



**Bylaws
of the
Rio Grande Mule & Donkey Association
A New Mexico Nonprofit Organization**

Last Revised October 2019

**ARTICLE 1
*Principal Office and Purpose***

Section 1: Principal Office

The Principal office of the Rio Grande Mule and Donkey Association (RGMDA) for the transaction of business shall be located in the county of residence of the RGMDA Chairman, State of New Mexico.

Section 2: Principal Purpose

- A. The principal and primary purposes for which RGMDA is formed are:
1. To encourage community involvement through sponsorship of contests, shows and exhibition of donkeys and mules.
 2. To generally encourage public interest in all factors pertaining to the history, breeding, exhibition, publicity, sale, raising or improvement of the donkey and mule breeds.
 3. To encourage and promote club functions such as trail rides, shows, educational clinics, etc.
- B. The general purposes and powers are:
1. To promote, foster and encourage community and individual participation in recreational activities.
 2. To receive contributions of all types from individuals, organizations, corporations and others to support the purposes of RGMDA.
 3. Notwithstanding any of the above statements of purposes and powers, RGMDA shall not engage, except to an insubstantial degree, in any activities or exercise any powers that are not in furtherance of the primary purpose of this organization.
 4. To do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of the organization except such powers as are specifically denied to non-profit corporations.

ARTICLE II

Officers and Committees

Section 1: Board of Directors

The Board of Directors of RGMDA shall consist of a Chairman, Secretary, and Treasurer.

Section 2: Qualifications, Election and Term of Office

The Board of Directors shall be chosen by the general membership. Such election shall take place during the 4th quarter of the year. Each elected Board Member shall take office on January 1 of the following year and shall serve for a term of one year or until a successor is duly elected and qualified.

Section 3: Subordinate Officers/Committees, etc.

The Board of Directors may appoint such other committees and committee members as the business of the organization may require. The committees should regularly report back to the respective committee chairpersons and Board of Director.

Section 4: Removal and Resignation

Any Board Member may be removed, with cause, by a two-thirds vote of the elected Board of Directors. Any Board Member may resign at any time by giving written notice to the Board.

Section 5: Vacancies

A vacancy in any office, Board of Directors position, or committee chairperson, because of death, resignation, removal or any other cause shall be filled by appointment by the elected Board and shall serve out the remainder of the term.

Section 6: Quorum

A quorum of the Board of Directors shall consist of 2/3 of the elected Board Members.

Section 7: Place of Annual Meeting

An annual meeting shall be held during the fourth quarter of each year at a place decided upon by the Board. The general membership shall be notified by E-mail of the date, time and place. Additional meetings may be called during the year as needed.

Section 8: Board of Directors Meetings by Telephone, E-mail or via the Internet

Any meeting of the Board may also be held by telephone, E-mail or via the Internet at which all or certain Board Members are not physically present at the place of the meeting.

Section 9: Fees and Compensation

Board and Committee Members shall receive no compensation for their services, but may receive such reimbursement for expenses by resolution of the Board.

Section 10: Powers of the Board Members

The Board of Directors shall have the power to act on behalf of the RGMDA and to appoint committees and to adopt such rules and regulations as are not inconsistent with these Bylaws or the laws of New Mexico.

Section 11: Chairman

The Chairman shall be the chief executive officer or Chairman of the Board. The Chairman, or other qualified person appointed by the Board shall preside at all meetings of the members and at all meetings of the Board of Directors. He/She shall be ex-officio member of all the standing committees and shall have such other powers and duties as may be prescribed by the Board of Directors or Bylaws. The Chairman shall give notice of all the meetings required by the Bylaws.

Section 12: Secretary

The Secretary shall keep a record of the all meeting, a copy of minutes of all meetings, with the time and place of holding, whether regular or special, and, if special, how authorized, the notice thereof given, the names of those present, the number of members present, and the proceedings thereof.

The Secretary shall keep accurate records of all motions and votes by the Board. If motion and vote is via email, phone or fax the Secretary shall be responsible for informing the Board members of the motion and second, as well as tally the votes. Records to be added to the following Board Meeting minutes.

Section 13: Treasurer

The Treasurer shall keep, maintain and reconcile adequate and correct accounts of the business transactions of the association, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, surplus and memberships. The book of account shall, at all reasonable times, be open to inspection by any Board Member.

The Treasurer shall be the coordinator in keeping the State Corporation License, Club Insurance, Taxes, and keep the corporate records.

The Treasurer shall deposit all monies and other valuables in the name and to the credit of the association and such depositories as may be designated by the Board of Directors, He/She shall disburse the funds of the association and make reimbursement payments in a timely fashion as may be ordered by the Board of Directors, shall render to the Chairman and Directors, whenever they request it, an account of all transactions as Treasurer and of the financial condition of the association, provide a treasurer's report to the general membership, and shall have such other power and perform such other duties as may be prescribed by the Board of Directors or the Bylaws.

The volunteer Membership Chair shall keep a membership register showing the names addresses, phone numbers, email address and any other pertinent data of the members. The Treasurer will oversee the Membership Chair.

ARTICLE III Fiscal Year

Section 1: Fiscal Year and Auditing of Accounts

RGMDA shall conduct its affairs on the fiscal year basis to begin on January 1 and end on December 31 of the same year. An annual auditing of the accounts of the association shall be made by the Treasurer and an auditing committee assigned by the Board of Directors. At the close of each fiscal year and/or at such times as the Board shall direct, the result of said audit shall be reported at the next annual meeting of the members.

ARTICLE IV Members

Section 1. Classes of Membership

The Association shall have 3 classes of membership, as follows:

- A. Household membership - defined as persons living in the same household
- B. Corporate/Sponsor Membership – defined as a business, organization, and private individual, couple or family who wishes to sponsor the club's activities. A Corporate/Sponsor Member shall receive free advertising and recognition for the current year through ads whenever possible, on the club website, mention at shows, meetings, and other events throughout the year.
- C. Honorary Life Members who, by merit of outstanding service to RGMDA and/or the Mule/Donkey industry, may be voted a life time voting membership by a two-thirds majority vote of the Board of Directors.

Section 2: Admission to Membership

An application for membership shall be deemed accepted upon presentation to any Board Member or the Treasurer. Dues must accompany the application.

Removal of a Member: Any general club member may be removed for cause by a 2/3-majority vote from the Board of Directors. Dues may or may not be refunded as deemed appropriate by the Board.

Section 3: Membership Dues

Dues must be paid yearly at the first of each year. The Board of Directors shall set the amount of dues for the following year as deemed appropriate.

Section 4: Assessments

Other than dues, no members shall be subject to any assessments.

Section 5: Voting

- A. Eligibility to Vote: Members must not be delinquent on dues and must be 18 yrs of age or older.
- B. A Household membership will consist of no more than 2 votes. - Corporate/Sponsor membership shall consist of no more than 2 votes.
- C. Manner of Casting Votes: Voting may be by voice, show of hands, written or absentee ballot, except for the annual election of officers (see below).
- D. Requirement for Majority Represented: An affirmative vote of a simple majority of members in attendance at the meeting shall be the act of the general membership.
- E. Nominations for officers shall be taken and all nominations considered. This election shall be held in the 4th quarter of the year. Election of new officers, Chairman, Secretary, and Treasurer shall be by ballot. Ballots will be distributed to eligible voting members via E-mail. Ballots must be completed and returned to the Secretary via E-mail by the due date. The Board of Directors will verify returned ballots as eligible and valid; count the votes for nominated members; and report the election results to the members.

ARTICLE V
Miscellaneous Provisions

Section 1: Construction of Bylaws

On all questions as to the construction of the meaning of the Bylaws, the decision of the Board shall be final.

Section 2: Amendment or Repeal of Bylaws

The power to repeal or amend these Bylaws and adopt new Bylaws is hereby designated to the Board of Directors or by a two-thirds vote of the current membership.