

**BY-LAWS OF THE  
SOUTHWIND DRESSAGE AND EVENTING ASSOCIATION, INC.  
“SWDEA”**

The name of this organization shall be SOUTHWIND DRESSAGE & EVENTING ASSOCIATION, INC. aka SWDEA.

**PURPOSE & MISSION STATEMENT**

The purpose and mission of the Southwind Dressage & Eventing Association, Inc. (SWDEA) shall be to promote activities and educational programs for adults and children directed toward a better understanding of the equestrian sports of dressage, eventing, show jumping, horsemanship and other riding disciplines that may lead them to pursue those activities at the highest levels of national and international competition.

**ARTICLE I MEMBERSHIP & DUES**

The general membership dues will be \$50 per individual for the year and will include membership in the local organization, SWDEA, and national organization, United States Dressage Federation (USDF). All general members are 18 years of age and older and hold voting rights. Junior members are under the age of 18 and do not hold voting rights.

There shall be one (1) sub-class of membership, which will be \$15 per individual for the year which will include a membership as a supporting member of the local organization, SWDEA, and the national organization, USDF. Each supporting membership shall be non-competing and must be attached to a general membership and will hold no voting rights, with the exception of non-competing SWDEA Board Members.

Annual dues will be applied to the membership year that coincides with the USDF membership year December 1<sup>st</sup> – November 30<sup>th</sup>.

Local organization dues will be established annually by majority vote of the SWDEA Board of Directors 30 days prior to the start of the USDF membership year.

**ARTICLE II - VOTING**

General members in good standing, 18 years of age and older, and supporting members in good standing who are also members of the SWDEA Board of Directors, shall be entitled to one vote each for the biannual election of SWDEA officers.

Voting may be either by mail ballot, e-mail, participation at a SWDEA Board of Directors meeting, SWDEA General Membership Meeting, or any combination of all three (3) as deemed appropriate by the SWDEA Board of Directors. The ballot may also be made available to the membership via the website. The accepted method(s) of voting in any election, or in any matters requiring SWDEA Board of Directors approval or general membership approval, the method of voting will be determined at the discretion of the President. All voting by any method other than in-person voting shall have a minimum voting period of 14 days.

### **ARTICLE III OFFICERS AND BOARD OF DIRECTORS**

The SWDEA Executive Board Officers shall consist of the President, Vice-president, Secretary, Treasurer, and Scorekeeper.

The SWDEA Board of Directors shall consist of six (6) General Board members and the five (5) Executive Board Officers.

A quorum shall consist of six (6) members for the purpose of voting. If any member holds more than one position on the board, each position shall be counted for purposes of establishing a quorum, but each person shall only cast one vote.

Each Executive Officer and General Board of Directors Member is elected for a term of two years. Elections of Officers and Directors shall be held at least 30 days prior to the beginning of the next two (2) year term. The two (2) year term shall run from December 1 to November 30. The nomination period for Officers and Directors shall open 30 days prior to the opening of the voting period for Officers and Directors for the next two (2) year term. An Executive Board Member, General Board Member or General SWDEA member, in good standing, may nominate themselves or any other member for any office with consent of the nominee. Notice that the nomination period is open, and the procedure and forms for making nominations, shall be available on the SWDEA website 30 days before the voting period begins. The votes will be tabulated by two (2) SWDEA members in good standing not being put forth for the new SWDEA Board of Directors who shall be selected by the current president, or mechanically/digitally tabulated.

### **ARTICLE IV DUTIES OF OFFICERS AND BOARD OF DIRECTORS**

#### **THE PRESIDENT:**

The President shall prepare agendas for the SWDEA Annual Meeting, all Executive Board meetings, and all full Board of Directors meetings, preside over all meetings, appoint all committee chairpersons, be ex-officio of all committees, and be an official representative of SWDEA at all public opportunities. The President may from time to time appoint a SWDEA Executive Board Member to represent the Association when the President is unavailable.

The President will address all correspondence of the Association; read communications at the Executive Board meetings.

The President will maintain the permanent meeting records of the Association and the Treasurer will maintain the financial records including, but not limited to, all the State and Federal Corporate and Tax records and filing; all records and filings associated with maintaining the Association's U.S.C. 501(c)3 status and Florida charitable organization and tax exempt status.

The President will notify all Board of Directors Members of meeting dates, lectures, and address other matters pertaining to meeting procedures via e-mail and by posting the same on the web site. The President will make every effort to give all Board of Directors members at least 15 days' notice, where practicable, recognizing that emergencies due occur.

The President and Scorekeeper will work with the other officers, within the allotted budget each year, to order show awards and awards for the year-end awards banquet.

#### **THE VICE-PRESIDENT:**

The Vice-President, in the absence of the President, shall exercise all the duties and functions of the President and be vested with all of the powers of the President.

The Vice-President shall also assist the President with any matters pertaining to meetings or other SWDEA functions hosted or attended by the organization.

#### **THE SECRETARY:**

The Secretary shall take and read the minutes of each meeting of the Association and the Board of Directors.

The Secretary may also be responsible for the SWDEA horse show entries, social media, and general membership communications at the direction of the President.

The Secretary will prepare any ballots for election of officers, and any other ballots designated by the President.

#### **THE TREASURER:**

The Treasurer shall handle all funds received and disbursed by the Association from whatever source; all funds to be maintained in a bank approved by the Board of Directors, shall maintain the Association's financial records; file in a timely manner all necessary State and Federal Tax documents, the Association's State of Florida Annual Corporate Report and all documents

necessary with maintaining the Association's U.S.C. 501(c)3 status and Florida charitable organization and tax exempt status. The Treasurer shall also be the official USDF membership contact.

The Treasurer will issue receipts for money paid into the Association when necessary.

The Treasurer will maintain a complete record of all business transactions and be prepared to always report on the financial status of the Association.

The Treasurer shall recommend the auditor for each yearly financial audit.

The Board of Directors may request a financial update from the Treasurer at any time.

### **THE SCOREKEEPER:**

The Scorekeeper shall maintain score spreadsheets and communication with club members regarding score questions. The Scorekeeper shall post the scores on the Association's web site scores within a reasonable time, defined as within a month of receipt.

The Scorekeeper will maintain a working knowledge of the association's scoring and award requirements and will communicate updates to such rules to the general membership.

The Scorekeeper will send the score spreadsheet and any updates to the scoring and award requirements to the Webmaster for periodic additions to the website.

The Scorekeeper and President will collaborate with the other officers to order show awards and awards for the year-end awards banquet, within the allotted budget each year.

The Scorekeeper will compile the final scores for the year and communicate them to the President and Webmaster and assist with setting up awards to be presented.

### **ALL OFFICERS:**

Each officer, at the expiration of his/her term of office (or in the case of resignation) shall transfer all records to the succeeding officer within 10 days, and assist, when necessary, for a smooth transition.

Each member of the Board of Directors is required to attend the Board of Directors meetings and other SWDEA functions.

Any member of the Board of Directors may serve as the chairman of a committee if and when appointed by the President and shall be sensitive to the thoughts and wishes of the Association membership.

The main purpose of the Board of Directors shall be to further the purpose and mission of the club through the roles of volunteering to serve the interest of the general membership, implementing by-laws and Board of Directors policies, and governance when decisions are made by the Board of Directors.

It shall be the duty of the Board of Directors to conduct all the business of the Association between meetings of the general membership.

Special meetings of the Board of Directors shall be called when deemed necessary by the President. All meetings are open to supporting members. Any agendas items general members would like the full Board of Directors to address at a Board of Directors meeting shall be presented to the President in writing with copies to the Executive Committee. Unless the item is deemed an emergency by the Executive Committee, the item shall be placed on the agenda by the President for the next regularly scheduled full Board of Directors meeting. If the item is deemed an emergency by the executive committee, the President shall call a full Board of Directors meeting as soon as practicable.

Programs conducted by SWDEA shall be with the approval of the full Board of Directors. Specifically, the full Board of Directors shall initiate new programs, discontinue existing programs, i.e. awards criteria, scholarship program, show rules, junior programs, etc. at any time in the membership year based on need, interest, membership participation, and finances to carry out the mission of the Association.

Association programs available to the membership shall be presented to the membership in writing on the website and shall have a set of criteria and rules including eligibility, specific dates and due dates. The Executive Committee must approve any changes to scheduled Association programs made within 30 days of the programs start date.

## **ARTICLE V EXPENSES**

These bylaws authorize the following expenses:

- A. Less than \$2000 – Treasurer Approval.
- B. Greater than \$2000 – Executive Board.

Any purchases by members of the Board of Directors over \$100 must be pre-approved by the Treasurer to be eligible for reimbursement.

## **ARTICLE VI ELECTION OF EXECUTIVE OFFICERS & GENERAL MEMBERS OF THE BOARD OF DIRECTORS**

There are five (5) Officers, the President, Vice-President, Secretary, Treasurer, and Scorekeeper. There are six (6) General Board of Directors Members.

Elections will be held in October of every odd year.

The installation of the new Board of Directors will take place on November 1<sup>st</sup>. The previous Board of Directors will continue to fulfil roles through the month of November and through the current year's awards banquet, to facilitate a smooth transition of leadership for the club.

An Executive Officer or General Board of Directors member must be a member in good standing of SWDEA for the duration of his or her term, starting on December 1<sup>st</sup> of the election year and renewing membership prior to December 1<sup>st</sup> of the following term year.

The general membership (ages 18 and over) shall elect the Executive Officers and the General Members of the Board of Directors.

The window for all nominations will open prior to October 5th. Any nominee shall be notified prior to placing their name on the ballot.

If a member wishes to decline a nomination, they may do so prior to October 15<sup>th</sup> by contacting the Secretary.

The Secretary shall prepare a ballot of nominees for election to the Board of Directors.

Ballots will be available by October 20th, as determined by the Executive Board of Directors.

This ballot shall be the only official campaign material to be recognized by the Association.

Any ballot received after voting has closed shall not be counted.

The Secretary, or person designated by the President shall receive the ballots.

Election results shall be made available to the members on November 1st.

Newly elected Officers and Board Members shall have 30 days to pay their membership dues after the election results are posted.

## **ARTICLE VII RESIGNATION AND REPLACEMENT OF EXECUTIVE OFFICERS & GENERAL BOARD OF DIRECTORS MEMBERS**

In case of resignation or other vacancy of a General Board of Directors member, the President shall appoint a qualified member to fill the remainder of the term. Approval of the new General Board of Directors member will be by majority vote of the Board of Directors via email or at the next Board of Directors meeting.

In case of resignation or other vacancy of an Officer, the President shall nominate a qualified member to fill the vacancy. Approval of the new Officer will be by vote of the Board of Directors via email or at the next Board of Directors meeting.

The Board of Directors, which includes all Executive Officers and all General Board members, are expected to attend ALL Association Board of Directors meetings and functions which includes, but is not limited to, Board of Directors meetings, The Annual Meeting, General meetings, shows, and year-end awards functions.

Any Board of Directors member who does not actively participate and/or has two or more unexcused absences from scheduled functions will be subject to review. The first step in review will include an electronic letter of concern. If the Executive Officer or General Board of Directors Member does not take the actions outlined in the letter of concern within 30 days or other time outlined in the letter of concern, the second step of review shall be a request by the President to the full Board of Directors, by a motion to remove the offending Board of Directors member. The offending Board of Directors member shall be given at least ten (10) days written e-mail notice of the date and time that the full Board of Directors will consider the President's motion and he or she shall have a right to appear and be heard. The decision of the full Board of Directors on the motion shall be final; without prejudice for the President to renew the motion if necessary.

## **ARTICLE VIII MEETINGS**

General membership meetings of the Association shall be held at least once (1) a year, and from time to time at the call of the President. Reports from the President, Secretary, Treasurer, Scorekeeper, and all committees shall be presented at an Annual Meeting of the General Membership.

The Association shall not hold less than three (3) events annually featuring educational and/or competitive activities, which further the purposes and mission of the Association.

The President may call a business meeting of the Board of Directors with seven (7) days written notice, or a business meeting of the general membership of the Association with fifteen (15) days written notice.

Board of Directors meetings will be held at the discretion of the President or at the request of any Executive Board Member.

## **ARTICLE IX COMMITTEES**

There may be such standing and temporary committees as are deemed necessary to complete the work of the Association.

The President shall appoint committee chairs.

## **ARTICLE X AMENDMENTS**

Any General Member may propose amendments to the by-laws by written motion pursuant to Article IV. After having been published on the web site, the proposed amendments shall be voted on by the full Board of Directors. The Board of Directors shall determine the effective date of the amendment if adopted.

## **ARTICLE XI MEMBERSHIP INITIATIVE**

Any General Member may submit a written motion pursuant to Article IV that the Association consider a new program or course of action, or the discontinuation of an existing program or course of action. After having been published on the web site, the proposed amendments shall be voted on by the full Board of Directors. The Board of Directors shall determine the effective date of the amendment if adopted.

## **ARTICLE XII DISSOLUTION**

If at any time the Association dissolves, any funds remaining in the treasury, after all debts of the association are paid, and other possessions of the Association shall be divided equally between USDF and USEA for their rider scholarship fund.

## **ARTICLE XIII GRIEVANCE PROCEDURE**

All grievances must be submitted in writing to the President, with copies to the Board Executive Committee, within seven (7) calendar days of the event giving rise to the grievance.



The grievance shall be reviewed and evaluated by the Board Executive Committee, who shall consult the by-laws and USDF, USEF and USEA rules and cite the appropriate by-laws and/or USDF/USEF/USEA rules to decide on the appropriateness and validity of the grievance. The Executive Committee will meet with all parties involved in the grievance within thirty (30) days. The Association by-laws, and appropriate USDF, USEF and USEA rules, as applicable, shall be used to determine the appropriate action to be taken regarding the grievance. The Board of Directors shall convene within thirty (30) days after the referral and render a decision. This decision shall be final.

Any Executive Officer or General Board of Directors member who is a party to the grievance shall abstain from any vote in the grievance matter. The Board of Directors shall vote on any action to be taken regarding the grievance, and a simple majority of the votes present at the meeting shall prevail.

Any horse show or competition-related grievance will be decided upon by the USDF, USEF or USEA Technical Delegate present, if any. If there is no Technical Delegate present then the Show Organizer shall be responsible for resolving grievances in accordance with the USDF, USEF, and/or USEA rules.