

BYLAWS
OF
HIGH SIERRA RODEO ASSOCIATION
(ADOPTED SEPTEMBER 9, 2009)

These Bylaws are the continuous and permanent code(s) of rules adopted by the Board of Directors and Membership of the Corporation of High Sierra Rodeo Association Inc. for the regulation and management of the affairs of the Corporation and the actions of the Members, Board of Directors and Officers of the Corporation.

The Name of the ORGANIZATIONS shall be the HIGH SIERRA RODEO ASSOCIATION (H.S.R.A.), a corporation for the public benefit as per NRS (Nevada Revised Statutes) of the Nevada State Code Section 82.021. There may be recognition of Chapter Organizations under separate regional names.

ARTICLE I: OBJECTIVES and PURPOSE

SECTION I: IRC Section 501(c)3 Purposes

This Corporation is organized exclusively for one or more of the purposes as specified in Section 501 (c)3 of the Internal Revenue Code, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under 501(c)3 of the Internal Revenue Code.

SECTION II: Objective-Nature of Business:

The objective and purpose for which the Corporation is organized and the nature of the business to be carried out by it are as follows:

- A. To be an association of members who share a common interest in Rodeo, Western equestrian events, and/or a Western lifestyle, with entertainment activities for civic, education and/or charitable purposes.
- B. To perform charitable duties for the surrounding area through fund raising, rodeo performances, etc., for any particular legally recognized 501(c)3 charitable organizations as the General Membership of H.S.R.A. shall choose.
- C. To have and exercise all powers and to do and perform all acts and things, which will be or may be necessary, proper and/or advisable for the rodeo and civic activities in general, and to carry out the specific objectives and purposes, or incidents relative thereto for which this Corporation is formed.
- D. To do any and all things necessary, suitable and proper to conduct the business and carry out the objectives herein expressed, including but not restricted to those expressed and/or conferred upon a Non-Profit Corporation by the laws of the State of Nevada, as well as those necessarily implied.
- E. To do all things to the extent, and as fully as natural persons do or could in the State of Nevada, or in any other state, country or place.
- F. To have, and to exercise, all the powers, now and hereafter conferred by the Laws of the State of Nevada upon Non-Profit Corporations organized pursuant to the Laws under which the Corporation is organized.
- G. To promote and support Gay Rodeo and/or Gay Country/Western related events held anywhere.

ARTICLE II: CORPORATE OFFICES

- A. The principle office shall be located in Reno, Nevada, in the County of Washoe.
- B. Additional offices:
 - a. The Corporation may also have offices at such other places, both within and outside the State of Nevada, as the Board of Directors may determine or the needs of the business of the Corporation may require.

ARTICLE III: SATELLITE CHAPTERS OF H.S.R.A.

(This Article intentionally left blank for future use)

- A. There must be a minimum of twenty (20) active members within a said region prior to requesting approval.
- B. Upon approval, a governing body of no less than five (5) persons must be elected by the membership of that region.

ARTICLE IV: MEMBERSHIP

SECTION I: CLASSES OF MEMBERSHIP

- A. Membership Qualification:
 - a. Members shall be persons of responsibility, integrity, honesty, and with a good standing in the community. It will be the responsibility of the Board of Directors to notify the applicant of their acceptance and to acquaint the applicant with these Bylaws to the extent the applicant understands and concurs with the Corporation's goals and responsibilities.
- B. Active Member:
 - a. Any persons who is 18 years of age or older (proof of age is required) who is interested in the sport and /or activities involved in Rodeo and/or the Western Lifestyle, and has expressed enough interest by paying annual dues may be considered a member.
 - b. Shall receive a published newsletter.
 - c. Shall have a one-vote privilege.
 - d. Shall receive a membership card, upon his initial application, with in 5 working days of application acceptance.
 - e. Upon renewal, shall receive a new membership card.
 - f. Shall receive a copy of the H.S.R.A. Bylaws.
 - g. Shall be eligible to compete in any I.G.R.A. sanctioned event.
- C. Corporate Membership:
 - a. A Corporate Membership may be held by any corporate enterprise, which has, successfully completed the application process and has been approved by a majority vote of the Board of Directors. Upon its approval, a Corporate Member shall pay an annual membership fee, as determined by the current Board of Directors, yearly to the H.S.R.A.
 - b. Shall be entitled, by choice, to be listed in H.S.R.A. publications approved by the Board of Directors.
 - c. Shall receive a published newsletter.
 - d. Upon request, shall receive one membership card.
 - e. Upon renewal, shall receive a new membership card.
 - f. May be represented at fundraisers and/or other H.S.R.A. sponsored events.
 - g. Shall register with the Secretary of the Corporation, the name of the person who shall carry the one-vote privilege at the time of submitting a membership application.
 - h. Any subsequent changes shall be registered in writing and delivered to the Secretary, 7 days prior to the next scheduled General Membership meeting.
 - i. Shall receive a copy of the H.S.R.A. Bylaws.
- D. Honorary, Yearly, and Lifetime Membership:
 - a. Honorary Membership: Shall be held by individuals nominated at a Board of Directors or General Membership meeting, Approved by the Board of Directors, and elected by a majority of the General Membership at the next General Membership meeting.
 - b. Lifetime Membership: May be granted to a person or persons who have shown continuous, outstanding service to the H.S.R.A. This must be approved by the Board of Directors and granted with a 2/3's vote of the General Membership.
 - c. Yearly Membership: May be granted to a person or persons for special service to H.S.R.A. upon approval of a majority vote of the Board of Directors.
 - d. Shall receive a published newsletter
 - e. Shall receive one membership card.

- f. Upon renewal, shall receive a new membership card.
- g. Shall have a one-vote privilege.
- h. Shall receive a copy of the H.S.R.A. Bylaws.

SECTION II: MEMBERSHIP DUES:

- A. Membership shall be one calendar year beginning in January and ending in December, and shall be levied at a prorated rate for those joining later in the year.
- B. Initial membership set-up fees shall be the amount determined by the current Board of Directors and ratified by the General Membership.
- C. A renewal notice shall be sent out by the Secretary and/or the Membership Chair one month prior to the applicants' annual membership renewal.
- D. Annual Membership fees are due and payable to the Corporation in the month of January, and are considered late on February 1st.
- E. A late fee may be assessed by the Board of Directors to all membership fees received after January 31st.

SECTION III: TERMINATION OF MEMBERSHIP:

- A. The membership of a member shall be terminated upon the occurrence on any of the following:
 - a. Upon the members' written notice to the President or Secretary of the Corporation. Such action shall be taken on the posted date of the letter.
 - b. Upon the members' notice of termination via electronic mail. Such action shall be taken on the posted date of the electronic mail.
 - c. Upon the members' notification personally delivered to the President or Secretary of the Corporation. Such action shall be taken on the date of notification.
 - d. Upon disciplinary action of the Board of Directors, for cause, in accordance with these Bylaws that such action warrants termination of membership. Such action will be taken immediately upon a majority vote of the Board of Directors pursuant to Article IX, Sections I and II.
 - e. Upon any criminal act against our community or Association in accordance with these Bylaws that warrants termination of membership. Such action will be taken immediately upon a majority vote of the Board of Directors pursuant to Article IX, Sections I and II.
- B. No membership dues will be returned or refunded upon termination of membership.

SECTION IV: LIMITATIONS OF MEMBERSHIP:

- A. No member shall represent, obligate, or bind this Corporation, through their joining, representing, or affiliating with any other organization, without prior approval, by majority vote, of the Board of Directors.

SECTION V: NUMBER OF MEMBERS:

- A. There is no limit on the number of members the Corporation may admit to H.S.R.A.

SECTION VI: MEMBERSHIP BOOK:

- A. The Corporation shall keep and maintain a membership book containing the name, address, and Electronic mail address of each member.
- B. Termination of the membership of any member shall be recorded in this book, together with the date of termination of such membership.
- C. The membership Book shall be kept in the possession of the Secretary of the Board of Directors.
- D. Unless a special exception is made by the Board of Directors, membership rosters shall be kept confidential and available only to current members of the Board of Directors.
- E. A list of names only shall be sent to I.G.R.A. sanctioned Rodeos for registration purposes.

SECTION VII: NON-LIABILITY OF MEMBERS:

- A. A member of this Corporation is not, as such, personally liable for the debts, liabilities, or obligations of the Corporation.

SECTION VIII: NON-TRANSFERABILITY OF MEMBERSHIP:

- A. No members may transfer a membership or any right arising there from, in accordance with these Bylaws.
- B. All rights and privileges of a membership cease upon the members' death.
- C. All rights and privileges of a corporate member cease upon the dissolution of this Corporation.

SECTION IX: LIABILITY WAIVER AND INSURANCE:

- A. This Corporation assumes no responsibility and the enactment of the waiver procedure shall endure.
- B. Indemnification of Officers and Trustee:
 - a. Each Officer and Trustee, new or hereafter, serving the Corporation and each person who, at the request of or on behalf of the Corporation, is now serving or hereafter serves as a Trustee, and their respective heirs, executors, and administrators of each of them, shall be indemnified by this Corporation against all costs, expenses, judgments, and liabilities, including attorney fees, reasonably incurred by or imposed upon him/her in connection with or resulting from any action, suit, or proceeding, civil or criminal, in which he/she is or may be made party by reason of an action alleged to have been taken or committed by him/her as such Officer or Trustee, whether or not he/she is an Officer or Trustee at the time of incurring such costs, expenses, judgments, and liabilities, except in relation to matters as to which he/she shall be finally adjudged, with right of further appeal in such action, suit or proceeding, to have been liable for willful misconduct in the performance of his/her duties as such Officer or Trustee.
 - b. Such indemnification shall be made with respect to adjudications other than on these merits and shall extend to settlements and compromises. The forgoing right of indemnification shall not be exclusive of other rights to which such Officer or Trustee may be entitled as a matter of law.

ARTICLE V: OFFICES

SECTION I: OFFICES OF THE CORPORATION:

- A. President – 2 year term – odd year election.
- B. Vice-President Operations – 2 year term – even year election.
- C. Vice-President Administration – 1 year term – elected yearly.
- D. Secretary – 2 year term – even year election.
- E. Treasurer – 2 year term – odd year election.
- F. Trustee – 3 year term – appropriate year election.
- G. Member- at- large – 1year term – elected yearly.

SECTION II: TERMS FOR OFFICES OF THE CORPORATION

- A. The terms for offices of the Corporation are as noted in Article V section I and shall not be deviated save for Revisions to these Bylaws by the General Membership pursuant to Article XIII, Section I and II, and Article XIV, Section I, subsections A and B, of these Bylaws
- B. Terms in office for any Board of Director officer shall be limited to two (2) consecutive terms.
- C. Any Officer who has served for two (2) consecutive terms for an office may run for a different office at the end of his/her term if they so choose and provided they meet all eligibility requirements pursuant to Article V, Section II and Section III, of these Bylaws.
- D. Any Officer, once termed out of his office, may run for that office again, only after one complete election cycle has occurred for that office, and that they meet all eligibility requirements pursuant to Article V, Section III of these Bylaws.

SECTION III: REQUIREMENTS FOR HOLDING OFFICE:

- A. Any fully paid active member of H.S.R.A. is eligible to run for office.
- B. No individual may hold more than one Board position at a time.
- C. Notification of candidacy by any member of H.S.R.A. shall be made known to the Board of Directors of H.S.R.A. via the Chairman of the Nominations Committee.
- D. Any active member of H.S.R.A. in good standing may nominate from the floor, via proper motions as stated in the most current edition of Robert's Rules of Order, another member for an office, so long as the nominated member is a member of H.S.R.A. in good standing and is present to accept the nomination.
- E. The Chairperson of the Nominations Committee shall verify the eligibility of all candidates with the Secretary and Membership Chair.
- F. All candidates shall adhere to all Bylaws governing these election cycles, and shall present themselves to the General Membership and the Board of Directors in a professional and ethical manner.

SECTION IV: ELECTION:

- A. The Election Cycle:
 - a. Elections shall take place annually in November of the election year.
 - b. The election cycle shall begin with the formation of the Nominating Committee in September of the election year.
 - c. The Nominations Committee shall present all eligible candidates to the Board of Directors in October of the election year.
 - d. The Chairperson of the Nominations Committee shall verify the eligibility of all candidates, with the Secretary and Membership Chair.
- B. Ballots:
 - a. Ballots will be available for the General Membership after the October meeting of the Board of Directors, not to exceed five (5) days of said meeting, and shall be mailed out via electronic mail or regular ground mail with in 5 days of nominations.
 - b. All ballots must be accounted for and presented to the Board of Directors by the elections meeting in November of the election year.
 - c. Ballots may be amended to allow for nominations from the floor during the elections meeting only.
 - d. A simple majority of the votes cast shall be necessary to elect for each office. A simple majority is defined as 50% + 1 vote, of the ballots cast.
 - e. All ballots shall be counted and verified by three (3) H.S.R.A. members appointed by the Board of Directors, during the election meeting, who are not candidates in the current election cycle.
- C. Election to office:
 - a. If a single candidate, running un-opposed, fails to receive a simple majority of the ballots cast, the office in question will remain vacant until appointed by the President, in accordance with these bylaws, when the new board takes office in January.
 - b. If there is more than one candidate for any one office, and there is not a clear simple majority winner of the ballots cast, then there will be a run-off election between the top two (2) vote recipients. The run-off election will occur immediately, and continue until there is a clear simple majority winner of the ballots cast. Should one of the candidates withdraw from the run-off election, the next highest vote recipient will run. If there are no other candidates, and a simple majority of the ballots cast cannot be achieved, then the office will remain vacant until appointed by the President of the new board in January.
 - c. Announcement of election results will be immediately following the election and made known to all members present by the sitting President.
 - d. All newly elected officers shall be notified officially by mail with in 5 days of the election by the Secretary of the sitting Board of Directors.
 - e. The General Membership shall be notified of the official election results with in 14 days following the election.

- f. The General Membership shall be notified of all appointments to the Board of Directors and Standing Committees within 30 days of said appointments.
- g. All newly elected officers shall be installed at the close of the last Board of Directors meeting for the calendar year.

SECTION V: VACANCIES:

- A. A vacancy, which may occur in the office of President, shall be filled by the Vice-President of Operations.
- B. Any other vacancies of an elected officer shall be filled, by appointment, and with approval of the Board of Directors, by the sitting President.
- C. Should a majority (consisting of a ruling Quorum being four (4)) of the sitting Board of Directors leave office unexpectedly, for whatever reason, then a special election shall take place within 60 days of said vacancies.

SECTION VI: SPECIAL ELECTIONS:

- A. A Special Election shall be held only when a majority of a sitting Board of Directors leaves office, unexpectedly, for whatever reason, outside of an election cycle.
- B. A Special Elections Committee shall be formed at the direction of the General Membership immediately following the vacancies pursuant to Article V, Section IV, subsection C, and consist of 5 members in good standing. These members shall be appointed by a majority vote of the membership present.
- C. Eligibility for this Special Elections Committee shall be verified by the sitting Secretary and/or the Membership Chair.
- D. The Special Election shall take place within 60 days of formation of the committee. All active H.S.R.A. members in good standing are eligible to run for office upon verification of membership status.
- E. All special election candidates shall follow the policies and procedures for candidate eligibility and elections as stated in Article V, Sections I through V of these Bylaws.

SECTION VII: MEMBERS ELIGIBLE TO VOTE:

- A. The right to vote in any general election cycle shall be reserved for all active, fully paid H.S.R.A. members in good standing, who are eligible by these Bylaws.
- B. The right to vote in any Special Election shall be reserved to those H.S.R.A. members in good standing, who are fully paid and have been members for a minimum of 65 days prior to the special election.

ARTICLE VI: DUTIES OF OFFICERS

SECTION I: PRESIDENT

- A. Shall be the principal Executive Officer of the Corporation.
- B. Shall supervise and administer all the affairs of the Corporation.
- C. Shall attend and preside at all meetings of the Board of Directors, General Membership, special meetings, and election meetings.
- D. Shall sign, as the duly authorized agent of the Corporation and Board of Directors, certificates, contracts, and other agreements, as needed.
- E. Must sign, with the Treasurer, all checks for payment from the Corporation accounts that exceed \$100.00, with the authorization of the Board of Directors.
- F. Shall sign, with the Treasurer or other officer of the Corporation authorized by the Board of Directors, all deeds, mortgages, and bonds.
- G. Shall be responsible for executing all disciplinary action as confirmed by the General Membership.
- H. Shall perform all duties incident to the office and such other duties as may be prescribed from time to time.

- I. Shall work to establish and maintain good working relationships with other I.G.R.A. associations, community organizations, and shall represent the Corporation at all official functions in a professional and ethical manner.
- J. Shall be an *ex facto* member of all standing committees. Those Standing Committees being: Rodeo Production; Bylaws and Standing Rules; Membership; Public Relations; Webmaster; Events and Fund-Raising; Royalty and Dance; Community Outreach; Education, Archives and Property; and Newsletter.

SECTION II: VICE PRESIDENT-OPERATIONS

- A. In the absence of the President, inability of the President to perform, refusal of the President to act (with approval from the board of directors), or at the direction of the President, shall perform the duties of the President.
- B. Shall serve as liaison to and over see the Standing Committees of: Rodeo Production; Bylaws and Standing Rules; Webmaster; and Public Relations.
- C. Shall perform all duties incident of the office and such other duties that may be prescribed from time to time.
- D. Shall work to establish and maintain good working relationships with other I.G.R.A. associations, community organizations, and shall represent the Corporation at all official functions in a professional and ethical manner.
- E. Shall attend all meetings of the Board of Directors, General Membership, special meetings, and election meetings.

SECTION III: VICE PRESIDENT-ADMINISTRATION

- A. Shall serve as liaison to and over see the Standing Committees of: Events and Fund-Raising; Royalty and Dance; Community Outreach; Education; Archives and Property.
- B. Shall perform all duties incident of the office and such other duties that may be prescribed from time to time.
- C. Shall work to establish and maintain good working relationships with other I.G.R.A. associations, community organizations, and shall represent the Corporation at all official functions in a professional and ethical manner.
- D. Shall attend all meetings of the Board of Directors, General Membership, special meetings, and election meetings.

SECTION IV: TREASURER

- A. Shall have charge, custody of and responsibility for all funds of the Corporation.
- B. Shall receive and give receipts for all funds due and payable to the Corporation.
- C. Shall deposit all such funds in the name of the Corporation in such bank(s), trust company(s), or other such depository(s) as shall be selected in accordance with the Corporation Bylaws within five (5) days of receiving such funds.
- D. May sign, along with the President, as the duly authorized agent of the Corporation and Board of Directors; certificates, contracts and other agreements.
- E. Shall collect and maintain all membership monetary records.
- F. Shall provide a current written financial report at all Board of Director and General Membership meetings.
- G. Shall perform all duties incident of the office and such other duties that may be prescribed from time to time.
- H. Shall work to establish and maintain good working relationships with other I.G.R.A. associations, community organizations, and shall represent the Corporation at all official functions in a professional and ethical manner.
- I. Must sign, with the President, all checks for payment from the Corporation account(s) that exceed \$100.00, with the authorization of the Board of Directors.
- J. Shall present to the General Membership, all contracts, agreements, and other financial obligations that exceed \$2500.00, for approval prior to payment of said funds.

- K. Shall attend all meetings of the Board of Directors, General Membership, special meetings, and election meetings.

SECTION V: SECRETARY

- A. Shall handle or cause to be handled all correspondence and communications as deemed necessary by the Board of Directors.
- B. Shall inform the Board of Directors and the General Membership of any incoming and/ or outgoing correspondence.
- C. Shall insure that all legal in-coming and out-going correspondence becomes part of the corporate records.
- D. Shall see that all special notices are given in accordance with the H.S.R.A. Bylaws.
- E. Shall take and maintain minutes of the meetings of the Board of Directors, General Membership, annual convention(s), and any special meetings called by the President, Board of Directors, or General Membership, and provide a copy of said minutes to the President with in three (3) working days of said meeting.
- F. Shall be liaison and over see the Membership Committee.
- G. Shall keep a roll of all members in attendance at meetings of the Board of Directors and the General Membership meeting.
- H. Shall be responsible for maintaining a General Membership roster, with the Membership Chair, which will be updated as changes occur and distributed to the Board of Directors and the IGRA Secretary, at least once per month.
- I. Shall coordinate the collection of membership dues with the Membership Chair, from each member and forward all membership funds and accurate reports to the Treasurer with in three (3) days of receipt of said funds and reports.
- J. Shall be responsible, along with the Membership Chair, for the development and distribution of a membership packet.
- K. May sign, with the proper officer of the Corporation authorized by the Board of Directors, deeds, mortgages, and bonds.
- L. Shall perform all duties incident of the office and such other duties that may be prescribed from time to time.
- M. Shall work to establish and maintain good working relationships with other I.G.R.A. associations, community organizations, and shall represent the Corporation at all official functions in a professional and ethical manner.
- N. Shall attend all meetings of the Board of Directors, General Membership, special meetings, and election meetings.

SECTION VI: TRUSTEE

- A. Shall serve as liaison to the I.G.R.A. for the H.S.R.A.
- B. Shall attend the yearly I.G.R.A. convention and I.G.R.A. Rodeo Finals, I.G.R.A. Trustee board meetings, and all other I.G.R.A. meetings required or exempted by the Board of Directors of H.S.R.A.
- C. May be reimbursed for reasonable travel and/or lodging expenses at the discretion of the Board of Directors.
- D. Shall assist the Rodeo Production Standing Committee Chair with planning and producing said Rodeo as allowed by these Bylaws and at the direction of the Board of Directors.
- E. Shall perform all duties incident of the office and such other duties that may be prescribed from time to time.
- F. Shall work to establish and maintain good working relationships with other I.G.R.A. associations, community organizations, and shall represent H.S.R.A. at all official functions in a professional and ethical manner.
- G. Shall attend all meetings of the Board of Directors, General Membership, special meetings, and election meetings.

SECTION VII: MEMBER-AT-LARGE

- A. Shall act as liaison between the General Membership and the Board of Directors.
- B. Shall be liaison and over see the Newsletter Committee.
- C. Shall perform all duties incident of the office and such other duties that may be prescribed from time to time.
- D. Shall work to establish and maintain good working relationships with other I.G.R.A. associations, community organizations, and shall represent H.S.R.A. at all official functions in a professional and ethical manner.
- E. Shall attend all meetings of the Board of Directors, General Membership, special meetings, and election meetings.

SECTION VIII: DESIGNATION OF SIGNATORIES

- A. Shall be designated by the Board of Directors so as to avoid an actual or perceived conflict of interest.

SECTION IX: BIDS AND ESTIMATES

- A. The Board of Directors shall approve all expenditures.
- B. Any expenditures exceeding one thousand dollars (\$1,000.00) may require two (2) or more bids or estimates prior to approval, at the discretion of the Board of Directors.
- C. Any expenditure exceeding twenty-five hundred dollars (\$2,500.00), pursuant to Article VI, Section IX, Subsection B, and Section IV Subsection J, shall be presented to the General Membership for approval.

ARTICLE VII: ADDITIONAL POSITIONS

SECTION I: PROPERTY MANAGER

- A. The Board of Directors shall appoint a Property Manager who shall be responsible for keeping a record of all property belonging to the H.S.R.A. with assessed values and report to the Board of Directors.
- B. The responsible individual shall maintain safe storage and a list of its location.

SECTION II: HISTORIAN

- A. The Board of Directors shall appoint a Historian who shall maintain a collection of memorabilia from all H.S.R.A. functions and activities.

SECTION III: CORPORATE SPONSORSHIP REPRESENTATIVE

- A. The Board of Directors shall appoint a Corporate Sponsorship Representative to solicit sponsorships for H.S.R.A.
- B. The Corporate Sponsor Representative shall produce, as a marketing tool, a Corporate Sponsorship Package, which promotes H.S.R.A. as an organization and which details all of the types of sponsorships available. The Board of Directors shall approve this package prior to distribution.
- C. The Corporate Sponsorship Representative shall maintain records of all correspondence regarding sponsorships and will report to the Board of Directors on a regular basis and described by the Board.
- D. The Corporate Sponsorship Representative shall provide each Corporate Sponsor with a certificate and letter stating their level of contribution.
- E. The Corporate Sponsorship Representative shall maintain a good working relationship with I.G.R.A. insuring that no conflicts arise.
- F. Shall assure that each Corporate Sponsor receives all consideration due, according to their level of sponsorship.

SECTION IV: PAGEANT DIRECTOR

- A. The Board of Directors shall appoint a Pageant Director to coordinate and oversee the annual royalty pageant.

ARTICLE VIII: COMMITTEES OF THE BOARD

SECTION I: GENERAL RULES FOR COMMITTEES

- A. All committees serve the will of the Board of Directors. Committee shall report to the Board of Directors at their discretion.
- B. Committees may have additional duties as required by the Board of Directors or at the request of the General Membership.
- C. Any member in good standing may attend any committee meeting and shall be eligible to vote.
- D. Pursuant to ARTICLE XI, all information obtained or created by any committee in the course of performing its duties shall remain the property of H.S.R.A. Copies of all such information should be forwarded to the committee secretary (if available) and the Secretary of the Board of H.S.R.A.
- E. Committee decisions are subject to review and approval of the Board of Directors. Grievances within a committee shall be brought to the Board of Directors for review.

SECTION II: RODEO PLANNING COMMITTEE

- A. A Rodeo Planning Committee (RPC) shall exist for the purpose of planning, organizing, and executing the Comstock Rodeo and related events.
- B. The Rodeo Director (s) will be appointed by the Board of Directors. All letters of intent for the Rodeo Director(s) must be submitted to the Board of Directors for consideration and approval.
- C. The Rodeo Planning Committee shall consist of, but not limited to, the following positions:
 - a. Assistant Director(s)
 - b. Financial Manager
 - c. Rodeo Secretary
 - d. Arena/Equipment manager
 - e. Volunteer Coordinator
 - f. Security Director
 - g. Entertainer Director
 - h. Bar Manager
 - i. Contestant Registration Coordinator
 - j. Program/Advertising Manager
 - k. Vendor/Concessions Coordinator
 - l. Awards/Buckles
 - m. Ticket Sales Manager
 - n. Barn Manager
 - o. Grand Entry Coordinator
 - p. Merchandise Manager
 - q. Media Representative
 - r. Host Hotel Liaison
 - s. Decorating Manager
 - t. Veterinarian
- D. Committee Coordinators shall be appointed by the Rodeo Director(s) and notification given to the Board of Directors. Any positions not filled will be appointed as soon as possible.
- E. Coordinators may form sub-committees to facilitate other duties performed by that coordinator.
- F. Rodeo Poster Contest.
 - a. A contest may be held each year to select artwork and/ or logo designs for use in promoting the Comstock Rodeo and related events. The contest should be announced by newsletter.
 - b. The Rodeo Planning Committee shall vote on the designs.
 - c. The Rodeo Planning Committee will stage the competition, set and publish all requirements, and establish prizes.
 - d. All entries become the property of H.S.R.A.
- G. The Rodeo Planning Committee shall submit a working Rodeo budget to the Board of Directors for approval no later than six (6) months prior to each Rodeo,
- H. The Rodeo Director(s), will attend all Board of Directors meetings to report on the activities of the Rodeo Planning Committee.
- I. All coordinators will submit a full report on their committee thirty (30) days after each Rodeo. This Report will include problems encountered, what worked, what didn't work, all records and copies of correspondence, and a record of the income and expenses of each rodeo. These reports will be submitted to the Rodeo Director(s) and compiled by the Rodeo Planning Committee Secretary and submitted to the Board of Directors for review.

SECTION III: FUND-RAISING COMMITTEE:

- A. The Fundraising committee exists for the purpose of planning, organizing and executing fund raising and entertainment events.
- B. The Fundraising Committee shall consist of, but not limited to, the following Coordinators:
 - a. Secretary
 - b. Entertainment
 - c. Decorating
 - d. Volunteers
- C. Committee Coordinators shall be appointed by the Fundraising Chairperson and notification given to the Board of Directors. Any position not filled will be appointed as soon as possible.
- D. The Board of Directors has the authority to cancel any function if the proper procedures have not been followed or if it is not in the best interest of the H.S.R.A.
- E. The Fundraising Committee must hold monthly meetings and all members must have been informed of the time, date and location of said meeting.
- F. No H.S.R.A. member(s) may hold or sponsor a fundraiser in another I.R.G.A. Association's geographical territory without prior approval of the Board of Directors of that hosting association, unless all proceeds or donations benefit that member association or its charity.

SECTION IV: PUBLIC RELATIONS COMMITTEE

- A. The Public Relations Committee exists for the purpose of producing fliers, posters, press releases for fundraising, and other events of H.S.R.A. The Board of Directors shall approve all public relations material in a timely manner to insure of distribution in a timely fashion.
- B. The Public Relations Director shall meet periodically, either formally or informally, with the H.S.R.A. Royalty Team in order to insure that H.S.R.A. is represented at all meeting, events, or functions affecting the local GLBT community.

ARTICLE IX: JOB EVALUATIONS, DICIPLINARY ACTIONS, ETC.

SECTION I: JOB EVALUATIONS

- A. Each Board Member may be evaluated by the other members of the Board of Directors at their discretion following such criteria:
 - a. Attendance and/or participation at all H.S.R.A. meetings
 - b. Performance of duties of elected office
 - c. Representing the H.S.R.A. in a positive manner
 - d. Willingness to assume extra responsibilities
- B. Any member of the H.S.R.A. may file with the Board of Directors, a complaint, which must be in writing, about any Board or General Member he/she determines is misrepresenting the H.S.R.A. for an investigation of misconduct.
- C. If the Board of Directors feels that further investigation is required, the Board or the General member will be notified to be present at the next Board of Directors meeting.
- D. If any Board or General Member is found not to be performing their responsibilities or misrepresenting the H.S.R.A., the facts concerning the matter will be presented at the next General Membership meeting for confirmation of action. If confirmed by the General Membership, disciplinary action will be taken.

SECTION II: DISCIPLINARY ACTION

- A. Any Board or General Member found to be deliberately neglecting their responsibilities or misrepresenting the H.S.R.A. and confirmed at a General Membership Meeting may be removed from Office and/or have their membership revoked. Action will be determined by a vote of the General Membership. No membership dues will be refunded in the course of disciplinary action.

SECTION III: PARLIMENTARY AUTHORITY

- A. The rules contained in the current edition of "Robert's Rules of Order" Newly Revised, shall govern the Corporation in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Corporation may adopt.
- B. The President shall appoint a Parliamentarian other than him/herself to be consulted when parliamentary questions arise.

ARTICLE X: MEETINGS

SECTION I: GENERAL MEMBERSHIP MEETINGS

- A. Shall be held at least once every month unless a special exception is made by the Board of Directors and ratified by the General Membership at a prior meeting to cancel the meeting.
- B. The President of the Corporation will call a special meeting of the General Membership at the request of and/or upon approval by a majority of the Board of Directors.
- C. Roll will be kept of all attending General Membership meetings.

SECTION II: BOARD OF DIRECTORS MEETINGS

- A. Shall be held at least once every month unless a special exception is made by the Board of Directors and ratified by a majority vote of said Board Members.
- B. May be held at the special call of the President or when no less than a majority of the Board Members require the President to call a meeting. Every attempt will be made to notify the General Membership of such meetings within a reasonable period of time, when and if possible.
- C. Board of Directors Meetings are to be open to the General Membership to attend. An executive session may be requested by any member of the Board of Directors and must be approved by a majority of the Board.
- D. A quorum of the Board of Directors is defined as fifty percent (50%) of its members.

SECTION III: QUORUM OF MEMBERS

- A. At least one-tenth (1\10) of Members in good standing and entitled to vote shall constitute a quorum at any General Membership meeting or special meeting, unless the laws of the State of Nevada or Articles of Incorporation of the H.S.R.A. require a greater number to constitute a quorum. Members present at a duly called or held meeting at which a quorum is present may continue to do business until adjournment, notwithstanding the withdrawal of enough members to leave less than a quorum.

SECTION IV: ALL MEETINGS

- A. Minutes of all meetings of any segment of the Corporation shall be submitted to the Secretary of H.S.R.A. for inclusion into the Corporate Records. This includes Committee meetings. All such records shall be submitted to the Secretary within five (5) working days of said meeting.
- B. The Corporation shall adhere to any and all Laws and/or Statutes of the State of Nevada now or to come pertaining to corporate open, special and executive meetings.
- C. The president officer of the meeting shall not vote except in case of a tie and in that case that officer shall cast the deciding vote.

SECTION V: ANNUAL CONVENTION

- A. An Annual State Convention shall be held within three (3) months of the Board of Directors taking office.

ARTICLE XI: CORPORATE NAME, LOGOS, AND INTELLECTUAL PROPERTY

SECTION I: RIGHTS AND USE OF NAME

- A. H.S.R.A. shall maintain sole and exclusive right to the use of its corporate name and all other event names, logos, and intellectual property as designated by the Board of Directors. Use of any of these for promotion, advertising, fundraising and/or any type of solicitation must be approved in advance by the Board of Directors.

SECTION II: CORPORATE NAMES

- A. Corporate names include, but are not limited to:
 - a. High Sierra's Rodeo Association
 - b. High Sierra's Comstock Rodeo
 - c. High Sierra's Stampede Rodeo
 - d. www.highsierra'srodeo.com
 - e. H.S.R.A.
 - f. www.hsra.com
 - g. www.renogayrodeo.com
 - h. High Sierra Silver Spur Newsletter

SECTION III: CORPORATE LOGOS

- A. HSRA logo
- B. High Sierra Comstock Rodeo Logo's
- C. High Sierra Comstock Rodeo Poster Artwork
- D. www.renogayrodeo.com Artwork
- E. www.hsra.com Artwork

SECTION IV: INTELLECTUAL PROPERTY

- A. High Sierra Silver Spur Newsletter
- B. www.renogayrodeo.com
- C. www.hsra.com
- D. Mailings and Phone list of H.S.R.A. Membership

ARTICLE XII: CORPORATE SPONSORSHIP AND OTHER FUNDING

SECTION I: CORPORATE SPONSORSHIPS

- A. Upon approval by the Board of Directors, Corporate Sponsorship may be offered to an organization that provides monetary support, goods and services to H.S.R.A.
- B. Levels of Corporate Sponsorship:
 - a. Wrangler
 - b. Silver Saddle
 - c. Silver Spurs
- C. The Board of Directors shall determine the cost and benefits of each Corporate Sponsorship level and may, at their discretion, create other special categories or levels for Corporate Sponsorship.
- D. Funds raised through Corporate Sponsorships shall be committed to the General Fund. At the discretion of the Board of Directors, a Sponsor may request that the contribution be earmarked for a certain purpose.
- E. Corporate Sponsors shall be entitled, at their option, to a Corporate Membership pursuant to Article IV, Section I, Paragraph C.

SECTION II: CONTRIBUTORY FUND

- A. The H.S.R.A. Contributory Fund shall be a permanent fund whereby members and non-members can contribute money in honor of memory of family, friends, or fellow member(s) of H.S.R.A.
- B. The minimum contribution is \$5.00
- C. H.S.R.A. will provide printed cards for donors to indicate the purpose and amount of their donation and who should be notified.

- D. Notification of contributory will be sent within one (1) week of receiving contribution.
- E. Unless anonymity is requested, contributions will be published in the H.S.R.A. newsletter. This will include names of the donors and the honoree. The amount of the contribution shall not be published.

ARTICLE XIII: AMENDMENTS AND ADDITIONS

SECTION I: ADOPTION AND EFFECTIVE DATE

- A. Bylaws and Standing Rules may be amended, repealed, or new Bylaws or new Standing Rules made and adopted only at the Annual State Convention with a two-thirds (2/3) majority of the votes cast and become effective immediately after the Annual State Convention.

SECTION II: PROCEDURAL RESOLUTIONS

- A. All proceeding resolutions made by the General Membership of H.S.R.A. will be listed in a separate section of the Bylaws. These procedural resolutions may be updated as needed.

ARTICLE XIV: SUPERSESSION

SECTION I: CURRENT BYLAWS

- A. These Bylaws supersede any and all Bylaws in effect heretofore and supersede any and all resolution(s) inconsistent herewith.
- B. All rules and regulations contained herein shall not be waived for any reason. This also includes all Standing Rules.

These Bylaws were adopted on: September 9, 2009