

## **BY-LAWS**

**REGION III, INC. OF THE  
NORTH AMERICAN TRAIL RIDE CONFERENCE  
Amended February, 2020  
Includes updated from 10/28/2018 thru February 10, 2020**

**ARTICLE I  
BOARD OF DIRECTORS**

**Section 1.** The Board of Directors shall be made of seven senior members. There shall be elected two representatives from each of the two districts of Region III and three members elected from the region at large. The district representatives shall be elected by the membership of their respective districts. Each member of the Board of Directors shall serve a two-year term. Each year one member shall be elected from District 1 and one member shall be elected from District 2. In even years one At-Large director shall be elected, and in odd years two At-Large directors shall be elected. In case no representative is nominated from a district, that position shall fall to an at-large position for that term.

Each year, Region 3 members may become alternates to the board to serve that year when approved by a majority vote of the Board of Directors at a regularly scheduled meeting.

In addition, if needed for a quorum at a regular board meeting, a former director (or directors) who are currently Region 3 members in good standing may be appointed by the president for that meeting only. No vote of the Board is needed for said one-time alternate (s).

**Section 2.** National Board members representing Region III shall be considered additional voting members of the Region III Board of Directors.

**Section 3.** Five members of the Board shall constitute a quorum at any meeting of the Board of Directors.

**Section 4.** Any Board member may be removed for cause by two-thirds of the Board members, a quorum being present, provided that at least eight days written notice shall first be given to such Board member stating the case for which it is intended that he/she shall be removed and affording said member the opportunity to be present and to be represented, if he/she so chooses by any person at said meeting.

The hearing of the matter shall be conducted as any normal proceeding in a Board meeting under the direction of the presiding President with both sides having full opportunity to present their views. A continuance requested by either side may be granted at the discretion of the Board or on a ruling of the President. Removal of the Board member shall not deprive him/her of membership in Region III, Inc.

**Section 5.** Vacancies in the Board of Directors shall be filled in the following manner: The President shall nominate a member from the district in which the vacancy occurs or from the region if the vacancy occurs in the at-large membership of the Board. The candidate shall fill the unexpired term. A majority vote of the Board of Directors at such meeting, a quorum being present, shall be required for the appointment of said candidate.

**Section 6.** All meetings of the Board of Directors shall be held at such place as the President or the Board of Directors may designate.

**Section 7.** Regular meetings of the Board of Directors shall be held a minimum of three times annually.

**Section 8.** A special meeting of the Board of Directors may be called at any time by the President or by three Directors, provided that the call for such meeting be sent to each Director, by mail or such other communication as may be chosen. Such call shall state the purpose of the meeting and shall be given not less than eight days preceding the meeting.

**Section 9.** The Board of Directors shall have the power to conduct, manage, and control the affairs and business of Region III, Inc. and to make rules not inconsistent with the Articles of Incorporation or with the By-Laws for guidance of the officers and for the management of the affairs of Region III, Inc.

**Section 10.** The Board of Directors shall have power to incur indebtedness, the terms and amount of which shall be entered in the minutes of the Board and a note of obligation, if any, given for such indebtedness, bearing the official signature of the President and the Treasurer, shall be binding on said Region III, Inc.

**Section 11.** The Board of Directors shall cause a review of the books and accounts of Region III, Inc. when such a review may appear necessary to the Board, but not less than once a year.

**Section 12.** The Board shall be responsible for payment of all bills of Region III, Inc. Approval of bills and their payment shall be done in such a manner as the Board may direct.

**Section 13.** The Board of Directors shall have the power to appoint the officers of Region III, Inc. from among the duly elected Region III, Inc. Board of Directors.

**13.a** Officers of Region III that have served their two-year term, but are willing to continue for another two-year term, by vote of a quorum of the Board of Directors by written ballot (mail or email), shall be allowed to remain an officer if this position is not contested by another Region III member seeking to fill this position.

**13.b** If the existing board members do not have the skills or desire to be an officer (with the exception of President), the board can appoint (via email, mail, or in person vote) a Region III member to perform the work of a vice president, treasurer, or secretary. If appointed to this position after having served a second two-year term, this

person will not have voting rights.

**Section 14.** The immediate past President of Region III, if not a member of the Board of Directors, shall automatically become a member for a period of one year.

**Section 15.** Any Board member who is absent for three board meetings per term without presenting an excuse to the Board may be removed from the Board. The President shall advise in writing any Board member who has incurred two *such* absences during his/her term in office.

## **ARTICLE II OFFICERS**

**Section 1.** The officers of Region III, Inc. shall be a President, a Vice President, a Treasurer, and a Secretary.

**Section 2.** The Region III Seminar shall constitute the first Board meeting for the ensuing year. The election of officers shall take place at this meeting, a quorum of either incoming or outgoing directors being present. Outgoing and incoming directors shall be eligible to vote.

## **ARTICLE III PRESIDENT**

**Section 1.** The president shall preside over all meetings of the members and of the Board of Directors. In the absence of the President and the Vice President, the members of the Board of Directors may elect a presiding officer for such meetings from the membership of the Board of Directors. The President or any presiding officer for such meetings shall not vote except when necessary to break a tie.

**Section 2.** The President shall sign all contracts and other instruments in writing which have been first approved by the Board of Directors.

**Section 3.** The President shall call special meetings of the membership when requested in writing by a majority of the members of Region III, Inc., designating in said call the time, place, and purpose of such meeting.

**Section 4.** The President shall appoint all Committee Chairs with the approval of the majority of the Board of Directors, a quorum being present and voting.

**Section 5.** The President shall appoint a Committee to review financial records when directed by the Board of Directors to do so.

**Section 6.** The President shall appoint a Nominating Committee chaired by the Vice President for the annual election at the second Board meeting of the year. This committee shall obtain candidates from each district for the district representative positions and

from the region at-large for the at-large representative positions according to the election procedures of Region III, Inc. The Nominating Committee shall also obtain candidates for election or re-election as a National Director/Alternate according to the election procedures of the By-Laws of the North American Trail Ride Conference, Inc., as well as the names of nominees for the Region 3 Sue Bretag Service Award.

**Section 7.** The President shall have possession of the Archives of Region III, Inc.

#### **ARTICLE IV VICE PRESIDENT**

**Section 1.** In the absence of the President, or his/her ability to act, the Vice President shall act as President.

**Section 2.** The Vice President shall serve as the Chair of the Nominating Committee and be responsible for preparing and sending out the ballots. The ballots shall be mailed out or sent electronically before September 15 of each year. All ballots shall be returned postmarked no later than October 15. The Vice President shall tally the votes and report the results to the Board no later than October 25. The Vice President shall contact all newly elected Board members no later than December 30. All ballots will be given to the secretary to be confirmed and filed for record.

#### **ARTICLE V SECRETARY**

**Section 1.** The Secretary shall keep a full and complete record of the proceedings of the Board of Directors and of the meetings of the membership and furnish each Board member and the Committee Chairs a copy within a reasonable period of time.

**Section 2.** The Secretary shall make such notices as may be necessary.

**Section 3.** The Secretary shall have possession of the records of Region III, Inc.

**Section 4.** The Secretary shall conduct official correspondence and such other duties as pertain to that office or as prescribed by the President or Board of Directors.

**Section 5.** The Secretary shall keep a current membership list noting the Region 3 members in good standing in the North American Trail Ride Conference.

**Section 6.** The Secretary shall keep record of most recent financial statements.

## **ARTICLE VI TREASURER**

**Section 1.** The Treasurer shall collect and receive all monies that may be paid to him/her by virtue of his/her office, account for the same, and deposit said monies as said Treasurer.

**Section 2.** The Treasurer shall deposit or cause to be deposited at his/her discretion all monies belonging to said Region III, Inc. in such bank or banks as may be designated by the Board of Directors. Such funds shall be paid out only on checks of the said corporation duly signed by the Treasurer or the alternate as designated by the Board of Directors.

## **ARTICLE VII MEMBERSHIP**

**Section 1.** Any member of the North American Trail Ride Conference, Inc. in good standing with current payment of the required NATRC dues, residing within or declaration of competition within Region III shall be accepted for membership in Region III, Inc.

**Section 2.** The dues and types of memberships shall be determined by the National Board of Directors of NATRC and payments for regional members due to Region III shall be submitted to the region on a schedule to be determined by said National Board unless and until such time as other arrangements for regional memberships are approved by the National Board of Directors.

**Section 3.** Annual dues for NATRC and Region III membership shall be due on January 1<sup>st</sup> and are delinquent after March 1<sup>st</sup>. Members shall lose all privileges of membership in Region III, Inc. and shall only be accepted back into membership upon payment of NATRC dues.

**Section 4.** No member shall be entitled to vote in Region III unless he is a paid-up member of NATRC in good standing at the time such voting takes place.

Senior member – one (1) vote

Family members – two (2) votes

No junior members or person under the age of 18 shall be considered a voting member.

**Section 5.** Members in good standing shall be eligible for Region III, Inc. awards. No nomination fees are required.

## **ARTICLE VIII FISCAL YEAR**

**Section 1.** The fiscal year of Region III, Inc. shall end December 31<sup>st</sup> of each year.

## **ARTICLE IX**

## PARLIAMENTARY PROCEDURE

**Section 1.** The business of Region III, Inc. shall be conducted in accordance with the By-Laws in all of its meetings of the Directors, committees, or membership, and where no provisions are found in the By-Laws for any specific proceeding, then the proceeding shall be conducted in accordance with Robert's Rules of Order.

### ARTICLE X AMENDMENTS

**Section 1.** These By-Laws maybe amended in either of the following ways:

- a. Written ballot by mail: This method will require an affirmative vote of two-thirds of the Board members, and notice of the proposed amendment must be given by mail postmarked not less than 30 days prior to the date on which such ballot must be returned to the Secretary.
- b. Vote at Board meetings: This method will require an affirmative vote of two-thirds of the Board members present at the Board meeting, a quorum being present. A notice of such amendment must be mailed to each Board member not less than thirty days prior to the date of the Board meeting where such amendment is to be considered.

### ARTICLE XI ORDER OF BUSINESS

**Section 1.** The following shall be the order of the business of the regular meetings of the Board of Directors and of the membership of Region III, Inc.

Meeting call to order  
Approval of previous meeting's minutes  
Treasurer's report  
Committee Reports (as apply):  
National Board report  
Membership report  
Newsletter report  
Ride book report  
Ride Coordinator report  
Publicity/Advertising Chair report  
Historian Chair report  
Supply/Safety Chair report  
Awards Chair report  
Worker Points Chair report  
Website report  
Annual year-end seminar report  
Region III benefit ride report  
Nominating Committee Chair report

Old Business  
New Business  
Guest Speaker or entertainment  
Set next Board meeting location and date

**Section 2.** After each meeting, the minutes of the Board of Directors shall be published in the next available Region 3 newsletter.

These By-Laws shall be the By-Laws governing the Region III, Inc. of the North American Trail Ride Conference.