

ARTICLE I

NAME

The name of this organization shall be the Central Virginia Combined Training Association, hereinafter referred to as the "Association." Combined Training is an equestrian sport focused on training the horse and rider combination to present themselves in a natural and harmonious manner during the performance of their sport. The official abbreviation of the Association shall be "CVACTA."

ARTICLE II

PRINCIPAL OFFICE AND REGISTERED AGENT

- Section 1. **Principal Office.** The principal office of the Association shall be in the Commonwealth of Virginia at the residence of the President of the Association.
- Section 2. **Registered Agent.** The Association shall have and continuously maintain in service a registered agent in the Commonwealth of Virginia, who shall be the President of the Association if the President is a resident of the Commonwealth of Virginia. If the President is not a resident of the Commonwealth of Virginia, the Registered Agent shall be the next successive Elected Officer in the Association who is a resident of the Commonwealth of Virginia.

ARTICLE III

Section 1. **Purpose.**

- A. The purpose of the Association is to promote and encourage a high standard of accomplishment of horsemanship and sportsmanship in combined training, throughout the Central Virginia area, primarily through educational programs.
 - i. Provide education on a full spectrum of equine related topics. Such topics would include: proper feeding and additional nutrition needs of competitive horses as well as mare care and the needs of foals and young horses; recognizing and treating injuries; emergency care for injured horses and riders; proper inoculation for horses in competition and for young horses and mares; general horsemanship; poison prevention; pasture care including field rotation, conservation, seeding and fertilization; conditioning horses for competition coming off layoffs, starting young horses, or for changing competitive fields; foaling issues; conditioning of riders; insurance issues related to showing, owning, boarding, and other equine activities; legal issues related to horses; financial and legal issues related to sales, boarding, training, breeding, showing, running equine competitions and events; shoeing and hoof care; general safety issues related to horses; safe

trailer and trailer maintenance, and other horse related issues that may concern members.

- ii. The Association would provide educational opportunities to members of the Association to further their training in order to help such members compete in regional, National, and International eventing competitions for Amateur Riders.
- iii. The Association would also interact with the greater community to explain horse related issues that concern the public such as land preservation, the benefits of horse activities to the community such as encouraging better health and physical fitness because of the physical activity related to horse sports and horse care; help the greater community get involved with horses if desired so as to improve physical activity and fitness, learn group interaction skills from training and showing, and fostering good sportsmanship.

B. The Association is NOT formed for the purpose of political activity or lobbying.

Section 2. **Objectives.**

- A. To improve the general understanding of equestrian organizations by conducting competitions, events, educational clinics, forums, and seminars, and to promote these and other activities to affect this goal.

- B. To assist and cooperate with local and regional equestrian organizations in matters of common concern.

- C. To facilitate communication and coordination between organizers and competitors.

- D. To provide all members the opportunity to actively participate in matters of policy management and activities of CVACTA.

Section 3. Mission Statement.

To provide a supportive environment for riders to learn the skills necessary to become safe, competent, and successful riders in the combined training disciplines and to be good custodians of their equines.

ARTICLE IV

MEMBERSHIP

Section 1. Membership in the Association will be open to everyone with no regard to race, color, creed, sex, or sexual orientation, who are interested in combined training, apply for membership in the Association, and pay the requisite annual membership fee.

Section 2. The Board shall determine the annual dues rate. The membership period shall run for one year. Membership is based on the calendar year, effective January 1 to December 31.

ARTICLE V

BOARD OF DIRECTORS

Section 1. The Officers of the Association shall constitute the Board of Directors of the Association and the Officers shall consist of the following positions: President, Vice President, Secretary, Treasurer, Membership Coordinator, Marketing Coordinator, and Scores Coordinator.

Section 2. The Board of Directors shall be elected by a simple majority, i.e., more than one-half (1/2) of the general membership who vote during the election process in December of each year. The winners of the election shall assume their office at the January Board meeting held in the calendar year following the December balloting.

ARTICLE VI

DUTIES OF THE ASSOCIATION OFFICERS AND DIRECTORS

Section 1. No Officer of the Association shall serve more than two (2) consecutive terms in the same Officer position. The duties of the Officers of the Association shall be as follows:

A. President. The President shall be the chief executive officer of the Association and shall preside at all meetings of the Association unless absent, wherein the next officer in succession shall preside. The President shall communicate to the Association such matters that, in her/his opinion, tend to promote the welfare and increase the usefulness, goals, and productivity of the Association. The President shall have signatory power on the Association's checking account in addition to the signatory power of the Treasurer to allow funds to be managed in the event of the unavailability of the Treasurer to perform such duties. The President shall also be the keeper of all papers and records of the Association, other than those defined as being kept by the Treasurer of the Association.

B. Vice President. The Vice President, in the absence of the President, or due to her/his inability from any cause to act, shall perform the duties of the President. The Vice President shall be responsible for securing meeting locations and for arranging all meeting speakers and presenters in consultation with the members of the Board.

C. Secretary. The Secretary shall keep accurate records of all meetings of the Association and of the Officers; shall conduct all correspondence not performed by the President or Vice President, and carry into execution all orders, votes, and resolutions, not otherwise committed. The Secretary (or their appointed designee) will present the minutes to the Board or Association respectively to be accepted in the month following the meeting. The minutes, once accepted, shall be posted on the Association's web site or published in the Association's newsletter and copies of all the minutes shall be maintained by the Secretary for future reference by the Board or Association members.

D. Treasurer. The Treasurer shall keep and maintain a complete and accurate accounting of the funds received from all sources by the Association and of all disbursements made of Association funds. The Treasurer shall have the primary signatory authority for the checking account(s) maintained by the Association. The Treasurer shall make a report of all business of the Office for approval at the general Association meetings. The records maintained by the Treasurer are available for review by Association members upon request. Such review shall be done in the presence of one of the Association officers. A written year-end financial summary should be presented to the Board of Directors for review prior to the report to the Association membership, at least thirty (30) days prior to the Annual Meeting.

E. Membership Coordinator. The Membership Coordinator shall maintain a current up-to-date membership roster including the name; address; email address; telephone listing - home and cell; membership number; volunteer positions a member is willing to perform; and shall promptly issue membership cards to the members upon receipt of their application and membership fee. Any membership fees received by the Membership Coordinator shall be turned over to the Treasurer at each board meeting or be mailed to the Treasurer or deposited in the Association bank account.

F. Marketing Coordinator. The Marketing Coordinator shall assist the individual events managers with fundraising efforts and securing prizes for events for year-end awards from Association sponsors.

G. Scores Coordinator. The Scores Coordinator shall track and report on year-end awards, coordinate the year-end awards banquet, and obtain year-end award trophies and ribbons from sponsors or Association funds upon approval of the Board. Scores are defined to include points from accepted events and volunteer hours as established yearly by the Board.

Section 2. **The makeup, duties, and responsibilities of the Board of Directors of the Association shall be as follows:**

- A. The Board of Directors shall consist of the Officers of the Association.
- B. The Board of Directors shall act as the governing and policy making body of the CVACTA and shall vote on all issues that come before the Board. The Board of Directors shall propose changes to the Bylaws as it deems necessary to improve the operations of the Association or to comply with changes in the laws of the Commonwealth of Virginia. The Board shall have the authority to appoint Association members to positions not enumerated in the Bylaws for the operation of the Association.
- C. At all meetings of the Board, at least two-third (2/3) of the voting members of the current Board of Directors, rounding this figure down to whole where necessary, shall constitute a quorum. Voting requires a simple majority by the quorum for passage of any matter.
- D. The Board will seek non-Board member volunteers from the general membership of the Association and appoint a Nominating Committee of a minimum of two (2) members from that group of volunteers. The Nominating Committee will be responsible for the nomination of candidates to the Board of Directors/Officer positions. The nominating Committee will request nominations from the general membership at the October meeting or by e-mail if there is no October meeting held.

E. The Board shall safeguard the securities, properties, and assets of the Association.

F. The Board shall have a periodic internal audit of the books of the Association performed, which will be reported to the membership upon completion. The frequency of the audit shall be determined by the Board. This audit may be conducted by a Board member other than the Treasurer or President, by a general member of the Association or, if requested by the membership, by a non-member of the Association who is qualified to perform a financial audit. The Board shall determine who will perform the audit, and inform the members of the Association. If a Board member is selected to perform the audit, a majority of the general membership at any general Association meeting shall have the right to request that an audit be performed by a general member in lieu of or in addition to the audit by the Board member or may request that a qualified non-member perform the audit, but if a non-member auditor performs the audit, the general membership must also vote to approve payment of that non-member auditor.

G. The President shall ensure that liability insurance is obtained for the Association and its activities. The President shall serve as the liaison between the Association and any insurer.

H. The Board of Directors will act as the governing and policy making body of the CVACTA and shall vote on all issues that come before the Board. The Board may establish educational programs, scholarships, or grants upon a vote of approval by two-thirds of

the Board. Any rules or qualifications for such programs, scholarships, or grants shall be drafted and approved by a simple majority of the Board and shall be published at least once annually in the newsletter. Also, the rules and/or qualifications will be available on the Association's web site.

I. The Board is authorized to approve expenditures for shows run by the Association of up to \$1,200 per show for all costs of the show without prior approval by the Association's general membership. Further, the Board is authorized to spend up to \$1,500 per year of Association funds for administrative expenses required to obtain licenses, make filings, or obtain permits from agencies of the Commonwealth of Virginia or federal agencies such as the Internal Revenue Service and to pay taxes owed by the Association. Any other expenditure in excess of two hundred and fifty dollars (\$250) must be presented to the general membership of the Association at a general membership meeting whereupon such decision/expenditure may be approved by a simple majority vote of the members present at such meeting.

J. Members of the Board are required to attend a minimum of three (3) Board meetings per year of service. Board meetings are called by the President with notification posted on the website at least thirty (30) days prior to the date of such meeting. The President may establish as many Board meetings as deemed necessary with proper notice; however four (4) meetings per year are required.

- K. The Board shall receive no compensation for its services as Officers/Directors, nor shall they be reimbursed for expenses incurred due to attendance at Board meetings.
- L. The Board shall call all membership meetings and shall determine the frequency of these meetings. However, there shall be a minimum of four (4) general membership meetings each year.
- M. The Vice President shall be responsible for establishing committees, if such be determined necessary by the Board, to develop the educational as well as competitive programs of CVACTA.
- N. The Secretary shall keep a record of the Board's meetings and publish the Board minutes on the Association's web site or in its newsletter, and shall report at any general meeting any matters, which in the Board's judgment, require the action of the members or are deemed to be of interest to the members.
- O. The Board shall consider and vote upon persons submitted for Honorary Membership in the Association.

Section 3. **Election Procedures.**

- A. The Nominating Committee of the CVACTA will be responsible for the preparation of a notice of the nominees selected by the Nominating Committee which shall be present to the current Board of Directors. All names of the nominees for the

Board of Directors election will be made public thirty (30) days before the election.

B. The nominees for the Board election will be published on the CVACTA website.

C. An election of the members of the CVACTA Board of Directors will be held on the second Thursday in December of each year. Absentee ballots will be available on the website and must be RECEIVED by election day by the Nominating Committee. Such ballots can be emailed or mailed to the Nominating Committee.

D. Candidates shall be elected into office by means of a simple majority of the membership at large.

Section 4. **Removal.**

The Board of Directors may remove from office any Director/Officer whose actions are judged to be detrimental to the best interests of CVACTA, or who fails to attend Board meetings. Removal of a Director/Officer requires unanimous vote of the total Board Membership. Such removal shall not prejudice her/his rights as a member of CVACTA.

Section 5. **Vacancy.**

A. In the event a vacancy should occur among the Officers, a majority vote of the Board shall appoint a member in good

standing to temporarily fill this position until a special election may be held at the next Board of Directors meeting.

B. All records held by an Officer/Board Member who has left their office must be turned over to the President within ten (10) days should the vacancy occur due to removal, resignation, or otherwise of such Officer/Board Member.

ARTICLE VII

COMMITTEES

Section 1. Appointment and Responsibilities.

The Board shall appoint all Committees and working groups as may be required by the Bylaws or as may be deemed necessary by the Board. Committees and working groups shall report to the Board directly.

Assignment of responsibilities to Committees established that are not specified in the Bylaws shall be written and approved by the Board of Directors. Each committee will appoint a chairperson who is responsible for reporting to the Board.

Section 2. Suggested Committees.

The Board is not required to establish any of the suggested committees other than the Nominating Committee. To the extent that the suggested non-mandatory committees are established, their duties and responsibilities are set forth below.

A. Nominating Committee: A Nominating Committee shall consist of two (2) Association members. The President may not serve on this committee in any capacity. This Committee shall canvas members and obtain nominees for the annual Officer/Board elections as specified above.

B. Education Committee: Plans and coordinates the various activities including but not limited to: educational workshops and seminars, riding and instructor clinics, technical delegate training programs, judge's training seminars, etc. for the purpose of improving the knowledge and skills of riders and horses in combined training techniques.

C. Competition Committee: Represents CVACTA in scheduling recognized and/or approved competitive activities. Recognition and/or approval of any Association competitions shall be granted by the Competitor Committee Chairperson/Event Coordinator according to the established current standing rules. The Competition Committee shall solicit and appoint competition managers for each competition and the manager shall interact with the Event Coordinator to assure that the managers conduct the competition in accord with the Association's rules, are able to obtain the supplies, financial payments, and volunteer support from the Association necessary to conduct the competition, and to

coordinate the scheduling of the competitions with other like competitions in the region to avoid, to the extent possible, multiple activities on the same competition date. All competitions must adhere to rules of competition, as set by the United States Eventing Association.

D. Bylaws Committee: Shall prepare and present any suggested changes in Bylaws to the Board. Any individual member of the Board may determine to present such change, addition, or deletion to the membership-at-large for a vote.

Section 3. **Temporary Committees.**

A. The Board may, at its discretion or at the request of general Association members, appoint committees for specific duties as deemed necessary.

B. The Chairperson and/or any member of a given committee may be removed by a unanimous vote of the members of the Board of Directors.

ARTICLE VIII

GENERAL MANAGEMENT

Section 1. **Absentee Voting by the Board.**

Members of the Board of Directors may vote on any motions before the Board by email or in paper form prior to a Board meeting if the Board member cannot be present at a Board Meeting. The email or letter must be sent to President and the Secretary prior to the meeting and be available for Board perusal if requested. The vote must bear the signature of the Board member if in letter form.

Section 2. **General Membership Voting.**

Voting of the general membership shall be determined by a simple majority of those members present at the time vote is taken.

Section 3. **Contracts.**

No contracts may be entered into without the approval and knowledge of the Board. If any contract is signed by any member of CVACTA without the President's written approval, the said contract shall become the personal liability of the individual signing such contract. All contracts entered into by an authorized agent of the President must contain a clause stating that a copy of the authorization of the President is attached to the contract.

Section 4. **United States Eventing Association (USEA) representation.**

The Board of Directors may appoint individual member(s) as the CVACTA delegate(s) to the USEA annual meetings. This member should be knowledgeable of CVACTA and USEA Bylaws, management, etc.

ARTICLE IX

AMENDMENTS TO BYLAWS AND STANDING RULES

- Section 1. The Bylaws of the CVACTA may be amended according to the requirements of the Code of Virginia. Purely administrative changes to the by-laws shall not require a vote by the General Membership. Such administrative changes shall be approved by a majority vote of the Board. Administrative changes mean correcting typos, revisions to reflect changes in the laws of the Commonwealth of Virginia relating to Virginia Corporations, and similar minor modifications.
- Section 2. Changes can be proposed at a general membership meeting by members of the Association and if the proposed changes are approved by the members at the meeting, the Board shall direct a Board member or committee of board members to draft a proposed change to the bylaws. The proposed draft changes to the bylaws shall be circulated to the membership of the Association at least 30 days before a general meeting of the Association by email for those members that have email service and by postal service to those members without email service. The proposed changes shall be voted upon at the next general meeting of the Association held after the 30-day period noted above has expired. If the proposed changes are approved by two thirds of the members present the bylaw changes shall be approved.
- Section 3. Alternately, the Board of Directors can propose bylaw changes at a Board of Directors meeting and direct that a Board Member or Committee of Board Members draft the proposed changes. The proposed draft changes to the bylaws shall be circulated to the membership of the Association at

least 30 days before a general meeting of the Association by email for those members that have email service and by postal service to those members without email service. The proposed changes shall be voted upon at the next general meeting of the Association held after the 30-day period noted above has expired. If the proposed changes are approved by two thirds of the members present the bylaw changes shall be approved.

ARTICLE X

DISSOLUTION

CVACTA may be dissolved as provided by law. Upon such dissolution, CVACTA assets shall be given exclusively to an equestrian organization with tax exempt status to be determined by a vote of the general membership.

ARTICLE XI

AWARDS

Section 1. Award Levels

A. CVACTA shall present annual awards to members in good standing in the prior membership year. (Example - awards presented in 2012 are to members in good standing in membership year 2011.) Show participants must become members of the Association on the date of or prior to the date of any show they desire to have included in their standings for the annual awards program in order to have those scores count towards the annual awards. Any changes to the rules and qualifications for the annual awards for a given year shall be approved by the Board no later than January 31 of that year if changes are to be implemented, and the current rules shall be submitted to the membership at least once a annually and be available on the chapters website.

B. CVACTA shall offer year end championship ribbons through sixth place for: Introductory; Cross Rails division; Advanced Green: 2' division; Beginner Novice; Novice; Training; Preliminary; and Intermediate divisions.

Section 2. **System to determine award recipients.**

All requirements for qualifying for and the earning of the annual awards shall be published at least annually in the Association's newsletter and shall be posted on the Association's web site.

Section 3. **Association Sponsored Events**

CLINICS. All clinics offered by the Association must be approved by the Board and notice of such clinic published either in the newsletter or on the CVACTA website at least fourteen (14) days in advance of the clinic.

USEA LICENSED SHOWS. All recognized shows offered by the Association must be approved by the Board and presented to the general membership for approval.

SCHOOLING SHOWS. All schooling shows offered by the Association must be approved by the Board and presented to the general membership of the Association for approval. Notice of a show must be published either in the newsletter or on the CVACTA website at least fourteen (14) days in advance of the show.

ARTICLE XII

NEWSLETTER

The Association shall publish a newsletter to inform members of the activities of the Association and other related equine groups, to provide educational articles to the membership, and any other equine related information that may be of interest to the members. The newsletter will be prepared by a Newsletter Editor who shall be responsible for the information gathering, publishing, and mailing or posting to the Internet web site of the Chapter Newsletter.

ARTICLE XIII

MEETINGS

Section 1. The Association shall hold a minimum of four (4) meetings per year. Any of these meetings may be cancelled and rescheduled by the President in the event of inclement weather or other situations deemed to be an emergency by the President. An appropriate meeting place shall be determined by the Board and the place and time of each meeting shall be announced in the newsletter a minimum of one (1) week prior to the scheduled meeting.

Section 2. At least four (4) of the meetings defined in Article XIII, Section 1 shall be General Membership meetings. These meetings have a dual purpose: (1) to offer member activities to enhance their knowledge of Combined Training and of general horsemanship; and (2) to plan and coordinate Association sponsored events. The Board shall also hold a minimum of four (4) separate Board Meetings to conduct the business of the Board of Directors that can be scheduled on the same day as the general membership meetings or on a different date at the discretion of the Board.

PUBLICATION RECORD

Revision

Number	Date	Details
1.0	2009	Initial bylaws published
2.0	0x/xx/2011	

Added Article II and renumbered other articles to reflect this addition. Article II states the location of the principal office and registered agent requirement under the law.

Article IV Section 1 changed dues to fee to make wording consistent in the bylaws.

Article V Section 1 added language to clarify meaning and eliminated the Events Coordinator position from the Board.

Article V Section 2 rewrote the ballot requirement to a simple vote.

Article VI - Added Directors to title of section to make clearer the contents of the Article. Added language to Section 1 lead paragraph to limit Officers to no more than 2 consecutive terms.

Section 2 paragraph A – deleted the last sentence since this language is now in the lead paragraph of this section.

Section 2 paragraph B – added language to make clear that one of the functions of the Board is to propose needed changes to the Bylaws of the Association.

Section 2 paragraph D – clarified who is to comprise the nominating committee.

Combined Section 4 with section 2 since both deal with the duties and responsibilities of the Association. Renumbered remaining sections.

Section 2 paragraph F – Added language as to who shall do the audits of the Association and how one can be requested by general members.

Section 2 paragraph G - Added language that the insurance to be carried is liability insurance.

Section 2 paragraph H – Clarifies that the Board may establish educational, programs, scholarships and grants, and removed language limiting Board Expenditure preapproval to \$60.

Section 2 paragraph I – Amended the language regarding the money the Board is authorized to approve for expenditure without preapproval from the general membership. Any other expenditures not specifically mentioned in this article above \$250 must be approved by the general membership.

Section 2 paragraph J– added that the meetings requirements are per year not per quarter.

Section 2 paragraph L– clarified that this paragraph is referring to general membership meetings.

Section 2 – Added paragraphs N and O to require the Board to keep a record of its meetings publish the minutes of the meetings, report to the general membership items that the Board believes must be acted on by the general membership; and permits the Board the Authority to grant Honorary memberships in the Association.

Section 5 paragraph A – specifies that a majority vote by the Board is required to temporarily fill a vacancy of an Officer position.

Section 5 paragraph B – clarifies that records held by an Officer or Board member terminated or vacating their position must be returned to the President within 10 days of leaving the position.

Article VII Section 1 – minor clarifications added regarding Board responsibility for establishing committees, and correcting grammar errors.

Section 2 – Clarifies that the establishment of any committee other than the Nominating committee is not mandatory.

Section 2 paragraph A – clarifies the makeup of the Nominating committee and powers of the Committee to obtain Officer and Board nominations.

Section 2 paragraph B – makes clearer the responsibilities of the Competition Committee and makes the committee chair the Events Coordinator.

Section 2 paragraph D – removes language about Bylaw modifications that are dealt with in another part of the Bylaws.

Section 3 – clarifies that the general membership may request establishment of special committees.

Article VIII Section 1 – This clarifies that Board members can vote on motions before the Board by email or letter if they cannot attend a Board meeting.

Section 3 – clarifies that if a contract is signed on behalf of the Association without written consent of the President, that contract is the personal liability of the contract signer and not the Association. Also requires that all contracts other than those signed by the President of the Association must include a clause stating that a copy of the written authorization of the President to sign the contract is attached to the contract.

Article IX – Complete rewrite of the Amendments of the Bylaws Article.

Article XI Section 1 – Clarified who is eligible for awards, when members must become members to receive year end awards, and when Award rules must be changed for a given award year.

Section 2 – removed the rules for awards and replaced it with a statement that awards and volunteer rules shall be published and posted on the web site each year.

Rest of Bylaws – Cleaned up headings.