

## 2020 IGRA BYLAWS

### ARTICLE I – NAME

Pursuant to its Articles of Incorporation under the laws of the State of Colorado, the name of this Association shall be the INTERNATIONAL GAY RODEO ASSOCIATION. It shall be a nonprofit corporation. The Association shall hereinafter be referred to as IGRA.

### ARTICLE II – OBJECTS AND PURPOSES

Pursuant to its Articles of Incorporation, the mission of the International Gay Rodeo Association, “Supporting Associations that Support Communities” is carried out through the following goals:

1. Providing associations with the tools to produce quality events, and
2. Promoting the Country/Western lifestyle, and
3. Supporting amateur sportsmanship through education, participation, competition, and recognition, and
4. Engaging in charitable activities by volunteering the services of the Corporation itself and/or in cooperation with its Member Associations or by the raising of monies; with such activities and the proceeds derived therefrom being donated to those charitable organizations that the Member Associations of the Corporation may choose, and
5. Engaging in any business and/or activities in which a nonprofit corporation may engage within the meaning of Section 501(c)(3) of the Internal Revenue Service Code.

### ARTICLE III – NON-DISCRIMINATION

As an organization formed to elicit the best in all people, IGRA is pledged to offer opportunities to all individuals without regard to any personal or physical quality or characteristic that may be the basis for discrimination.

### ARTICLE IV – MEMBERSHIP

#### Section 1. Composition.

IGRA shall be composed of Member Associations which have aims and purposes similar to those of IGRA and which have been duly admitted to membership in IGRA. Each person appearing on the membership list of a Member Association shall be entitled to all privileges granted by IGRA.

#### Section 2. Member Associations.

IGRA shall be comprised of those associations, which are Member Associations in good standing at the time of the adoption of these Bylaws, and any associations that may thereafter be admitted or reinstated as Member Associations in accordance with this Article.

#### Section 3. Voting Rights of Member Associations.

The Member Associations shall have the right to vote for the election of Trustees in the manner described in Article X Trustees, Section 5, and shall have the right to vote on all matters decided at the annual convention as described in Article VI. All voting rights of the Member Associations shall be exclusively vested in and exercised by voting delegates in the manner set forth in these bylaws.

Section 5. Current Member Associations.

Paragraph A. IGRA is an association of Associations.

Paragraph B. The annual convention shall have the final authority to approve membership applications or renewals, to determine geographic boundaries and areas of service, and to deliberate and settle any disputes between Member Associations.

Paragraph C. Member and Recognized Associations must be incorporated as a not-for-profit or nonprofit entity under the laws of and in good standing in the state, province, territory (U.S. and Canada), or other comparable territorial units of other nations; provided, however, the board may accept as Recognized Associations other entities incorporated or in the process of incorporating under the laws or jurisdictions other than the United States.

Paragraph D. Member Associations must have twenty (20) members in good standing and at least of the legal age of majority to sign contracts according to Guidelines of the Nation or the superseding principality where that Member Association is located. Ten (10) of the required members must be legal residents of the Member Association's geographic area.

1. Individuals may join as many Member or Recognized Associations as they wish providing they are in compliance with the respective association's membership policies.
2. Removal of a member from "good standing" status could be for any specific reason considered detrimental to the Association.
3. If a member is removed from "good standing" status, the following actions shall be taken:
  - a. The involved association will notify the Secretary within seven (7) days. Such notification will include documentation indicating removal from good standing and the reasons why.
  - b. The Secretary must notify the Board of Directors, the Membership Standing Committee, and all Member and Recognized Associations and individual within fifteen (15) days of receipt of said notification. The individual must be notified by First Class mail with delivery confirmation.
  - c. Within thirty days, the Member or Recognized Association removing their member from good standing must do a presentation as to why and how long the Member or Recognized Association is requesting IGRA to honor the removal from good standing to the Membership Standing Committee. Electronic means such as E-mail, telephone, and video may be used to expedite the hearing. The Member or Recognized Association must provide the path back to member in good standing with the Association, if such a path exists.

- d. The person removed from good standing shall be offered the right to present his or her position or rebuttal in writing or by making a presentation, in person or via written materials, at least five (5) days prior to any enforcement by IGRA.
- e. The Membership Standing Committee will decide whether IGRA will honor the removal from good standing and determine the length of time the removal from good standing will be honored by IGRA.
- f. Once IGRA honors the removal from good standing, the individual will become ineligible to participate in IGRA sponsored/sanctioned events/rodeos until such time as the situation is rectified or the requisite time determined by the Membership Standing Committee expires.
- g. The Membership Standing Committee will decide the length of time IGRA will honor the removal from good standing based on the severity of the infraction.
- h. Immediate Removal.
  - 1) In certain cases, IGRA may immediately honor the removal from good standing while the review process continues.
  - 2) Cases that may be considered for this action include financial misdeeds, animal cruelty, violence, actions that damage IGRA or its' reputation, and actions that cause financial or legal liability for IGRA.
  - 3) The Executive Board shall make this determination.
- i. A Member or Recognized Association will not be required to return an individual to good standing with the Association or take the member back, regardless of any action by IGRA.
- j. The involved association must notify the Secretary within seven (7) days of rectification of the problem, even if said association still does not wish the individual to rejoin their association.
- k. Within seven (7) days, the Secretary must advise the Board of Directors and all Member and Recognized Associations of the rescinding of the earlier notice, thus allowing the individual and all associations to make further membership decisions as they might mutually desire.
- l. Participation in IGRA sponsored/sanctioned events is defined as a person in the capacity of contestant, volunteer, official, delegate, instructor, or student at rodeos, university, convention and other events overseen by IGRA.
- m. In the event the individual and Member or Recognized Association reach an agreement that places the individual back to member in good standing, the Membership Standing Committee shall consider the issue resolved.

Paragraph E. Member Associations must be in concurrence with the stated goals and purposes of IGRA, demonstrated annually by:

- 1. Actively promoting the Country/Western lifestyle through interaction with community organizations, hosting events, and generating publicity in the geographic area;
- 2. Hosting one or more IGRA-sanctioned events;
- 3. Donating a significant proportion of organizational funds to, or providing documented volunteer efforts on behalf of, charities in their geographic area; or

4. Documenting member activity participation as volunteers or competitors in IGRA-sanctioned events.

Paragraph F. When a Member Association's Articles of Incorporation, Bylaws, or Standing Rules are amended, the association shall send an amended copy to the Secretary within sixty (60) days after the amendments are approved.

Paragraph G. No officer or board member of a Member or Recognized Association may concurrently hold office or board position with another Member or Recognized Association.

#### Section 6. New Member Associations.

Paragraph A. Any association wishing to apply for membership in IGRA shall:

1. Be in concurrence with the stated goals and purposes of IGRA.
2. Have twenty (20) members in good standing and at least of the legal age of majority to sign contracts according to Guidelines of the Nation or the superseding principality where that association is located. Ten (10) of the required members must be legal residents of the association's geographic area.
3. Choose a name and acronym that does not conflict with or duplicate IGRA's name and acronym or the name and acronym of any existing Member or Recognized Association.
4. Submit all documents required by Paragraph B, Application Requirements, below.

Paragraph B. Application Requirements.

1. Completed application (Exhibit A1).
2. Copy of board resolution releasing geographic territory of existing Member or Recognized Association and corresponding letter, if applicable.
3. Copy of articles of incorporation.
4. Documentation proving not-for-profit or nonprofit corporation.
5. Copy of current bylaws.
6. List of current officers.
7. Membership list dated within thirty (30) days prior to the application.

Paragraph C. When all eligibility requirements are fully met, the Membership Committee chairperson will refer the applicant's information to the Board of Directors for consideration as a "Recognized Association."

Paragraph D. New Member Associations shall be approved and seated only at Annual Convention. Recognized Associations anticipating approval as a Member Association at Annual Convention shall submit a letter to the Secretary a list of current officers, no less than sixty (60) days prior to Annual Convention.

Paragraph E. Recognized Associations shall not have the right to vote, nor shall they have the right to hold any IGRA-sanctioned event.

Paragraph F. Upon approval as a Member Association at Annual Convention, the applicant will immediately pay dues of six hundred dollars (\$600.00).

## Section 7. Membership Renewals.

Paragraph A. The Membership Committee will consider a Member Association's renewal request when the Secretary has received all of the following:

1. Completed renewal application (Exhibit A1).
2. Copy of board resolution releasing geographic territory of existing Member or Recognized Association and corresponding letter, if applicable.
3. Provide proof of active or good standing from state or province.
4. Documentation proving not-for-profit or nonprofit corporation.
5. Copy of current bylaws.
6. List of current officers.
7. Membership list dated within thirty (30) days prior to the renewal deadline.
8. Verified funds in the amount of six hundred dollars (\$600.00) paid to IGRA for annual dues.
9. Verified funds paid to IGRA for any outstanding fees, fines, assessments, or monies due.

Paragraph B. A Member Association requesting renewal must meet the requirement for members in good standing as specified in Article IV, Section 5, Paragraph D. Membership list must be formatted in accordance with the requirements of Standing Rule IX, Section 1, Paragraph B.

## Paragraph C. Changes in Geographical Areas.

1. If a Member Association wishes to decrease its geographical area of representation, the fact shall be noted on the renewal application as a matter of clarification.
2. If a Member Association wishes to increase its geographical area of representation, the fact shall be noted on the renewal application, and the Member Association shall indicate on its membership list that its membership includes at least ten (10) members who reside in the new area to be added to its geographical representation. If the increase in area is more than one state, territory, or province (U.S. and Canada), or other comparable territorial units of other nations, at least ten (10) members must reside in each state, territory, province, or other comparable territorial units of other nations, of the requested increase.

Paragraph D. Packet of information must be sent to the Secretary by first-class mail with a government postmark, by electronic mail, or a combination of both no later than sixty (60) days prior to Annual Convention.

Paragraph E. Membership renewals not received sixty (60) days prior to Annual Convention will be assessed a fine of two hundred dollars (\$200.00). This fine must be paid and funds verified as received, before an association's membership will be renewed.

Paragraph F. All dues, fees, and other monies owed to IGRA must be paid and funds verified as received before an association's membership will be renewed.

## Section 8. Resolution of Overlapping Geographic Areas.

Paragraph A. If a proposed association overlaps the geographic area of an existing Member or Recognized Association, or if an existing Member Association's proposed expansion of its geographic area overlaps the geographic area of another existing Member or Recognized Association, they must obtain the approval of the affected Member or Recognized Association by a board resolution of that Member or Recognized Association. The association acquiring the geographic area must also obtain a letter of approval signed by the Board of Directors of the existing Member or Recognized Association.

Paragraph B. In the event that an association meets all the requirements (Article IV, Section 5) and is unable to negotiate a territorial arrangement with an existing Member or Recognized Association, the applicant may ask the Membership Committee for mediation in an effort to come to an agreement.

Paragraph C. If a geographic area dispute cannot be resolved by the process outlined in Paragraphs A and B above, each association affected will be allowed to make a 15-minute presentation regarding territory to Annual Convention for resolution.

Paragraph D. Unless there is significant change in the demonstrated support of a geographic area by a Member Association, a non-member association that has been denied territory will only be eligible to resubmit a request for any of the same territory at the third or later subsequent Annual Convention.

## Section 9. Removal from Membership.

Paragraph A. Removal from membership shall occur only at Annual Convention by a majority vote of authorized delegates pursuant to Article VII Delegates, Section 1, Paragraph A, for any of the following reasons:

1. Member Association is no longer in concurrence with the stated goals and purposes of IGRA
2. Member Association is no longer incorporated as a not-for-profit or nonprofit corporation under the laws of, and in good standing, in the state, territory, or province (U.S. and Canada), or other comparable territorial units of other nations
3. Member Association no longer has twenty (20) members in good standing

Paragraph B. A Member Association may voluntarily withdraw its membership at any time by written notification to the President or the Secretary.

Paragraph C. A Member Association will have its membership terminated if all renewal requirements (Article IV, Section 6, Paragraph A) have not been met by the start of Annual Convention.

## Section 10. Reclassification of a Member Association as a Recognized Association.

Paragraph A. A Member Association may be reclassified as a Recognized Association by two-thirds (2/3) vote of the Board of Directors for any of the following reasons:

1. Member Association is no longer concurrent with the stated goals and purposes of IGRA.
2. Member Association is no longer incorporated as a not-for-profit or nonprofit corporation under the laws of, and in good standing, in the state, territory, or province (U.S. and Canada), or other comparable territorial units of other nations.
3. Member Association no longer has twenty (20) members in good standing.
4. Member Association has not completed the renewal process as specified in Article IV, Section 7.
5. Member Association has outstanding fees, fines, and/or other moneys owed to IGRA.

Paragraph B. A Member Association shall automatically be reclassified as a Recognized Association if the Association does not provide at least one delegate to the Annual Convention.

Paragraph C. An association reclassified under Paragraph A shall have until the start of Annual Convention to rectify the reason for reclassification. An Association reclassified under Paragraph B shall remain a Recognized Association until the following year's Annual Convention. When the situation is rectified, the association will automatically and immediately return to full status as a Member Association. If the situation is not rectified by Annual Convention, refer to Article IV Membership, Section 8, and Paragraph A.

## ARTICLE V – CORPORATE POWERS

### Section 1. Division of Powers.

The corporate power of IGRA shall be administered as provided for in this Article.

### Section 2. Powers of Annual Convention.

Annual Convention may, by resolution, take any action not inconsistent with Law, or the Articles of Incorporation, or these Bylaws. Notwithstanding, the Annual Convention may invoke any powers given to Directors, Officers, Trustees, and Committees.

### Section 3. Powers of the Board of Directors.

Paragraph A. The Board of Directors shall have the power to take any action not inconsistent with Law, or the Articles of Incorporation, or these Bylaws, or with any duly enacted resolution of Annual Convention.

Paragraph B. The Board of Directors may delegate to any committee or officer any portion of its powers, subject to any limitation imposed by the Colorado Non-Profit Corporation Law or which the board may see fit to impose.

Paragraph C. The Board of Directors is empowered between meetings of the membership to handle all matters, subject to ratification by the membership as required herein.

Section 4. Powers of Officers.

The officers of IGRA shall have those powers delegated to them by the Bylaws and such additional powers as may be delegated by Annual Convention or by the Board of Directors.

Section 5. Indemnification.

IGRA shall indemnify and hold all Officers, Directors, Trustees, and committee members harmless from all liabilities, obligations, claims, causes of action, or expenses of any kind, including, without limitation, attorney's fees that may arise or be incurred by them as a result of the performance of their duties for or on behalf of IGRA, to the full extent allowed by law.

ARTICLE VI – ANNUAL CONVENTION

Section 1. Time and Place.

Paragraph A. The annual convention (Annual Convention) shall be held within the last two months of the rodeo year and may not be scheduled within seventeen (17) days of IGRA University, Finals Rodeo, or any other IGRA-sanctioned rodeo.

Paragraph B. Annual Convention shall be hosted by a Member Association.

Paragraph C. The Executive Board shall set a minimum delegate fee prior to proposal submissions.

Paragraph D. A Member Association wishing to host Annual Convention shall submit a proposal to the Executive Board no later than sixty (60) days prior to the current year's convention. If fewer than two proposals are submitted prior to the 60-day deadline, additional proposals may be accepted at convention.

Paragraph E. The location of Annual Convention shall be voted on at Annual Convention two (2) years prior. Presentations by Member Associations shall be limited to 15 minutes.

Paragraph F. If no proposals are received or if no proposals are accepted by Annual Convention, IGRA shall assume responsibility for producing Annual Convention.

Section 2. Notice.

Advance legal notice shall be sent no less than sixty (60) days prior to the start of convention and shall specify the place, date and hour of convention, any related meetings (e.g. Board of Directors, Trustees, committees, training seminars, etc.), and those matters which the Board of Directors, at the time of giving notice, intends to present for action by the Member Associations. Such notice shall be delivered electronically or by first class mail addressed to each Member and Recognized Association, Board Member, Trustee, committee chairperson, the corporate auditor, and Annual

Convention parliamentarian. Notice shall be deemed to have been given at the time when delivered electronically or deposited in the mail.

### Section 3. Attendance and Voting.

Paragraph A. All members in good standing of Member Associations shall be entitled to attend any Annual Convention and have floor privileges through their delegation. However, they shall not solely by reason of such membership be entitled to vote.

Paragraph B. All delegates, selected in accordance with Article VII Delegates, hereof, shall be entitled to attend Annual Convention. Voting delegates shall be entitled to vote on all questions properly coming before the convention and non-voting delegates shall not be entitled to vote.

### Paragraph C. Quorum.

1. A quorum to do business shall consist of a majority of the voting delegates authorized by Article VII Delegates, hereof, who has been duly registered at the convention.
2. If the total of those voting on a measure is not equal to or greater than the quorum as announced at the beginning of convention, then a call for quorum must be issued.
3. The presence of a quorum validates the vote.

### Paragraph D. Special Measures.

1. A two-thirds (2/3) vote shall be required to...
  - a. Enact, repeal, or amend the Bylaws.
  - b. Enact, repeal, or amend Rodeo Rules.
  - c. Change the effective date of any new, amended, or repealed Bylaw, Standing Rule, or Rodeo Rule.
  - d. Allow a proposed or existing association to acquire the geographic area of an existing Member or Recognized Association without consent.
  - e. Amend the Articles of Incorporation.
  - f. Dissolve the Corporation.

### Paragraph E. Ordinary Measures.

A majority of the votes cast shall be necessary for the election of an officer or for the adoption of any other measure.

### Paragraph F. Presiding Officer.

The presiding officer of Annual Convention shall not vote except on a secret ballot or in the case of a tie.

### Paragraph G. Proxies.

Voting by proxy shall not be permitted.

## ARTICLE VII – DELEGATES

### Section 1. Voting Delegates.

#### Paragraph A. Representation.

1. Each Member Association shall be entitled to representation at Annual Convention by five (5) voting delegates and five (5) alternate delegates.
2. A Member Association shall be entitled to one (1) bonus voting delegate by hosting one or more of the following during the current rodeo year:
  - a. At least one (1) rodeo within its geographical area.
  - b. Annual Convention.
  - c. IGRA University.
3. The number of delegates per Association shall not exceed six (6).

#### Paragraph B. Qualifications.

Each voting delegate and each alternate voting delegate shall be an individual member in good standing of the Member Association, which he/she represents.

#### Paragraph C. Selection.

1. The Trustee of each Member Association shall be counted as a voting delegate for his/her respective association.
2. The balance of the voting delegates and alternate delegates shall be selected by each Member Association in the manner provided by the bylaws or rules of the Member Association and shall serve until the selection and qualification of their successors pursuant to the bylaws or rules of the association.

#### Paragraph D. Certification.

1. The Secretary shall give a copy of each Association's delegate and alternate delegate list to the Membership Committee chairperson who must confirm that the Member Association meets the minimum requirements pursuant to Article IV Membership, Section 5, and Paragraph D.
2. The Member Association's Trustee, alternate Trustee, or President must approve any substitutions or additions to the list of delegates.
3. The Secretary shall resolve any dispute arising over the validity of delegates.
4. Convention registrations and registration fees shall be sent to the Member Association hosting Annual Convention to be received at least fourteen (14) days prior to the convention.

#### Paragraph E. Officers.

Each Officer shall represent his/her office as a voting delegate if not otherwise a voting delegate.

Paragraph F. Multiple Memberships.

A voting delegate may represent only one of the Member Associations on whose membership list his/her name appears. If the delegate is the sole delegate for an Association they may not change to be a delegate or alternate for another association.

Paragraph G. Voting.

Only the voting delegates acting personally at a meeting or at Annual Convention shall do all voting on all matters. Voting delegates shall not vote by proxy, written consent, or ballot, except ballots distributed at a special or regular meeting of delegates at Annual Convention.

Section 2. Non-Voting Delegates.

Paragraph A. Regular Non-Voting Delegates. Each of the following may be a non-voting delegate:

1. The President of any Member Association.
2. IGRA committee chairpersons.

Paragraph B. Other Non-Voting Delegates.

With respect to any particular Annual Convention, the Board of Directors or the President may designate any other person as a non-voting delegate.

Section 3. Suspension of Voting Rights.

A Member Association in arrears on dues or any other fees owed to IGRA shall not be entitled to voting delegates at Annual Convention.

## ARTICLE VIII – DIRECTORS

Section 1. Enumeration.

The Board of Directors shall consist of the following persons: President, Vice President, Secretary, Treasurer, one Trustee from each Member Association, the immediate past President (if available) for a duration of one (1) term where the immediate past President shall be a non-voting member.

Section 2. Qualification.

Each director shall at all times during his/her continuance in office be a member as determined by Article IV Membership, Section 1, hereof.

Section 3. Officers.

Officers shall be a President, Vice President, Secretary, and Treasurer who are elected to office pursuant to Article IX Officers, hereof, for the period for which so elected and until the election and qualification of his/her successor to such office.

#### Section 4. Meetings.

##### Paragraph A. Annual Meeting.

There shall be an annual meeting of the Board of Directors immediately preceding each Annual Convention. Notice of such annual meeting shall not be required.

Paragraph B. Special Meetings. Special meetings of the Board of Directors may be held under all the following requirements:

1. Requested by the President or majority of the board.
2. Fifteen (15) days notification by certified mail or five (5) days notice delivered personally, by electronic mail, or by telephone.
3. Notice must state date, time, and place of meeting.

##### Paragraph C. Regular Meetings.

A regular meeting shall be held not less than once a year.

##### Paragraph D. Minutes.

Minutes shall be kept as per Robert's Rules of Order to include attendance, roll call votes (with exception of Annual Convention), business transactions, and all letters of alternate trustee authorization. All topics discussed at meetings, both open and closed, shall be noted within the minutes.

##### Paragraph E. Quorum.

At any meeting of the Board of Directors, thirty percent (30%) of the board's membership shall constitute a quorum to transact business.

##### Paragraph F. Participation by Conference Telephone.

Directors may participate in any regular or special meeting of the board through use of conference telephone or similar communications equipment so long as all directors participating in such meeting can hear one another. Participation in a meeting in this manner shall constitute presence in person at such meetings.

##### Paragraph G. Participation by Electronic Means.

Directors may participate in any regular or special meeting of the board through use of electronic means (online via computer) so long as all directors participating in such meeting can respond properly to one another. Participation in a meeting in this manner shall constitute presence in

person at such meetings. Meetings of this nature should be limited to issues that are relatively benign or ones that require immediate action due to deadlines.

#### Section 5. Voting.

Paragraph A. At meetings, absentee ballots shall not be permitted.

Paragraph B. Voting by certified mail without a meeting may be allowed provided each Director is notified by certified mail of the proposal to be acted upon.

Paragraph C. Voting by telephone conference is permissible.

Paragraph D. Voting by electronic means (online via computer) is permissible.

Paragraph E. Voting by ballot shall not be permitted.

Paragraph F. An abstention here is a non-vote, and the final vote result is based only upon a tally of those voting yea or nay.

#### Section 6. Receipts and Disbursement of Funds.

##### Paragraph A. Bank Account.

The Treasurer shall maintain a bank account. Signatures on file shall be those of the officers. All checks require one signature of any officer. Electronic banking is allowed where checks may not be utilized. Any transfers greater than \$5,000 cumulatively in any five-day period outside of IGRA's accounts must have an electronic or callback procedure with the bank and a second officer to authenticate its approval.

##### Paragraph B. Approval of Disbursements.

Monthly reports consist of a balance sheet, a profit and loss statement, an operating statement, and a year-to-date budget comparison, which shall be available to all members of the board on the IGRA Web site. A copy shall be sent to any board member upon request. Disbursements are subject to final approval by the board.

##### Paragraph C. Records.

Records of all receipts and disbursements, bank statements, and bank reconciliation shall be included in the account records to be reviewed semi-annually by the Corporate Auditor.

#### Section 7. Duties.

Paragraph A. The Board of Directors shall have fiduciary responsibility for IGRA, approve contracts and negotiations with any external entity, and resolve any disputes between Member Associations.

Paragraph B. The Board of Directors shall be responsible for sanctioning rodeos and approving rodeo date changes.

Paragraph C. At the first board meeting of the rodeo year, the Board of Directors shall appoint the Corporate Auditor.

Paragraph D. The directors shall develop a meeting schedule for the next rodeo year.

#### Section 9. Executive Board

Paragraph A. The Executive Board shall include the Officers, as well as a Trustee chairperson, a vice-chairperson and a second vice-chairperson elected at the Trustees' Annual Meeting. The vice-chairpersons, in order, shall assume the duties of the chairperson in the event of a vacancy, an absence, the inability of the chairperson to act, or at the chairperson's request.

Paragraph B. The Executive Board is empowered to handle all matters pertaining to Directors' duties between meetings of the Board of Directors. It is the responsibility of the Executive Board to report their actions at the next meeting of the Board of Directors.

### ARTICLE IX – OFFICERS

#### Section 1. Enumeration.

The officers of IGRA shall consist of a President, Vice President, Secretary, and Treasurer. No individual may hold two (2) offices at the same time.

#### Section 2. Election.

The officers shall be elected by the voting delegates at Annual Convention for a term of two (2) years beginning at the start of the following rodeo year and ending at the end of the second year, or until the election and qualification of their successors. The President and the Treasurer shall be elected in even-numbered years and the Vice President and the Secretary shall be elected in odd-numbered years. In the event there are three (3) or more candidates for any office and no candidate receives a majority of the votes cast, there shall be a run-off between the two (2) candidates receiving the largest number of votes.

#### Section 3. Qualification.

Each Officer shall at all times during his/her continuance in office be a qualified member of a Member Association as determined pursuant to Article IV Membership, Section 1.

#### Section 4. Duties of the President.

Paragraph A. The President shall preside at all Board of Directors meetings and Annual Convention.

Paragraph B. Except as otherwise provided, he/she shall appoint all committee chairpersons who shall serve at the request of the President, and he/she shall be an ex-officio member of all committees with the exception of the Nominating Committee. The President shall request Member Associations to have a representative at each Annual Convention committee meeting. He/she shall not be the chairperson of any appointed committee with the exception that he/she may serve as chairperson of a specially-convened Task Force Committee.

Paragraph C. The President shall appoint a Parliamentarian for Annual Convention at least ninety (90) days prior to the start of convention and notify him/her to ascertain acceptance.

Paragraph D. Within any limitation imposed by the Articles of Incorporation, these Bylaws, or duly adopted resolutions of Annual Convention or the Board of Directors, he/she shall have general power to conduct and manage the affairs and business of IGRA.

Paragraph E. He/she shall have such other and further powers as may be specifically delegated to him/her pursuant to Article V Corporate Powers, Section 4, hereof.

#### Section 5. Duties of the Vice President.

Paragraph A. The Vice President shall assume the duties of the President in the event of the President's absence or inability to act as President, or at the President's request.

Paragraph B. The Vice President shall be the Board Liaison to the Community Outreach/Fundraising/Gender Diversity Committee.

Paragraph C. He/she shall be an ex-officio member and Board Liaison responsible for items pertaining to the Public Relations Committee.

Paragraph D. He/she shall be responsible for the IGRA Royalty Competition and related items as set forth in these Bylaws and Standing Rules.

Paragraph E. He/she shall have such other duties, respectively, as may be specifically delegated to him/her pursuant to Article V Corporate Powers, Section 4, hereof.

#### Section 6. Duties of the Secretary.

Paragraph A. The Secretary shall keep or cause to be kept a full and complete record of the proceedings of Annual Convention and of the meetings of the IGRA Officers, the Board of Directors, and the Board of Trustees, and of actions taken at these meetings. Minutes from Annual Convention shall be made available within thirty (30) days of the convention. Minutes from each meeting shall be made available within fourteen (14) days of the meeting.

Paragraph B. The Secretary shall keep or cause to be kept the seal, books, documents, and papers of IGRA and affix the seal to all instruments executed by the President, or by his/her direction, which may require it.

Paragraph C. IGRA Handbook and Rodeo Rulebook.

Paragraph A. Within thirty (30) days after the last day of Annual Convention, the Secretary shall submit to the Bylaws Committee chairperson and the Rodeo Rules Committee chairperson a draft copy of the Bylaws, Standing Rules, and Rodeo Rules for review.

Paragraph B. Within sixty (60) days of Annual Convention, an electronic copy of the complete handbook shall be sent to each director, committee chairperson, and Member and Recognized Association, and made available on the IGRA Web site. This handbook will include all Bylaws, Standing Rules, Rodeo Rules, attachments, exhibits, current/continuing resolutions passed by prior conventions, and other relevant information.

Paragraph C. The Secretary shall produce or cause to be produced, and distribute or cause to be distributed, the rodeo rulebook. Rodeo rule changes and additions adopted at the previous year's Annual Convention shall be highlighted in the pocket rulebooks printed for distribution to contestants and officials.

Paragraph D. The Secretary shall have such other duties as may be delegated him/her pursuant to Article V Corporate Powers, Section 4, hereof.

Section 7. Duties of the Treasurer.

Paragraph A. The Treasurer shall be the chief financial officer of IGRA and shall receive or cause to be received all moneys belonging to or paid into IGRA and shall safely keep the same. Payments are recommended not to be in cash.

Paragraph B. The Treasurer shall disburse funds of IGRA in accordance with the direction given him/her pursuant to Article V Corporate Powers, Section 4, hereof.

Paragraph C. The Treasurer shall keep a complete record of accounts.

1. Monthly financial reports shall be submitted to the Board of Directors and the corporate auditor by the tenth (10<sup>th</sup>) of the month.
  - a. Financial reports shall include an updated budget.
  - b. The fiscal year's final financial report shall be presented to the Board of Directors at their first meeting of the following calendar year.
  - c. The financial report presented at Annual Convention shall be for the period ending the last day of the month closest to thirty (30) days prior to the convention.
2. The Treasurer shall report to Annual Convention and make such interim reports as may be required by the Bylaws, president and the Board of Directors.
3. The Treasurer shall prepare and submit, in an orderly fashion, all books of account and records to the tax accountant for preparation of Federal and State tax returns.

Paragraph D. The Treasurer shall prepare and submit in an orderly fashion all books of account and records to the Corporate Auditor pursuant to Article XI Auditors Section 1, Paragraph C, hereof.

Paragraph E. The Treasurer shall have such other duties as may be delegated him/her pursuant to Article V Corporate Powers, Section 4, hereof.

Section 8. Vacancies.

Any vacancy in the officers shall be filled by vote of at least 2/3 of the entire Board of Directors.

Section 9. Officer Removal.

Officers may be removed for cause, with or without prejudice, by a two-thirds vote of the entire Board of Directors.

## ARTICLE X – TRUSTEES

Section 1. Enumeration.

The Board of Trustees shall consist of one (1) Trustee from each Member Association.

Section 2. Qualification.

Each Trustee shall at all times during his/her continuance in office be a member as determined by Article IV Membership, Section 1, hereof.

Section 3. Election of Trustees.

Paragraph A. Each Trustee shall serve a term of three (3) years except that upon admission to IGRA, a lesser term of office may be determined to coincide with the expiration of office of other Trustees to maintain a balance of incoming and outgoing Trustees. The existing Trustees shall make the determination of a partial term at the time of admission.

Paragraph B. Each Trustee elected to office shall serve for the period specified or until the election and qualification of his/her successor to such office.

Paragraph C. An alternate Trustee may be designated to serve in the place of a Trustee at any IGRA meeting, rodeo, convention, or other official IGRA function, with the exception of Ethical Practices Review Board (EPRB) meetings. Such designation must be submitted in writing by either the Association Trustee or President, and shall include the duration of the designation, and shall continue in effect until expiration or rescinded in writing by the Association Trustee or President, regardless of the presence of the Association Trustee at the function.

Section 4. Trustees.

Each Trustee may be requested by the President or the board to serve as liaison to the Board of Directors in one of the following areas:

1. IGRA Standing Committee.

2. IGRA Special Committee.

Section 5. Limitation.

Paragraph A. Term of Office.

1. The term of office shall be three (3) years. Election shall be by the respective Member Association in accordance with its bylaws or rules.
2. All Trustees shall assume office on January 1.

Paragraph B. Limitation of Office.

No Trustee shall hold an IGRA Office (President, Vice President, Secretary, Treasurer) while serving as a Trustee.

Section 6. Vacancies.

Any vacancy of a Trustee shall be filled by the Member Association in accordance with its' respective bylaws or rules.

Section 7. Trustee Removal.

A Trustee may be removed only at the discretion of the respective Member Association.

Section 8. Meetings.

Paragraph A. Annual Meeting.

There shall be an annual meeting of the Trustees immediately after each Annual Convention for the purpose of, but not limited to, the election of a Chairperson and two additional Trustees to serve on the Executive Board, and the appointment of the IGRA Rodeo Auditor. Notice of such meeting shall not be required.

Paragraph C. Minutes.

Minutes shall be kept as per Robert's Rules of Order to include attendance, roll call votes (with exception of Annual Convention), business transactions, and all letters of alternate Trustee authorization. All topics discussed at meetings, both open and closed, shall be noted within the minutes.

Paragraph D. Quorum.

At any meeting of the Board of Trustees other than the Pre-Rodeo and the Rodeo Review Board meetings, thirty-percent (30%) of the board's membership shall constitute a quorum to transact business.

Paragraph E. Participation by Conference Telephone.

Trustees may participate in any regular or special meeting of the board through use of conference telephone or similar communications equipment so long as all directors participating in such meeting can hear one another. Participation in a meeting in this manner shall constitute presence in person at such meetings.

Paragraph F. Participation by Electronic Means.

Trustees may participate in any regular or special meeting of the board through use of electronic means (online via computer) so long as all directors participating in such meeting can respond properly to one another. Participation in a meeting in this manner shall constitute presence in person at such meetings. Meetings of this nature should be limited to issues that are relatively benign or ones that require immediate action due to deadlines.

Paragraph G. Voting.

1. At meetings absentee ballots shall not be permitted.
2. Voting by certified mail without a meeting may be allowed provided each Trustee is notified by certified mail of the proposal to be acted upon.
3. Voting by telephone conference is permissible.
4. Voting by electronic means (online via computer) is permissible.
5. Voting by ballot shall not be permitted.
6. An abstention here is a non-vote, and the final vote result is based only upon a tally of those voting yea or nay.

Paragraph H. Special Meetings. Special meetings of the Board of Trustees may be held under all the following requirements:

1. Requested by the Trustee Chair or majority of the Trustees.
2. Fifteen (15) days notification by certified mail or five (5) days notice delivered personally, by electronic mail, or by telephone.
3. Notice must state date, time, and place of meeting.

Section 9. Duties.

Paragraph A. General.

The Trustees shall be responsible for interpretation and administration of all Rodeo, Dance, and Royalty Competition Rules, review and approval of variances for all rodeos, and oversight and ruling on matters of conduct for competitors and officials.

Paragraph B. Disputes.

Any and all disputes arising over interpretation of the Articles of Incorporation, Bylaws, Resolutions of Annual Convention, Resolutions of the Board of Directors, Resolutions of the

Trustees, Standing Rules and Procedures, Code of Ethics and Sportsmanship, and Rules of Sanctioned Rodeos shall be resolved by the Trustees. Consideration of any such dispute shall require a majority of the Board of Trustees. No interpretation of a rule can effectively change a rule; it can only assist in clarification.

Paragraph C. Duties of the Chairperson.

Duties of the Chairperson shall be those duties usually imposed and/or the Trustees pursuant to Article V Corporate Powers, Section 4, may delegate as to him/her hereof.

Paragraph D. Liaison.

Each Trustee shall serve as a liaison to IGRA for his/her respective Member Association.

Paragraph E. Pre-Rodeo Meeting.

1. The Trustees present shall conduct a pre-rodeo meeting at each rodeo.
2. The Trustees present will designate a Trustee to complete the rodeo checklist and a Trustee to act as Rodeo Review Trustee. For specific responsibilities for these two (2) positions, refer to Exhibit A4.
3. The Rodeo Review Trustee will be assigned to complete the IGRA Voluntary Rodeo Injury Report during the running of the rodeo. This Trustee will give the Arena Director and/or Chute Coordinator the completed injury reports for their review and signature(s).

Paragraph F. Rodeo Review Board (RRB).

1. The Trustees present will conduct a Rodeo Review Board (RRB) meeting at the conclusion of every rodeo, but no sooner than thirty (30) minutes after final results have been posted.
2. The main function of the RRB shall be to evaluate the rodeo for conformity to IGRA rules and guidelines. As a minimum, the RRB shall check for compliance with the rules specified on the IGRA-Sanctioned Rodeo Review & Evaluation (Exhibit A3).
3. The Trustee Chairperson or a Vice Chairperson will chair these meetings. If the Chairperson or a Vice Chairperson is not present, an election by the Trustees present shall designate a Chairperson of the Trustees present for that rodeo only.
4. Business conducted at the RRB shall include:
  - a. Report from the Rodeo Review Trustee.
  - b. Approval of the Rodeo Review Trustee's report.
  - c. Report from the Rodeo Checklist Trustee.
  - d. Assessment of rodeo fines. All fines assessed must be written on the Rodeo Checklist.
  - e. Approval of the Rodeo Checklist Trustee's report.
  - f. Report from the Host Association Trustee on problems in the performance of the certified officials at the rodeo.
  - g. Approval of the rodeo.
5. The completed IGRA Rodeo Checklist shall be given to the Secretary for distribution. Appropriate distribution shall occur within seven (7) days after each rodeo ends.

6. The following penalties will be imposed for any violations found to be valid:
  - a. A fifty dollar (\$50.00) fine per violation for a first offense.
  - b. A one-hundred dollar (\$100.00) fine and one (1) year probation per second violation for an offense at the same rodeo within any consecutive three (3) year period. Multiple probationary periods invoked in the same year run concurrently.
  - c. A hearing will be held to determine disciplinary action up to and including suspension of the rodeo for a third violation at the same rodeo within any consecutive three (3) year period.
7. The fines imposed by the RRB do not affect the sanctioning of a rodeo. Fines are imposed only to ensure future compliance with IGRA Rodeo Rules. Fines are due to be paid to the Treasurer within thirty (30) days of the invoice.
8. In the case that any portion of Standing Rule XVII regarding parade and grand entry is not followed, the host association will be fined only if Trustees conclude that no effort whatsoever has been made to conform to this rule.
9. In regards to apparel worn by arena personnel as required by Rodeo Rule VII General Rules, number 11, the RRB will consider all the facts and conditions prior to any decision to impose fine(s).
10. If host association Trustee believes any fines assessed by the RRB to be the result of an error, action, or omission by an IGRA certified official, the Trustee may request that the RRB waive said fine(s). The Trustees present at the RRB meeting shall determine whether or not to waive the fine(s) before the vote to approve the rodeo. Regardless of the findings, the Trustee completing the checklist will have a letter sent to the chairperson of the certified official regarding the areas of concern.

Paragraph G. Other.

The Trustees shall have such other duties as may be delegated to them pursuant to Article V Corporate Powers, Section 4, hereof.

## ARTICLE XI – AUDITORS

### Section 1. IGRA Corporate Auditor.

#### Paragraph A. Appointment.

The IGRA Corporate Auditor shall be appointed by the Board of Directors at the first board meeting of the rodeo year. The appointment will be for one (1) fiscal year.

Paragraph B. The IGRA Corporate Auditor may, at anytime, request the IGRA Officers to appoint a review committee to review the IGRA records.

Paragraph C. The IGRA Corporate Auditor shall review the IGRA records at least quarterly.

Paragraph D. Reports.

The IGRA Corporate Auditor shall file written reports with the Board of Directors and make an oral report to the board. An oral report shall also be given at Annual Convention. Recommendations for any additional control will also be made in writing.

Section 2. IGRA Rodeo Auditor.

Paragraph A. Appointment.

Shall be appointed by the Trustees pursuant to Article X Trustees, Section 8, Paragraph A, hereof.

Paragraph B. Duties.

1. Maintain contestant records, cumulative point totals, and the computer program and make necessary revisions to the computer program and/or rodeo forms for accurate maintenance of records. A copy of all necessary forms for a rodeo shall be provided to each Member Association.
2. Act as the auditor for all rodeos or appoint an IGRA Certified Rodeo Auditor no less than thirty (30) days prior to each rodeo. Appointed Auditor name will be given to the respective Member Association upon appointment.
3. Audit records of each IGRA-sanctioned rodeo.
4. Close the official records of each IGRA-sanctioned rodeo within seven (7) days after said rodeo.

Paragraph C. Reports.

1. Submit and/or post report, inclusive of rodeo results, to the Board of Directors within seven (7) days after completion of each rodeo.
2. After the second rodeo of the year, submit and/or post report of the *Finals Rodeo Selection* contestant standings year-to-date.
3. Present an oral and written report at Annual Convention to include recommendations for additional controls and/or procedures.
4. Appointed Rodeo Auditor must send the official rodeo results to IGRA Rodeo Auditor within five (5) days after rodeo.

## ARTICLE XII – COMMITTEES

Section 1. Committee Chairpersons.

All Committee Chairpersons shall be members in good standing of a Member or Recognized Association and shall be appointed by the President, unless otherwise noted. The President shall be an ex-officio member of all committees with the exception of the Nominating Committee. Committee Chairpersons shall present written reports to the President and/or Executive Board as requested and/or necessary.

Section 2. General.

Paragraph A. As a minimum, all committees shall meet the day prior to the start of Annual Convention. All Committee Chairs, or their alternates, shall present a written report to the convention delegates. The committee report may include committee recommendations to change areas of the Bylaws, Standing Rules, or Rodeo Rules that directly affect their committee.

Paragraph B. All committees must send their recommendations through the respective Bylaws and Standing Rules or Rodeo Rules Committees for a review. This review will be limited to proper placement and research on whether other Bylaws, Standing Rules, or Rodeo Rules will be contradicted or affected. The organization committee may still submit their recommendations.

Paragraph C. All other committees may submit recommendations to the Bylaws and Standing Rules or Rodeo Rules Committees to be approved, modified, or rejected.

### Section 3. Membership Committee.

#### Paragraph A. Appointment.

The President shall appoint a Membership Committee Chairperson who will select two (2) or more members to serve on the committee.

#### Paragraph B. Duties.

1. It shall be the committee's responsibility to maintain a current roster of Member Associations and their officers. They shall additionally provide assistance to associations desiring to apply for membership in IGRA.
2. The Membership Committee shall serve as the Credentials Committee at Annual Convention.

### Section 4. Bylaws Committee.

#### Paragraph A. Appointment.

The President shall appoint a Bylaws Committee Chairperson and request each Member Association to provide a representative to the committee, which will meet the day prior to the start of Annual Convention.

#### Paragraph B. Duties.

The bylaws committee shall review amendments to bylaws and standing rules presented for consideration at Annual Convention or any Board of Directors meeting.

#### Paragraph C. Proposed Bylaws and Standing Rules Changes.

Proposed changes should be submitted in writing by the proponent to the Bylaws Committee Chairperson at least sixty (60) days prior to Annual Convention. The chairperson shall format and organize the proposals and send to the Secretary for distribution to Member Associations. Such

formatting and organization shall not change the intent of the proposals. The Bylaws Committee will present recommended proposals at Annual Convention for approval.

#### Section 5. Rodeo Rules Committee.

##### Paragraph A. Appointment.

The president shall appoint a Rodeo Rules Committee chairperson and request each Member Association to provide a representative to the committee, which shall meet the day prior to the start of Annual Convention.

##### Paragraph B. Duties.

1. The Rodeo Rules Committee shall review amendments to the rules presented for consideration at Annual Convention.
2. The committee shall review all Rodeo Review Request forms received during the rodeo year to assist in presenting proposed rodeo rules changes.

##### Paragraph C. Proposed Rodeo Rules Changes.

Proposed changes should be submitted in writing by the proponent to the Rodeo Rules Committee Chairperson at least sixty (60) days prior to Annual Convention. The chairperson shall format and organize the proposals and send to the Secretary for distribution to Member Associations. Such formatting and organization shall not change the intent of the proposals. The Rodeo Rules Committee will present recommended proposals at Annual Convention for approval.

#### Section 6. Community Outreach/Fundraising/Gender Diversity Committee.

##### Paragraph A. Appointment.

The President shall appoint a Community Outreach/Fundraising/Gender Diversity Committee Chairperson. The current royalty team shall serve as committee members. The president shall request each Member Association to provide a representative to the committee, which will meet the day prior to the start of Annual Convention.

##### Paragraph B. Duties.

1. The committee shall be responsible for the collection and dissemination of information, whether oral, written, or visual, as directed by the President and/or Board of Directors.
2. Upon selection as the upcoming Royalty, the Mr./Ms./Miss/MsTer will meet with the Vice President, who is the board liaison to the IGRA Board of Directors, to form a plan of action for the upcoming rodeo year. A report from the committee will be presented at each Board of Directors meeting.

#### Section 7. Budget Committee.

Paragraph A. Appointment.

The Treasurer shall be the Budget Committee Chairperson and shall select two (2) members to serve on the committee.

Paragraph B. Duties.

It shall be the committee's responsibility to create an operating budget for submittal to the Board of Directors at the board meeting prior to the start of the new rodeo year for approval. This budget will incorporate appropriate expense limits for all annual expenses based on projected annual revenue.

Paragraph C. Other.

All moneys received by IGRA must be in U.S. currency as defined in Article XVI Monetary Exchange.

Section 8. Public Relations Committee.

Paragraph A. Appointment.

The Board of Directors will select an official Public Relations Chairperson for a term of three (3) years. In addition to the Chairperson, the committee shall be composed of one (1) representative from each Member Association, as selected by that association.

Paragraph B. Duties.

1. The Public Relations Chairperson will report to the Board of Directors at each scheduled board meeting. In his/her absence, the Vice President will make the report.
2. The Public Relations Chairperson will conduct a public relations seminar at Annual Convention and additional seminars through the year at locations beneficial to IGRA Member Associations. Pre-registration fees of twenty-five dollars (\$25.00) per person payable to IGRA and sent to the Executive Office, postmarked at least forty-five (45) days prior to the date of the seminar. Fees shall be refundable upon attendance. Fees shall be forfeited for non-attendance. Late registration will be accepted at the discretion of the Chairperson.
3. The Public Relations Chairperson will perform any other actions deemed necessary by the Public Relations Committee and/or the Board of Directors.
4. Position description of the Public Relations Chairperson shall be determined by the Board of Directors (Exhibit B).

Paragraph C. Other.

1. Member Associations, their individual members, stock contractors, contract personnel, officials, and staff of the rodeo, will notify the Public Relations Chairperson with all IGRA media requests.

2. Any Member Association or their individual members purporting to represent the integrity, interests, goals, and operations of IGRA must receive written consent to appear or participate in or on any form of media.
3. IGRA, its Public Relations Chairperson, and its Member and Recognized Associations will at all times do their best to respect each person's confidentiality with regard to IGRA–sanctioned events if they have not signed a waiver of consent. However, IGRA, its Public Relations Chairperson, and its Member and Recognized Associations shall not be liable for the reproduction of any such person's name, voice, likeness, biography, and photograph in or on any form of media present, or not present, at an IGRA–sanctioned event.

## Section 9. Marketing Committee.

### Paragraph A. Appointment.

The President shall appoint a Marketing Committee chairperson and request each Member Association to provide a representative to the committee, which shall meet the day prior to the start of Annual Convention.

### Paragraph B. Duties.

1. Shall oversee production and marketing of all authorized IGRA–branded products.
2. Shall oversee sponsorship and marketing relationships as authorized by the Board of Directors for IGRA generally and for all IGRA–sponsored events.
3. Member Associations and/or their individual members must secure IGRA’s written approval prior to the use of IGRA’s name or logo.

## Section 10. Nominating Committee.

### Paragraph A. Appointment.

The President shall appoint a Nominating Committee Chairperson and shall request each Member Association to provide a representative to the committee, which will meet the day prior to the start of Annual Convention.

### Paragraph B. Duties.

The Nominating Committee shall have the responsibility to submit a slate of officers at the first general session of Annual Convention. The committee members shall also have the responsibility to serve as tellers at the time of balloting.

### Paragraph C. Nominations.

Each Member Association may submit a slate of nominees approved by its respective membership. Nominations will be accepted at the committee meeting prior to Annual Convention and from the convention floor.

Section 11. Finals Rodeo Committee.

Paragraph A. Appointment.

The Executive Board shall appoint a committee Chairperson, Rodeo Director and four (4) Assistant Rodeo Directors to administer the IGRA Finals Rodeo. The committee shall include the contestant liaison and a local Association representative, if available. Additional committee appointees may be made by the Chair and Rodeo Director.

Paragraph B. Duties.

The Finals Rodeo Committee shall be responsible for producing the Finals Rodeo. Duties of IGRA, the Finals Rodeo Committee, and local Association shall be determined by mutual agreement.

Section 12. IGRA Women's Outreach Committee.

Paragraph A. Appointment.

The President shall appoint a committee chairperson and shall request each Member Association to provide a representative to the committee, which will meet the day prior to the start of Annual Convention.

Paragraph B. Duties.

1. Develop and hold educational seminars, one of which will be held at IGRA University.
2. Develop and maintain a mentoring program for women in rodeo.
3. Create educational materials to promote the above.

Section 13. Association Presidents Committee.

Paragraph A. Appointment.

The President shall appoint a past or present Member Association president as committee chairperson and shall request each Member and Recognized Association president to be a member of the committee, which will meet the day prior to the start of Annual Convention.

Paragraph B. Duties.

The Association Presidents Committee shall discuss issues and concerns affecting Member Associations and share information and solutions with other associations.

Section 14. Membership Standing Committee.

Paragraph A. Composition.

The committee shall consist of five (5) Trustees elected by the Trustees. The IGRA President and Vice President shall server on the committee to facilitate conversation and debate but will not have a vote.

Paragraph B. Term.

The selection of Trustees for the Committee shall take place at the Trustee meeting immediately following Convention every year. Trustees elected to the Committee shall serve a two-year term, even if that term extends beyond their term as Trustee.

Paragraph C. Vacancies.

The Committee shall fill any Trustee vacancy that occurs in the Committee within 30 days.

Paragraph B. Duties.

The Membership Standing Committee shall administer the process of good standing as defined in Article IV, Section 5.

Section 15. Animal Issues Committee.

Paragraph A. Appointment.

The President shall appoint an Animal Issues Committee Chairperson and request each Member Association to provide a representative to the committee, which will meet the day prior to the start of Annual Convention.

Paragraph B. Duties.

1. Report on disease outbreaks that affect IGRA rodeos
2. Investigate and report on animal injuries.

Section 16. Rodeo Officials Committee (ROC)

Paragraph A. Composition.

The committee shall consist of:

1. The Trustee Chairperson
2. The two additional Executive Board Trustees
3. One lead person from each of the four (4) certification areas

Paragraph B. Appointment

The President shall appoint the ROC Chairperson and the representatives from the four (4) certification areas, subject to the Board of Trustees approval, by their first regularly scheduled meeting of the rodeo year.

Paragraph C. The chairperson shall be one of the area leads or another representative from one of the certification areas.

#### Section 17. Social Media Chairperson.

##### Paragraph A. Appointment.

The IGRA President will select an official Social Media Chairperson. In addition to the Chairperson, the committee shall be comprised of one (1) representative from each Member Association, as selected by that association.

##### Paragraph B. Duties.

1. The Social Media Chairperson will report to the Board of Directors at each scheduled board meeting. In addition, the Social Media Chairperson will coordinate their efforts with the Public Relations Chairperson to ensure consistency between their efforts.
2. The Social Media Chairperson will oversee IGRA's online presence on any social media outlet.
3. The Social Media Chairperson will perform any other actions deemed necessary the Public Relations Committee and/or the Board of Directors.

##### Paragraph C. Other

1. Member Associations, their individual members, stock contractors, contract personnel, officials, and staff of the rodeo will notify the Social Media Chairperson with all events that they wish to be publicized via IGRA's social media outlets.
2. Any Member Association or their individual members purporting to represent the integrity, interests, goals, and operations of IGRA must receive written consent to appear or participate in or on any form of media.
3. IGRA, its Social Media Chairperson, and its Member and Recognized Associations will at all times do their best to respect each person's confidentiality with regard to IGRA-sanctioned events if they have not signed a waiver of consent. However, IGRA, its Public Relations Chairperson, and its' Member and Recognized Associations shall not be liable for the reproduction of any such person's name, voice, likeness, biography, and photograph in or on any form of media present, or not present, at an IGRA-sanctioned event.

#### Section 18. Other Committees.

Annual Convention, the Trustees, and/or the Board of Directors may request of the President from time to time to provide for the appointment, membership, and duties of such other committees as may be necessary or desirable.

Section 19. General.

All committees shall have additional duties as may be delegated by the President or at the request of the Board of Directors.

ARTICLE XIII – BUDGET

Section 1. General.

Paragraph A. The operating budget will be for the IGRA rodeo year (January 1 through December 31).

Paragraph B. The operating budget may be amended at any Board of Directors meeting by a vote of the Board of Directors.

Paragraph C. An operating budget for IGRA may not be submitted for approval, nor amended, nor approved, if it will result in a deficit.

Paragraph D. All disbursements must be in accordance with the operating budget.

Section 2. Amendment.

Paragraph A. The operating budget may be amended at Annual Convention. Any committee changes to budgeted line items must be submitted to the Budget Committee Chair following committee meetings and prior to the start of convention's general assembly.

Paragraph B. The Board of Directors at any regular, special, or annual meeting without special notice may amend the operating budget.

Paragraph C. In extreme situations, the Executive Board may adjust the budget by majority vote in a telephone poll. The adjustment may only be one in which any expense limit is raised only if other expense limits are lowered by the same amount.

Section 3. Process.

Paragraph A. Requests for disbursements must be made on the currently approved check request form or approved invoice, which must be complete and signed as required. No disbursement of funds will be made without a fully completed check request form or approved invoice that is accompanied by any appropriate supporting documents and that is within the approved budget.

Paragraph B. All requests for disbursement of funds shall be processed, and if approved, funds shall be disbursed within thirty (30) days of receipt.

#### Section 4. Approved Expenditures.

Paragraph A. The annual operating budget shall allow for reimbursement of officers and official's expenses within budgeted limits as identified in Standing Rule II regarding officers and officials expenses approved for reimbursement within budgeted limits.

Paragraph B. IGRA may require rodeo and convention hosting associations to be responsible for certain official's expenses as identified in Standing Rule III regarding hosting associations be responsible for officers and officials expenses for events.

Paragraph C. IGRA will not reimburse any officer or official for any expense that is eligible for reimbursement from another source.

Paragraph D. IGRA will make reimbursement for approved travel and/or hotel expenses only if IGRA business is the sole purpose for which the expense is incurred.

#### ARTICLE XIV – PARLIAMENTARY AUTHORITY

Robert's Rules of Order, Newly Revised, shall be the sole parliamentary authority.

#### ARTICLE XV – AMENDMENTS AND EFFECTIVE DATE

The Bylaws, Standing Rules, and Rodeo Rules may be amended or repealed, or new Bylaws, Standing Rules, and Rodeo Rules may be made and adopted at Annual Convention and become effective at the beginning of the next rodeo year unless a special exception is deemed necessary by a two-thirds (2/3) vote of the voting delegates to make the action effective at a different time. The respective committee chairperson may make editorial amendments or changes that do not change the context or intent.

#### ARTICLE XVI – RECORDS

Paragraph A. All books and records of IGRA shall be kept at the Executive Office and will be made available for inspection by any member or their agent for any purpose at any reasonable time.

Paragraph B. All books and records of IGRA shall be maintained in compliance with Standing Rule XXIX regarding record retention.

#### ARTICLE XVII – MONETARY EXCHANGE

For the purpose of continuity, all monetary amounts recited in these Bylaws and appended Rules are in U.S. currency, and the amount payable to IGRA for any purpose is to be calculated in and paid in U.S. currency. For events hosted outside the United States, the fees required for events shall be paid in amounts equivalent to U.S. currency amounts cited in these Bylaws and Standing

Rules may be paid in the local currency, at the prevailing exchange rate at the time of contestant registration, to the Host Association.

#### ARTICLE XVIII – SUPERSESSION

These Bylaws supersede any and all Bylaws in effect heretofore and annul and supersede any and all resolutions inconsistent herewith.

**Bylaws revised and amended November 24, 2019.**