

Intercollegiate Dressage Association, Inc.
2007 - 2008
By Laws

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Intercollegiate Dressage Association, Inc.

By Laws

Article 1:

Name, Location, and Service Region

Section 1: Name and Definition

The name of the organization shall be the Intercollegiate Dressage Association, Inc. (hereinafter referred to as "IDA").

Section 2: Offices

Registered Office - The registered office of the IDA shall be at any such address within the United States as the Directors may from time to time determine.

Article 2:

Non-Profit/ Tax Exempt Status

The IDA is organized and shall operate as a non-stock, non-profit corporation exclusively to promote and improve the quality of instruction and competition available to college students without pecuniary gain or profit to its members or to any private individual. Its purpose shall be to set minimum standards for competition, provide information concerning the creation and development of college associated dressage programs, and to generally promote the common interests of safe riding instruction and competition, and education on matters related to dressage competition at the college level. Within 18 months of the date of its incorporation, the Directors shall cause the IDA to apply for tax-exempt status pursuant to the provisions of Section 501(c)(3) of the Internal Revenue Code.

Article 3:

Equal Opportunity

IDA shall serve all dressage enthusiasts regardless of age, color, gender, race, religion, socio/economic status or national origin.

Article 4:

Mission and Objectives

Section 1: Mission

The mission of IDA is to introduce students to the equestrian discipline of dressage and to foster continued development, understanding and appreciation in the art of dressage through organized student competitions and educational opportunities.

Section 2: Objectives

- To provide students with organized competitive opportunities
- To provide students with opportunities for further education in the sport of dressage and other equine related matters
- To introduce non-dressage riders to the sport
- To promote the IDA among universities, and colleges
- To establish and enforce IDA rules and policies
- To encourage liaison with US Equestrian Federation., USDF and other interested bodies
- To evolve with the continuing progress of the sport
- To maintain a governing body

Article 5:

Code of Conduct

All members of the IDA must adhere to the adopted IDA Code of Conduct. Violations may be brought to the attention of the Show Management, Show Steward, or judge. Disciplinary Incidents reports must be

filed for any such reported incident on a form that includes the name, contact information, and signature of the person making the complaint, the name, contact information and signature of the person committing the infraction and signatures of the show management, steward(s) and witness(es). Disciplinary Incident Reports shall be filed with the Regional Representative and kept on file. In the event of a protest, the report is sent to the National Secretary. All protests are handled first by the Regional Representative, if not settled at the Regional level; protest may be filed with the Chair of the IDA Rules and Standards Committee. Decisions will be made by a majority vote of the Rule and Standards Committee and are final and binding.

The IDA Code of Conduct shall read:

Intercollegiate Dressage Association (IDA) Members, including riders, coaches, officials, and volunteers must conduct themselves in a sportsmanlike manner, and are responsible for their actions in competitions, going to and from competitions, and while at areas hosting competitions. Members are responsible for adherence to IDA competition rules and procedures.

In all equestrian sports the well being of the horse shall be above the demands of trainers, riders, owners, organizers, sponsors or officials. In the interests of the horse, the fitness and competence of the rider is essential. All riding and training methods must demonstrate respect for the horse as a living entity and may not include any technique considered to be abusive or overtaxing of the horse's ability or fitness.

Anyone may approach the steward or show management to report violation(s) to the IDA Code of Conduct. Unsportsmanlike conduct may result in disqualification from an event, loss of points earned at the event and possibly prevent participation at future IDA events at the discretion of show management, show steward and/or IDA Board.

Article 6: **Membership and Dues**

Section 1: Membership

Eligibility - Membership in IDA (Intercollegiate Dressage Association) shall be open to all individuals, and colleges interested in supporting team dressage at the collegiate level. Membership is upon application and payment of the prescribed dues on an annual basis, beginning on September 1st and ending on August 31st.

Classes of Membership: The IDA shall have Nine (9) classes of membership designated as follows:

Class 1. Participating University/College Membership - Any accredited College or University institution interested in participating fully in the activities of the IDA (participating in three (3) or more competitions per year), and willing to subscribe to the By Laws and Rules of the IDA, is eligible for membership.

An eligible College must apply annually for membership on the official IDA College Membership form, and an official of the College empowered to do so must properly sign such form. Such form shall also identify the team coach and the designated representative authorized to represent the member institution and in order to remain a member in good standing, a Class 1 institution must at all times have a designated representative authorized to represent the member institution. At the option of the institution, the team coach may be the designated representative, however, if the coach is a student, they may not serve in this capacity. **USDF representatives must be a non-student who is officially designated by the university to represent the institution.**

Class 2. Supporting College Membership (non-voting member) Any college interested in the activities of the IDA that participates in less than three competitions per year who is willing to subscribe to the By Laws and Rules of the IDA, is eligible for membership. An eligible College must apply for membership annually on the official IDA Supporting College Membership form. A Class 2 member shall designate a team coach and a designated representative authorized to represent the member institution prior to entering any IDA competition. At the option of the institution, the team coach may be the designated representative. Class 2 membership does not include a USDF IMO membership. However, a USDF IMO membership may be purchased separately if so desired.

Class 3. Individual Participating Membership – In order to become an Individual Student Member in the IDA, a rider must be a full-time student at an IDA participating or supporting college member institution. In order to participate in IDA shows, an individual member must be a full time student in good academic standing at the time of the show. **Exceptions:** *A rider having completed a College program in mid academic year is no longer eligible to ride as a student in Regular shows, but if otherwise qualified, may either compete in individual classes or team classes as a team member only at that year's National Championship show.*

Intercollegiate riders are eligible for the number of regular terms equivalent to four (4) calendar years, not necessarily in succession, but within a five-year total period counted from the first term of IDA participation at the intercollegiate level. Graduate students may participate in Intercollegiate competition provided they are full-time students and have not used up their four (4) years of eligibility as an undergraduate.

An eligible student must apply annually for membership on the official IDA Individual Membership form. The application must be signed by that individual and must be filed with the Regional Representative. It must include an individual membership fee as set by the Board. This is a non –voting membership with individual members being represented by their institution.

Class 4. Contributing Membership -open to individuals not participating in competition that would like to financially support the mission of IDA. This is a non-voting membership.

Class 5. Coach Membership – Coach Membership is open to any person selected by the College, or University as their official representative to the IDA. Such persons must be at least 18 years of age for College or University Teams. Eligible coaches must apply for membership on the Official IDA Coach Membership Form. The form must be signed by an authorized, legal representative of the university or college administration. *In states requiring an instructor's license, the coach must sign a statement verifying that they have a current license and list the license number.*

Class 6 – Coach/Administrative Membership – *Coach/Administrative Membership is open to any person not officially affiliated with a college or university who is interested and qualified to serve on the IDA Board. Interested parties must fill out an application and be approved by the board.*

Class 7 - Alumni Supporting Membership. *This is a non-riding, non-competing membership open to alumni of the association that are interested in supporting the association. It does not include a USDF membership*

Class 8 - Life Time Membership – is open for any student rider or interested party who want to support the association. This membership comes with a USDF membership only for those years during which the member is eligible to compete. *Other benefits are offered as determined by the board.*

Class 9 – Gold College Membership – is open to any college member that wishes to give additional support to the association.

Article 7: **Membership Rights, Obligations, Suspension and Expulsion**

Section 1: Membership Rights

In order to remain a member in good standing, a member's annual dues must be paid in full: a member must not be indebted to the IDA except in the ordinary course of the IDA's operation, shall not be in violation of any requirement set forth in these By Laws and shall not be suspended or expelled pursuant to Section 3 of this Article. Class 1,2,3 &4 members in good standing shall be entitled to participate in activities and receive all publications of IDA. Class1 members in good standing are entitled to vote, as provided in Article 7, Section 4, at membership meetings and for the election of Directors of IDA and as otherwise provided in these By Laws.

Section 2: Obligations

Each member of IDA agrees that she or he shall abide by the By Laws of IDA and by any and all standing rules, policies and procedures set forth by the Board of Directors of IDA in their efforts to conduct the business consistent with IDA's mission and objectives.

Section 3: Student Rider Classification

Riders shall be classified in accordance with guidelines established by the IDA Rules and Standards Committee. Any individual wishing to ride in IDA recognized competition must apply for Rider Classification prior to the start of each IDA competition year.

New Rider: Any individual rider who has never participated in IDA competition and does not have an IDA Rider Classification must submit a New Rider Membership and Eligibility Form, which includes general student contact information, college name and contact information, rider's experience list or questionnaire, signatures of the student, a signed coach's affidavit and IDA Assumption of Risk and Liability Release. If the students is under the age of 18 years, a parent or legal guardian must also sign rider's experience list or questionnaire, the IDA Assumption of Risk and Liability Release and other documents as may be required by the IDA, IDA member schools and schools or facilities hosting IDA shows.

Returning Rider: Any individual rider who has ridden on an IDA team and has a current IDA Rider Classification, must submit an IDA Rider Membership Renewal form which shall include general student contact information, school name and contact information, and change of IDA Rider Classification Information, signatures of the student, a signed coach's affidavit and an IDA Assumption of Risk and Liability Release. If the students is under the age of 18 years, a parent or legal guardian must also sign rider's experience list or questionnaire, the IDA Assumption of Risk and Liability Release and other documents as may be required by the IDA, IDA member schools and schools or facilities hosting IDA shows.

Rider Classification Change: Those student riders already possessing a Student Rider Classification who wish to change their classification to a higher level after the beginning of the academic year, must submit A Rider Classification Change Request Form that shall include, their coach's signature verifying their improved skills and the rider (if the rider is under the age of 18 years the rider's legal guardian's signature) along with tally of points earned at the rider's present level and any other relevant documentation that would

support the need for change of classification. * No student who has competed successfully at a given classification level will be given a lower classification unless they can provide proof of diminished riding ability.

No student may move to a higher level at Regional, or National Championship unless that student has ridden in at least one IDA show at the new level.

A rider's classification may be lowered either by a written request from the rider's coach stating sufficient reason for lowering the rider's classification submitted to the Chairperson of the Rider Classification Committee, or at such time when three (3) or more other coaches agree that said rider is not proficient enough to compete safely at the higher level.

Section 4: Suspension and Expulsion

Any individual or school member may be suspended or expelled from active participation in IDA for just cause as determined by the prevailing standards and rules of the IDA which may, but need not, incorporate the standards and rules of other recognized equestrian associations, including but not limited to the US Equestrian Federation, and Intercollegiate Horse Show Association. Suspension or expulsion of a member will be determined by a vote of at least two-thirds (2/3) of the Board of Directors. In all such cases, a written notice shall be given to the member in question ten (10) days in advance of such meeting, stating the charges and inviting the member to attend and be heard at such meeting. Should the member desire to appear and be heard at such meeting, she/he shall indicate such desire in writing to the President of IDA, at least within 48 hours of the meeting date. Suspension and/or sanctions, if any, shall be determined by the Board of Directors.

The falsification of the New Rider Membership and Eligibility Form, Rider Membership Renewal Form and/or the Rider Classification Change Request Form may be cause for immediate expulsion of the individual, coach, and/or school from the IDA, and any other penalty assigned by the IDA Rules and Standards Committee.

Article 8:

Membership Meetings: Annual and Special Meetings, Quorum, Voting, and Parliamentary Authority

Section 1: Annual Meeting

An Annual Meeting of the membership of IDA shall be held during the spring of each year on a date and at a place to be determined by the Board of Directors. Written notice of the Annual Meeting must be emailed or mailed to all members at least thirty (30) days prior to the date of the meeting. At this meeting Annual Reports from the President and the Treasurer shall be presented to the membership.

Section 2: Special Meetings

Special Meetings of the membership may be held from time to time as the Board of Directors shall deem necessary, provided due notice of the time, place, and agenda for the meeting shall be announced by email.

Due notice is defined as written notice mailed or e-mailed to each member at least fifteen (15) days prior to the date of such meeting or by publication of notice of such meeting in any newsletter distributed by IDA to its members, at least twenty (20) days prior to the date of the meeting.

Section 3: Quorum

At any annual or Special Meeting, twenty-five percent (25%) of Class 1 Participating College members shall constitute a quorum. *Each participating Class 1 College shall appoint a delegate to vote on their behalf at annual and special meetings.*

Voting Rights -The Board of Directors may submit for advisory purposes any matter or issue to the members at a meeting called in accordance with these By Laws or by mail / email referendum. Except for the right to elect Directors, no member shall be entitled to vote on any matter with which the IDA is concerned unless requested to do so by the Board of Directors for advisory purposes.

Section 5: Parliamentary Authority

Robert's Rules of Order Revised shall govern the Board of Directors and Membership meetings when not in conflict with these By Laws.

Article 9:

Board of Directors:

General Powers, Number, Election, and Tenure, Resignation, Meetings, Quorum and Vote of Directors, Removal, Vacancies, Compensation, and Committees

Section 1: General Powers

The IDA shall have a Board of Directors. The activities, business and property of the IDA shall be managed and controlled by the Board of Directors. There shall be not less than three (3) or more than twenty (20) directors. Directors need not be members. The Board of Directors shall act as the governing and policy making body of IDA. The business and affairs of IDA shall be managed by the Board of Directors, as provided in Article 8, section 10. The Board of Directors shall be invested with all corporate powers of IDA. The Board of Directors, in its discretion, shall have the power to adopt Standing Rules, from time to time, consistent with these By Laws, to support and accomplish the mission of IDA.

Section 2: Number and Qualification

The Board of Directors may from time to time determine the number of Directors that shall constitute the Board of Directors provided that the Board of Directors shall at all times consist of at least three (3), but not more than twenty (20) members and shall be determined as set forth in Section 3 of this Article. A college may have no more than two members on the Board of Directors at any time. Directors need not be affiliated with a Class 1 Participating Institution. Directors may not be student members of IDA. Members may hold more than one board position but will only have one vote.

Section 3: Election and Tenure

The initial Board of Directors of the IDA shall be as set forth in the Articles of Organization of the IDA. One half of the Directors so designated shall have an initial term of one-year and one-half shall have an initial term of two years and the identity of the officers having an initial term of two years shall be determined by the Directors at their first meeting. Directors shall be elected at each Annual Meeting to replace those Directors whose terms are expiring and all Directors, except such Directors as may be or become unable or unwilling to serve or as shall be removed as provided elsewhere in these By Laws, shall hold office until the time of the Annual Meeting in the year in which their term expires and until their successors are elected and qualified. Except for the initial Board of Directors, Directors shall be elected by the Class 1 participating members at each annual meeting with each such member having one (1) vote. Directors shall be elected for a term of two (2) years; and shall hold office effective with the date of the Annual Meeting of their Election. At the end of the term, each Director shall transfer all records pertaining to their position to the new Board of Directors within a reasonable period of time not to exceed twenty (20) days.

Section 4: Regional Representatives

At each Annual Meeting, a Regional Representative shall be elected from each IDA region with four (4) participating colleges or combined IDA regions where there are less than four (4) participating colleges. Each Regional Representative except such Regional Representatives as may be or become unable or

unwilling to serve or as shall be removed as provided elsewhere in these By Laws, shall hold office until the time of the next Annual Meeting and until their successors are elected and qualified. Each Regional Representative shall serve, in addition to the Directors described in Section 3 of this Article, as a member of the Board of Directors.

Section 5: Ad Hoc Board Members

From time to time the Board of Directors may choose at the consent of the majority to have Ad Hoc Members selected from those who have contributed or may contribute to the success of the IDA.

Section 6: Resignation

Any member of the Board of Directors, Regional Representative or Officer of IDA may resign by submitting a written statement of resignation to the President of IDA. Such resignation shall be effective when received by the Board of Directors.

Section 7: Meetings

A) Times, Locations, and Types of Meetings

The Board of Directors shall meet at such times and places, as the Board shall designate from time to time or, in the absence of a designation from the Board as the President of IDA shall designate.

- i) The Board of Directors shall meet at least once during each twelve- (12) month period in addition to and preceding the Annual Meeting.
- ii) Special Meetings of the Board of Directors may be called by the President or at the request of any two (2) Directors. Notice of any Special Meeting shall be given at least twenty (20) days prior to the date of such meeting. Such notice may be made by telephone, fax, telegram, e-mail or written notice delivered by mail to each member of the Board of Directors at their home or business address. The purpose of the Special Meeting shall be specified in the notice of the meeting.

B) Notice

Regular meetings of the Board of Directors for each year shall be scheduled annually by the President shortly after the Annual Meeting and no further notice shall be required.

Section 8: Quorum and Vote of Directors

A majority of the Directors then in office shall constitute a quorum for the transactions of business at any meeting of the Board of Directors. The vote of a majority of the Directors present at a meeting *or by proxy* shall be an act of the Board of Directors, except as otherwise required by these By Laws.

Section 9: Removal

Any Regional Representative and any member of the Board of Directors may be removed at any time by a two-thirds vote of the Board of Directors of IDA.

Section 10: Vacancies

The Board of Directors may appoint by the vote of a majority of the remaining Directors any vacancy occurring in the Board of Directors. A Director appointed to fill a vacancy shall hold office for the unexpired term of her/his predecessor.

Section 11: Compensation

No member of the Board of Directors may be paid for her/ his service, except that an actual expense incurred may be reimbursed as authorized by the Board of Directors.

Section 12: Committees

The IDA shall at all times have the following listed committees. Students may serve on all committees except for the executive committee. At least one non-student must serve on all committees.

Rules and Standards Committee

Nominating Committee
Rider Classification Committee
Executive Committee

The Board of Directors may add committees at any time and appoint *ad hoc* committees for limited and specific purposes. The Board of Directors may delegate the authority to appoint *ad hoc* committees to the President to assist the President or the Board of Directors to conduct the work of IDA. The chairs of all committees shall be appointed by the Board of Directors unless otherwise specified in these by laws.

A. Rules and Standards Committee

The Rules and Standards Committee shall be made up of representatives from each IDA Region. Each Region shall nominate candidates to serve as the representative for their region with one representative per ten (10) Class 1 Memberships in that region. In regions with eleven (11) to twenty (20) Class 1 Memberships, two representatives shall be elected and so forth in increments of ten. The membership shall vote on the candidates in a general election in conjunction with the election for the Board of Directors. The term of office shall be for 2 years.

Each regional representative shall hold an election to elect representatives to the Rules and Standards Committee prior to the annual meeting during all odd years. The regional representative shall accept nominations from any member institution for placement on the ballot for election to the Rules and Standards Committee. It is suggested that this election occur at the last scheduled show in each region prior to National Championship. Each Class 1 or 2-member institution within their region shall vote in person or via e-mail ballot for their choice of representative(s) to the Rules and Standards Committee. The term of office shall be for two (2) years.

B. Nominating Committee

The Board of Directors shall appoint, at least ninety (90) days prior to the Annual Meeting, a Nominating Committee of two (2) to four (4) members of IDA.

It shall be the duty of the Nominating Committee to give notice in writing to the membership that the Nominating Committee is seeking nominations to the Board of Directors from the membership. In all cases, consent of the suggested nominee must be obtained prior to the nomination. The Nominating Committee will present a list to the Board of Directors of individuals to be nominated for election as Directors at least equal in number to the number of vacancies to be filled at the Annual Meeting.

The Nominating Committee shall notify the Secretary of the names of the persons so nominated at least thirty (30) days prior to the Annual Meeting. The Secretary shall submit a ballot of nominees with space for write-ins to all Class 1 Participating Members no less than fifteen (15) days prior to the last date on which the ballots must be returned or the Nominating Committee will submit a list of nominees to the members no less than fifteen (15) days prior to the Annual Meeting which shall allow for nominations from the floor at the meeting and shall be voted on by secret ballot of the membership at the Annual Meeting.

C. Executive Committee

The Executive Committee shall be responsible for handling major and emergency business issues between board meetings. The Executive Committee shall consist of the President, Vice President, Treasurer and at least one (1) and not more than two (2) other member(s)

appointed by the National Board based on their active service to the IDA. Any decisions made require the approval of a minimum of 3 members of the Executive Committee.

D. Rider Classification Committee

The Rider Classification Committee shall be comprised of a chair and elected representatives from each region. The Rider Classification Committee shall be responsible for developing the standards by which student riders are allowed to compete at any and all IDA competitions at the beginning of each competition year.

Regional Rider Classification Representatives shall be charged with reviewing detailed forms submitted by each rider in their respective region; such forms shall include the rider's individual riding experience, rider's signature. If the Regional Rider Classification Representative has any question concerning a rider's classification, the representative will contact the Chair and, if necessary, the Chair will convene a teleconference of the entire committee.

In the event that there are any questions concerning a rider's eligibility or suitability to ride at a given level, request for clarification should be made via email or by phone to the Chair of the Rider Classification Committee.

The standards used by the Rider Classification Committee shall be those determined by a majority vote of the Board of Directors. The classification assigned at the beginning of each year will be the designated competition level for the individual rider until the rider accumulates the proper number of points as outlined by the rules and standards committee or the rider and his/her coach presents sufficient proof of rider's increased ability which is reviewed by the entire committee and approved by a majority vote.

A rider's classification change to a lower level may be requested either by a written request to the Chair of the Rider Classification Committee from the rider's coach stating sufficient reason for lowering the rider's classification or at such time when three (3) or more other coaches agree that said rider is not proficient enough to compete safely at the higher level and submit their written request to the Chair. The Chair will then convene a teleconference of the committee to discuss and decide by majority vote on the new classification. A copy of the committee's written decision will be sent to the rider's coach and the rider classification representative of the appropriate region.

All decisions made by the Rider Classification Committee are final and binding.

The Rider Classification Committee shall be made up of representatives from each IDA Region. Each Region shall nominate candidates to serve as the representative for their region with one representative per ten (10) Class 1 Memberships in that region. In regions with eleven (11) to twenty (20) Class 1 Memberships two representatives shall be elected and so forth in increments of ten. The membership shall vote on the candidates in a general election in conjunction with the election for the Board of Directors. The term of office shall be for 2 years.

Each regional representative shall hold an election to elect representatives to the Rider Classification Committee prior to the annual meeting during all even years. The regional representative shall accept nominations from any member institution for placement on the ballot for election to the Rider Classification Committee. It is suggested that this election occur at the last scheduled show in each region prior to National Championship. Each Class

1 or 2-member institution within their region shall vote in person or via e-mail ballot for their choice of representative(s) to the Rider Classification Committee. The term of office shall be for two (2) years.

E. Ethics and Education Committee

The Ethics and Education Committee shall be responsible for creating, updating and enforcing an IDA code of ethics for riders and coaches. The Committee shall be responsible for reviewing all accusations of unethical conduct of coaches and riders and determining whether such claims require the issuance of fines or penalties. In the event the Committee shall determine the need and nature of fees or penalties when appropriate to deal with IDA ethics infractions.

Appeals of any Ethics and Education Committee decisions may be made to the full Board at the annual meeting. In the event that consequences of an ethics violation may prevent a student or team from participating in an IDA region, zone or national final, the effected party may request an emergency appeal to the Board.

F. National Championship Judges Committee

The National Championship Judges Committee shall be responsible for selecting and hiring all judges for the annual IDA National Championship. This committee shall be comprised of the president, vice president, out-going host show organizer, and the in-coming host show organizer. Judges should be R or S level unless approved by the National Championship Judges Committee.

Article 10:

**Officers: Number and Duties, Election and
Tenure, Removal, Vacancies, and Compensation**

Section 1: Number and Duties

The Officers, a total of no less than five (5), shall be a President, a Vice President(s), a Secretary(s), a Treasurer, a Public Relations and Marketing Officer, Chairman of the Rules and Standards Committee and Chairman of the Rider Classification Committee each of whom shall be elected by the membership at the Annual Meeting.

Section 2: Terms

The Officers are elected for two-year terms, which terms shall be staggered. Terms shall not be limited in number.

Section 3: Responsibilities and Authority

Any Officer may be requested by the Board of Directors to give Bond, at the expense of IDA, for the faithful performances of her/his duties in such amount and with such sureties as the Board of Directors may direct.

A. President

The President shall be the executive Officer of IDA. The President shall supervise and control the business affairs of IDA, subject to the approval of the Board of Directors. The President shall prepare the agenda and preside at all meetings of the members and of the Board of Directors. The President may sign, with the Secretary or any other Officer of IDA authorized by the Board of Directors, any certificate of IDA, any deed, mortgage, bond, contract, or other document which shall be required by law to be signed or executed.

The President shall perform all duties incident to the office of the President and such other duties as may be prescribed by the Board of Directors. The President shall be an ex-officio member of all committees, and act as the representative of IDA. Barring resignations or other unplanned vacancies the IDA President is elected during all even years.

B. Vice President(s)

In the absence of the President, or in the event of the President's inability or refusal to act, the Vice President shall perform the duties of the President and, when so acting, shall have all the authority of and be subject to the restrictions upon the President. Any Vice President shall perform such other duties as from time to time may be assigned by the President or by the Board of Directors. Barring resignations or other unplanned vacancies the IDA Vice President is elected during all even years.

C. Secretary(s)

The Secretary(s) shall record and keep the Minutes of the proceedings of the members and of the Board of Directors. The Secretary(s) shall be responsible for furnishing to each Director the minutes of the prior meeting and the agenda of the next meeting of the Board of Directors, at least ten (10) days before the next meeting. The Secretary shall prepare and mail ballots for election of Directors, amendments to the By Laws, and other Ballots as are designated by the Board of Directors. The Secretary(s) shall see that any notice is given in accordance with the provisions of these By Laws or as is required by law. The Secretary(s) shall maintain the permanent files of IDA and shall tabulate national point standings as provided by Regional Representatives. The Secretary(s) shall perform all duties incident of the office of the Secretary. Barring resignations or other unplanned vacancies the IDA Secretary is elected during all odd years.

D. Treasurer

The Treasurer shall have charge and custody of and be responsible for all funds and securities of IDA. The treasurer shall receive and give receipts for monies due and payable to IDA in such banks or other depositories as shall be approved by the Board of Directors. The treasurer shall submit at least semi-annual financial reports to the Board of Directors. The Treasurer, at the Annual Meeting, shall submit a written report of financial transactions of IDA for the preceding fiscal year. The Treasurer may perform other duties as from time to time may be assigned by the President or by the Board of Directors. The Treasurer may be bonded. Financial audits may be conducted for the account(s) of IDA at the conclusion of each Treasurer's term in office. Barring resignations or other unplanned vacancies the IDA Treasurer is elected during all odd years.

E. Chairman of the Rules and Standards Committee

The Chairman of the Rules and Standards Committee shall be responsible for the interpretation of all rules and standards. The Chairman of the Rules and Standards Committee is charged with being knowledgeable of all rules and standards as set forth by the Rules and Standards Committee. The Chairman of the Rules and Standards Committee shall be the person to whom all questions and appeals concerning the rules of competition are directed. All protests arising from competitions that are not addressed to the satisfaction of the person(s) filing the protests shall be directed to the Chairman of the Rules and Standards Committee. All decisions made by the Chairman of the Rules and Standards Committee are final and binding.

The Chairman of the Rules and Standards Committee shall be responsible for overseeing the compilation reports of rules change viability. The Chairman of the Rules and Standards

Committee shall present all proposals of rules changes to the Board of Directors. The Chairman of the Rules and Standards Committee shall meet in person or via electronic communication with all members of the Rules and Standards Committee at least once annually and submit to the Board of Directors proposed rule changes annually, 30 days prior to the annual meeting. All rule changes will become effective only after the majority vote of the Board of Directors and be effective for the following academic year. Barring resignations or other unplanned vacancies the Chairman of the Rules and Standards Committee is elected during all odd years.

F. Public Relations and Marketing Officer

The Public Relations and Marketing Officer shall be responsible for assisting with the growth of the IDA through various public relations and marketing procedures. The PR and Marketing Officer shall oversee the development of marketing plans and promotional literature including press releases, advertisements, brochures, newsletters, logos and etc. The PR and Marketing Officer shall present all marketing plans and promotional materials to the Board of Directors for their approval. Barring resignations or other unplanned vacancies the IDA Public Relations and Marketing Officer is elected during all even years.

G. Development Officer

The Development officer shall be responsible for forming lists of and contacting potential sponsors for the National IDA, the National Championship and other functions within the purview of the organization. The Development Officer will work with the Public Relations and Marketing Officer to develop letters and other promotional materials aimed at sponsors and potential sponsors. Such materials shall include a history of the organization, a list of different levels of sponsorship and benefits IDA is willing to give to the various levels of sponsorship and shall require the approval of the National Board. When functioning in this capacity for the IDA, the Development Officer may not seek donations for any individual college(s) or rider(s). If no such person is available to serve as a non-paid volunteer, the office will remain vacant until such time as the IDA can find an appropriate person. Barring resignations or other unplanned vacancies the IDA Development Officer is elected by the membership for a two-year term at the annual meeting during all odd years.

H. Chairman of the Rider Classification Committee

The Chairman of the Rider Classification Committee shall be responsible for the interpretation of all rider classification. The Chairman of the Rider Classification Committee is charged with being knowledgeable of all Rider Classifications and tools used to make such classifications as set forth by the Rider Classification Committee. The Chairman of the Rider Classification Committee shall be the person to whom all questions and appeals concerning the classification of all riders, all classification procedures and forms used for rider classification are directed. All protests arising from classifications that are not addressed to the satisfaction of the person(s) filing the protests shall be directed to the Chairman of the Rider Classification Committee.

The Chairman of the Rider Classification Committee shall be responsible for overseeing the compilation reports on the advisability of changes in rider classification, classification procedure or forms. The Chairman of the Rider Classification Committee shall present all proposals of changes to classifications or classification procedures to the Board of Directors.

The Chairman of the Rider Classification Committee shall meet in person or via electronic communication with all members of the Rider Classification Committee at least once annually and submit to the Board of Directors proposed changes annually, 30 days prior to the annual meeting. All rider classification and/or classification procedures changes will

become effective only after the majority vote of the Board of Directors and be effective for the following academic year. Barring resignations or other unplanned vacancies the Chairman of the Rules and Standards Committee is elected during all odd years.

Section 4: Removal

The same process as for the removal of a Regional Representative or a member of the Board of Directors, as prescribed in Article 8, Section 7, may remove any Officer. A person removed as an officer shall continue to serve as a Director unless also specifically removed as a Director.

Section 5: 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.

Section 6: Compensation

The Officers of IDA shall not receive a salary for their services as an Officer of IDA, but may be reimbursed for actual expenses incurred at the discretion of the Board of Directors.

Article 11:

Contracts, Loans, Checks and Deposits

Section 1: Contracts

The Board of Directors may authorize any Officer or Officers of IDA to enter into any contract or execute and deliver any document in the name of and on behalf of IDA. Such authority may be general or confined to specific instances.

Section 2: Loans

No loans shall be contracted on behalf of IDA and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be in general or confined to specific instances.

Section 3: Checks and Deposits

- A. All checks or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of IDA shall be signed by such Officer(s) of IDA and in such manner as shall from time to time be determined by resolution of the Board of Directors.
- B. All funds of IDA not otherwise employed shall be deposited to the credit of IDA in such banks or other depositories as may be selected by the Board of Directors.

ARTICLE 12:

Fees and Assessments

Section 1 - Annual fees - The members of the IDA shall be required to pay annual membership fees in such an amount as the Board of Directors shall deem necessary. Dues are applicable for the academic year beginning September 1 of each year and ending August 31. The membership fees shall be as outlined in the IDA Rules and Standards.

Article 13:

Regional Divisions

For the purpose of administration and organization of competitions, members shall be segmented into IDA regions that correspond with the regions established by the IDA Board based on geographic convenience of the majority of teams in the region. In the event that a region has less than four (4) Participating Member Schools, they shall be combined with another IDA region. Exceptions to IDA Regional member assignment may be determined upon the request of the participating member college and at the discretion of the President and Vice-President. All individual and team points earned within the

combined region shall be considered as a single region with the overall winners qualifying for National Championship.

Section 1: Election of Region Representative - Voting members of each region shall elect a representative as provided in Article 8.

Section 2: Duties of Regional Representative - The Region Representative is responsible for determining dates of competitions, collecting and tabulating of points, presenting the points to the national secretary and other duties as necessary. The Regional Representative may appoint other regional officers as needed.

Section 3: Region Dues - A portion of Participating and Supporting College and Contributing Membership fees paid within a Region shall go to that Region to defray costs of Region Representative performing their duties.

Article 14: **Competitions**

Section 1: Regular IDA Shows

Each Participating College Member may host an IDA recognized competition and have individual and team points earned count towards National standings provided:

- A. The date of each competition is approved in advance by the regional representative
- B. The format, and test level comply with IDA Rules and Standards
- C. The judge's qualifications comply with IDA Rules and Standards
- D. In any area of competition not covered by IDA Rules and Standards, USEF rules shall apply
- E. Fees for Regular IDA Shows shall be as outlined in the IDA Rules and Standards with a portion going to National and Regional accounts.

Section 2: Posting of Results by Host School

In order to have Individual and Team results of the competition counted towards regional standings, results (and fees) must be collected by the hosting school and received by the Regional Representative within 14 days after the competition.

Section 3: Posting of Results by Regional Representative

Regional Representatives must review the results of each competition and submit the proper documentation to the National Secretary within 21 days after the competition. Regional Representative must send three (3) copies of officially marked programs of each show to IDA National Secretary. Program copies shall be kept for a total of eight (8) years.

Section 4: Regional Championships

At the end of each IDA competition year, Regional Representatives will calculate Champion and Reserve Championships for each team and individual rider of each division as outlined in the IDA Rules and Standards.

Section 5: National Championship

- A. Date and Location - National Championship shall occur in the spring of each year on a date and at a location designated by the Board of Directors.
- B. Eligibility- Individuals and teams winning the maximum points, and complying with general IDA eligibility shall participate at National Championship. Representation shall be

determined yearly by the board of directors at the annual meeting for the following academic year.

- C. Fees for National Championship shall be as outlined by the Rules and Standards. Three hundred dollars (\$300) per team of up to four (4) members per school and fifty dollars (\$50) per individual entry for each person in addition to the team of four (4).

Section 5 – Rider Number

Regional Representatives shall assign Rider Numbers to team members for an entire season. Once a Rider Number has been assigned to a student rider, that student must use the same number in all IDA sanctioned shows during the regular show season. The numbers assigned shall be of a type that may be affixed to the horse's bridle and shall be paid for with regional funds. New numbers shall be assigned to those riders qualifying for non-regular season shows including the IDA National Championship.

Numbers used during National Championship shall be purchased with national level funds and shall be distributed to the riders the day of the Championship.

Article 15:

Qualifications and Eligibility for National IDA Horse Show

Qualifications for eligibility for IDA National Championship shall be as specified in the current rules.

Article 16:

Interpretation

The Board of Directors shall have full power and authority to interpret these By Laws and each of them and its decision on all such questions shall be final, binding, and conclusive.

Article 17:

Indemnification

- (a) The IDA shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the corporation) by reason of the fact that he is or was a Director, Regional Representative, Officer, employee or agent of the IDA against expenses (including attorneys' fees) judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the IDA, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful.
- (b) The IDA shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the IDA to procure a judgment in its favor by reason of the fact that he or she is or was a Director, Regional Representative, Officer, employee or agent of the IDA against expenses (including attorneys' fees) actually and reasonably incurred by him or her in connection with the defense or settlement of such action or suit if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interest of the IDA and except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his or her duty to the IDA unless and only to the extent that a court of equity or the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, such person is fairly

- and reasonably entitled to indemnity for the expenses which such court of equity or other court shall deem proper.
- (c) To the extent that a Director, Regional Representative, Officer, employee or agent of the IDA has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in subsections (a) or b), or in defense of any claim, issue or matter therein, he or she shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him or her in connection herewith.
 - (d) Any indemnification under subsections (a) or (b) (unless ordered by a court) shall be made by the IDA only as authorized in the specific case upon determination that indemnification of the Director, Regional Representative, Officer, employee or agent is proper in the circumstances because he or she has met the applicable standard of conduct set forth in subsections (a) and (b). Such determination shall be made (1) by the Board of Directors by a majority vote of a quorum consisting of directors who were not parties to such action, suit or proceeding, or (2) if such a quorum is not obtainable, or, even if obtainable and a quorum of disinterested directors so directs, by independent legal counsel in a written opinion.
 - (e) Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the IDA in advance of the final disposition of such action, suit or proceeding as authorized by the Board of Directors in the specific case upon receipt of an undertaking by or on behalf of the Director, Regional Representative, Officer, employee or agent to repay such amount unless it shall ultimately be determined that he or she is entitled to be indemnified by the IDA as authorized in this Article 16.
 - (f) The indemnification provided by this Article 16 shall not be deemed exclusive of but shall be in addition to any other rights to which those seeking indemnification may be entitled to by contract or otherwise and shall continue as to a person who has ceased to be a Director, Regional Representative, Officer, employee, or agent of the IDA and shall inure to the benefit of the heirs, executors, and administrators of such a person.
 - (g) The IDA shall have power to purchase and maintain insurance on behalf of any person who is or was a Director, Regional Representative Officer, employee or agent of the IDA against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the IDA would have the power to indemnify him against such liability under the provisions of this Article 16.

Article 18:
Amendments

These By Laws may be amended at any Annual or Special Meeting of IDA provided that written notice of any proposed amendment shall have been given in the notice of the meeting, and provided the same is passed by two-thirds vote of the Class 1 Participating Members voting at such meeting in person or by proxy.

Article 19:
Dissolution

By a 2/3-majority vote of the Board of Directors may recommend to the members that the IDA be dissolved. In the event of such a recommendation, the Board of Directors shall cause at least twenty (20) days prior notice of such recommendation sent to all members of the IDA and such recommendation shall be put to a vote of the Class 1 Participating Members at the next Annual or Special Meeting of the Members of the IDA and the IDA shall be dissolved if, at the next Annual or Special Meeting of the Members of the IDA to be held following such notice, a resolution to dissolve the IDA is passed by a vote

of at least two-thirds (2/3) of the Class 1 Participating Members (voting in combination and not as separate classes) voting at such meeting in person or by proxy. In the event that the Class 1 Participating Members so vote, the Board of Directors will take all actions reasonably necessary to satisfy the outstanding liabilities of the IDA and, once all remaining liabilities of the IDA are satisfied or provisions have been made to satisfy such obligations in the future, the remaining assets of the IDA shall be distributed to such charitable and/or educational institutions as may be designated by the Board of Directors, provided that any such charitable or educational institution must be exempt from taxation pursuant to the provisions of Section 501(c)(3) of the Internal Revenue Code.