

AERC Bylaws Update

Watch for the election mailer coming your way in early May, which will include both current *and* proposed bylaws, a yes/no ballot, and a return envelope

Vote so your ballot arrives at the AERC office by June 15, 2021

As part of AERC's strategic plan, one of the projects the board of directors has been working on is an update to our bylaws, which can be found on the AERC.org website under Competition/Rules & Regulations/Bylaws. This legal document spells out the legal name and purpose of our 501(c)(3) nonprofit organization, the types and meetings of members, the election process, board members and officers, committees, record keeping, and how the bylaws can be amended in the future, etc.

Amendments to the bylaws require a vote by the membership, and a minimum of 20% of the voting members must return ballots, with two-thirds approving the amendment. For example, with 4,000 members, 20% of the voting members must return ballots (800 ballots) and of those 800, two-thirds or 528 must approve the amendment for it to pass.

A lot of things are different since our bylaws were last updated in 2003, so the AERC President tasked the Governance Committee and the Legal Committee with reviewing and updating the bylaws.

Periodically, laws are passed that impact the way nonprofits do business. The California Nonprofit Public Benefit Corporation Law governs our organization, and we must be in compliance.

All these reasons necessitated the review of our old bylaws. The updated document was reviewed for legal compliance by AERC's nonprofit corporate attorney and the final draft was presented to the board at the February 9, 2021, meeting. The board unanimously approved the update, so the next step is for the document to be sent to the membership for approval.

The Governance Committee members who worked on this project are Barbara Baris, Connie Caudill, Monica Chapman, Kathleen Henkel, Nick Kohut, Lisa Schneider, Jan Stevens, and Vance Stine. This group is made up of our executive director, a good mix of regional directors from around the country, a lawyer, a veterinarian, several ride managers, and an insurance professional. We had a lot of input from and were advised by the Legal Committee and also received input from the Rules Committee and John Parke.

Summary of key bylaws changes

This update will:

- comply with changes in California nonprofit corporate law
- broaden the language to allow more flexibility for ride managers and riders, i.e., other equine distance events and the possibility to align ourselves with other horse sports
- allow for changes in how the organization does business
- update governance processes, i.e., how special meetings are handled
- modernize how communications with members are handled, i.e., electronic communication procedures like email vs. telecopier.

AERC's Articles of Incorporation is a legal document that also had to be updated to stay in sync with the bylaws, so both documents will be sent to all members for your vote. The articles of incorporation, last updated in 2001, refer to the Western U.S. and don't even mention Canada, so those changes had to be made.

A vote on the bylaws and articles of incorporation will be mailed soon to each current voting member. While the changes we're voting on this year are largely about legal compliance and modernization of communication technologies that have changed in the past 18 years, it's clear that we'll need to continue to evolve to remain relevant in a changing world and to provide what our members expect from AERC.

The number of horses continues to decline, and our aging demographic is reflected by the increasing number of entries in the shorter distances.

Not all changes require updating our bylaws, of course, and once the current vote is behind us your board will be freer to focus on some of the other ways we can evolve with the times while still remaining true to the spirit and purpose of endurance.

If you have any questions, please contact any director or the AERC office by phone, 866-271-2372, or email: office@aerc.org.