

Bylaws of United States Equine Sanctuary & Rescue

A Texas nonprofit corporation

ARTICLE 1: NAME AND PURPOSE

Section 1: The name of the organization shall be United States Equine Sanctuary & Rescue.

Section 2: United States Equine Sanctuary & Rescue is organized exclusively for acquiring the following kinds of equine and locating temporary and permanent homes for them: abandoned, abused, neglected, slaughter-bound, and otherwise homeless equine. Also, to educate the general public regarding basic horse care and other issues, which relate to or contribute to the conditions of equine as stated above.

ARTICLE II: MEMBERSHIP

Section 1: All officers, members of the board of directors, and volunteers are required to be members. With the exception of officers and board members, all memberships are non-voting.

Section 2: Memberships are solicited via World Wide Web, flyers, word of mouth, and publicly distributed newsletter to the general public. The requirements are: members shall not have been convicted of any form of abuse to humans or animals prior to or during their term of membership; members shall not dedicate themselves to practices in direct opposition to the mission of the organization.

Section 3: Memberships are for one year only. Members are issued a membership card with an expiration date printed on the card.

Section 4: The cost of annual membership may only be changed by a majority vote by the board of directors. Membership dues are non-refundable.

Section 5: Membership levels are as follows:

- A) Junior Membership
- B) Individual Membership
- C) Family Membership
- D) Platinum Membership
- E) Gold Membership

Section 6: Memberships are non-voting, except for members currently serving on the Board of Directors.

Section 7: All members in good standing are eligible for Directors positions.

Section 8: Revocation of Membership.

- A) Revocation of membership shall be decided by a majority vote by the Board of Directors.

- B) Members having their membership revoked have thirty (30) days in which to serve the board with written notice of appeal, which must be sent via registered mail.
- C) Upon receiving written notice of appeal, the Board shall have ten (10) days in which to set a date for hearing the appeal. Hearing of the appeal must be no more than twenty (20) days from the date of the date post-marked on the registered letter containing the member's notice of appeal.

ARTICLE III: MEETINGS

Section 1: The date of the annual meeting shall be set by the Board of Directors who shall also set the time and place.

Section 2: Special meetings may be called by the President at his/her discretion or at the request of any two members of the board. The President shall set special meeting times and dates in accordance to the wishes of the requesting Board members.

Section 3: Notice of each meeting shall be given to each voting member by regular mail, e-mail, or by phone not less than two weeks (14 days) prior to each meeting. At such time, the proposed agenda will also be distributed. Additions to the agenda may be added at any time.

Section 4: Meetings shall be held at the location of the Registered Office, at the home of any officer or director, or at any location convenient to and conducive to optimum attendance by the voting members. Meetings may also be held via conference call or Internet chat room. All meetings must enable all attendees to hear and/or see what all other attendees are saying at the time they are being said and all attendees must be able to participate by verbal or written communication to all other attendees simultaneously.

ARTICLE IV: BOARD OF DIRECTORS

Section 1: The definition of the board is as follows: Chair: President; Vice Chair: Vice President, Secretary or Treasurer.

Section 2: The board shall have up to nine members and not less than three members. If the number of board members falls to less than four, new members will be sought in order to bring the number of board members up to at least four. The board receives no compensation for performing standard duties of the board position they hold, other than compensation for reasonable expenses.

Section 3: Salaries: The salaries of the officers may be fixed from time to time by the board of directors, and no officer shall be prevented from receiving such salary by reason of the fact that he or she is also a director of the corporation. There shall be no right to a salary and a salary may not be paid unless the board of directors so orders.

Section 4: The board shall meet no less than once every quarter.

Section 5: Election of new directors or election of current directors to a second term will occur as the first order of business at the annual meeting of the corporation. Directors will be elected by a majority vote.

Section 6: All terms are for one (1) year.

Section 7: A quorum of board members must be in attendance before business can be transacted or motions made or passed.

Section 8: A board member may resign by giving written notice to the president at any time. Board members and other officers may also be discharged from their position on the Board of Directors or as an officer, due to excessive unexcused absences; any breach of ethics; open hostility toward the rescue as an organization or toward any officer, director, member or representative of the rescue, resulting in suspected hostile acts that could damage the organization, its ability to carry out its mission, or bring direct or indirect harm to equine in the rescue or to the organizations reputation; inability to attend any number of meetings wherein the Officer or Directors absence precludes the organization from having a quorum and thus carrying out the normal business duties of the organization; absence of a Board member or Director from two or more meetings wherein normal business of the organization is discharged in any twelve (12) month period; other acts of gross misconduct by Officer or Director as determined by the voting members. The discharge of a board member requires a quorum vote by the remaining voting members. Officers and Directors may appeal under the same conditions as regular members. Once the appeal is final, that decision goes into effect immediately. Officers and Directors facing appeal may not vote or carry on any business on behalf of this corporation.

Section 9: Elections take effect on the day the Director is voted into office. Interim elections may be held at any meeting of the Board of Directors. Newly formed director positions voted on at regular meetings or special meetings shall take effect immediately.

ARTICLE V: ADOPTION POLICY AND PROCEDURE

Section 1: Equine are to be adopted out to members of the general public. Adoption fees vary according to the condition of the equine and its fair market value. This corporation does not seek to recoup all monies vested in said equine, nor does it necessarily seek to profit financially during the adoption process. No equine shall be adopted for more than \$1,000.00 unless otherwise voted on specifically by the board of directors.

Section 2: Adopters are not required to be members. Adopting parties must be over 18 years of age and show satisfactory proof that they will be able to care for the adoptive equine financially, physically, and psychologically. Adopters may not sell or otherwise transfer ownership or relocate said equine prior to written permission from the board. Other rules and regulations regarding adoptive policies and procedures are set forth in United States Equine Sanctuary & Rescue's Official Book of Rules & Regulations handbook, the contents of which are set forth and amended only by the board of directors.

ARTICLE VI: FOSTER CARE, PROVIDERS OF, POLICY AND PROCEDURE

Section 1: Foster care providers must be paid members in good standing of this organization. Foster care providers must demonstrate adequate ability to care for the equine they agree to foster. Foster care providers may be compensated for reasonable expenses.

ARTICLE VII: ACQUIRING OF EQUINE

Section 1: Equine shall be acquired by the following means: purchasing from auctions, individuals, and other entities, or by donation from individuals or legal custody granted by law enforcement agencies.

ARTICLE VIII: FUNDING AND FUNDRAISING ACTIVITIES

Section 1: Funding and fundraising activities shall be through the general public and grants awarded. This organization shall meet the public support requirements of Section 170(b)(A)(vi) of the Internal Revenue Code for nonprofit organizations.

ARTICLE IX: PROHIBITED TRANSACTIONS

Section 1: No director, officer, employee, committee member or person connected with the corporation shall receive at any time, any of the net earnings or financial profit from the operations of this corporation, provided that this shall not prevent the corporation's payment to any person of reasonable compensation for services rendered to or for the corporation in effecting any of its purposes as determined by the board of directors.

Section 2: No director, officer, employee, or representative of this corporation shall take any action or carry on any activity by or on behalf of the corporation not permitted to be taken or carried on by an exempt organization under section 501 (c) (3) of the Internal Revenue Code in effect at any given time.

ARTICLE X: AMENDMENTS TO THESE BY-LAWS

Section 1: These by-laws may be amended, altered, replaced, or enhanced by an affirmative vote of a simple majority of the Board of Directors.

Section 2: The rules and regulations set forth in the official book of Rules and Regulations governing this corporation's activities may be amended, altered, repealed, or enhanced at any time by a majority vote of the Board of Directors provided the changing of those rules and regulations does not in any way interfere or conflict with any articles set forth in any section of these by-laws.

Section 3: Changes made to the official book of Rules and Regulations shall be made known to members within three (3) days of the changes taking effect.

- A) Such changes shall be made via e-mail or posted on our official website.
- B) These by-laws are set forth by the Board of Directors and are subject to amendment by the Board of Directors. A copy of these by-laws, along with

the corporations Articles Of Incorporation and official book of Rules and Regulations shall be kept on file at the headquarters of this corporation and shall be made available to members of the organization. The official book of Rules & Regulations shall be available to all members of the United States Equine Sanctuary & Rescue in good standing and to those whose membership status is under appeal.

- C) Due to costs associated with printing the extensive Book of Rules & Regulations, it shall be made available on our official website. Hard copies of the Book shall be available by written request to current members in good standing of the United States Equine Sanctuary & Rescue. A nominal fee shall be charged to the member requesting the Book in hard copy form, to cover costs of materials, printing, and shipping.
- D) Non-members of the United States Equine Sanctuary & Rescue and those no longer in good standing may view the Book online at our official website, as it is made available there.

These by-laws were adopted by unanimous consent of the Board of Directors on July 9, 2005.