

BYLAWS

of

Northern Virginia Working Equitation, Corp.

The undersigned, formed a Virginia nonstock corporation pursuant to Chapter 10 of Title 13.1 of the Code of Virginia, state as follows:

ARTICLE 1 CORPORATE NAME

The name of the corporation, as registered in Prince William County, Virginia, is:

Northern Virginia Working Equitation, Corp.

Northern Virginia Working Equitation, Corp.
is commonly known as

Northern Virginia Working Equitation

and will also be commonly known and referred to herein by the acronym NOVAWE.

ARTICLE 2 PURPOSE -- MISSION

Northern Virginia Working Equitation is a member club dedicated to promoting the growth of the equestrian sport of Working Equitation in Northern Virginia and the surrounding areas through education and Working Equitation (WE) activities. This organization welcomes all equestrian disciplines, offers opportunities to advance mounted skills and knowledge of WE, and encourages the development of a harmonious relationship between horse and rider.

2.1 Organizational Structure

NOVAWE will be a non-profit corporation as described in Section 501c (7) of the Internal Revenue Code. NOVAWE will use all proceeds to fund club activities per its mission. As a 501c (7) corporation NOVAWE is tax exempt, however member fees and other payments to NOVAWE from all sources, members, and others, are not tax deductible for the members/payors.

ARTICLE 3 MEMBERS

NOVAWE shall have four classes of members with such designations, qualifications, and rights as set forth in these bylaws

- a.) Board Members
- b.) Officers
- c.) Individual, Family, Youth and Social Members
- d.) Business Members

Section 3.1 Eligibility:

Any person(s) without regard to sex, color, age, nationality, religion or location, shall be entitled to Individual /Family Membership in Northern Virginia Working Equitation.

- Annual membership will be for the period December 1st – November 30th.
- NOVAWE will offer a Founding Membership period to launch the organization from August 1st 2019 - November 30th, 2020.

3.1.1 Board Members:

The Board Members have voting rights and will serve two-year terms. The Board Members may be nominated to serve additional terms, each up to two years, by unanimous Board vote. The Board may appoint additional Board Members by unanimous vote.

Board Members are the stewards of NOVAWE and pledge to provide their time and talents to the benefit of the organization and its members, and be transparent and accountable to the membership, per the stated Purpose/Mission (Article 2).

Board Members may vote to amend these bylaws by a majority vote.

Board Members are unpaid positions.

3.1.1.1 Officers

NOVAWE Officers are also Board Members and must be unanimously appointed by the Board. Officers will be, at a minimum, a President, a Vice President, and a Secretary. Roles such as Marketing, Membership, and Treasurer, can be assigned to Board Members. If there is no assigned treasurer, one of the three required board members will be assigned those duties. See page 8 Boards and Officers for additional information. Officers will have the responsibility of the day-to-day operations and management of NOVAWE in compliance of these bylaws.

The Officers will serve two-year terms (which can be renewed for any term up to two years by majority vote of the Board).

Officers are unpaid positions.

The three initial founding Officers/Board Members of NOVAVE created these bylaws and founded NOVAVE.

3.1.2 Individual Members:

Any member of the public that is interested in learning and growing the sport of Working Equitation in Northern Virginia and the surrounding areas may join NOVAVE. Individual Members need not be Virginians and can be from any country. Members desiring to ride in NOVAVE events must do so on a horse they provide as NOVAVE does not supply horses. Members are not required or expected to participate in any competitive or mounted events but will be provided opportunities to learn how to compete in WE events should they want to. Members do not have voting rights, but their opinions and desires will be heard and recognized by the Board and Officers. All members will pay an annual membership fee as set by the Officers.

3.1.3 Family Membership:

Family Members have the same privileges as NOVAVE Individual Members. A family membership provides that a family of immediately related persons, up to three, can join for the stated family member price. Minor children must be accompanied by a parent or guardian at all NOVAVE events, etc. Family Members do not have voting rights, but their opinions and desires will be heard and recognized by the Officers.

3.1.4 Youth Members:

Youth Members are the ages of 6 to 17 (as of the first day of the membership year) have the same privileges as NOVAVE Individual Members and may show in Youth classes.

3.1.5 Social Members: Social Members are non-riding members. They are afforded all the benefits of Individual members, but as non-riders they do not ride in events or earn scores toward year-end awards. Social Members are eligible to audit NOVAVE events and attend all unmounted functions and are encouraged to support the organization. Social Members may hold Officer/Board positions if appointed and elected by majority vote of the sitting Board.

3.1.6 Business Members:

Any business entity, approved by the Membership Officer, can become a Business Member of NOVAVE by filling out the Membership Application and completing the Business Member Section and by paying the annual Business Member fee as set by the NOVAVE Officers. Business Members do not have voting rights, but their opinions and desires will be heard and

recognized by the Officers/Board. In the case of Business Members, the business's President/CEO or Owner will represent, or appoint up to two Business Members (officers or employees) to represent the Business in NOVAVE. All rules and Business Member benefits will apply to the Business and the Business's Representatives as appropriate.

Should individuals from the Business want to also participate in NOVAVE mounted events as members, those individuals must also join as Individual Members, and all rules and benefits for Individual Members will apply to those individuals.

3.2 Member Agreement

All members shall abide by these Bylaws and amendments. Members may not amend or repeal these Bylaws or adopt new ones. As a member of NOVAVE, no member may take legal action against Northern Virginia Working Equitation, Corp., its Board, its Officers, or any of its members, Individual, Family, Youth, Social or Business, in relation to NOVAVE business or activities.

Any member may be ejected from NOVAVE for disciplinary reasons, including behavior in conflict or disregard of these Bylaws, for breaking any established NOVAVE rules, including horse welfare rules, or for actions that the Board or Officers deem put horse or human at risk of danger. Members may also be ejected from NOVAVE for failure to pay their dues and other fees.

Section 3.2.1 Membership Dues:

The NOVAVE Officers will, on a yearly basis, establish the amount to be paid as membership dues.

Section 3.3 Privileges of Membership

Members in good standing are entitled to participate in all activities of NOVAVE and may volunteer to be appointed by the Officers to serve on NOVAVE committees, to help promote WE, and/or to provide educational and event opportunities to the membership and greater equestrian community.

A member of any membership class shall be considered a member in good standing if the member's dues are paid in full for the current year and the member has not been suspended or expelled from the organization.

NOVAVE member benefits will be enhanced as the organization grows and matures. See Member Benefits as listed on the Membership Application.

In addition to the member benefits listed on the NOVAWE Membership Application, benefits include:

- Northern Virginia Working Equitation, at its establishment, became a Group Member (GM) of the Confederation for Working Equitation (Confederation). Therefore, 2019 and 2020 NOVAWE members were entitled to the benefits afforded by the GM as outlined on the Confederation’s website <https://www.confederationwe.us/>.
- For the 2021 Membership year, The Confederation for Working Equitation and WE United, the two primary national governing bodies for the sport of Working Equitation, merged to form a combined organization, USA Working Equitation (USAWE). NOVAWE became an “Affiliate Organization” (AO) of USAWE. www.usawe.org
- For the 2022 Membership year and years following, NOVAWE will be an Affiliate Organization of USAWE upon unanimous agreement of the Board.

Section 3.4 Membership Applications

- Annual membership will be for the period December 1st – November 30th.
- NOVAWE offered a Founding Membership period to launch the organization and Founding Members benefited an extended first year membership from August 1, 2019, through November 30, 2020 (16 months).

All members will be required to complete the NOVAWE Membership Application and pay the stated dues. Dues will not be prorated, but members are welcome to join anytime during the year.

Annually, members will be requested to renew their Membership Application and pay that year’s dues.

Section 3.5 Safety

Safety and welfare of horse and rider is a strong concern of NOVAWE. Riders must use footwear appropriate for showing in the tradition in which they are dressed. Heeled boots are the norm, although use of a different type of footwear that may be mandated by a specific tradition is acceptable.

NOVAWE requires all members to wear a helmet approved for equestrian sports by ASTM (SEI) in NOVAWE managed clinics, shows and events. (For events sanctioned by NOVAWE but not managed by NOVAWE, such as other organizations’ events and shows, NOVAWE members are required to abide by the rules of those shows/events—although it is recommended that ASTM helmets be worn whenever mounted.)

In all NOVAWE events, the NOVAWE President, the Technical Delegate of the event, the Judge, or the instructor shall have the ultimate authority to excuse any member or participant. The decision to excuse the member or participant shall be based on the skills possessed by the horse and rider as a unit at that time. The decision shall be conclusive for that event.

NOVAWE is dedicated to the welfare of horses and ponies. No member of NOVAWE shall engage in, or permit others to engage in on their behalf, any riding, training, or management practices deemed harmful to horses and ponies.

Section 3.6 Hold Harmless

All Members, through their NOVAWE Application, agree to participate and to Hold Harmless the Board Members, the Officers, any clinicians or instructor(s) or other members of NOVAWE for any adverse outcomes that occur during their participation in any NOVAWE activity, included mounted activities and activities that include horses in any capacity. Members also agree to Hold Harmless the facilities and grounds, and those facilities and grounds' business and property owners, made available to the NOVAWE, for any injuries they or their animals may sustain. Also, members will agree to sign additional release forms required by any facilities and/or clinicians and trainers that provide activities and events to NOVAWE.

ARTICLE 4 REGISTERED AGENT AND OFFICE

The name of the corporation's initial registered agent is Elizabeth ("Biddie") Lowry who is a resident of Virginia and an initial Founding Board Member. NOVAWE's Registered Agent may transfer to a different Board Member by unanimous agreement of the Board. The Registered Agent and the Registered Office, is also reflected in Appendix A, as will be all subsequent Registered Agents and Registered Offices, and the applicable timeframe.

The address of the corporation's initial registered office, which is identical to the business office of the initial registered agent, Elizabeth ("Biddie") Lowry, is 13550 Heathcote Blvd. Apt 448, Gainesville, VA 20155, changed to 15140 Heather Mill Ln #304, Haymarket, VA 20169 in August 2020. The initial registered office is in the County Prince William, Virginia.

ARTICLE 5 BOARD and OFFICERS

Section 5.1 Board Members:

The names and addresses of the Founding Board Members/Officers are listed below. The Founding Board also served as the initial Officers of NOVAVE as indicated above. Board members have voting rights.

Current Board Members are listed in the Appendix A. As Officers and Board Members cycle out of active duty, their information will be maintained in the Appendix B.

Founding Board Members/ Officers:

Elizabeth (“Biddie”) Lowry, President
15140 Heather Mill Ln #304
Haymarket, VA 20169
Started: 8/1/2019

Diane Hutchinson, First Vice President / Marketing /Treasurer
113 Field Court, NE
Leesburg, VA 20176
Started: 8/1/2019

Laura Guillaudeu, Second Vice President/Membership
37745 Grovers Mill Lane
Hillsboro, VA 20132-3664
Started: 8/1/2019

All decisions of the board will be communicated and official business decisions that require NOVAVE fund expenditures, in excess of \$40, will be approved by majority Board vote. The Board must consist of a minimum of three Board members. Additional Board members may be added, by unanimous vote of the Board. When possible, the Board will have an odd number of Board members. In the case of a tie vote, the President may make the decision and/or a majority of the board may request the membership to make a decision.

NOVAVE Members and/or Committee Members may be invited by the Board, by unanimous Board agreement, to attend a Board meeting(s), but do not have voting rights.

The NOVAVE board may invite non-members to serve as Consultants to the Board, but these consultants will not have voting rights.

Board members and Officers may opt to resign and will work with the remaining Board members to nominate a suitable replacement, who must be a NOVAVE member in good standing and approved by a majority vote of the Board.

Section 5.2 Officer Responsibilities

The President of the club shall oversee all club meetings, activities, and the club treasury. The President will ensure compliance of the club's policies and bylaws. The President will be the Public Relations (PR) contact for other clubs and other interested parties but may delegate PR activities to other officers. At the President's discretion, responsibility for execution of fiscal matters can be delegated to the Treasurer or to a bookkeeper. The President may, in his or her discretion, delegate to a Board Member the responsibility for correspondence for NOVAVE matters and may delegate to a Board Member the responsibility for Marketing matters and Public Relations.

The President may appoint him/herself or any officer as Secretary. The Secretary shall keep a true record of all board meeting minutes and shall issue, maintain and track Certificates of Insurance (COI) and contracts with clinicians, judges and other vendors and generally help with operations and communications.

The Vice President shall assume the duties of the President at any time that the President is not available to perform those duties.

The Board may appoint a Treasurer, who may be a Board Member or just a NOVAVE member in good standing at the Board's discretion.

The Treasurer shall have general charge of NOVAVE funds. The Treasurer shall keep a full and accurate record of all receipts and payments pertaining to the Club. He or she shall report the same at each board meeting and any member meetings, or upon written request, make these records available to any member of the club.

ARTICLE 6 MEETINGS

NOVAVE Membership Meetings will be held from time to time to solicit and collect member input, communicate plans, and gain support and volunteer assistance in the general running of NOVAVE. The Meeting dates, time and location will be announced to the current members and to potential new members via the club's Facebook page, via email to its mailing list, and on its website. The NOVAVE Officers may also offer meetings virtually or via conference calls.

NOVAVE Board Meetings will be held, a minimum of quarterly. The NOVAVE Board may conduct these meetings virtually or via conference calls and may invite members and/or Consultants from other organizations to participate. Formal Meeting Minutes will be recorded and will include a Treasury Report. NOVAVE is a transparent organization, and Minutes and Treasury Reports will be saved on the NOVAVE Google Drive site or Dropbox and made

available (initially by request) on the NOVAWE Website. As the NOVAWE Website (www.NOVAWE.org) is a public website, any financial reporting information will be posted on the Members Only portion of the website, and available to members by request.

NOVAWE Officers will attend Board Meetings as requested and may meet with members and committees at any time to efficiently manage the organization. Notes from Board Meetings will be taken and maintained on the NOVAWE Dropbox site and Website.

ARTICLE 7 NOVAWE ACTIVITIES

Only members of the NOVAWE may participate in mounted NOVAWE activities, with the exception for participants in events organized for and advertised to the general public by NOVAWE.

Members who participate in activities sponsored by NOVAWE are doing so with the understanding that it is the Members' responsibility to ride and participate at the proper level of instruction based on their own personal skill and knowledge. Any member who decides to participate in an activity will not hold NOVAWE, NOVAWE Board Members or Officers, the instructor(s) or other NOVAWE members responsible for any adverse consequences.

Members (and non-members) will be required to provide copies of valid, negative Coggins tests to all NOVAWE events before being allowed to participate in any NOVAWE sponsored riding event. In addition, members are required to comply with any health certification required by the State Veterinary Department in which events are held. Furthermore, members are required to comply with any health certification that may be requested by any facility in which any NOVAWE riding event is held.

ARTICLE 8 NOVAWE PERFORMANCE RECOGNITION

NOVAWE, in fulfilling its mission to grow the sport of Working Equitation in Northern Virginia and surrounding areas, will provide advice and counsel to NOVAWE members and other organizations, conduct promotional events, join other organizations, and/or provide monetary and/or prize sponsorships to Working Equitation classes and events. NOVAWE may conduct, for fees, clinics, shows, and related Working Equitation events.

NOVAWE will also recognize, at a minimum annually, member volunteers and committees for their efforts to fulfill NOVAWE's mission.

ARTICLE 9
LIMITATIONS AND RESTRICTIONS

In support of NOVAWE’s Mission, the NOVAWE Officers may hire professionals to execute WE events at market rates. These professionals may include clinicians (trainers), show staff, such as show manager, show secretary, announcer, judge, etc. NOVAWE may also pay facility rental fees for events. The Officers will endeavor to utilize volunteers wherever possible and may serve as paid positions as defined herein. NOVAWE will undertake events that produce revenue for the club, including fundraising events, in support of its mission.

ARTICLE 10
DISSOLUTION

In the event of the dissolution of the NOVAWE or other termination of its activities, all its assets, after settlement of debts, shall be distributed to the Equine Rescue League (ERL) of Leesburg Virginia (PO Box 4366, Leesburg, VA 20177). The ERL meets the IRS guidelines for disposition of assets as specified in IRS Code section 501(c). The above reference to section 501(c) shall be interpreted to refer to the corresponding section of any Internal Revenue Code or other Revenue Law hereafter in effect.

NOVAWE Appendix A
CURRENT BOARD OF DIRECTOR / OFFICER ROSTER

Registered Agent Elizabeth “Biddie” Lowry (8/1/2019- Current)

Registered Office: (8/1/2020 – Current)
15140 Heather Mill Ln #304
Haymarket, VA 20169

Officers and Board Members

Approve the Bylaws above as agreed to by listing their position below as “Current”.

Elizabeth “Biddie” Lowry

15140 Heather Mill Ln #304
Haymarket, VA 20169
novawe.blowry@gmail.com
Founding Board Member – (8/1/2019 - Current)
President / Officer (8/1/2019 - Current)
Treasurer (12/1/21 - Current)

Laura Guillaudeu
37745 Grovers Mill Lane
Hillsboro, VA 20132-3664
novawe.lguillaudeu@gmail.com
Founding Board Member (8/1/2019 –Current)
Vice President / Membership / Officer (8/1/2019 - 12/30/2021)
Vice President / Officer (1/1/2022 - Current)

Nancy Wilochka
22079 Springfield Dr
Lorton VA 22079
Board Member / Secretary / Officer
novawe.nwilochka@gmail.com
(12/10/2020 – Current)

Sarah Drew
7570 Aspenpark Rd
Norton, VA 20180
Board Member
novawe.sdrew@gmail.com
(October 26, 2021 – Current)

Stephanie Jennings
P.O. Box 404
Round Hill, VA 20142
Board Member
novawe.sjennings@gmail.com
(October 26, 2021 – Current)

Bookkeeper (not a board position)
Laura Kniffin
2237 Siler Rd
Winchester, VA 22603
novawe.lkniffin@gmail.com
(4/18/2021 – Current)

NOVAWE
Appendix B
FORMER BOARD OF DIRECTOR / OFFICER ROSTER

As Board Members and Officers conclude their service, their information will be moved to the bottom of this listing to maintain a history of those that served.

Registered Office 8/1/2019 – 7/31/2020
13550 Heathcote Blvd. Apt 448
Gainesville, VA 20155

Debbie Meade
6286 Fairfax National Way
Centreville VA 20120
Board Member / Officer / Secretary
(Term 5/1/2020 – 12/10/2020)

Elizabeth Lawrence
36631 Shoemaker School Rd
Purcellville, VA 20132
Board Member / Officer / Treasurer
(Term 5/1/2020 – 12/31/2020)

Diane Hutchinson
303 Grebe Dr.
Lake Frederick, VA 22630
Founding Board Member / Officer (8/1/2019 – 11/30/21)
Board Member / First Vice President / Marketing (8/1/2019 – 11/30/21)
Board Member / Secretary (8/1/2019 – 4/30/2020)
Board Member / Treasurer (8/1/2019 – 4/30/2020 and 1/1/2021 - 11/30/2021)