

Proposed By-Law Amendments September 26, 2024

Corrected all typographical/grammatical errors

Most of the word Corporation replaced with "Association"

2.25 Any dues not paid *within* 30 days....

2.27 remove the phrase "of actions", change are to "is," change they to "*their actions*":
"Membership may be canceled if the conduct of a member is such that their actions would be detrimental to the organization."

Change the word "club" to "Association" in the entirety of the document.

3.1.1 delete "by be". Delete "as between themselves and the Corporation," delete "in the management of the corporation", delete "may be", delete "in" delete "these": New verbiage: "The affairs of the corporation shall be managed by the board of directors. All officers and agents of the corporation will have such authority and perform such duties as provided in the bylaws or as determined by resolution of the board of directors not consistent with the bylaws."

3.1.3 remove the word "Voting" New paragraph: The Officers of the Association shall be elected by vote of the general membership..."

3.1.4 Replace secret with "confidential." Remove Annual Meeting of the Year and replace with "year-end general membership meeting."

3.1.5: remove "an" individual replace with "the" individual...remove "these" bylaws and replace with "the current" bylaws.

3.1.6 Remove "is unable to fill" (redundant). New paragraph to read: "Vacancies of any elected officer or director, for any reason, where said official fails to fulfill a position during the course of a term shall be declared vacant by the board of directors. If after the vacancy the board still meets the minimum requirements as set forth in Article 3.4.5, it shall be at the Boards discretion whether or not to fill the vacancy. A successor shall be elected by a 2/3 vote of the board of directors to fill the position for the remainder of the term."

3.2.1 Remove He/She, replace with They. Remove x2 "other" and remove "from to time" remove "and powers" New paragraph to read: "They shall have general and active management of the business and affairs of the association and will see that all orders and resolutions of the board of directors are carried into effect. The president shall perform such duties and have such authority as the board of directors may prescribe."

3.2.3 remove from "time to time."

3.3.1 remove “one (1)” one or two year and replace with “a one or two year position...”
remove “depending on the year.”

3.4.1 Remove “shall,” remove “whenever applicable:” “...the immediate past President *may* serve on the Board, *when requested.*”

3.4.2 Remove “The president and secretary would be voted on the even years and the vice president and treasurer on the odd years”

3.4.4 DELETE ALL (redundant, see article 3.2.1)

4.2.1 Delete “as may come before the meeting.”

4.2.2 replace “on” 3 days’ notice with “with” 3 days’ notice to each board member”

4.3.1 Remove “on a semi-annual basis” with “semi-annually.” New paragraph: “The General Membership shall meet semi-annually with the first meeting (designated as the Organizational Meeting) held during the first 30 days of the new penning year.” Revise next sentence to read “The Board of Directors may call special General Membership Meetings during the year if a matter is presented to the board that merits presentation and action by the General Membership.”

4.3.2 take out the /, replace with “and” and membership between general meetings.
Remove “in order”

4.4 remove “and shall be given not less than” and replace with “with a minimum of 5 days notice”

5.2.1: Add “any” remove “3 officers.” New paragraph: “All checks for demands for money and notes of the Association are to be signed by two of the following:”

5.2.2 remove “at it’s registered office.”

5.3.3 remove “or Agent.”

5.6 Add “written” between “formal protest.” New sentence: “...may file a formal *written* protest by submitting *it* to the Secretary.” Add “written” remove “mailed” new sentence “A *written* reply will be *delivered* to the member within 3 working days after the meeting.

5.7.1: Revise entire paragraph for clarification: “No officer or director can commit the organization to any financial responsibility without the board's authorization. Disbursements from the Association's treasury also require board authorization except for regular obligations of the Association.”

NEW ADDED HARASSMENT & DISCRIMINATION CLAUSE UNDER ARTICLE V

5.8: Harassment and Discrimination Policy

Willamette Valley Team Penning Association is committed to providing a respectful and inclusive environment for all members, volunteers, and participants. We do not tolerate any form of harassment or discrimination based on race, color, religion, gender, gender identity or expression, sexual orientation, national origin, genetics, disability, age, or any other protected characteristic.

Harassment includes, but is not limited to, unwelcome conduct that creates an intimidating, hostile, or offensive environment. This can include offensive jokes, slurs, epithets, or any other verbal or physical conduct that denigrates or shows hostility or aversion toward an individual or group.

Discrimination refers to treating someone unfavorably because of their protected characteristic. This can include actions such as refusing to provide services, opportunities, or benefits based on an individual's membership in a protected group.

Any individual who experiences or witnesses harassment or discrimination is encouraged to report the incident to the Willamette Valley Team Penning Association board or designated officials. Reports will be promptly and thoroughly investigated, and appropriate action will be taken.

Retaliation against any individual who reports harassment or discrimination, or participates in an investigation, is strictly prohibited.

Willamette Valley Team Penning Association is dedicated to fostering a welcoming and inclusive environment for all, and we are committed to upholding this policy to ensure the well-being of our members and participants.

6.1.1 Remove “electrically”

6.1.3 Header to read “Rules & Bylaws committee” remove “may be”

6.1.4 becomes 6.1.2 to be congruent with Judges Committee (which will become item 6.1.3).

Sanctioned penning committee to become 6.1.4. Insert the word NOT “This shall include, but *not* be limited to...”

6.1.5 replace “which” with “whom”, delete “or participant” Add “the”, change “if grievance is successful” to “if the Committee’s ruling is found to be in favor of the member.” Change “leaves the arena” to “exits the penning arena.” New paragraph: “This committee shall have five members, two of *whom* must be members of the board of directors. The committee shall be the final arbitrator for any dispute in a sanctioned and/ or sponsored event was filed by any member. A \$50.00 deposit will be paid at the time the grievance is presented and will be refunded *if the Committee’s ruling is found to be in favor of the member*. A grievance during a sanctioned and/or sponsored event must be presented to the judge before the participant exits the Penning Arena.”

6.16 change “use of all” to “using.”

7.1 Rewrite entire paragraph (for clarity) to read: “The initial vote on the proposed amendments to the bylaws will be conducted by the Board of Directors with a 2/3 majority vote required for approval. If the amendments are accepted at this meeting, the secretary will notify the membership by posting an electronic notice. The final vote will be taken at the next scheduled general membership meeting with a 2/3 majority vote required for approval.”

8.1 Remove “voting” replace with “at” Remove “quarterly”: New sentence to read: “This corporation may be dissolved by a vote of 2/3 of the general membership at any regular meeting or voting by mail.” Edit “by a mail ballot” to “by a *mail-in* ballot.”

8.2 Revise entire paragraph to read: “Upon dissolution, the remaining assets of the Corporation shall be distributed to a corporation trust fund or foundation organized to or operating exclusively for purposes consistent with social welfare or other charitable scientific or educational purposes. The organization must qualify as an exempt organization under section 501(c) of the Internal Revenue Code of 1986 as amended or the corresponding provisions of any future federal tax laws.”