Section E: Upon revocation, suspension or surrender of the Charter of a Corral:

1. The Corral shall immediately cease operation.
2. The Corral shall immediately return its charter to the President of Equestrian Trails, Inc.
3. The Corral shall, upon dissolution, contribute all remaining Corral treasury funds to Equestrian Trails, Inc, or to any other recognized non-profit organization. Written proof of this transaction shall be forwarded to the E.T.I. corporate office.
4. E.T.I. will assist in the dissolution of the Corral
5. Individual and family members may transfer their membership to another Corral (see Article V, Section D, above).

Section F: In the event that a Corral fails to submit a list of officers by March 1st of each year, the Board of Directors may declare its Charter void.

Section G: In the event that a Corral fails to submit, in a timely manner, any and all dues which are owed to the corporation, the Board of Directors may declare its Charter void. In a timely manner is defined as within forty-five (45) days.

Section H: Any Corral which shows fewer than fifteen (15) members for a minimum period of ninety (90) days may be deemed inactive and, therefore, may be suspended or revoked by action of the Board of Directors.

Section I: Any suspended, revoked or withdrawn Corral may apply to the Board of Directors to be reinstated.

ARTICLE VIII – PUBLICATION, EQUESTRIAN TRAILS MAGAZINE

Section A: The official magazine of the corporation shall be “Equestrian Trails” (registered trademark).

Section B: At all times, the “Equestrian Trails” magazine shall be managed by the Board of Directors.

Section C: Ownership of the publication shall be vested in the corporation at all times.

ARTICLE IX – ANNUAL AND BI-ANNUAL MEETINGS

Section A: Annual Meeting. An annual meeting of the members of this corporation shall be held during the third (3rd) calendar quarter of each year, at which time a complete written report of the corporation's operation and financial condition shall be made to the membership.

Section B: A bi-annual meeting shall be held every other year in even-numbered years in the fourth (4th) quarter of the year where electoral votes will be counted.

Section C: Notice of said annual and bi-annual meetings shall be given by written notice, placed in the U.S. mail and/or transmitted by e-mail at least fifteen (15) days prior to such meetings, and/or by publication in the "Equestrian Trails" magazine at least thirty (30) days prior to said meeting.

ARTICLE X – AREA MEETINGS

Section A: An Area Meeting may be held for representatives from each assigned Corral: or in lieu of an Area Meeting, representatives from each Corral shall be contacted by the Area Director a minimum of once every three months.

Section B: Voting privileges at Area Meetings shall be given to one authorized representative from each Corral assigned to the Area. The authorized representative shall be determined in the following order of priority: Delegate, Alternate Delegate, Corral President, Corral Vice President.

Section C: The Assistant Area Director, Area Secretary and Area Treasurer shall not vote unless he/she is the authorized voting representative of his/her Corral (see above Section B).

Section D: The Area Director may vote only in the event of a tie vote, unless he/she is the authorized voting representative of his/her Corral.

ARTICLE XI – BOARD OF DIRECTORS

Section A: The Board of Directors of this corporation shall consist of the President, First Vice-President, Second Vice-President, Immediate Past President, National Trail Coordinator and Area Directors.

Section B: Quorum

1. A majority of the Directors of this corporation being present in person or via conference call at any meeting of the Board of Directors shall constitute a quorum for the transaction of business.

2. If a quorum is present initially, Directors may continue to transact business if the withdrawal of Directors leaves less than a quorum, providing any action taken is approved by at least a majority of the Directors required to constitute the original quorum.

Section C: The Board of Directors shall have a minimum of nine (9) meetings per year.

ARTICLE XII – POWERS OF THE DIRECTORS

Section A: The Board of Directors shall conduct, manage and control the affairs and business of the corporation, including but not limited to the creation of Policies and Procedures for the Corporation.

Section B: The Board of Directors shall authorize the issuance of Charters to newly organized Corrals, and the suspension, revocation or reinstatement of past and/or present Corrals.

Section C: The Board of Directors shall be required to vote on the approval of all appointed offices, chairmanships and committees of the corporation.

Section D: Any Director may request voting by roll call. This request shall be granted by the presiding officer of the meeting.

ARTICLE XIII – DUTIES OF THE BOARD OF DIRECTORS

Section A: All Board members are required to attend regular meetings of the Board of Directors, either in person or by conference call.

Section B: All Board members are required to attend, either in person or by conference call, special meetings of the Board of Directors which may be called by the President.

Section C: A Board member not attending three (3) consecutive meetings may have his/her position declared vacant by a majority vote of the Board of Directors.

Section D: The Board of Directors shall ensure that a complete record be kept of all of the meetings and accounts of the proceedings at all meetings of the Board of Directors. These records shall be kept in the corporate office.

Section E: The Board of Directors shall ensure that full financial statements, consisting of at least statements of revenues and expenditures and assets and liabilities shall be presented at the annual meeting of the corporation. Financial statements should also be presented at each meeting of the Board of Directors of the corporation.

Section F: The Board of Directors shall be required to approve any purchase of assets costing over two hundred and fifty dollars (\$250.00).

Section G: The Board of Directors shall investigate, or appoint a committee to investigate, all complaints properly submitted in writing within thirty (30) days after having received said complaints, and shall take appropriate action when deemed necessary.

Section H: The Board of Directors shall assign Corrals according to geographic proximity to an Area. It is recommended that the number of Corrals per Area shall normally be not less than three (3) or greater than seven (7).

Section I: It shall be the duty of the Board of Directors to re-apportion, add, or delete Areas, as necessary, in the best interests of the organization and to equalize the responsibilities of the Area Directors.

ARTICLE XIV – NOMINATIONS AND ELECTIONS OF NATIONAL OFFICERS AND AREA DIRECTORS

Section A: The elected officers of this corporation shall be President, First Vice-President and Second Vice-President. They shall be elected by a majority of the “electoral votes”.

Section B: Nominations of Officers

- 1. A Nominating Committee, chaired by the Immediate Past President who shall appoint two other members from two different Areas, shall create a slate of nominees. All members and Corrals are encouraged to make recommendations for nominees to the Nominating Committee prior to July 31st of each election (even-numbered) year.**
- 2. This slate shall be presented to the Board in August of even numbered years and published in the September Magazine.**
- 3. Nominations may also be made from the floor by any E.T.I. member at the annual meeting in the third quarter of even-numbered years, providing written consent has been obtained from the**

proposed nominee or the proposed nominee is present and agrees to be nominated.

4. Nominations shall be closed immediately following the annual meeting.
5. Information about all nominees shall be published in subsequent issues of "Equestrian Trails" until the time of elections.

Section C: Electoral Votes

1. The number of electoral votes for each Corral shall be two (2).
2. Electoral votes should be signed by two authorized representatives of the Corral. Authorized representatives include the Corral Delegate, Alternate Delegate, Corral President, and Corral Vice-President in that order.

Section D: Election Procedures

1. All electoral votes shall be cast by written ballot.
2. Ballots shall be sent to each Corral Delegate to be presented to the Corral members for their decision on how to cast the Corral electoral votes.
3. Written ballots must be received by the E.T.I. corporate office no later than ten (10) calendar days prior to the election meeting (Bi-annual Meeting) date.
4. Envelopes containing the completed ballots shall be date stamped upon receipt and shall remain unopened until the Bi-annual Meeting where they will be opened and tallied by the Nominating Committee. Results of the vote will be announced prior to the close of the meeting.

Section E: Election of Area Directors

1. The Area Directors shall be elected to a two (2) year term. The election of Area Directors in even-numbered areas shall be held in even-numbered years; the election of odd-numbered areas in odd-numbered years.
2. A meeting of Corral Delegates for the nomination of a new Area Director shall be called by the incumbent Area Director upon fifteen (15) days written notice to the Corrals concerned.
3. The nomination meeting shall be held no later than January 15th of each election year. This meeting may be held by telephone.
4. The incumbent Area Director shall call an election meeting of the Corral Delegates to be held no later than February 15th of each election year. At this meeting, the delegates assembled shall elect an Area Director. This meeting may be held by telephone.
5. The incumbent Area Director shall, within five (5) days after the election meeting, report the results of the election to the E.T.I. Board of Directors and to the Presidents of the Area Corrals.

6. Any Area Directorship declared vacant, either by death, resignation, or by decision of the Board of Directors, prior to the designated election period, may be filled within sixty (60) days of the vacancy by a majority vote of the authorized Area representatives, or shall be filled within thirty (30) days after the time allotted for a special Area election, by appointment of the President with the approval of the Board of Directors.

ARTICLE XV – DUTIES OF ELECTED OFFICERS

Section A: Elected executive officers of the corporation may not hold any elective office within a Corral.

Section B: The President:

1. Shall act as the Chief Executive Officer of this corporation and shall have general supervision, direction and control of the business and officers of this corporation subject to the control of the Board of Directors and shall have such other powers and duties as may be approved by the Directors or the Bylaws.
2. Shall preside over all meetings of the Board of Directors.
3. Shall promptly fill vacancies of the Board of Directors and officers, as they occur, by appointment and with the approval of the Board of Directors.
4. Shall be an ex-officio member of all standing committees.
5. May appoint committees and commissions, with the approval of the Board of Directors, which in the President's judgment will serve to benefit this corporation.
6. Shall appoint, with the approval of the Board of Directors, a National Trail Coordinator and a Deputy National Trail Coordinator.
7. May appoint, with the approval of the Board of Directors, a Recording Secretary, a Corporate Secretary, a Treasurer, an Activities Coordinator, a Parliamentarian and other Committee Chairs for *ad hoc* committees as approved by the Board of Directors or the Bylaws.
8. May, with the approval of the Board of Directors, select and cause to be hired any employees who may be necessary for the operation of E.T.I.

Section C: The First Vice-President:

1. Shall perform all the duties of the President in the absence or incapacity of the President, and when so acting, shall have all the powers, and be subject to the restrictions, which are attributed to the office of the President.

2. Shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or the Bylaws.

Section D: The Second Vice-President:

1. Shall perform all the duties of the President in the absence or incapacity of the President and the First Vice-President, and when so acting, shall have all the powers, and be subject to the restriction, which are attributed to the office of the President.
2. Shall have such other powers and perform such other duties as may be prescribed by the Board of Directors.

Section E: The Immediate Past President:

1. Shall act as the advisor to the Board of Directors
2. Shall serve as the chairman of the Nominating Committee.
3. Shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or the Bylaws.

Section F: The Area Directors:

1. An Area Director may hold one elective or appointive office within a Corral
2. Shall attend the National Board of Directors meetings and vote as the representative for the interests of the Area's Corrals.
3. Shall assist in the functioning of the Corrals in his/her Area
4. Shall assist in the organization of new Corrals and, if necessary, preside over meetings held prior to Charter approval.
5. Shall preside over Area meetings for all Corrals in his/her area, or shall initiate contact with Corrals in his/her Area, a minimum of once every three (3) months.
6. May appoint, with the approval of the Area Delegates, an Assistant Area Director, Area Secretary and/or Treasurer, providing the appointees are members in good standing of a Corral in the Area.
7. Shall have other powers and perform such other duties as may be prescribed by the Board of Directors or the Bylaws.

ARTICLE XVI – THE EXECUTIVE COMMITTEE

Section A: The President, First Vice-President, Second Vice-President and Immediate Past President shall comprise the Executive Committee and shall be jointly responsible for all duties enumerated in this section. Based upon their interests and expertise, they shall assign among themselves the responsibility for overseeing the following:

1. All E.T.I. National programs including but not limited to the National Horse Show High Point Program, the Trail Trials Program, all National sponsored trail rides, the National Convention and Horse Show, the Junior Ambassador Program and the Trail Riders Award Program.
2. All financial matters including but not limited to the following:
 - a. Ensuring that adequate and correct books and records of accounts of the properties and business transactions of the corporation are created and maintained, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, and other matters customarily included in financial statements.
 - b. Providing a monthly financial report to the Board of Directors.
 - c. Providing an annual financial report to the general membership at the Annual Meeting.
 - d. Ensuring that the annual financial report and tax returns are prepared and distributed in accordance with all applicable laws.
 - e. Maintaining or cause to be maintained
 - i. A complete and permanent file of all E.T.I. members
 - ii A complete and permanent file of all E.T.I. Corrals
 - iii Current and obsolete copies of the E.T.I. Articles of Incorporation, Bylaws, Policies and Procedures, and the Corporate Seal.

ARTICLE XVII – DUTIES OF APPOINTED POSITIONS

Section A: The National Trail Coordinator

1. Shall serve as E.T.I. representative and liaison at national, state, county, regional or local meetings regarding the acquisition and preservation of safe trails, including multiuse trails where safe. His/her mandate is to represent E.T.I.'s position to assure continued access of trails and open areas and to ensure that governing bodies encourage horse keeping.
2. May, upon approval of the President, call meetings of the Corral and E.T.I. Area Trail Coordinators, and shall preside at such meetings.
3. Shall attend Board meetings and be a voting member of the Board.

4. Shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or the Bylaws.

Section B: The Deputy National Trail Coordinator

1. Shall perform the duties of the National Trail Coordinator in the absence or incapacity of the National Trail Coordinator, and when so acting, shall have all the powers, and be subject to the restrictions, which are attributed to the office of the National Trail Coordinator.
3. Shall have such other powers and duties as may be prescribed by the Board of Directors.

ARTICLE XVIII – THE CORRALS

Section A: This organization shall be divided into divisions to be known as Corrals.

Section B: Each Corral may apply for a Charter, and upon acceptance of its application, the Corral shall become an integral part of the parent organization. It shall be entitled to all privileges, and subject to all the obligations, of the parent organization.

Section C: A Corral may be formed by submission of applications by fifteen (15) prospective and/or transferring members, ten (10) of whom must be adults (18 years of age or over), together with their dues and a copy of their proposed Bylaws to be submitted for approval by the Bylaw Committee. A Corral must maintain a minimum of fifteen (15) members, ten (10) of which must be adults (18 years of age or over). This minimum must be maintained to retain a Charter.

Section D: The Corrals shall not govern in conflict with the Bylaws of the corporation. Current copies of all approved Corral Bylaws shall be on file in the corporate office.

Section E: Each Corral shall pay their assessed liability insurance premium within 30 days of being billed by the E.T.I. office unless prior arrangements are approved by the Board of Directors.

Section F: The officers of each Corral shall be, but are not limited to, President, Vice-President, Secretary, Treasurer, Delegate and Alternate Delegate.

Section G: Duties of the Corral Officers.

1. President shall be the Chief Executive Officer of the Corral and shall have general supervision, direction and control of the business and officers of the Corral. He/she shall sign all papers,

contracts and documents required by the Corral which are proper and necessary to carry on the business of the Corral.

2. Vice-President shall, in the absence or incapacity of the President to act, be vested with all powers and shall perform all the duties of the President.
3. Secretary shall be clerk of the Corral and Secretary of all meetings of the Corral; shall attend all their sessions and record all votes and minutes of their proceedings in a book, or books, kept for that purpose; and shall give all notices required by the Bylaws and/or, on the order of the President, all notices required of meetings of the members of the Corral when not otherwise given.
4. Treasurer shall keep an accurate account of all moneys collected and disbursed and such other records and books as the President may direct, and shall make a quarterly report to the Board of Directors.
5. Delegate and Alternate Delegate shall represent the Corral at Area and National meetings.

Section H: Corral Elections.

1. The President, Vice-President, Secretary, Treasurer, Directors and Delegates of the Corral shall be elected by the majority of the popular vote of the Corral membership.
2. Corral elections shall take place annually, and the newly-elected officers shall assume office on January 1st.

Section I: The Corral shall notify the E.T.I. office, on or before January 10th, of the officers, directors, delegates and alternate delegates elected by said Corral.

Section J: The Board of Directors of a Corral shall investigate any and all cases wherein a member has violated the Bylaws, Policies and Procedures of the Corral or has performed any willful act of misconduct, and shall take appropriate action.

Section K: Each Corral President shall appoint a Trail Coordinator who shall work and cooperate with the National and Area Trail Coordinators.

Section L: Each Corral may have a junior group which shall be supervised by at least one adult member at all functions, including rides, meetings, campouts, horse shows and gymkhanas. The junior group may elect its own officers.

Section M: The minimum voting age on all matters regarding the Corral shall be eighteen (18) years.

Section N: A Corral may, with the permission of its members, make its own membership list available to an organization or individual outside of Equestrian Trails, Inc.

ARTICLE XIX – AMENDMENTS

Section A: These Bylaws may be amended by a two-thirds (2/3) majority of electoral votes as defined in Article XIV.

- 1. Proposed amendments shall be approved by a majority vote of the quorum present at a Board of Directors meeting prior to submission to the Corrals.**
- 2. Once this approval has been secured, proposed amendments shall be published in the E.T.I. Magazine at least 30 days prior to the date of voting.**
- 3. The voting to approve or disapprove proposed amendments to these Bylaws shall take place through the U.S. mail.**
- 4. Votes shall be opened and counted at the first Board of Directors meeting following the final date for electoral votes to be received.**

ARTICLE XXX – SEAL

The corporation shall have a seal which included the words, “Equestrian Trails, Inc. March 12, 1945, California”.

ARTICLE XXI – PARLIAMENTARY AUTHORITY

The current edition of Robert’s Rules of Order, Newly Revised shall govern the proceedings of Equestrian Trails, Inc. in all cases not provided for in the E.T.I. Articles of Incorporation or Bylaws, or not inconsistent with the laws of the State of California.

APPROVED: October 8, 1992

By vote of the E.T.I. National Board of Directors

AMENDED: August 5, 1993 – Article IV, Section C; Article V, Section Ka; Article VII,

Section B, 1 and 2; Article VIII, Section E4 and Section C.

AMENDED: September 12, 1994 – Article XVI, Section B

AMENDED: October 16, 1995 – Article VII

AMENDED: January 8, 1997 – Article XXI, Section C

AMENDED: May 14, 2003 – Article XI, Section A

AMENDED: June 14, 2006 – All Articles except I