

CONSTITUTION

National Capital Area Cowboys & Cowgirls Inc. (N.C.A.C.C.)

Article I. Name

The name of the Non-Profit Organization (NPO) shall be the "National Capital Area Cowboys & Cowgirls Incorporated" also operating under the acronym "N.C.A.C.C." The Organization shall be a nonprofit social organization in accordance with the laws of the state of Maryland.

Article II. Purpose

The purpose of the National Capital Area Cowboys & Cowgirls is to provide educational, recreational and service oriented programs through both equine and non-equine activities.

Article III. Membership

Section 1: The membership shall consist of individuals interested in the purpose set forth in Article II.

Section 2: There shall be Founding Members as set forth in the By-Laws.

Section 3: There shall be additional membership requirements as set forth in the by-laws.

Section 4: There shall be no regard to race, religion, gender, physical disabilities, creed or color for membership in the National Capital Area Cowboys and Cowgirls Inc.

Section 5: There shall be an application for membership as set forth in the By-Laws.

Article IV. Membership Year & Fiscal Year

The Membership Year & Fiscal Year shall be the same term and shall be April 1st – March 31st.

Article V. Officers and Boards

Section 1: Officers shall be elected from the membership of the organization and must fulfill their membership obligations during their tenure as set forth in the By-laws.

Section 2: The elected officers shall be: President, Vice President, Secretary, Assistant Secretary, Treasurer and Assistant Treasurer.

Section 3: The appointed officers shall be the Chaplain, Historian, and Sergeant-at-Arms.

Section 4: There shall be a governing body known as the Board of Directors as specified in the by-laws.

Section 5: There shall be no regard to race, religion, gender, creed or color when allowing membership to the National Capital Area Cowboys & Cowgirls

VII. Committees

Section 1: The Financial Review Committee shall be the standing committee of the Organization as set forth in the By-Laws.

Section 2: All other committees except the "Election Committee" shall be appointed by the President as necessary and as set forth in the By-Laws.

Section 3: The Election Committee shall be established as set forth in the By-Laws.

Article VI. Meetings

Regular, Special and Board meetings of the organization shall be as set forth in the By-laws.

Article VII. Quorum

A quorum as set forth in the By-laws shall be required for the transaction of the organization's business.

Article VIII. Elections

The organization shall have Bi-Annual Elections as set forth in the By-Laws.

Article IX. Amendments

The constitution may be amended by a vote of two-thirds (2/3) of the membership, provide that said amendment has been presented in writing to the attending voting members at a regularly scheduled meeting thirty days before the amendment is to be voted upon; and that the members have been given a thirty day notice in writing of the regular meeting minutes in which the vote will be held.

Article X. Vacancies and Recalls

Vacancies and recalls shall be attended to as set forth in the By-Laws.

This constitution Adopted Date; _____

Secretary _____

BY- LAWS

National Capital Area Cowboys & Cowgirls (N.C.A.C.C.)

I. Rules of Order

Robert's Rules of Order, latest edition, shall be the authority on all questions of procedure not specifically stated in this Constitution and Bylaws.

II. Membership

Section 1: The annual dues for membership in the National Capital Area Cowboys & Cowgirls Inc. shall be \$75.00.

Section 2: Members are required to pay annually no later than April 1st of each fiscal year.

Section 3: Only those individual members with paid membership dues are considered active members and may exercise voting rights. All memberships become inactive on April 1st of each year.

Section 4: The Founding Members of the organization shall be those members who have completed application and paid membership dues as of April 1st, 2012.

Section 5: All prospective members, except Founding Members, must submit application for membership to the Secretary and must be approved by a majority vote of the Board of Directors following a mandatory ninety (90) day probationary period. Ninety day probationary period starts upon the date the application is approved by the Board of Directors.

Section 6: All prospective members, except Founding Members, are required to provide a one-time minimum of four (4) "service hours" with any state of Maryland equine or non-equine registered Non-Profit Organization (NPO). Said "service hours" must be completed before acceptance of membership by the Board of Directors. Said service hours must be endorsed by an authorizing signature of any state registered Non Profit Organization. Service hours requirement may only be waived by a majority vote of the Board of Directors. Waiver of service hours must be based on verifiable service by any member of the Board of Directors.

III. Board of Directors

- Section 1:** The Board of Directors shall consist of the elected officers of the organization.
- Section 2:** The Board of Directors shall have the responsibility and final authority for the conduct of the organization in all matters except as stated otherwise in the National Capital Area Cowboys & Cowgirls Constitution and Bylaws, provided it may at any time refer matters to the general membership for consideration.
- Section 3:** The Board of Directors shall have the responsibility of adopting, reviewing and amending all budgets of the organization.
- Section 4:** The Board of Directors is charged with hosting one annual meeting with the active membership each fiscal year to review and recommend, if necessary, any modifications to the Constitution and By-laws.
- Section 5:** Each member of the Board of Directors is responsible for maintaining organized documents until the end of their tenure. Said documents must be presented to the current historian upon discharge or end of their tenure.

IV. Duties of Officers

President(s)

- The President shall actively advance all phases of the work of the organization as prescribed in the Purpose of the Constitution.
- The President, if in attendance, shall preside at all organization and Executive Committee meetings.
- The President shall officially represent the organization at all meetings except when delegates are elected by the organization.
- The President shall be a member “ex-officio” of all committees except the Nominating committee.
- The president shall appoint the Chaplain and Historian.
- The President shall accept the written minutes of the previous meeting from the secretary and make sure the Historian has a copy.
- The President shall accept the financial reports from the Treasurer and make sure the Chairperson of the Finance committee receives copies.

- The Vice president shall assist in promoting the interest of the organization and in the absence of the president shall assume the duties of the office.
- In the absence of the President and the Vice President, the treasurer or secretary shall preside. In the absence of all four, the meeting will be canceled.

Secretary(s)

- The Secretary shall record the minutes of each meeting of the organization and make a report of each meeting at the subsequent meeting.
- The Secretary shall send all members a reminder of each upcoming regular membership meeting and conduct other correspondence as needed.
- The Secretary shall make available copies of the minutes to each member in attendance of any meeting and ensure the minutes are available to all voting membership upon request at all times.
- The Secretary shall maintain a record of all meeting minutes for the period of his or her tenure and provide a copy of all minutes to the Historian.
- The Assistant Secretary shall assist the Secretary in the discharge of his or her duties and in the absence of the secretary shall perform the duties of that office.

Treasurer(s)

- The Treasurer shall be responsible for receipt and recordation of all money and financial transactions of the organization.
- The Treasurer shall keep an accurate account of all monies paid in a book exclusively for that purpose.
- The Treasurer shall be one of two signatures on all checks, drafts, vouchers, and receipts.
- There shall be two signatures on any check issued on behalf of the organization. No checks or drafts shall be drawn on the treasury unless duly authorized by the organization or the Executive Board.
- The Treasurer shall present written reports monthly and when unable to attend meetings, provide a written financial report to the President and Assistant Treasurer.
- The Treasurer shall also maintain the organization dues records and provide written financial reports at the Executive Board meetings.

- The Treasurer is responsible for ensuring any necessary cash on hand is available for organization events requiring cash on hand. Any “Cash On Hand” amount shall not exceed \$300 at any event. Any “Cash on Hand” amount shall always be approved by a majority vote of the Board of Directors.
- The Assistant Treasurer is responsible for the same duties as the Treasurer in the absence of the Treasurer.
- The Assistant Treasurer is charged with the additional responsibility of assisting the Treasurer with compliance with any and all Federal and State fiduciary tax laws.

Chaplain(s)

- The Chaplain is encouraged to attend all organizational meetings and gatherings. In the absence of the Chaplain, the President of the organization shall appoint an acting Chaplain.
- The Chaplain will open and close the meetings.

Sergeant-at-Arms

- The Sergeant-at-Arms shall be responsible for maintaining proper order at all organizational meeting and gatherings as prescribed in “Roberts Rules of Order, latest edition.
- The Sergeant-at-Arms shall be responsible for selecting an “Election Committee” from within the active membership in accordance with “Roberts Rules of Order”, latest edition.

V. Committees

Section 1: Any Officer, Board Member or Active member may participate on any committee either as committee chair and or participating committee member.

Section 2: Prospective members may assist in the duties of the committees, however no voting rights are allowed on said committee business.

Section 3: All Committees, except the “Election Committee” shall be established by the President. All committees are responsible to the Board of Directors.

Section 4: All committee chairpersons, except that of the Election Committee shall be appointed by the President.

Section 5: It shall be the duty of the Finance Committee to establish appropriate accounts with one (1) local banking institution. Such account shall be setup with proper documentation listing the Vice President, Secretary and Treasurer on said banking account. Any checking or draft account established by the Finance Committee must provide provisions for a mandatory two (2) member signature and authorization on any check or draft issued by the organization. The Finance Committee shall also be charged with reviewing all finance records as they are received from the Treasurer. The Finance Committee Chairman is required to submit a quarterly report to the Organization at the October, January and April regular meetings as to their findings relating to the financial reports from the previous quarter. The Finance Committee Chairman is responsible for assisting the Treasurer and Assistant Treasurer in the duties of filing all

VI. Meetings

Section 1: There shall be monthly meetings each year; the third Sunday of each month, location and time to will be determined during previous meetings.

Section 2: Any regularly scheduled meeting may be postponed, rescheduled and or cancelled by a majority vote of the members at any regularly scheduled meeting or any Special meeting of the Board of Directors.

Section 3: All active membership must be notified either in writing, email or phone message by the Secretary of any postponed or cancelled meeting within 24 hours of said meeting cancellation.

Section 4: Special meetings of the Membership may be called by the President, 2/3 of the active membership upon signed petition. All special meetings must be presided over by at least two board members. At such special meetings no business shall be transacted except that for which the meeting was called.

Section 5: The Board of Directors shall meet four (4) times each year; the third (3rd) Saturday in January, May, August, and November. The President may call special meetings of the Board of Directors to consider business of importance when required.

Section 6: All Committees are required to report any official committee meeting(s) with the President and Sergeant-at-Arms and provide committee meeting minutes to the membership at regularly scheduled membership meetings.

Section 7: Only Active and Prospective members are allowed to attend any organizational meeting. Guest are allowed attendance at any organization meeting upon approval by the President of the organization.

Section 8: All social gatherings of the organization shall be presided over by the President or other member of the Board of Directors as appointed by the President. Such presiding officer will have exclusive decision making authority at any and all such gatherings.

VII. Quorum

Section 1: A quorum for all regularly scheduled membership meetings shall be a majority of the total voting membership in attendance at said meeting.

Section 2: A quorum for meetings of the Board of Directors shall consist of a majority vote of Board of Directors membership.

Section 3: A quorum for committee meetings shall consist of a majority of the members of the active committee members in attendance at any committee meeting.

VIII. Elections

Section 1: An Election Committee shall be established by the Sergeant-at-Arms during the month of January of any election year.

Section 2: Officers shall be elected to serve a two (2) year term.

Section 3: There shall be no limit to the number of terms or offices that any active member may serve the organization. However, any officer that has been recalled and or discharged of his or her duties may not hold any office upon discharge or recall of office.

Section 4: An election of offices shall be held in the regular March meeting every two years and elected officers shall begin their term on April 1st of the same year.

ARTICLE IX. Amendments

The N.C.A.C.C. By-laws may be amended by a majority vote of the membership provided that the amendment has been presented in writing to the members 30 days before the amendment is to be voted upon: and that the members have been given thirty day notice in writing of the regular meeting in which the vote will be held.

X. Vacancies

Section 1: In the event of a vacancy occurring in an elected office (other than through recall), the vacancy shall be filled by any active members as selected by the Board of Directors, except as provided in Section 2 below. The person selected shall serve for the remainder of the unexpired term.

XI. Recall Procedure

- Section 1:** Recall procedures apply to both active members and officers of the Board of Directors.
- Section 2:** The power of recall of any official or active member of the association shall be vested in the general membership.
- Section 3:** The petitions for recall shall be filed with the secretary of the Association. Signatures of at least fifty percent (50%) of the active membership shall be required to initiate the recall procedure. The Secretary shall be responsible for validating the signatures contained on the petitions.
- Section 4:** Within ten (10) days of receipt of the recall petition(s), the Secretary shall notify the membership of receipt of such petition(s).
- Section 5:** Within fifteen (15) days after the receipt of the recall petition(s), recall ballots shall be prepared and distributed to the membership by the Elections Committee. All recall voting shall be done at regularly scheduled meetings.
- Section 6:** If a majority of the voting members of the Association, at a regularly scheduled meeting vote to recall any officer, that office shall be declared vacant upon certification of the election results by the Association's Elections Committee.
- Section 7:** The same shall apply for active membership recall petitions as described in Sections 2-6 above.

XII. Amendments

The By-Laws may be amended by a vote of two-thirds (2/3) of the membership, provide that the amendment has been presented in writing to the membership at a regularly scheduled meeting thirty days before the amendment is to be voted upon; and that the members have been given a thirty day notice in writing of the regular meeting in which the vote will be held.

XIII. Dissolution

In the event of dissolution of the National Capital Area Cowboys & Cowgirls, the board of directors shall, after paying and making provisions for the payment of all liabilities, distribute all the assets of the corporation over to an organization dedicated to charitable and or educational purposes and which has been recognized as a 501 (c) (3) organization by the Internal Revenue Service.

Date By-Laws Ratified: _____

Secretary _____