

THE JOHNSTOWN SADDLE CLUB, INC.

BYLAWS

ARTICLE I: Name, Purposes, Powers, and Office

Section 1: Name

The name of the corporation shall be Johnstown Saddle Club, Inc., DBA: The Johnstown Saddle Club and JSC.

Section 2: Purposes and Powers

The purpose of the corporation shall be the education and training of youth and adults in Northern Colorado and surrounding communities in activities relating to and promoting horsemanship.

A. The corporation should provide education and training intended to promote horsemanship, conduct, sportsmanship and animal care.

B. The corporation shall promote equestrian activities, which will provide ongoing educational and competitive opportunities for the community.

C. The corporation shall provide a forum for the exchange of information, ideas, and techniques from equine professionals and educators.

D. The corporation shall lease and maintain arena facilities for the promotion of the activities for the above A, B and C.

E. Subject to the restrictions set forth in these Articles of Incorporation, to engage in any other lawful activities, none of which shall be for profit, for which corporations may be organized under the Colorado Nonprofit Corporation Act.

In furtherance of the foregoing purposes of Johnstown Saddle Club Inc. shall have and may exercise all the rights and powers given to nonprofit corporations under the Colorado Nonprofit Corporation Act.

Section 3: Office

The principal office of operation for Johnstown Saddle Club, Inc will be located at 14534 N. 107th St. Longmont, CO 80504, in Boulder County.

Johnstown Saddle Club Inc. may have such an office as the Board of Directors may determine for the affairs of Johnstown Saddle Club Inc. that they may require from time to time. Johnstown Saddle Club Inc. shall maintain in the State of Colorado a registered

agent whose address is of record with the office of the Secretary of State as required by Colorado law.

ARTICLE II: Members

Section 1: Classes of Members

Johnstown Saddle Club Inc. shall have two classes of members. The designation of such classes and the qualifications of the members of such classes shall be as follows:

A. Regular Membership:

1. An individual person.
2. A family group consisting of parents and children 18 years of age and under.

Section 2: Acceptance of Regular Members

Potential members shall be accepted for membership in good standing by Johnstown Saddle Club Inc. upon receipt of the appropriate fees and dues. Individuals \$35.00 and Families \$45.00. Potential membership shall not be refused based on race, color, sex, political affiliation or religious beliefs. Memberships shall run from January 1st through December 31st.

Section 3: Voting Rights

Each member in good standing, 9 years and older, shall be entitled to one vote on each matter submitted to a vote of the members. No proxy voting is allowed.

Section 4: General Privileges and Obligations

Members in good standing shall have equal rights and privileges except as otherwise limited by these Bylaws. All members shall obey and be bound by these Bylaws and by the general rules adopted from time to time by the Officers and by the decisions and actions of the Board of Directors.

Section 5: Disciplinary Rules

Members may be disciplined, expelled or suspended for cause after an appropriate hearing in accordance with such general rules as adopted from time to time by the Officers and Board of Directors.

Section 6: Resignation

A member may resign from Johnstown Saddle Club Inc. at any time. However, the act of resignation shall not relieve the member of the obligation to pay any dues, assessments, or other charges for which the member became liable prior to resignation.

Section 7: Reinstatement

Upon request of a former member, the Board of Directors and Officers may, with the affirmative vote of at least two-thirds of the directors and officers in office, reinstate such former member to membership upon terms that the Board of Directors may deem appropriate.

Section 8: Transfer of Membership

Membership of Johnstown Saddle Club Inc. shall not be transferable.

ARTICLE III: Meetings of the Members

Section 1: Annual Meeting

An annual meeting of the members will be held in October. The meetings shall begin at a time and place determined by the President, Vice President, Secretary, and Treasurer of the corporation. The purpose of this meeting shall be to vote in any officer vacant positions for the next year and vote in a new member to the Board of Directors position that becomes vacant on this date.

Section 2: General Meeting

The monthly general meetings of the corporation shall be held at the beginning of each month from January to September. Nominations for any vacant positions for Officer and Board of Directors shall be held at the September meeting. Meetings shall begin at a time and place designated by the President, Vice President, Secretary, and Treasurer of the Corporation. These meetings shall be for the purpose of conducting any business that may properly concern the membership.

Section 3: Special Meetings

Special meetings may be called from time to time as required by the corporation. Special meetings of the Board of Directors may be called by a quorum of the Board of Directors. Special meetings of the officers may be called by any two officers of the corporation.

Special meetings may be called by a quorum of the Board of Directors or any two officers stating the date, time, place, and purpose. Notification must be e-mailed a minimum of 10 days prior to the meeting date.

Section 4: Notice of Meetings

The annual and general meetings of the corporation require written notification to the membership stating the date, time and place. Notification must be e-mailed and posted via social media a minimum of 7 days prior to the meeting.

Sections 5: Quorums

Those members, in good standing, present at the annual, general, or special meeting (excluding any Board of Directors meeting) shall constitute a quorum for such meetings.

Any Board of Directors meeting shall require the presence of 2/3 of the current Board of Directors to constitute a quorum.

Section 6: Voting

A simple majority of the votes cast at any meeting shall be necessary for adoption unless a greater proportion is required by law or these Bylaws. In the event that a majority vote results in a tie, the tie breaker will be determined by the President of the corporation.

ARTICLE IV: Board of Directors

Section 1: Powers and Terms

The affairs of the corporation shall be governed by its Board of Directors. The number of directors shall be three. Directors shall be elected to serve for a term of three years. The terms of office shall be staggered so that the terms of one-third of the members of the Board of Directors expire each year.

Section 2: Restrictions of Terms

Directors shall be ineligible to serve more than two consecutive full terms in the office provided; however, that only full terms served after the effective date of the Articles of Incorporation shall be counted for the purpose of this limitation. Persons who become ineligible to serve as director due to the foregoing limitation shall regain their eligibility after they have been out of office for one full year.

Section 3: Nomination and Voting

Only active members in good standing shall be entitled to nominate candidates and vote in elections of directors.

Section 4: Vacancies on the Board of Directors

A vacancy on the Board of Directors shall be filled in the usual voting manner to select a person to complete the unfinished term that resulted from the vacancy. Vacant positions shall be voted on and filled at the Annual meeting held in October.

Section 5: Removal

Any director may be removed from office with cause after a discussion of the matter at a special meeting of members called exactly for that purpose. The method of removal shall be by a roll call voice vote of all members in good standing present at such a meeting. A two-thirds majority is required for this action.

Section 6: Audits

The Board of Directors shall appoint at least two but no more than three members to review all the financial records of the corporation each year. This audit must be conducted before the annual meeting in October. The board may also audit or review any official records of the corporation at any time.

ARTICLE V: Officers

Section 1: Officers

The officers of Johnstown Saddle Club, Inc. shall be a President, Vice President, Secretary and Treasurer.

Section 2: Election

All officers shall be nominated and elected in the prescribed manner by all active members in good standing present at the annual meeting in October.

Section 3: Terms

The terms for officers shall be:

- a. President: 5 years
- b. Vice President: 3 years
- c. Secretary: 2 years
- d. Treasurer: 4 years

Section 4: Removal

Any elected officer may be removed by the Board of Directors when it's in the best interest of Johnstown Saddle Club, Inc. A written record of the makeup, voting, and discussion of the Board of Directors along with the time and place of the meeting shall

be recorded as minutes and submitted to the Secretary for retention. In addition, if an Officer has two consecutive unexcused meetings this will result in a review by a quorum of Officers and the Board of Directors to make a decision to excuse the officer from their duties.

Section 5: Vacancies

A vacancy in the office of the President due to death, resignation, removal and disqualification or otherwise shall be filled by the automatic ascension of the Vice President to the office of President. A vacancy in the office of Vice President, Secretary, or Treasurer due to death, resignation, removal, disqualification or otherwise shall be filled by the normal nomination and election process at any regular meeting of the corporation.

Section 6: President

The President shall preside at all regular meetings of the corporation and Board of Directors and will be a tie breaker for any majority votes resulting in a tie. The President shall be a designated co-signer on all funds disbursed by the corporation. The President shall create and define action committees. The President shall be the prime representative on all federal filings by the corporation. The President shall also be the lead representative for ordering of all the year end and all-around awards. The President shall perform all duties as may be assigned by the Board of Directors from time to time.

Section 7: Vice President

In the absence of the President or in the event of the President's inability or refusal to act, the Vice President shall perform the duties of the President and when so acting shall have all the powers of and be subjected to all the restrictions upon the President. The Vice President shall perform such other duties from time to time that may be assigned by the President or the Board of Directors. The Vice President shall also be required to keep inventory of all ribbons and daily highpoint awards offered by the corporation for the season.

Section 8: Secretary

The Secretary shall keep full and accurate minutes of regular, special, and Board of Director meetings in one or more books provided for that purpose, they shall see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law. The Secretary and Treasurer shall be the custodian of the corporate records, and keep a register of the post office address on each membership which shall be furnished to the Secretary by the members, and in general perform all duties incident to

operations of Johnstown Saddle Club Inc. The Secretary shall perform other duties from time to time that may be assigned by the President or the Board of Directors.

Section 9: Treasurer

The Treasurer shall keep correct and complete records of accounts showing the financial condition and results of operations for Johnstown Saddle Club Inc. They shall be responsible for the preparation of any year-end tax and income records including but not limited to a 990EZ and or 990N form, renewal of all necessary forms, records, applications, etc. required for the maintenance of Non-Profit status. The Treasurer shall be the legal custodian of all money, notes, securities, and other valuables, which may from time to time come into the possession of Johnstown Saddle Club, Inc. The Treasurer shall deposit all funds of Johnstown Saddle Club Inc. coming into the Treasurer's hands in depositories designated by the Board of Directors. The Treasurer shall be responsible for the payment of all bills declared valid by the prescribed vote of the members during regular meetings. The Treasurer shall perform other duties from time to time as assigned by the President or the Board of Directors.

*If not, enough interest comes from the club to fill all 4 Officer positions, the positions of Secretary and Treasurer shall merge, and duties shall be absorbed to just a Treasurer position.

Section 10: General Duties

All Officers will share in responsibilities of managing the office duties including but not limited to registration, class sheets, tabulation of daily highpoint, announcing, set up/ clean up, and facilitating the volunteer sign up and check in process.

ARTICLE VI: Indemnification

Corporation Act of any person who is made or threatened to be made a party to an action, suit or proceeding: whether civil, criminal, administrative, investigative or otherwise (including an action by or in the name of the corporation): by reason of the fact that the person is or was a director or officer of Johnstown Saddle Club Inc. or serves at the request of Johnstown Saddle Club Inc., as a director or officer of any other corporation. The entitlement of any person to indemnification hereunder and the amount of indemnification shall be determined in accordance with the procedures and other provisions set forth in the Colorado Nonprofit Corporation Act in effect at the time of the determination.

ARTICLE VII: Fiscal Year

The fiscal year of Johnstown Saddle Club Inc. Shall begin on the first day of January and end on the last day of December in each year.

ARTICLE VIII: Dues

The annual dues and fees for Johnstown Saddle Club Inc. will be determined by the members during a regular meeting of the corporation. The prescribed method of voting shall prevail. Dues shall be paid in full at any time during the year. Members shall then be considered members in good standing and will have voting rights at the October annual meeting.

ARTICLE IX: Amendments to Bylaws

These Bylaws may be altered, amended or receded and new bylaws may be adopted only at a monthly meeting of the members by an affirmative vote of at least two-thirds of the members present at that meeting. Copies of proposed Bylaws changes will be e-mailed out and will be voted on by the membership at the following monthly meeting. The proposed Bylaws must be made available to each member 10 days in advance of the regular meeting date to which they will be voted on and approved.

ARTICLE X: Rules

The officers of Johnstown Saddle Club Inc. may adopt rules which shall be in full effect until the next regular meeting, when they shall be approved or rejected per the methods of voting, listed in Article III, Section 6. Johnstown Saddle Club, Inc. detailed event rules for Open Horse Shows and Gymkhanas will be maintained and kept alongside the 4H rulebook.

ARTICLE XI: Programs

One adult and at least two youth members shall prepare a program for each winter/spring meeting. Winter/spring meetings are defined as January, February, March and April. These programs shall be helpful and educational in material concerning the care of horses and activities of interest to all members.

ARTICLE XII: Johnstown Saddle Club, Inc. Royalty

Purpose: To offer education and training to youth in the equine industry, instilling lifelong lessons and leadership skills. Royalty participants will have the opportunity to network and share information about Johnstown Saddle Club, Inc.

Section 1: Royalty Coordinator

- A. Must be a member in good standing of Johnstown Saddle Club, Inc.
- B. Be the main point of contact for the royalty members regarding all Johnstown Saddle Club, Inc. events.
- C. Prepare and submit a budget of funds for the upcoming royalty season by the Annual Meeting to be approved by the Officers and the Board of Directors by January 1st.
- D. Prepare and submit at the annual meeting a schedule of events for the royalty to attend for the next year.
- E. Make the royalty members aware of the requirements to obtain sponsorship and hold them accountable.
- F. Any funds obtained by the royalty coordinator must be turned over to the President or Treasurer to be properly deposited into the appropriate accounts.
- G. Any purchases must be approved by the President or Treasurer by way of a purchase form.
- H. Is responsible for maintaining and supplying a closet of western shirts, tack and other necessary items to outfit the royalty program members.
- I. Coordinator position has a term of 4 years at which time they will be opened to the club members to be nominated and voted on. Consecutive terms will be allowed if voted on by a majority vote of membership at the annual meeting.

Section 2: General Rules

- A. Any member of royalty must be a Johnstown Saddle Club, Inc. member.
- B. Royalty members must also be in good standing and owe no outstanding debts to Johnstown Saddle Club, Inc.
- C. There are 6 positions open in the royalty program which consists of: Queen, Princess, Attendant, Jr. Queen, Jr. Princess and Jr. Attendant.
- D. Ages for these titles range from 5 to 18 years of age.
- E. Royalty members must be able to control and ride their horses unassisted (No Leadliners). They must also be able to carry a flag (senior royalty members).
- F. Each contestant must fill out the appropriate paperwork and application to compete for the position they are running for.
- G. Royalty tryouts are held at the end of August depending on venue availability.

- H. Each member of Johnstown Saddle Club, Inc. Royalty, must attend the required number of events held by the corporation. This includes but is not limited to Monthly meetings, Horse Shows, Gymkhanas, Parades and other Johnstown Saddle Club, Inc.-related events to help promote Johnstown Saddle Club, Inc.
- I. Johnstown Saddle Club, Inc., funds will not be available for royalty purchases.
- J. The Royalty Program will be strictly fundraised based, including obtaining sponsorships, hosting Fun Day events and running their Food truck.

Section 3: Responsibilities

Royalty members should take pride in the position that has been entrusted to them. They must be selected by a group of their peers in the royalty community, and serve as ambassadors for the Johnstown Saddle Club, Inc.

- A. Cooperate with Royalty Coordinator
- B. Wear western attire during all Johnstown Saddle Club, Inc. activities and events.
- C. Attend the coronation held at the annual Johnstown Saddle Club, Inc. year end banquet.
- D. Attend all monthly meetings and sanctioned Johnstown Saddle Club, Inc. events unless otherwise approved by the Royalty Coordinator.
- E. Must follow Royalty Guidelines Rulebook supplied to them at time title is accepted.
- F. Participate in tasks given by Johnstown Saddle Club, Inc. Officers or Board of Directors at Johnstown Saddle Club, Inc. events.
- G. Each member of the Royalty is required to obtain \$1200.00 in sponsorships to help with costs for their, Crown, Buckle, Sash, Chaps, and Tack rental.
- H. Sponsorships can be obtained to support funding of the Royalty Program. This is included but not limited to matching western attire, saddle blankets, furthering royalty education events, and saddles.
- I. Crowns, buckles, sashes, saddles and any items that are personalized to each member will be considered “theirs” at the end of their reign. Chaps, tack and other clothing items otherwise deemed as “rented” shall be returned to the Club Royalty program. Any damages will be the responsibility of the said member to replace at their expense. Damages will be assessed by Royalty Coordinator and President at time of turn in.

- J. Any events hosted and coordinated by the Royalty program will be funded by the said program. This includes but is not limited to arena fees, awards, positions of paid requirements (ie: judges and concessions).

Section 4: Relinquishing Title

In the event that a royalty member must relinquish or be asked to resign their title, the respective alternate shall fill the position. Relinquishing or resigning includes but is not limited to giving up your title, crown, buckle, sash, jacket, shirts, chaps, tack, and any other items provided using royalty funds. All these items will be turned over and inspected by the Royalty Coordinator.

Royalty title may be stripped if the following occurs:

- Royalty FAILS to follow “Royalty Responsibilities” section 2
- Royalty is caught using alcohol or drugs
- Royalty uses profane language or displays inappropriate conduct.

ARTICLE XIII: Dissolution

Upon the dissolution of Johnstown Saddle Club, Inc., the Board of Directors shall, after paying or making provision for the payment of all the liabilities of Johnstown Saddle Club, Inc. dispose of all the assets of Johnstown Saddle Club, Inc., in such a manner, or to a non-profit entity organized and operated within the State of Colorado, exclusively for charitable equine educational purposes.

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