Central New York Dressage & Combined Training Association, Inc.
Non-Profit Corporation Bylaws

Revised and Approved June 9, 2025
Amended: May 1, 2006, February 8, 2016: June 2000

Article I – Purpose of the Corporation

1. To foster an interest among horse men and women in Dressage and Combined Training through offering events, specifically designed to offer a framework in which individuals can progress with the schooling of themselves and their horses.

2. To promote Dressage and Combined Training as an art and sport through competition, clinics and educational activities.

3. To engage in any other activities except where prohibited by law, as designated by the Membership and/or Board of Directors. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

4. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted (1) by a Corporation exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (2) by a corporation's contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section for any future federal tax code.

Article II – Corporate Requirements

1. The principal office of the Corporation shall be located at the Office of the Treasurer in the State of New York. The Corporation, with the approval of the Board of Directors, may (re)locate the principal office elsewhere within the State as it deems appropriate and/or necessary.

2. The Corporation shall maintain complete and correct records of account digitally and shall keep minutes of the proceedings of the Board of Director Meetings and/or any committee appointed by the President or the Board, as well as a list or record containing the names and addresses of all the Members in good standing.

3. The fiscal year of the Corporation shall be fixed as 1/1 through 12/31, unless otherwise determined by the Board of Directors.

4. The life of the Corporation shall be perpetual. But in the event of dissolution all corporate assets, which remain after necessary expenses have been fully paid, it shall be the duty of the Board of Directors to disperse the remaining funds and assets to other local or regional 501(c)(3) organizations which support continuing equine education and competition opportunities in the Central New York area. Any action to dissolve or reorganize this Corporation must be approved by a two-thirds (67%) vote of the Board of Directors followed by a two-thirds (67%) vote by the current Membership.

5. Written correspondence to the Corporation shall be sent electronically to the President via email: president@cnydcta.org.

Article III – Governance

1. The Corporation shall be managed by a Board of Directors. The Board of Directors, each of whom shall be at least 18 years of age, shall include the Officers - President, Vice President, Secretary, Treasurer - and Members at Large whose numbers may be no less than four (4) and no more than twelve (12).

2. These Officers and Members at Large shall be elected at the Annual Voting of the Members. The term of office shall be from 12/1 through 11/30.

3. Any Director may resign at any time. The Board of Directors by majority vote may remove a Director with cause. Members entitled to vote for the election of Directors may remove a Director with cause by majority vote.

4. If any vacancies occur in the Board of Directors, the Directors by majority vote may choose successors to fill such vacancies until the next Annual Voting.

5. A member of the Board who has missed three consecutive meetings shall be considered to have resigned, unless the Board determines otherwise. The Board will send an email to any member of the Board who misses two consecutive Board Meetings reminding him/her of the rule.

6. Upon approval by the Board of Directors, the Annual Report of the Corporation shall be shared with the Membership of the Corporation each year in a timely fashion after the close of the prior business year. The Report will include a Summary of all Income and Expense line items for the year along with any explanation of unique circumstances affecting the aforementioned. This report shall be filed with the annual records of the Corporation.

7. All meetings of the Board shall be held at such time and place as shall be fixed by the Board. Meetings other than regularly scheduled meetings can be called at any time by the President, by a majority of the Board of Directors or by an email request to president@cnydcta.org by ten percent (10%) of the current Membership.

Article IV - Responsibilities of the Board

1. Making possible the growth of members toward understanding the purpose of this Corporation and sharing in its realization.

2. Determining and carrying out the policies and programs of the Corporation.

3. Controlling the funds of the Corporation.

4. Maintaining a responsible relationship with any affiliate organizations.

5. Reporting annually to the Members on the programs and finances of the Corporation.

6. Establish committees, as needed, to carry out the work of the Corporation to which the Board of Directors shall delegate such duties and powers as it deems necessary.

Article V – Elections and Voting

1. Each year the Membership shall elect the Board of Directors to hold office. Interim vacancies on the Board shall be filled by a majority vote of the Board of Directors.
2. Nominations for the Board of Directors shall come from those Members in good standing who express a desire to become a Board Member to the current Board, which acts as the Nominating Committee. Each individual Board nomination will be voted on by the current Board for qualifications before being offered to the Membership for approval.
3. Matters to be determined by the Board shall be decided by a majority of the Board when a quorum is present. A quorum of the Board of Directors shall be in person or via electronic means, e.g. Zoom, of a majority of the Board present at the time of voting, but no less than 7 including the President or Vice President as his/her proxy.
4. A quorum of Members shall be defined as no less than one third (33%) of all current Members in good standing via electronic means, e.g. Zoom or electronic ballot, e.g. Cognito, Survey Monkey, etc.
5. Election of the Board of Directors and any significant business transaction presented to the Membership for approval shall be by majority vote of the quorum via electronic ballot.
6. All Bylaws of the Corporation shall be subject to alteration or repeal and new bylaws may be made by a quorum of Members which shall be defined as no less than one third (33%) of all current Members in good standing via electronic means, e.g. Zoom or electronic ballot, e.g. Cognito, Survey Monkey, etc.

Article VI – Officers' Duties

Duties of the President shall be to:

1. Be responsible for the general management of the Corporation and carry out the resolutions of the Board of Directors.
2. Plan and preside over meetings of Members and of the Board of Directors. The President may designate any other member of the Board to perform this duty as required.
3. Ensure all orders and resolutions of the Board of Directors are carried out.
4. Appoint committees, committee chairpersons or ad hoc persons of committees, subject to Board approval.
5. Have co-sign authority for the Corporation's bank account(s) as well as sign leases, contracts, etc.
6. Be an ex officio member after his/her term as President expires.
7. Oversee the drafting of an Annual Report and its distribution to the Membership on a date determined by the Board.

Duties of the Vice-President shall be to:

1. Perform such additional duties as delegated to him/her by the President.
2. The Board of Directors shall delegate such duties and powers as it deems necessary.

Duties of the Secretary shall be to:

1. Keep full minutes and record all votes of all Board of Director Meetings and of the Membership votes on file in Google Docs.
2. Perform such other duties as may be delegated to him/her by the Board.
3. Shall have charge of all current and past books and records (including any Board approved policies and procedures) of the Corporation, unless specifically designated by the President or Board to another member.
4. Ensure all Members are notified of policies and procedures approved by the Board.

Duties of the Treasurer shall be to:

1. Have custody and authority over all funds of the Corporation along with approved transactions and disbursements.
2. Keep accounts of all receipts and disbursements
3. Prepare a Financial Summary of all transactions and of the financial condition of the Corporation for the Annual Report.
4. Prepare and submit all reports required by state and federal governments.
5. Maintain current records of members in good standing not specifically designated to another member.
6. When duly authorized by the President or Board, sign and execute contracts and sign checks up to an amount of $500.

Duties of the Members at Large shall be to:

1. Members at Large are current Members who express a desire to contribute their time, knowledge, experience and point of view in an effort to help govern and manage CNYD&CTA. They are elected by majority vote of the Members and agree to attend all Board Meetings. In some cases, Members at Large may assume specific roles and/or responsibilities as approved by the Board

Article VII - Membership

1. Membership requirements, eligibility and qualifications shall be prescribed by the Board of Directors and may be subject to revision by majority approval of the Membership.

2. Individual Membership is open to any person who has paid the prescribed dues, which entitles the member to one (1) vote.

3. Family Membership is available to any person and their immediate family. To be considered for Family Membership, members should reside at the same address. Family membership entitles the family to two (2) votes.

4. Junior/Young Rider Membership is open to any person who has not reached the age of 21 years as of December 1 of the new Membership Year and has paid the prescribed dues. This entitles the Jr/YR Member to one (1) vote.

5. Payment of membership dues is required of all members, except honorary members.

6. The Membership Year is December 1 through November 30. If dues are received after December 1, membership becomes effective on the date the Membership Form and correct fees are received. Annual and multiple-year memberships are offered.

7. Membership applications and renewals for the coming year will be accepted beginning 10/1 of the current year and will be continually accepted throughout the year. Memberships received later than November 30 may be subject to limited access to the Membership Benefits including USDF GMO benefits, etc.

Any member in default of payment of dues shall be suspended from all privileges of membership, including, but not limited to, member voting, participation in Association activities, eligibility for awards, and participation in Association activities as determined by the Board.