



KIT CARSON RIDING CLUB, INC.

BY-LAWS

Article I – Name, Location, Purpose and Corporate Seal

Section 1. Name: The organization shall be called the Kit Carson Riding Club; the official abbreviation shall be KCRC.

Section 2. Location: The Kit Carson Riding Club shall be located in the State of Colorado, county of El Paso, but it's members may be residents of any state.

Section 3. Place of Business: The principal office of KCRC shall be located at 6775 Cowpoke Road, mailing address: PO Box 88075 Black Forest, CO 80908; however business of KCRC may be conducted at any location established by the Board of Directors.

Section 4. Purpose: The purpose of KCRC shall at all times be operated and conducted as a non-profit organization as set forth within the laws of the State of Colorado, the Articles of Incorporation filed 29 May 1947. The purposes for which KCRC is organized are as follows:

- a. Advance, encourage, and promote equine related activities to include but not limited to: exchange of knowledge, experience, common interests, and social interaction between members.
- b. To foster an environment promoting educational, recreational, and physical activities by providing a multi-use facility to serve members and their horsemanship activities.
- c. Support other civic, social, and charitable interests within El Paso County, Colorado and our surrounding region.
- d. Promote community interest in equestrian activities, and increase awareness of equine value.

Section 5. Corporate Seal: The seal of KCRC shall consist of two circles, one within the other, and between the circumferences of the outer and inner circles shall the words Kit Carson Riding Club appear, and Colorado. Within the inner circle, shall appear the word Seal and the numerical figures 1947.

Article II – Membership

Section 1. Membership in KCRC shall be divided into four classes: Voting, Honorary, Lifetime and associate.

Section 2. Voting Member: Voting members of KCRC shall consist of the directors, all persons duly approved as full members, all persons who are in good standing having paid all dues and assessments levied by KCRC in the furtherance of our stated purpose.

Associate Members are those approved after the full membership reaches 100. And have no voting privileges on club matters. And who must be in good standing having paid all dues and assessments levied by KCRC in the furtherance of our stated purpose.

Section 3. Honorary: Honorary members shall consist of persons, who because of their outstanding service performed on behalf of KCRC stated purposes shall be elected to such membership by majority vote at a regular membership meeting for a period of one fiscal year. Honorary members shall pay no dues, may attend all meetings, but shall not have voting rights.

Section 4. Lifetime: Lifetime memberships may be purchased for a sum of five dollars by any member in good standing, who has also made an additional one time donation of \$500.00. Lifetime members shall have all the rights and privileges of voting members, and their membership may not be terminated or subject to any further fees associated with said membership.

- a. The types of members and memberships referred to in these By-Laws hereinafter are as follows:
 1. Family Membership – A membership for which a single fee is remitted annually, consisting one household and any dependents residing in the household who are under the age of twenty six or a financial dependent of the household at the time of application. A family membership shall possess one permissible vote for each household member eighteen years of age or older.
 2. Individual Membership – A membership for which a single fee is paid annually, which entitles an individual eighteen years of age or older to participate in all activities of KCRC. An individual membership shall possess only one permissible vote.
 3. Voting Member – Any full member in good standing who is eighteen years of age or older. No votes shall be cast by proxy; the member must be present for their vote to be counted on all matters.

Section 5. Application Procedures: An applicant shall submit a completed application to the Secretary for submission to the Board of Directors for final approval. Each new member

application shall have a current member of KCRC that is in good standing listed as their sponsor with signature by said sponsor. Current KCRC members in good standing shall submit a completed membership renewal application to the Secretary for submission to the Board of Directors for filing not later than postmark date of 31 October of each year. Any KCRC member with a status other than good standing may be denied membership renewal. Any application received after the aforementioned date shall be considered delinquent, and will be removed from membership rolls. Individuals found to be delinquent may only be reinstated by submitting an application as a new member.

Section 6. Fees: The board of directors for the Kit Carson Riding Club has the responsibility of making the business decisions of the club. In that capacity the board of directors has the duty to set the club membership fees, dues and or assessments. Changes in the membership dues, fees and or assessments will be presented by the board to the general membership for a vote of acceptance. The general membership must include a 10% quorum of the voting membership. The fees, dues and or assessments shall accompany each application for proper consideration by the Board of Directors.

Section 7. Member Limits: The total number of full memberships allowable shall be limited to 100. With an adjustable associate memberships starting at 25. Amendments or alterations to full membership totals must follow the amendment process as outlined further in these By-Laws within Article IX. Adjustments to associate level can be made by the Board of directors.

Section 8. Meetings of Members: A general membership meeting shall be held monthly to conduct all of the general business of KCRC, and to report to members the activities of the Kit Carson Riding Club. The meetings shall be convened on the third Thursday of each month beginning at 7:15pm. The general order for all meetings shall be in accordance with Roberts Rules of Order.

Section 9. Special Membership Meetings: The President or ten percent of the voting members of KCRC may call for a special meeting of the corporation, by providing notice consistent with the laws of the State of Colorado governing nonprofit corporations, specifying the purpose and objectives of such meeting to each voting member no less than fourteen days prior to the date of requested special meeting.

Section 10. Annual Election Meeting: The annual meeting of the members of KCRC shall be held each November, at such place as the Board of Directors shall direct. Each voting member in good standing eighteen years of age or older, may cast one ballot. There shall be no voting by proxy permitted. Notice shall be provided no less than ten days prior to the date of the meeting to all voting members. In addition, a full report of the activities for KCRC for the preceding year will be presented by the President, and the preceding years financial statement will be presented by the Treasurer. Newly elected officers shall take their positions 1 Jan thereafter and terminating 31 Dec the year the elected term ends. A Board of Directors shall consist of eight elected members four officers and four members at large, each of whom shall have been a member in good standing a minimum of two consecutive years prior to November. A Board of Directors having been duly elected by and from the voting members of KCRC shall hold office for staggered terms as follows:

a. Four directors, President/Treasurer, and two Members at Large, for a two year period terminating in odd numbered years

b. Four directors, Vice President/Secretary, and two Members at Large, for a two year period terminating in even numbered years

Initially, four of the above directors shall be elected for a period of one year to establish the staggered terms set forth.

One tenth of the voting members shall constitute a quorum at all membership meetings.

ARTICLE III – Pecuniary Benefits to Members

Section 1. Profit: KCRC is not organized for pecuniary profit. All receipts from whatsoever source shall only be utilized in the furtherance of the purposes of KCRC as set forth in the Articles of Incorporation and under the direction of the Board of Directors. No member shall receive any portion of the income of KCRC for his or her personal gain.

Section 2. Services: No entity shall be employed to provide services for a period to exceed thirty days for any function for KCRC, until upon majority vote of the membership while gathered at a general meeting or special meeting, it is determined that KCRC does not possess the capabilities from within our own membership to perform said function.

ARTICLE IV – Board of Directors

Section 1. Meetings: Administration of business affairs and other concerns of KCRC shall be under the exclusive control and oversight of the Board of Directors. The Board of Directors shall be permitted to vote on all matters and at all meetings of KCRC. The order of business for conducting meetings shall be in accordance with Roberts Rules of Order.

a. Regular meetings of the Board of Directors shall be held at least monthly at such place the directors select. Meeting date, time, and place to be presented to the Membership in advance.

b. Special meetings of the Board of Directors may be held at any time, when called by the Secretary at the request of the President or one director. At all meetings, a simple majority shall constitute a quorum.

Section 2. Vacancies: Any vacancy in the Board of Directors, excluding the President, for any cause shall be filled by appointment of the President and majority vote of the remaining board members to hold office for the remainder of the position term. The successor shall be a member in good standing.

Section 3. Resignation: Any director may resign his or her position at any time by either presenting a letter of resignation to the Board of Directors, or announcing he or she will be resigning at the monthly board meeting so that it may be recorded in the minutes.

ARTICLE V – Board of Directors Duties

Section 1. President: The President shall preside over all meetings of the Board of Directors and of the voting members. The President shall have the privilege of appointing and or dismissing committee chairpersons. He or she shall sign all contracts, and other instruments in the name of KCRC. Additionally, the President is authorized by the Board of Directors to perform other acts incident to their office under the direction of the Board of Directors. Furthermore, the President shall perform the duties of assigned committee chair(s).

Section 2. Voting: The President shall only vote on matters when needed to break a tie, unless he or she relinquishes the chair prior to the vote taking place. In which case, the Vice President shall chair the remainder of that motion and not be allowed to vote on that matter unless as a tie breaker.

Section 3. Committees: The President shall appoint an election committee not later than sixty days prior to the annual meeting, with the election committee presenting a slate of nominees for the November election to the Board of Directors for construction of the annual ballot. The committee shall consist of at least five members, not directors and not seeking office

Section 4. Absence: In the absence or disability of the President, the Vice President shall exercise all functions of the President as authorized by the Board of Directors.

Section 5. Vice President: The Vice President shall, in the absence of the President, assume all duties and functions of the office of President and will also perform all the duties of assigned committee(s) they chair(s). The Vice President shall be permitted to vote on all matters at all meetings of KCRC.

Section 6. Secretary: The Secretary shall keep minutes of all meetings, shall have charge of the KCRC seal and affix the same to all written instruments as authorized. The Secretary shall maintain and have custody of all approved member applications, and keep a record of names and addresses of each member with their current status. The Secretary shall provide proper notice to all voting members of any special meeting, annual renewal notices, preside over grievance proceedings, maintain KCRC official calendar, perform the duties of assigned committee(s) they chair. and maintain all such records for the period of time indicated by the laws of the State of Colorado regarding not for profit organizations. The Secretary shall be permitted to vote on all matters at all meetings of KCRC.

Section 7. Treasurer: The Treasurer shall be the custodian of all funds under the control of KCRC, and he or she shall only disburse money from funds via check which shall have a countersignature by at least one other officer, maintaining two person integrity regarding disbursement of monies from KCRC accounts. He or she shall also perform the duties of assigned committee(s) they chair. The Treasurer shall be permitted to vote on all matters at all meetings of KCRC.

Section 8. Members at Large: MAL serve on the Board of Directors as representatives of the general membership, and are permitted to vote on actions brought to the Board of Directors. In addition, each of the four MAL will serve on committee(s) they chair.

ARTICLE VI – Grievance Procedures

Section 1. Committee: All complaints of misconduct or any other charges against any member shall be made in writing, and sent via U.S. Mail Certified Return Receipt to the Secretary. All allegations shall include specific statements of fact regarding the alleged offense.

- a. The Secretary shall provide notice to all parties accused via U.S. Mail Certified Return Receipt of the alleged violations within seven days of receiving the grievance.
- b. A grievance committee shall be formed consisting of seven members, with the subject of the grievance being held in confidence, upon the Secretary sending notice to voting members within seven days of receiving the grievance. The seven members that will serve on the committee will be selected on a first to respond basis, with the Secretary presiding as chairman with no voting privileges on the committee. The Secretary will be responsible for performing all duties surrounding a grievance hearing.
- c. The charged party shall have fourteen days to respond to the Secretary addressing the allegations, allowing the party fair notice of stated accusations. After the passing of the fourteen days, both parties involved with the grievance will be provided notice from the Secretary via U.S. Mail certified Return Receipt indicating the time and place of the convening hearing.
- d. Both parties shall be permitted to excuse one member of the committee, for cause. Should the accused fail to or refuse to appear before the hearing or engages in conduct designed to disrupt the hearing, the grievance shall be decided upon in abstention. Should the charging party fail to or refuse to appear before the hearing the accusations shall be dismissed.
- e. All parties present will present their testimony to the hearing committee. Parties shall also be permitted representation by another member only; no legal council is permitted unless a member. Recording devices will be permitted for use during the hearing.
- f. After all information has been presented to the committee; the committee will conclude the open portion of the hearing and retire to executive session. A decision will be rendered by simple majority vote based on the facts presented. The decision will be written and contain the signatures of all committee members and provided to both parties via U.S. Mail certified Return Receipt within seven days upon conclusion of the hearing.
- g. The written decision shall contain the date of hearing, violation presented, findings of the committee, recommended corrective action, and reasonable time line to correct violations if the party is found guilty. Decisions of the grievance committee will be final

and binding, further action by either party may be made by appealing to the local court of competent jurisdiction.

h. All documentation relating to the grievance shall be forwarded to the Board of Directors and kept on file for future reference. If the charges are ruled to be well founded, and upon unanimous vote of the Board of Directors, the accused may be suspended or expelled from KCRC as the case may be.

ARTICLE VII – Committees

Section 1. Other Committees: The Board of Directors shall have the power to appoint other committees as necessary to further the purpose of KCRC. Any committee created for a period that will exceed two months shall have a mission statement, and rules/guidelines of their duties for the Board of Directors to oversee the committee.

Section 2. Oversight: All committees shall operate under the direction and oversight of the Board of Directors, and any committee that will incur expenses associated with their operation shall present an annual budget to the Board of Directors for approval.

ARTICLE VIII – Disposition of KCRC Funds

Section 1. Funds: The Board of Directors shall, upon majority vote of the voting members, at any annual or special meeting have the power to grant, give, dispose of any profits earned or acquired by the corporation over and above expenses to such charitable organizations as the Board of Directors shall designate, with the exception of restricted funds described in section 2.

Section 2. Restricted Funds: Monies received from lifetime memberships, and other monies specified as restricted shall be placed in a separate interest earning account, the principal amount of which shall never be withdrawn. Interest money earned from restricted funds shall be removed monthly or annually, as required, for payment of property taxes and utility fees. Any surplus interest money may then be utilized for the sole and expressed purpose of capital improvement costs for real property boundaries. Interest earned from the restricted funds shall not be used for any other purpose except as specified in the aforementioned.

ARTICLE IX – Amendments

Section 1. Amendments: These By Laws may be amended, altered, or revised in whole or part, in which a majority of the Board of Directors voted in favor of such previously at a Board of Directors meeting. Upon board approval, these changes shall be read at a regular or special meeting of the voting members. On or about thirty days after the initial reading a vote for acceptance shall take place during a regular or special meeting of the voting members, who shall be present to cast his or her vote. If performed by special meeting, all requirements for notification of a special meeting shall apply.

ARTICLE X – Dissolution

Section 1. Dissolution: Upon dissolution of KCRC, the Board of Directors shall after making payment or provisions for payment of all liabilities of KCRC shall dispose of the residual assets exclusively for exempt purposes to one or more organizations which themselves are organized as non profit. Any such assets not so disposed of shall be disposed of by the superior court of the county in which the principal office is then located.

Article XI – Indemnification

Section 1. Indemnification: The corporation shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an officer, director, or employee of the corporation against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the corporation; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of directors who are not at that time parties to the proceeding.

a. The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this Article shall be in addition to and not exclusive of all other rights to which any person may be entitled.

b. No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified person under this Article shall apply to such person with respect to those acts or omissions which occurred at any time prior to such amendment or repeal, unless such amendment or repeal was voted by or was made with the written consent of such indemnified person.

c. This Article constitutes a contract between the corporation and the indemnified officers, directors, and employees. No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified officer, director, or employee under this Article shall apply to such officer, director, or employee with respect to those acts or omissions which occurred at any time prior to such amendment or repeal.

Board of Director & Officer Approval Signatures

President Loren Lanckriet

Vice President Robert Willis

Secretary Jim Creek

Treasurer Michelle Moeller

MAL Ross Isaacson

MAL Ginna Sanders

MAL Joanne Creek

MAL Steve Stiltner

Amended 1991

Amended 1992 (Article III Par 1 & 2 the word February replaced with the word November).

Amended 1995 (Article VII Par 1) (Article X added)

Amended 1997 (Article I changed (Fiscal year added))

Amended 2007 Articles (1-2; 1-3; 2-2; 3-1; 3-2; 3-3; 4-1; 4-3; 4-4; 5-1; 5-2; 5-3; 5-4; 5-5; 6-1; 6-2; 9-1)

Revised 2012

Amended 2013 Articles (2-1; 2-2; 2-4a; 2-5; 2-7; 2-10; 4-1a; 4-3; 4-4; 5-3; 11-end dates)

Amended 2014 Articles (2-section 6)

Documents for Reference.

Membership Welcome Letter

Member in good standing, or code of conduct.

Membership List

Gymkhana rules

Tail rules

Volunteer tracking reports

Club History.

