

# MINNESOTA HIGH SCHOOL RODEO ASSOCIATION

## CONSTITUTION AND BY-LAWS

### A MINNESOTA NON-PROFIT ORGANIZATION

Revised 6/2004

#### **Article I - Purpose and Aims**

1. To maintain order and standards set up by the National High School Rodeo Association and the Minnesota High School Rodeo Association among members at their functions. The Minnesota High School Rodeo Association Inc. is organized exclusively for charitable and educational purposes.

2. To promote High School Rodeo on a Statewide scale and work toward this by bringing Statewide recognition to this activity for students who are under 20 at the first of the NHSRA year, and are or have been enrolled in the 9<sup>th</sup>, 10<sup>th</sup>, 11<sup>th</sup>, or 12<sup>th</sup> grade the year just preceding the National Finals Rodeo the contestant is entering, as long as they have met their grade requirements, even if they have graduated in the middle of the year, or have attended school on half-days, they will be eligible to compete in National High School Rodeo through National Championship Finals. Any student attending schools that apply to High School credits is eligible for membership if he/she meets the National High School Rodeo Association grade and conduct qualifications.

3. To promote the highest type of conduct and sportsmanship at the various Rodeos by setting up standards to be met to reach this end.

4. To keep the Western Heritage alive in America, and the State of Minnesota.

5. To promote humane treatment of animals

6. To promote a closer relationship among the people interested in this activity and the organizations they represent.

7. To increase and maintain interest of the High School students in rodeos and other functions of the nation.

8. It is the intent of the Minnesota High School Rodeo Association to encourage any student to continue in school as a regularly enrolled student, and to improve his/her education.

9. To assist and work in cooperation with the National Intercollegiate Rodeo Association, the Professional Rodeo Cowboys Association, the Canadian Rodeo Cowboys Association, and the International Professional Rodeo Association.

10. No part of the net earnings of the corporation shall inure to the benefit or be distributable to its members, trustees, officers or other persons, except that the corporation 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 paragraphs 2, 3, 4, 5, 6, 7, 8 and 9 hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation and the participation in or intervention in, including the publishing or distribution of statements(s), any political campaign on behalf of any candidate of public office. Notwithstanding any other provisions except as provided in these Articles, the corporation shall not carry on any other activities not permitted to be carried on.

a. By a corporation exempt from Federal Income Tax under section 501C (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future

United States Internal Revenue Law),

or

- b. By a corporation contributions to which are deductible under Sections 170 C (2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

11. In the event of dissolution of this nonprofit corporation, any assets belonging to the Minnesota High School Rodeo Association after paying or making provisions for the payment of all liabilities of the corporation will dispose of assets of the corporation inclusively for the purposes of the corporation and in such manner or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501C (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Law), as the Board of this corporation shall determine. Any such assets not so disposed of shall be disposed by the court of the county in which the principal office of the corporation has been located, as said court shall determine which are organized and operated exclusively for such purpose.

12. No State/Province will adopt ground rules that conflict with National Rule Book.

## **Article II – Membership Associations**

### Memberships

1. All Associations must be Statewide. All Associations will be governed by the Constitution and By-Laws of the State or Province
2. Each Association shall be incorporated as not for profit corporation, shall abide by the laws of Minnesota and Federal laws and regulations. Each Association shall have Articles of Incorporation, Constitution and By-Laws consistent with the National High School Rodeo Association Constitution and By-Laws.
3. DUES: The dues from the members shall be set by the Board of Directors at the next annual meeting as the Board deems necessary.
4. There shall be three (3) classes of membership: Student, Sustaining and Non-voting
5. Membership:
  - a.) Any member of a State Association in good standing shall be a member of the National High School Rodeo Association and shall be entitled to the benefits of that Association. Membership in a State Association shall be a requirement for membership in the National High School Rodeo Association.
  - b.) The State Association shall have the right and responsibility to enforce the rules of the National High School Rodeo Association and its own State Association, except during participation in the National High School Rodeo Finals and at Board meetings. The States shall have the responsibility of disciplining their members. These rules regarding membership shall be in addition to the rules regarding contestant disqualification.

6. Probation: Any member of a State Association, student or adult, who makes themselves incompatible to the operation of this State/Province's program by words or deeds, may be placed on probation. Probation may be imposed by the Board of Directors, the Executive Committee of the State Association, or the National Director after considering the acts of conduct of its member. Neither hearing nor evidence is required for a member to be placed on probation. Probation may be up to one (1) year. A member on probationary status shall have all of the other rights or benefits of the National High School Association.

7. Suspension: Any member of the State Association, student or adult, who makes themselves incompatible to the operation of this State's/Province program, by word or deed, may be suspended for a period of one (1) year by this association. To suspend, a State Association must conduct, by Board of Directors or Executive Committee, whichever is more convenient, a hearing at the earliest possible time to determine the fact of the words or deeds which make the member incompatible to the operation of the Association. At a hearing, the member shall have the opportunity to be heard and present a defense. This hearing shall be conducted informally, by the president or his designee, who shall make the determination of the fact of the incompatible word or deed, and inform the member, in writing, of the suspension. Suspension shall be for any time up to one (1) year. During suspension, the member shall be deprived of all rights and benefits of being a member of this State Association and also of the National High School Rodeo Association.

8. Expulsion: Any member of a State Association, student or adult, who makes themselves incompatible to the operation of this State's/Province program, by word or deed, may be permanently expelled from the Association. Any member who commits a serious criminal offense, who engages in acts of cheating, or attempts cheating acts, which attempt to fix, threaten, bribe, influence, harass or coerce a rodeo judge, shall be permanently expelled from the Association.

### **Article III – Officers**

1. The officers of this State Association shall be a President, Vice-president, and Second Vice-president elected by and from the Board of Directors. A Board Secretary-Treasurer, a Membership Secretary, and a Rodeo Secretary shall be elected by the Board of Directors and need not be a member of the Board.

2. The officers of the Association shall perform the duties usually performed by such officers, together with such duties as shall be prescribed by the By-laws of the Association.

- a) The President shall be the Chairman of the Board of Directors and an ex-officio member of all committees, except the Committee on Nominations
- b) In the absence of the President, the Vice-president shall assume the duties of the President. In event of a vacancy occurring in the office of President, the Vice-president shall serve as President until the next annual election of officers is held at the annual meeting.
- c) The Board Secretary-Treasurer or designee shall keep complete minutes of all meetings of the Association and of the Board of Directors meetings. A copy of minutes must be sent, or delivered to all Directors within 30 days of the Board meeting. The Secretary shall preserve all documents of the Association. The Membership Secretary shall issue membership certificates to all members.
- d) The Board Secretary-Treasurer shall collect, receive and have charge of all funds of the Association and deposit such funds in the bank designated by the Board of Directors. The Membership Secretary shall collect, receive and have charge of all funds pertaining to membership and deposit such funds in the

Bank designated by the Board of Directors, and will be accountable to the Board Secretary-Treasurer and/or the Board of Directors. There shall be a designated Secretary to collect, receive and have charge of all fees of the Association pertaining to rodeo contestants, and deposit such funds in a bank designated by the Board of Directors. The Rodeo Secretary shall be accountable to the Board Secretary-Treasurer and/or the Board of Directors.

3. The terms of office of all officers elected at any annual meeting shall commence at the adjournment of that meeting and they shall serve until the next annual meeting.

4. No officer, except the Secretary-Treasurer, shall be elected to the same office for more than two (2) consecutive terms.

5. Removal: Any officer, elected or appointed by the Board of Directors, may be removed by the Board of Directors whenever, in its judgment, the best interests of the Association would be served thereby.

6. Vacancies: A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

7. Powers and Duties: The several officers shall have such powers and shall perform such duties as may from time to time be specified in resolutions or other directives of the Board of Directors. In the absence of such specifications, each officer shall have the powers and authority and shall perform and discharge the duties of officers of the same title serving in nonprofit corporations having the same or similar general purposes and objectives as this corporation.

#### **Article IV – Board of Directors**

1. There shall be a Board of Directors of the Association, which shall consist of up to 24 members coming from five (5) regions.

- a) Each region may have up to 4 adult Directors but having a maximum of no more than one vote per Director with a maximum total of no more than two votes from the collection of Directors from each region per region.
- b) Two (2) Student Directors – one boy and one girl for 2 votes.
- c) National Director having 1 vote.

2. Region adult Directors will be nominated by each member Regional organization at the annual meeting to serve on the Board of Directors and nominees will be certified at that meeting. To be certified, a nominee must receive a majority vote of the Board of Directors. Term Fulfillment Directors may be nominated and certified at the soonest possibly scheduled Board of Directors meeting.

3. The term of office shall be for three (3) years

4. There will be up to four (4) Directors from each subdivision of the State (region). Terms of Directors from each Region will be staggered with the term of at least one of its Directors expiring each year.

- a) If a Region does not come forth with a nominee for an open position on the Board of Directors the Board may elect a Director for that Region. This is considered a Director at Large. Directors at Large shall be elected by secret ballot. The individual receiving the largest number of votes shall be

elected to the Board for a term of one (1) year subject to reinstatement.

- b) There shall be only one voting member from a family on the Board of Directors at one time, excluding Student Directors.
- c) If a region has less than four (4) Directors because one of their Directors was elected President, that region may nominate a member from their region to fill the Directors position vacated when their Director was elected President.
- d) Directors shall be elected by secret ballot. The individual receiving the largest number of votes shall be elected to the Board.

5. Special meetings of the Board of Directors may be called by the President on ten (10) days notice to each Director either personally, by mail, telephone, fax or e-mail and shall be held at such a time and place as is specified in the notice thereof. The Directors shall RSVP to the sender of the notice.

6. A majority of the legal voters, 51% of the Board of Directors, shall constitute a quorum to do business.

7. There shall be an Executive Committee of the Board of Directors composed of President, Vice-president, Immediate Past President, Second Vice-president, National Director and Secretary-Treasurer. This committee shall have all the power of the Board of Directors to transact business of an emergency nature between the Board of Directors meetings. All transactions at this meeting shall be reported in full at the next scheduled meeting of the Board of Directors. The Secretary-Treasurer shall be a non-voting member of the Executive Committee.

8. The Board of Directors shall:

- a) Transact the general business of the Association
- b) Establish major administrative policies governing the affairs of the Association and devise mature measures for the Associations growth and development.
- c) Provide for the maintenance of an office for such work of the officers and committees as may be deemed expedient, provide for the proper care of materials, equipment and funds of the Association, for the payment of legitimate expenses and for the annual auditing of all books of account by a certified public accountant.
- d) Act upon application for membership in this Association.
- e) Have the power to fill all vacancies on the Board of Directors. In the event a Director misses three (3) unexcused consecutive meetings without previous notice to the National Director or President prior to the scheduled Board meeting, he/she will be replaced.
- f) Alternates may be seated for informational purposes only, they shall not have a vote.
- g) The Board Secretary and the Rodeo Secretary/Membership Secretaries' shall be bonded.

9. The Minnesota High School Rodeo Association will certify a nominee for National Director of their Association to the Secretary of the National Association, who shall act as Secretary of the national nominating Committee, twenty (20) days before the National Championship Rodeo. If no certification from State/Province Member Association is received then the Nominating Committee

shall select an individual from said State/Province to serve for that meeting only. The Chairperson of the National Nominating Committee shall report to the annual meeting the names of individuals so certified as nominees by the State/Province Member Association for National Directors, and the names of individuals selected by the National Nominating Committee in the absence of such certifications. Additional nominations for the position of National Directors may be made from the floor by duly certified delegates of the State/Province Member Associations.

10. The Minnesota High School Rodeo Association shall be responsible for their National Directors legitimate expenses while attending National meetings.

11. National Directors duties on the State level shall include acting as coordinator in all State sanctioned rodeos. Any flagrant abuse will be brought to the attention of the National Director. State/Province Member Associations are encouraged to resolve all problems at the State level. If a problem cannot be resolved with the National Director and the problem prevents the rodeo from being held an emergency conference may be invoked with the National President or designee. At such a conference a State/Province Member Association designee and the National Director shall be present. Executive action may be required and a contestant or State/Province may be disqualified. It is to the best interest of the Rodeo, contestant and spectators to resolve problems as soon as possible and to continue with a performance. Judges, arena directors and Board members should cooperate with the National Directors in all matters, except for emergency problems as noted above. The decision reached by a National Director shall remain final unless reversed by the National Executive Committee whose action will come before the National Board at the next regular meeting.

12. National Directors will serve on the respective State/Province Board and State/Province Executive Committee and will be a voting member of said Board and Committee.

#### **Article V – Student Delegates**

1. There shall be representation of students at the Board of Directors meetings.
2. The students shall elect two delegates, one boy and one girl, to preside over the activities of the contestants of the coming year.
3. Procedure for election of delegates to conform to Robert's Rules of Order on Parliamentary Procedure.
4. The election of delegates meeting must be posted by the Association's Secretary at least 24 hours before the meeting (time, place & date).
5. Nominations will also be accepted from the floor.
6. The student delegates shall attend all Board meetings and take such other trips and appearances as the adult officers may direct.
7. They shall collect and receive information and requests for changes in the conduct of the Championship State/Province Finals and pass these requests on to the adult Associations Officers.
8. The student delegates shall continue in office through the State Championship Finals and the Annual meeting. The new student delegates will take over their duties at the close of the Annual meeting and State Championship Finals.
9. All MHSRA contestants shall be members of the NHSRA.

10. At all Board of Directors meetings the student delegates representing the contestants shall have a total of two (2) votes.

#### **Article VI – Meetings**

1. The annual meeting of the Association shall be held during the month of June prior to the National Finals.
2. Notice of the annual meeting of members shall be given by the Secretary-Treasurer at least twenty (20) days and not more than sixty (60) days before the annual meeting and notice of any amendments to the By-laws will be included in said notice.
3. The order of business at each annual meeting shall be fixed at the beginning of the meeting and shall include, among other things:
  - a) Roll call of Directors
  - b) Address of the President
  - c) Minutes of the previous meeting
  - d) Reports of Officers
  - e) Reports of Standing committees
  - f) Reports of special committees
  - g) Election of Officers and Directors
  - h) Miscellaneous business – old and new
  - i) New business discussed and passed on by the Board will be placed on the agenda for the Directors meeting for final action.
4. The meetings will be conducted under Robert's Rules of Order
5. A quorum, 51% of Board of Directors, must be in attendance at a meeting for any official legal transaction of business.
6. A regular meeting of the Board of Directors shall be held each month, August thru May, of each and every year and notice and consent of this meeting shall be given in the same manner as provided for in the annual meeting.
7. In the intervals between meetings of the Board of Directors the President of the Association may refer and submit by mail, telephone, telegraph, fax, or e-mail to the members of the Board of Directors definite questions relating to the affairs of the Associations, which in the opinion of the President, require immediate action on the part of the Board of Directors. The result of such a referendum which requires a majority vote of the members of the Board of Directors, shall control the action of the Association and of its Boards officers, sections, committees, agents and employees.

#### **Article VII – Committees**

1. Standing Committees: Each committee shall consist of at least three (3) members

who shall be notified by the Committee Chairman. Members are to be appointed by the President. If five (5) or more board members dissent on the appointments to said committee then a referendum shall be conducted.

- a) Non-Directors may be assigned to committees, for advisory and/or information purposes only, but they shall not have a vote.
- b) All Committee expenses to MHSRA should be itemized and be a part of each Committee report.
- c) The Association shall have the following committees:
  1. Executive Committee – Chairman – President. The Executive Committee shall meet when necessary as determined by the President.
  2. Nominations Committee – The purpose is to prepare a slate of candidates for office. The Nominating Committee will convene at the State Championship Rodeo to consider nominees for State Officers. The Nominating Committee will interview prospective nominees and present a slate of candidates to the Board of Directors at the Annual meeting. Nominations for any office will be accepted from the floor at the time of elections.
  3. Public Relations Committee
  4. Rules and By-laws Committee
  5. Budget Committee
  6. Rodeo Conduct Committee
  7. Special Committees
  8. Operation and Advisory Committee
  9. Rodeo School Committee – Establish rotation so each event is covered every two years.
2. Other Committees. Other committees not having and exercising the authority of the Board of Directors in the management of the Association may be designated by the President. Any member thereof may be removed by the person or persons authorized to appoint such member whenever, in their judgment, the best interest of the Association shall be served by such removal.

#### **Article VIII – Contracts, Checks, Deposits, and Gifts**

1. Contracts. The Board of Directors may authorize any officer(s) or agent(s) of the Association, in addition to the officers so authorized by these By-laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association, and such authority may be general or may be confined to specific instances.
2. Checks, Drafts, or Orders. All checks, drafts, or orders for the payment of money notes, or other evidence of indebtedness issued in the name of the Association, shall be signed by such officer(s) or agents(s) of the Association, and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such

instruments shall be signed by the President , Vice-president and/or the Secretary-Treasurer.

3. Deposits. All funds of the Association shall be deposited from time to time to the credit of the Association in such banks, trust companies, or other depositories as the Board of Directors may select.
4. Gifts. The Board of Directors may accept on behalf of the Association any contribution, gift, bequest, or devise for any purpose of the Association.

#### **Article IX – State Contest**

1. The Minnesota High School Rodeo Association shall conduct a State/Province Championship High School Rodeo each year.
2. The minimum State/Province Championship High School Rodeo that will qualify contestants in the first four (4) places in each event for the National Championship Finals, shall be a two go-round with an average or a one go-round and a finals, in which at least the top ten go. No roll ups. In the cutting horse event the finalists will be left to the discretion of the rodeo committee.
3. Rodeos are to be open to all students in this State/Province who have taken an accredited High School course and maintained grade standards set by the National High School Rodeo Association and verifiable by the State Board of Directors.
4. No alcoholic beverages will be sold on the grounds during any High School Rodeo
5. Entries: All entry / ground fees must accompany the entry form. A separate check must accompany each entry. Entries are due two weeks prior to the rodeo or a fine will be assessed.
6. Preference: Contestants wanting a preference at a rodeo due to an official school, family, or religious function must notify the Rodeo secretary in writing and attach it to the entry form. Requested preference of contestant for competition must be able to conform to that rodeo's schedule. Preferences will be slack or performance.
7. Regional rodeos will each set the number of contestants to go in performance. That number will be consistent in all events.
8. Sign In Times: Contestants must sign in at the rodeo office on the sign in sheet before the published sign in deadline to be eligible to compete. Emergency telephone sign ins will be reviewed by the state executive committee. Any contestant who has been given a preference because of school, family, or religious functions must sign in with the Rodeo Secretary upon arrival at the rodeo grounds.
9. Dress Code: A dress code will be in affect for all rodeo performances and parades. Slack is considered a performance.
10. Exception:
  - a) At dances, contestants are required to wear contestant numbers and western trousers. Western shirts or T-shirts may be worn. T-shirts with crew type neckline with long or short sleeves (no sleeveless), waist length or longer will

be allowed. No tank tops. No cut, ripped or otherwise altered T-shirts will be allowed. Western boots and hats are optional.

b) Jackets or sweatshirts may be permitted during inclement weather conditions. Such exceptions will be announced or posted at the rodeo.

11. Numbers must be worn on the back and be visible from the time of the sign in deadline until departure from the rodeo after the final performance.
12. Rough Stock Chutes: Chutes are not part of the arena, therefore they may or may not have horses or bulls loaded in them during all or part of another event(s).

#### **Article X – Amendments**

1. These By-laws may be amended at any annual meeting by a two-thirds (2/3) vote of the members present at which meeting a duly constituted quorum is present. The notice of the proposed amendment must be given in the notice of the annual meeting.

**These amendments have been incorporated into the Minnesota By-laws affective beginning with the 2004-2005 Rodeo season.**

1. NHSRA Board of Directors 2004-2005 By-Law Changes
2. From Article IV – Board of Directors  

Removal of past president as a voting member of both the Board and Executive committees  
Item # 6 - A majority of the legal voters, 51% of the Board of Directors, shall constitute a quorum to do business.
3. From Article VII – Committees  

Item # 3 - Public Relations Committee (Remove “Guidance” from committee name)  
Addition of a Rodeo School Committee as a standing committee