

BY-LAWS
OF
SAURATOWN TRAILS ASSOCIATION, INC.

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ARTICLE 1

Name and Object of Corporation

Section 1. Name. This corporation shall be known as the Sauratown Trails Association , Inc. , hereinafter called the Association.

Section 2. Objects. The objectives of the Association shall be: to promote trails for recreational uses on public and/or private lands, to preserve the natural beauty of these lands, and to establish, build and maintain these trails for equestrians and hikers.

Article II

Membership

Section 1. Incorporators. The membership of the Association shall consist of those persons who signed the Certificate of Incorporation as incorporators together with all persons who are hereafter received in or elected to membership as hereinafter provided.

Section 2. Applicants. ~~Persons may become members only after submitting an application ,attending two meetings and after favorable action by the Board of Directors of the Association. After due investigation and approval by the membership committee, the Board of Directors, at a meeting duly called, shall act upon the recommendation . All proceedings regarding election of members shall be strictly confidential.~~ **after submitting an application along with payment of dues. New members will be able to cast a vote after 6 months of paid membership.**

Section 3. Types of membership. There shall be the following types of membership:

Individual, 18 years of age or older, one vote **after 6 months** ~~for~~ **for a new membership**, \$15 dues annually.

Family, Two votes **after 6 months** ~~for~~ **for a new membership**, \$25 dues annually.

Associate, \$50 dues annually, does not hold office or vote, receives newsletter.

Section 4. Honorary Members. All Landowners are considered honorary members of the Association. They will pay no dues, carry no vote, hold no office, and be welcome at all functions.

Article III

Government

Section 1. Board of Directors. The general management and day to day operation of the Association shall be vested in the Board of Directors, consisting of ~~nine to ten~~ **eight to nine** members including the elected officers, the immediate past president, and three elected directors. A fourth director may be elected in the event the immediate past president is currently holding another office.

Section 2. Officers. The officers of the Association shall consist of a President, Vice President, a Secretary, a Treasurer, **and a Treasurer of Grant Monies (if this position is needed)** ~~and a Liaison/Communications Officer.~~

Section 3. President as committee member. The President shall be a member, ex officio, of all committees.

Article IV

Meetings

Section 1. Annual meeting of members. The annual meeting of members of the Association shall be held on the third Thursday of November of each year, if there is no conflict with the Thanksgiving holiday. If so, the meeting will be rescheduled ~~to the second or fourth Thursday~~ **within 7 days prior or 7 days after to accommodate.** Notice of the time and place of the meeting shall be ~~mailed~~ **communicated** to each member at least ten days prior to the meeting date.

Section 2. Monthly meetings of members. Monthly meetings of members shall be held on the third Thursday of each month. Special meetings may be called by the President or secretary upon written request by five members. **Monthly meetings may be rescheduled 7 days prior or 7 days after scheduled date if deemed necessary.**

Section 3. Quorum for members' meeting. A quorum shall consist of two-thirds of the members present at the meeting.

Section 4. Order of business. At all meetings of the Association, the order of business shall be as follows:

~~Reading of minutes of immediate prior meeting for information and approval.~~

Approval of prior meeting minutes.

Reports of officers.

Reports of committees.

Unfinished business.

New business.

Section 5. Meetings of Board. Meetings of the Board of Directors shall be **at a minimum of 2 per year.** **Additional meetings of the Board of Directors may be** called by the President on his/her initiative whenever in his/her judgment it may be deemed necessary, or by the secretary upon request of any two members of

the Board of Directors. Board meetings may be rescheduled 7 days prior or 7 days after scheduled date if deemed necessary.

Section 6. Quorum for Board meeting. A majority of the Board of Directors present shall constitute a quorum.

Article V

Election of Directors and Officers

Section 1. Election of Directors/Officers. The directors/officers of the Association shall be elected at the annual meeting. Each member in good standing shall be entitled to one vote for each director/officer to be elected and the candidate receiving a majority of the votes cast shall be declared elected. In order to be eligible to hold a director/officer position, the candidate must be a paid member for 12 months prior and have attended 4 or more general membership monthly meetings with in the current calendar year unless otherwise approved by a majority vote of the Board of Directors.

Section 2. Terms of Directors. The directors shall be elected to terms as follows: one year, two years, three years. If a director misses three consecutive meetings that director/officer is automatically expelled from the Board position may be deemed vacated by the Board of Directors if necessary and filled according to Article VI. In the event a fourth director needs to be elected, that director shall serve a one year term.

Article VI

Vacancies in Office

If a vacancy occurs among the officers or in the Board of Directors, the vacancy shall be filled for the unexpired term by the Board of Directors.

Article VII

Duties of Officers

Section 1. President The President shall preside at all meetings of the Association and of the Board of Directors and shall appoint such committees as he/she or the Association shall consider expedient or necessary. The President is authorized to spend up to \$100 in one thirty day period for the day to day operation of the Association, provided those funds are available and not designated. The Board of Directors must approve expenditures over \$100.

Section 2. Vice President. In the absence of the President, the Vice President shall perform his/her duties, and, in the absence of both President and Vice President, the Treasurer shall preside and assume the duties of President. The Vice President shall serve as chairperson of the nominating committee.

Section 3. Secretary. The Secretary shall keep the minutes of all meetings of the Association and of the Board of Directors, and shall, if requested, read such minutes at the close of each meeting for approval; and perform such other duties as may be required by the By-Laws, President, or Board of Directors.

Section 4. Treasurer. The Treasurer shall have charge of all receipts, applications, and moneys of the Association, deposit them in the name of the Association in a bank approved by the Board of Directors, and disburse funds as ordered or authorized by the Board of Directors. He/she shall keep regular accounts of receipts and disbursements, submit those records when requested, and give an itemized statement at regular meetings of the Association. He/she shall sign checks and withdrawal slips in the name of the Association. The President shall also sign the bank account signature card. The Treasurer is authorized to spend up to \$25 on flowers in the event of the death of a Landowner or a member of the immediate family of a Landowner.

Section 5. State Treasurer. The State Treasurer shall manage, disburse, and keep record of all Grant monies should the Association receive any. These funds will be kept in a separate bank account other than Association funds.

~~Section 6. Liaison / Communications Officer: The Liaison / Communications Officer shall coordinate with other state and local equine organizations to keep the membership informed of developments affecting the Association. He/she shall mail out all notices for meetings of the Association or the Board of Directors, and shall publish and mail the Association Newsletter to all members prior to the meeting each month.~~

Section 7. 6. Execution of Instruments. The President and the Secretary or Treasurer shall, on being so directed by the board, sign all leases, contracts, or other instruments in writing.

Article VIII

Duties and Powers of the Board of Directors

Section 1. Management of the Association. The Board of Directors shall have general charge and management of the affairs, including rules of conduct, funds, and property of the Association. The Board has the authority to designate persons who may purchase or have equipment repaired. The Board is hereby authorized to spend up to \$500 from either Treasury provided those funds are available and not designated, without going to the membership. It may contract for the lease or purchase in the name of the Association trail rights, properties, or facilities for the use of the members. The Board shall have full power, and it shall be the Board's duty to carry out the purposes of the Association according to its Articles of Incorporation and By-Laws; to determine whether the conduct of any member is detrimental to the welfare of the Association; and to fix the penalty for such misconduct or any violation of the By-Laws or Rules. **The Board may conduct business it deems appropriate during any announced membership meeting or Board meeting, provided a quorum of the Board of Directors is present.**

Section 2. Appointment of Committees. The Board of Directors may appoint such committees as it deems necessary. The chairperson of each committee shall request funds for that committee.

Section 3. Authority to Impose Liability on Members. The Board of Directors may impose liability or levy any assessment upon a member for any unauthorized debts incurred against the Association , if necessary.

Section 4. Place of Directors Meetings. The meetings of the Directors may be held in any agreed upon place in the State of North Carolina

Article IX.

Compensation of Directors and Officers

Neither the officers, directors, nor members serving on committees shall receive any salary or compensation for services rendered to the Association.

Article X

Application Fees and Dues

Section 1. Annual Dues. The annual dues of members for each calendar year commencing with ~~1997~~ 2015, shall be \$15 for an individual member and \$25 for Family memberships. Associate memberships will be \$50 annually. Application for membership must be accompanied by the first year's dues. ~~In the event the applicant is not accepted, the first year's dues will be returned to him/her.~~ Persons joining in the last quarter of the year will have their dues carry over into the following year.

Section 2. Time for Payment of Dues. The annual dues shall be payable by all members on or before April 1 of each year and shall be paid to the Treasurer. Any member whose dues are unpaid ~~by July 1~~ on May 1 of the year shall cease to be a member until his/her dues are paid. **Any elected or appointed Officer or Director whose dues remain unpaid on May 1 of the year may be removed from the Board of Directors by the current board members if deemed necessary.**

Article XI

Rules and Regulations for Members and Guests

Section 1. Expulsion. Any member, while using the trails or other facilities managed by the Association may be expelled by a 2/3 vote of the entire Board of Directors , if his conduct is considered detrimental to the welfare of the Association. Such member shall be given due notice and an opportunity to be heard before any action is taken.

Section 2. Additional Rules and Regulations. The Board of Directors may establish and enforce any and all additional rules and regulations deemed necessary and advisable.

Section 3. NON-STA Events on Trail System. All non-STA event requests must be presented in person to the Board of Directors at no less than 60 days prior to the requested event date. Those requesting to host a non-STA event on the trail system must provide the following; proof of liability insurance, a detailed itinerary of events, a detailed safety plan, a detailed emergency response plan and a financial statement of all moneys, unless otherwise these items are deemed not required by the Board of Directors. A majority vote by the Board of Directors will be required to approve a non-STA event.

Article XII

Amendments

These By-Laws may be amended only by a majority vote of the membership present at a regular or special meeting of the Association, provided notice of the purport of proposed amendment has been stated in the call for the meeting.

~~January 22, 2004~~ **October 22, 2015.**

Board Members: ~~Larry Reeves, Linda Black,~~ **Steven Mierisch, Jeff Beckelhimer,** Beverly Duval, ~~Janet Lambright, Lynn Scholz,~~ Emily Grogan, **Tammy Barber, Marilyn Colvin, Bob Silcott, R.M. Collins, Moir Bennett,** and Tricia Hardy.