

BYLAWS OF
ORTONVILLE RECREATION EQUESTRIAN ASSOCIATION, INC.

ARTICLE I

Name

The name of this association shall be the ORTONVILLE RECREATION EQUESTRIAN ASSOCIATION, INC. ("OREA"). The association shall be incorporated under the laws of the State of Michigan as a non-profit corporation.

ARTICLE II

Purpose

OREA was organized for the following purposes:

OREA is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Our Vision:

To be the best equestrian campground and riding area in the eyes of the Michigan Department of Natural Resources and our peers

Our Mission:

To work in partnership with the Michigan Department of Natural Resources, other equestrian associations, and our fellow horseback riders to improve, promote and preserve the campground and trail system in the Ortonville Recreation Area.

Our Guide:

- Focus on what is important and really matters.
- Continually promote the use and enjoyment of the Ortonville Recreation Area by horseback riders and their families.
- Continually search for ways we can improve the OREA membership experience.
- Respond quickly to matters that are important to our members.
- Be a helpful partner with the DNR and other Equestrian Associations.
- Educate the public on the enjoyment and benefits of equestrian activities.
- Develop friendly and cooperative relationships with other Equestrian Associations and fellow - equine enthusiasts.
- Promote, support, and earn the respect of other Equestrian Associations.

Our Foundation:

We Believe:

- In always doing what is right.
- In treating others how they would like to be treated.
- In going above and beyond to provide assistance to our members in an effort to exceed their expectations.
- In working together and helping each other get the job done.
- In being open to new ideas.
- In showing consideration and appreciation to others.
- Networking and continual learning are integral to our continued improvement.
- In holding ourselves to a higher standard.

ARTICLE III

Membership

- A. Membership shall be open to interested individuals, families, businesses, and organizations upon payment of association dues or through service to OREA as approved by the Board of Directors.
- B. Membership shall be offered in following classifications:
 - 1. Personal membership is for those individuals eighteen years or older. They are entitled to one vote on the election of board members and other matters brought to them by the Board of Directors.
 - 2. Family membership consists of couples, parent(s) or legal guardian(s), and all their children under the age of 18. They are entitled to one vote for each family member over the age of eighteen on the election of board members and other matters brought to them by the Board of Directors.
 - 3. Event members are those of any age that sign up for a paid or unpaid membership for a limited period of time as defined by the Board of Directors. Event members are not eligible to vote on OREA matters.
 - 4. Business memberships are open to any business entity. Business members are not eligible to vote on OREA matters.
- C. Membership shall not be transferable.
- D. Dues shall be established by the Board of Directors and be recorded in the OREA Standing Rules.
- E. Methods for applying for membership shall be established by the Board of Directors and be recorded in the OREA Standing Rules.
- F. Methods for paying dues and for other payments to OREA shall be established by the Board of Directors and be recorded in the OREA Standing Rules.
- G. The membership term shall be established by the Board of Directors and recorded in the OREA Standing Rules.
- H. Members shall be considered in good standing if the combination of dues paid and any other extension through vote of the Board of Directors defines the person to be a current OREA member and a signed (original or electronic signature) hold-harmless agreement is on file and the member has not been suspended or expelled by the Board of Directors.
- I. Any member may voluntarily withdraw or may be suspended or expelled by majority vote of the Board of Directors for violation of the Bylaws, non-payment of dues or for conduct deemed detrimental to the association.
- J. Membership shall not be restricted based on race, color, religion, sex, national origin, handicap, familial status, age, or marital status.

ARTICLE IV

Board of Directors

- A. All property and affairs of the Association shall be managed by the Board of Directors
- B. The Board of Directors shall consist of seven active members of the association.
- C. All Directors shall be elected by the general membership and shall serve a term of one year. The term of Directors shall commence with the first Board of Directors meeting after the election results are announced. Nominations for Directors may be submitted by any member in good standing. The Board of Directors may nominate further individuals. Ballots will be sent to the general membership. Ballots must be returned by the deadline date established by the Board of Directors. Election of Directors is by a plurality of the vote. Election results will be announced at the January Annual Membership meeting.
- D. Any Board member may voluntarily withdraw or may be suspended or expelled by majority vote of the Board of

Directors for violation of the Bylaws, non-payment of dues, missing three consecutive regular Board of Directors meetings, or for conduct deemed detrimental to the association.

E.

F. When there are openings on the Board of Directors, Directors may be nominated by any member at the Board of Directors meeting. A two-thirds vote of Directors attending the meeting is required to add the Nominated Director to the Board. The term of Directors elected by the Board of Directors ends at the termination of the current calendar year.

ARTICLE V

Officers of the Association

- A. The association shall have four elected officers: President, Vice President, Secretary and Treasurer.
- B. Officers will be elected by the Board of Directors at the January Annual Membership meeting by a plurality of the Directors present and shall serve in their respective offices for a term of one year.
- C. In case of vacancies, officers other than the President shall be appointed by the President with the approval of the Board of Directors to finish any partial term. If the Office of President is vacant, the Vice President will become the President.

ARTICLE VI

Duties of Officers

A) Duties of the President

- 1) Preside at all OREA meetings at which he/she is present, and he/she shall have the right to vote.
- 2) Establish the agenda for meetings.
- 3) Coordinate OREA programs/activities.
- 4) Have executive authority to see that all orders and resolutions of the Board of Directors are carried into effect.
- 5) Establish committees to carry out programs/activities approved by the Board of Directors and appoint committee chairs with the approval of the Board of Directors.
- 6) Serve as an ex-officio member of all committees.
- 7) Install newly elected officers.
- 8) Call special meetings as outlined in the Bylaws.
- 9) Be responsible for the management of the business affairs of OREA.
- 10) Carry out OREA business between meetings, approve expenses and sign checks for expenses authorized by the Board of Directors
- 11) Serve as the official point of contact between OREA and the DNR. The President may designate others to serve as a point of contact with the DNR for specific activities as agreed to in conjunction with the DNR.
- 12) Serve as the official point of contact between OREA and the Equine Trails Subcommittee (ETS). The President may designate others to serve as a point of contact with the ETS for specific activities.
- 13) Serve as the official point of contact between OREA and the Michigan Horse Council (MHC). The President may designate others to serve as a point of contact with the MHC for specific activities.

B) Duties of the Vice President

- 1) Conduct meetings in the absence of the President.
- 2) Assume any/all duties of the President upon the request of the President which pertain to Section A #1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, and 13. Carry out other duties that may be assigned by the President or Board of Directors.
- 3) Serve the remainder of the President's term if for any reason he/she cannot complete the term.

C) Duties of the Secretary

- 1) Keep a record of the minutes of each meeting and present them to the Board of Directors at the subsequent meeting.
- 2) Monitor OREA correspondence.
- 3) Ensure that notices of meetings of OREA and of the Board of Directors are communicated to the membership.
- 4) Keep a record of any revisions to the Bylaws and any other Association rules.
- 5) Coordinate the annual election of directors.

D) Duties of the Treasurer.

- 1) Have custody over and be responsible for all funds of the Association.
- 2) Accept money and give receipts, including all dues and memberships.
- 3) Assure accurate books and records are kept.
- 4) Provide a report of current membership numbers, income by source, expenses, and fund balance for each meeting. He/she shall keep receipts presented for expense payments and make them available to members upon request.
- 5) Establish a separate OREA account and issue checks to cover all expenses authorized by the Board of Directors in general budget or by appropriation. Receipts for expenses shall be required for reimbursement. Checks shall be signed by both the President and Treasurer.
- 6) Manage the Hold Harmless agreements.
- 7) File OREA's Tax Return

ARTICLE VII

Meetings

- A. The Board of Directors shall meet regularly as established by the Board of Directors. Any member or interested individual may attend these meetings.
- B. Sixty percent of the number of current OREA Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors.
- C. The Annual Membership meeting shall be held in January of each year on the day of the Board of Directors meeting. The time and location of the meeting will be established by the Board of Directors and will be communicated to the membership of OREA no less than twenty days prior to the meeting.
- D. Special meetings of the Board of Directors may be called by the President whenever deemed necessary and all Directors shall be notified no less than twenty-four hours prior to such meeting.
- E. Special meetings of OREA may be called by a majority of the Board of Directors. Five days' written notice will be given to members along with the reason for calling such a meeting.
- F. Meetings of the Board of Directors shall be conducted in accordance with Roberts Rules of Order, Simplified and Applied.
- G. For any motion before the Board, the Board may choose by two-thirds majority of those present to open the vote to all members present.
- H. For any motion before the Board, the Board may choose by two-thirds majority of those present to open the vote to all members through a member ballot.

- I. Outside of meetings, affairs of the Association may be conducted through electronic correspondence, including putting forth and seconding of motions and electronic voting on motions before the Board of Directors, coordinated by the President of the Association and recorded by the Secretary of the Association. Results of any motions shall be included in the minutes presented at the next Board of Directors meeting.

ARTICLE VIII

Committees

- A. Committees shall be established by the President to carry out the programs/activities approved by the membership.
- B. Committee chairs shall be appointed by the President with the approval of the Board of Directors.
- C. Committee chairs shall keep a record of the proceedings and actions of their respective committee as a history and to assist successive committee chairs.
- D. The following are the standing committees for the Association:
 - 1. Legal Committee
 - 2. Communications Committee
 - 3. Membership Committee
 - 4. Trails and Work bee Committee
 - 5. Fundraiser and Activities Committee
 - 6. Elections Committee
 - 7. Strategy Committee

ARTICLE IX

Amendments

The Board of Directors, by majority vote of Directors present, may amend or change any provision under these Bylaws. Amendments and changes may also be proposed by any voting member in good-standing. All proposed Bylaw amendments or changes are to be submitted to the Secretary, in writing, or electronically, no later than the meeting prior to the meeting at which it is to be presented.

ARTICLE X

Indemnification/Insurance

Officers and board members may be indemnified by the Association to the fullest extent permitted by the laws of the State of Michigan. The association may purchase insurance protecting its officers and directors from civil liability occasioned by their conduct in office.

ARTICLE XI

Disclaimers

- A. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.
- B. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
- C. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE XII

Dissolution

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes. However, if the named recipient is not then in existence or no longer a qualified distribute, or unwilling or unable to accept the distribution, then the assets of this organization shall be distributed to a fund, foundation, or organization which is organized and operated exclusively for the purposes specified in section 501(c)(3) of the Internal Revenue Code.

These Bylaws were originally approved and adopted by the Ortonville Recreation Equestrian Association Board of Directors by way of special meeting on the 11th day of March 1998.

Amendments to replace the original Article 1, section D, Article XI, and Article XII were presented to the Ortonville Recreation Equestrian Association Board of Directors at the regular Board of Directors meeting on the 10th day of June 2003.

These revised bylaws presented at the Board of Directors meeting on the 10th day of June 2003 were approved and adopted by the Ortonville Recreation Equestrian Association Board of Directors at the regular Board of Directors meeting on the 9th day of September 2003.

Amendments to Article II, Article III, Article IV, Article V, and Article VI were presented to the Ortonville Recreation Equestrian Association Board of Directors at the regular Board of Directors meeting on the 21st day of February 2023.

The revised bylaws presented at the Board of Directors meeting on the 21st day of February 2023 were approved and adopted by the Ortonville Recreation Equestrian Association Board of Directors at the regular Board of Directors meeting on the 21st day of March 2023.

The revised bylaws presented at the Board of Directors meeting on the 21st day of November 2023 were approved and adopted by the Ortonville Recreation Equestrian Association Board of Directors at the regular Board of Directors meeting on the 16th day of January 2024.

The revised bylaws presented at the Board of Directors meeting on the 16th day of April 2024 were approved and adopted by the Ortonville Recreation Equestrian Association Board of Directors at the regular Board of Directors meeting on the 21st day of May 2024.

OREA STANDING RULES

1. Dues for a one-year Personal Memberships are \$20 unless established otherwise for special promotion or recognition of service by the Board of Directors.
2. Dues for a one-year Family Memberships are \$30 unless established otherwise for special promotion or recognition of service by the Board of Directors.
3. Dues for a one-year Business Memberships shall be established by the Board of Directors.
4. Benefits for Business Memberships shall be established by the Board of Directors.
5. Personal Membership or Family Membership can be completed by filling out and submitting a membership form.
6. Personal Membership or Family Membership can be completed online on the OREA website "hadleyhills.com".
7. Renewing OREA Personal Memberships and OREA Family Memberships are not required to fill out a new membership form.

8. The membership term for Personal Membership, Family Membership, and Business Membership shall begin on the date the membership application is accepted and end on the same date of the following year. When renewing membership, the membership term begins on the termination date of their previous membership and ends on the same date on the following year if paid before the current membership term expires.

9. Participation in a paid OREA Event includes membership in OREA for the day of the event. That stipulation should be included in the sign-up for that event.

10. Participation in an OREA Work Bee includes membership in OREA for the day of the Work Bee. That stipulation should be included in the sign-up for that event.

11. Payments to OREA for membership dues and other payments to OREA can be made via the online Stripe interface on the hadleyhills.com website by any method that Stripe accepts.

12. Payments to OREA for membership dues and other payments to OREA can be made in cash or by check.

13. Payments to OREA for membership dues and other payments to OREA can be made via PayPal to the account OREA.Treasurer@gmail.com

The Standing Rules were presented at the regular Board of Directors meeting on the 21st day of May 2024 and were approved and adopted by the Ortonville Recreation Equestrian Association Board of Directors at the same regular Board of Directors meeting on the 21st day of May 2024.

