

Constitution
Greater Randolph Area Trail Riders Association
(GRA-TRAIls)

Amended by the General Membership

March 3, 2018

Article I-Name

The name of this non-profit association will be the Greater Randolph Area Trail Riders Association, hereinafter also referred to as GRA-TRAIls, and is established to promote the interest and love of horses and outdoor life and to provide community service to the Greater Randolph Area within Association resources.

Article II-Objective

The purpose of GRA-TRAIls shall be to promote fellowship and participate in trail riding activities common to horse interest groups. Activities shall be for the association members as considered reasonable and proper by the Board of Directors and not otherwise a violation of public law. Individual members will not have any proprietary interest but will derive benefits exclusively through participation in, or patronage of, the activities for which this non-profit association is established.

Article III-Membership

Membership will be voluntary and made available to only adult age individuals. Privileges of participating in association activities are extended to immediate family members of an approved GRA-TRAIls member. Applications for membership shall be made in writing to the Secretary. Payment of dues or any approved assessments will accompany the application for which is forwarded to the Board of Directors for approval/disapproval action. The Board of Directors may request or assign a sponsor for screening or indoctrination prior to acting on the application. Membership applications will be acted upon in the order received and will become effective when accepted by the Board of Directors. Membership in the Association will be terminated upon written request by the member, failure to renew dues, or for cause when approved by a majority vote of the Board of Directors.

Article IV-Guests

Amended March 26, 2005

Guests (non members) are solicited to participate in all publicly advertised club events. Informing guest of trail ride rules is the responsibility of the Trail Boss, Scouts, Management Crew, Members of the Board of Directors, and all Club Members associated in producing the event. Guests are expected to adhere to all rules and

conduct themselves in a prudent and civil manner. Guests, as well as Club Members, are essential to the success of this club and must be treated in a tactful and courteous manner.

Article V-Dues

Each member of GRA-TRAILS will pay annual dues in order to cover the operating expenses of the association. Fees for participating in the association activities will be assessed on a "pay as you go" basis for each participant. The Board of Directors shall have the responsibility of establishing dues necessary to meet the financial obligations of the association. Dues are payable annually, based on calendar year. Applying members may, however, apply during the last three months of the year and receive dues credit for the next calendar year and enjoy the same privileges and benefits of the association as previously approved members.

Article VI-Administration

Section 1-Amended March 3, 2018

The business of the association will be conducted by the Board of Directors consisting of eight members elected from and by the membership and the immediate past president. Nomination for each election to the Board of Directors will be made by the membership for the positions of President, Vice-President, and six members-at-large. The elections will be conducted in a sequential manner starting with the President to allow non-successful candidates for President and/or Vice President to be nominated for lower elected positions. The President and Vice-President will serve a one year term of office. Persons who vacate the office of President due to term limitations are eligible to serve in that office again after one year. The six Members at large will serve a two year term of office, electing three members each year in order to stagger their terms. Term of office is April 1 through March 31. Elections are conducted in the month of March and the Board of Directors must notify the general membership at least 30 days in advance of the date, time, and place. If an elected position is vacated, the Board of Directors may appoint a member to fulfil the unexpired term.

Section 2

The Secretary and Treasurer shall be appointed by the Board of Directors to perform functional duties for GRA-TRAILS. These two positions may be combined as determined by the Board of Directors. An assistant to each of these positions may be appointed as necessary to perform the duties in absence of the incumbent. The Treasurer will be entrusted the custody of the funds and properties of the association subject to the directions of the Board of Directors and will read the financial statement at meetings. The Secretary will take minutes at meetings, prepare minutes for President's signature, and read the minutes at meetings.

Section 3

An internal audit of financial records will be conducted annually by three elected members at large prior to the new administration taking office.

Section 4-Amended March 26, 2005

The trail Boss and the Board of Directors plan all Club events and are responsible for providing club members and other participants adequate notice of those events. Management crews will be provided utilizing volunteers in various capacities which are necessary to produce club events.

Section 5

Should the association have to be terminated, assets will be dissolved as permitted by the laws of the state of Texas for non-profit associations.

Article VII-Meetings

Section 1-Amended March 26, 2005

The Board of Directors will meet quarterly or more frequently if deemed necessary. In order to conduct business a minimum of four members of the Board of Directors must be present. The proceedings will be subject to written minutes indicating the date and time of the meeting and the Board Members present. Minutes will include a current financial statement and any committee reports presented to the Board of Directors. The minutes from the prior meeting will be reviewed and presented to the Board for approval. All proceedings will be in open session unless the Board deems it necessary to enter into an executive session. No action will be taken in an executive session. Any action necessary as a result of an executive session will be take in an open session. Action by the Board will be by majority vote of the board members present.

Section 2

The only general membership meeting required each year is the call for elections. General membership meetings may be held as often as necessary but are not designed to replace the normal Board of Directors meeting. In addition to the call for elections, a general membership meeting will be conducted at the written request of 25% of the membership or when scheduled by the Board of Directors. Members will be notified at least ten days in advance of a general membership meeting.

Section 3

Only dues paying members will be authorized to hold elected office or vote upon matters in which the membership has an interest. For each spouse to hold elected office or vote, each would have to pay dues. This corresponds to one vote per family unless both spouses acquire membership status separately by each paying dues. When a family has acquired only one paid dues, a spouse may vote in the absence of

the other spouse in compliance with the one vote per paid dues. Dues would have to be paid by both husband and wife in order for both to vote at the same meeting.

Section 4

To conduct a general membership meeting, 5% of the members must participate in any decisions. A majority vote of members participating will be sufficient to approve any action or to elect officers.

Article VIII-Committees

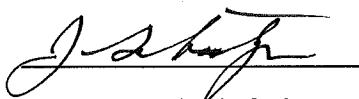
The Board of Directors may appoint committees or individuals from the membership to further the activities of the association.

Article IX-Amendments

This constitution may be altered or amended at a general membership meeting by a vote of the majority members present. Ten days of such a proposed action will be given to members.

Article X-Adoption

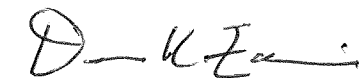
The original constitution was approved for adoption by an affirmation vote of interested members when the association was formed on April 7, 1983. Election of offices was also held to allow for effective implementation of GRA-TRails. This constitution was approved on July 5, 1983 by a majority vote of members present at the general membership meeting in accordance with the provisions of Article VII.



Secretary-Jack Sebastyn

MARCH 3, 2018

Date



President-Dennis Fournier

MARCH 3, 2018

Date