

TEXAS ENDURANCE RIDERS ASSOCIATION BYLAWS

Adopted on April 14th 2025

ARTICLE 1 Name

1.01 Name

The name of this corporation shall be TEXAS ENDURANCE RIDERS ASSOCIATION and it may be used in the abbreviated form TERA. Hereinafter in these by-laws, Texas Endurance Riders Association shall be referred to as the "Association" or as "TERA".

ARTICLE 2 Mission / Purpose

2.01 Mission

Texas Endurance Riders Association mission is the development and promotion of the sport of endurance riding as defined by the American Endurance Ride Conference and the building and maintenance of public use equestrian trails.

2.02 Purpose

The purpose of TERA shall be:

- To promote access and participation in equestrian riding events to all skill levels by ensuring fairness, safety, and enjoyment.
- Foster an environment that encourages the healthy and humane treatment of equine during riding events.
- Educate riders on standards known to promote the longevity of equine.
- Build, repair, and promote existing trails and riding venues that are available for public use.
- Seek privately owned venues open to consideration for riding events.
- Promote equine sustainability by acknowledging and celebrating completion, sportsmanship, and equine welfare awards.
- Educate and enforce respectful trail etiquette to promote equine and rider safety.
- Promote and prepare riders and teams for regional and national competitions.
- Create a communication network to develop equestrian public awareness.
- Establish relationships with local, state, and federal trail management groups.
- Promote and educate the public on the environmental impact of equestrian riding.

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2.03 Limits of purposes and activities

All purposes of the Association are subject to the laws of the State of Texas and the United States. TERA will limit its purposes to one or more exempt purposes within section 501(c)(3) of the Internal Revenue code. The association is not empowered to engage, otherwise than as an insubstantial part in activities that in themselves are not in furtherance of one or more of our exempt purposes.

ARTICLE 3 STATUS AND OFFICE

3.01 Status

TERA shall exist as a non-profit social or business association, incorporated under the laws of the State of Texas, perpetually.

3.02 Stock

There shall be no capital stock.

3.03 Employees

No member of the Association shall be a paid employee, nor receive remuneration for time or service.

3.04 Principal Office

The registered office of the Association in the State of Texas shall be in Texas, or elsewhere, as the Board of Directors may determine.

3.04 Registered Office and Agent

The Association shall comply with the requirements of the Texas Business Organization Act and maintain a registered office and registered agent in Texas. The registered office may, but need not, be identical with the Association's principal office in Texas. The Board of Directors may change the registered office, and the registered agent as provided in the Act.

ARTICLE 4 MEMBERS

4.01 Class of Members

The Association shall have one class of members.

4.02 Eligibility

Membership is open to anyone interested in promoting and supporting endurance riding.

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4.03 Application

Application for membership shall be submitted to the Directors and shall be accompanied by the required dues.

4.04 Dues

The annual dues shall be determined by vote of the membership. Membership dues shall be paid on two classifications: individual membership dues and family membership dues (which shall include all members of the same household).

4.05 Votes

Each individual member shall have one vote, and family memberships shall have two votes.

4.06 Payment

All dues shall be paid on or before December 1 of each year.

4.07 Delinquency

Any person or family whose dues are more than three (3) months delinquent shall cease to be a voting member of this association until such time as applicable dues have been paid and shall not be entitled to manage rides sponsored by the Association.

4.08 Resignation

Any member may resign from the Association by submitting a written resignation to the secretary. The resignation need not be accepted by the Association to be effective. A member's resignation shall not relieve the member of any obligations to pay any dues, assessments, or other charges that had accrued and were unpaid prior to the effective date of the resignation.

4.09 Reinstatement

A former member may submit a written request for reinstatement of membership. The Board of Directors, or a committee designated by the Board of Directors to handle the matter, may reinstate membership on any reasonable terms that the Board of Directors, or committee, deem appropriate.

4.10 Waiver of Interest

All real and personal property, including all improvements located on the property, acquired by the Association, shall be owned by the Association. A member shall have no interest in the specific property of the Association. Each member hereby expressly waives the right to require partition of all or part of the Association's property.

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ARTICLE 5 MEETINGS OF MEMBERS

5.01 Meetings

The membership of the Association shall meet semi-annually, the time and place to be determined by the Board of Directors, with notice being given through the Association's website and/or other electronic media.

5.02 Agendas

Meeting agendas shall be posted on the Association's website and/or electronic media prior to the meetings.

5.03 Quorum

20% of registered members shall constitute a quorum for Membership meetings.

5.04 Notice of Meetings

Notice of meetings shall be given not less than ten (10) days before the date of the meeting and not more than fifty (50) days before the date of the meeting.

5.05 Actions

The membership shall try to act by consensus. However, the vote of a majority of voting members in good standing, present and entitled to vote at a meeting at which a quorum is present, shall be sufficient to constitute the act of the membership unless the vote of a greater number is required by law or by the By-Laws. Voting shall be by ballot, voice, or by a show of hands.

5.06 Voting by Mail

The Board of Directors may authorize members to vote by mail or verifiable electronic means.

ARTICLE 6 BOARD OF DIRECTORS

6.01 Management

The affairs of the Association shall be managed by the Board of Directors.

6.02 Number of Directors

The number of Directors shall be eight (8) and shall consist of the President, Vice-President, Treasurer, Secretary and four (4) Directors at Large. Because of the even number, it is understood and decreed that the President does not vote except in case of a tie vote.

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6.03 Requirement

All Directors shall be members in good standing of the Association. An unexcused absence from two consecutive Board or Membership meetings is grounds for removal from the Board of Directors upon majority vote by the Board of Directors.

6.04 Quorum

Five (5) Directors shall constitute a quorum.

6.05 Meetings

The Board of Directors shall meet at least twice a year at such time and place as may be set by a majority of the Board, with the agenda to be posted on the Association's website and/or electronic media at least one month prior to the meeting.

6.06 Special Meetings

Special meetings may be called by the President, or upon written request of at least three (3) Board Members made at least ten (10) days prior to the date of the called special meeting.

6.07 Chairman

The President of the Association shall be the Chairman of the Board of Directors.

6.08 Election

The Board of Directors at Large shall be elected by the general membership every other year in odd numbered years. They shall hold office two (2) years, at which time they may be reelected.

6.09 Vacancies

Any vacancy occurring in the Board of Directors, and any Director position to be filled due to an increase in the number of Directors, shall be filled by the Board of Directors. A vacancy is filled by the affirmative vote of a majority of the remaining Directors. If it is less than the quorum of the Board of Directors, the general membership votes to fill the vacancies. A Director elected to fill a vacancy shall be elected for the unexpired term of the predecessor in office.

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ARTICLE 7 OFFICERS

7.01 Officer Positions

The officers of the Association shall be a President, a Vice-President, a Secretary, and a Treasurer. The Officers are members of the Board of Directors, and the Secretary shall serve as Recording Secretary for the Board.

7.02 Election

Officers of the Association shall be elected at the second general membership meeting every other year in even numbered years. They shall hold office for a term of two (2) years, at which time they may be re-elected. All Officers must be members in good standing of the Association.

7.03 Vacancies

A vacancy in any office may be filled by the Board of Directors for the unexpired portion of the Officer's term.

7.04 President - The President shall be the Chief Executive Officer of the Association. The President shall:

Supervise and control all the business and affairs of the Association.

Preside at all meetings of the members and of the Board of Directors.

May execute any deeds, mortgages, bonds, contracts, or other instruments that the Board of Directors have authorized to be executed.

However, the President may not execute instruments on behalf of the Association if this power is expressly delegated to another officer or agent of the Association by the Board of Directors, By-Laws, or statute.

Perform other duties prescribed by the Board of Directors and all duties prescribed by the Board of Directors and all duties incident to the office of President.

7.05 Vice-President - When the President is absent, is unable to act, or refuses to act, the Vice- President shall:

Perform the duties of the President.

When a Vice-President acts in place of the President, the Vice-President shall have all the powers of and be subject to all the restrictions upon the President.

Perform other duties as assigned by the President or Board of Directors.

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7.06 Treasurer - The Treasurer shall:

Have charge and custody of and be responsible for all funds and securities of the Association.

Receive and give receipts for monies due and payable to the Association from any source.

Deposit all monies in the name of the Association in banks, trust companies, or other depositories as provided by the By-Laws or as directed by the Board of Directors or President.

Write checks and disburse funds to discharge obligations of the Association.

Maintain the financial books and records of the Association.

Prepare financial reports at least annually.

Perform other duties as assigned by the President or by the Board of Directors.

If required by the Board of Directors, give a bond for the faithful discharge of their duties in a sum and with a surety as determined by the Board of Directors.

Perform all duties incident to the office of Treasurer.

7.07 Secretary - The Secretary shall:

Give all notices as provided in the By-Laws or as required by law.

Take minutes of the meetings of the members and of the Board of Directors and keep the minutes as part of the corporate records.

Maintain custody of the corporate records and of the seal of the Association.

Affix the seal of the Association to all documents as authorized.

Keep a register of the mailing addresses of each member, director, officer, and employee of the Association.

Perform duties as assigned by the President or by the Board of Directors.

Perform all duties incident to the office of Secretary.

ARTICLE 8 COMMITTEES

8.01 Committees

The Board of Directors may adopt a resolution establishing one or more committees delegating specified authority to a committee and appointing or removing members of a committee. Committees can be established either as standing or temporary.

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8.02 Standing Committees

The President shall appoint the chairperson for each Standing Committee with advice and assistance from the Board of Directors. Directors at large are expected to chair at least one committee. Chairpersons will select the members of their respective committees. Standing Committees are as follows.

1. Finance
2. Membership
3. Webmaster/ Publicity
4. Education
5. Trail Development
6. Veterinary
7. Ride Management and Sponsorship
8. Recognition / Awards

ARTICLE 9 RIDES and CLINICS

9.01 Ride Managers

TERA will actively recruit and promote good ride Managers. Ride Managers will be responsible for the safe effective management of their rides and for satisfying the requirements to obtain AERC ride sanctioning. Ride Managers are responsible for paying ride insurance and securing permission of the Forest Service, State park, or private land owner for conducting rides. Ride Manager will require a negative Coggins paper before a horse enters the ride (such papers to be dated within one (1) year of the ride, or the lesser, the requirement of the State of Texas).

9.02 Sponsorship of Rides

The association will offer sponsorship of rides to ride managers as governed by a memorandum of understanding between TERA and the Ride Manager. Terms and responsibilities contained in the Memorandum of understanding will be determined by the Board of Directors. The association will not sponsor two rides on the same date that may draw riders from one ride to the other, and established TERA Rides have precedent.

9.03 Ride Rules

Both Endurance and Limited distance rides will use the same standards of judging as the American Endurance Ride Conference Rules. In addition, TERA board of directors may stipulate additional rules for TERA sponsored rides that promote the health and safety of horses and riders and rules that promote fairness in competition.

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9.04 New Rider Clinics

The association will host at least one New Rider Clinic per year focused on public education on humane Equine training and competition that extends the longevity and improves the health of the horse. Attendees of New rider Clinics need not be TERA association members.

ARTICLE 10 FISCAL YEAR

10.01 Fiscal Year

The fiscal year of the Association shall begin on the first day of December and end on the last day in November in each year.

ARTICLE 11 AMENDMENTS

11.01 Amendments

TERA By-Laws may be amended by a majority vote of the members present and voting at any regular meeting of the membership.

ARTICLE 12 DISSOLUTION

12.01 Dissolution

In the event of dissolution, TERA assets will be used exclusively for section 501(c)(3) exempt purposes through donation to another organization that supports the sport of Endurance riding to be determined by a majority vote of members present at a regular meeting.

ARTICLE 13 SUPERSESSION

13.01 Supersession

These Bylaws supersede any and all Bylaws in effect heretofore and annul and supersede any and all resolutions inconsistent herewith.