



Nevada Gay Rodeo Association

**BYLAWS
AND
STANDING RULES**

(REVISED March 2, 2025)

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BYLAWS OF NEVADA GAY RODEO ASSOCIATION, INC.

A NON-PROFIT CORPORATION

These bylaws are the continuous and permanent code(s) of rules adopted by the Board of Directors and Membership of the Corporation for the regulation and management of the affairs of the Corporation and the actions of the Members, Board of Directors and Officers of the Corporation.

The name of the Organization shall be the Nevada Gay Rodeo Association (NGRA), a corporation for public benefit as per NRS (Nevada Revised Statutes) of the Nevada State Code Section 82.021. There may be recognition of Chapter Organizations under separate regional names.

ARTICLE I: Objective and Purposes

Section I: Objective – Nature of Business

- A. To operate as a non-profit organization exclusively for charitable works.
- B. To engage in charitable activities, whether by volunteering services or by raising funds, whereby the proceeds shall be donated to other non-profit organizations which the general membership shall choose. These include, but are not limited to, organizations which provide care, support and education to persons and families with AIDS/HIV, to children and families stricken by life-threatening illness or injury, to families and communities needing emergency support and assistance following a disaster, and/or to organizations that provide animal welfare and education.
- C. To be an association whose members share a common interest in rodeo, equestrian events, and/or western lifestyles for educational and charitable purposes.
- D. NGRA shall not engage in any discrimination, including but not limited to gender, disability, race, religion, creed, sexual orientation, age, color, or national origin.
- E. NGRA is an all-volunteer organization and a member may only receive compensation from NGRA when approved by the Board of Directors, and in accordance with the conflict of interest policy. See Procedural Resolution 1.
- F. NGRA shall be an organization that receives a substantial part of its financial support from the general public with the balance provided by corporate sponsorships.

Section II: Diversity, Equity and Inclusion Policy

Diversity, Equity, and Inclusions statement for Nevada Gay Rodeo Association, a member association of the International Gay Rodeo Association.

At the Nevada Gay Rodeo Association (NGRA), we are dedicated to fostering an inclusion and welcoming environment where individuals of all backgrounds can thrive. Our commitment to diversity, equity, and inclusions (DEI), reflects our belief that everyone – regardless of sexual orientation, gender identity, race, ethnicity, religion, ability, or socioeconomic status – deserves to

feel valued, respected, and empowered within our community.

We strive to ensure that the transformative power of our rodeo and royalty program is accessible to everyone. NGRA celebrates the diversity of its members and participants, recognizing that true excellence is achieved when all voices are heard and valued. By creating safe and affirming space we empower LGBTQ+ athletes, competitors, officials, royalty, and fans to pursue their passions without fear of discriminations or exclusion.

Our DEI principles are the heart of everything we do.

- **Diversity:** We embrace the unique perspectives and talents that individuals from all walks of life to our organization, enriching the rodeo community and strengthening our collective experience.
- **Equity:** We work to ensure that everyone has the resources and opportunities necessary to thrive, addressing systematic barriers that have historically excluded marginalized groups.
- **Inclusion:** We cultivate a culture of belonging where every individual feels seen, supported, and encouraged to participate fully in our programs and events.

Through our ongoing events, we challenge biases, dismantle barriers, and advocate for equity in the world of LGBTQ+ sports. By investing in education, open dialogue, and meaningful actions, we aim to build a community that reflects the full spectrum of human identity and ensures that all individuals feel empowered to grow, connect, and excel.

At NGRA, diversity strengthens us, equity guides us, and inclusion unites us. Together, we are building a brighter, more inclusive future for LGBTQ+ athletes, fans and allies in the sport of rodeo.

ARTICLE II: Corporate Offices

A. The principal office shall be located in Las Vegas, Nevada.

B. Additional Offices:

The Corporation may also have offices at such other places, both within and outside the State of Nevada, as the Board of Directors may determine or the needs of the business of the Corporation may require.

ARTICLE III: Satellite Chapters

A. Satellite chapters may be formed within the state of Nevada with the approval of the Board of Directors and ratified by a two-thirds majority at a general membership meeting.

B. There must be a minimum of twenty active members within the said region prior to requesting approval.

C. Upon approval, a governing Board of no less than five persons must be elected by the members of that region.

ARTICLE IV: Classes of Membership, Rights of Members, Qualifications of Members

Annual membership shall be from January 1 to December 31.

Section I: Classes of Membership

A. Membership Qualifications:

Members shall be persons of responsibility, integrity, honesty and with a good standing in the community. It will be the responsibility of the Board of Directors to review all applications and notify the applicant of acceptance and to acquaint approved applicants with these bylaws to the extent the applicant understands and concurs with NGRA's goals and responsibilities.

B. Individual Member:

1. Any person, who is 18 years or older (proof of age required), who is interested in the sport and/or activities involved in rodeo and/or Western lifestyle and has expressed enough interest by paying annual dues may be considered for membership.
2. Shall have a one-vote privilege.
3. Shall receive a name badge upon initial application.
4. Shall be notified via e-mail when updated NGRA bylaws or standing rules are posted on the NGRA website.
5. Shall be eligible to compete in any I.G.R.A. sanctioned event.

C. Corporate Membership:

1. A Corporate Membership may be held by any corporate enterprise, which has successfully completed the application process and has been approved by a majority vote of the Board of Directors. Upon its approval, a Corporate Member shall pay an annual membership fee as determined by the current Board of Directors yearly to the NGRA.
2. Shall be entitled, by choice, to be listed in NGRA publications.
3. Upon request, shall receive one membership badge.
4. May be represented at fundraisers and/or events.
5. Shall register with the Secretary of the Corporation, the name of the person who shall carry the one vote privilege at the time of submitting a membership application.
6. Any subsequent changes shall be registered in writing and delivered to the Secretary, prior to the next scheduled General Membership meeting.
7. Shall be notified via e-mail when updated NGRA bylaws or standing rules are posted on the NGRA website.

D. Honorary Member

1. Honorary memberships shall be held by individuals nominated at a Board of Directors or General Membership Meeting, approved by the Board of Directors, and elected by a majority of the General Membership at the following General Membership Meeting.
2. Shall receive all benefits of an individual member, with the exception of a vote.
3. Honorary memberships granted at any time during a calendar year shall expire on December 31 of that same year.

E. Lifetime Member

1. Lifetime membership may be granted to a person or persons who have shown continuous outstanding service to the NGRA.
2. Any member of NGRA may nominate a member who they believe is deserving of this recognition. The nomination is subject to approval by a majority vote of the membership at the next General Membership meeting.
3. The outgoing President shall become a lifetime member subject to approval by a majority vote of the membership at the next regular General Membership meeting upon completion of his/her full term.
4. Shall receive all benefits of an individual member.

F. Contestant Member

1. Any person, who is 18 years or older (proof of age required) and has completed his/her application for membership in NGRA and wishes to compete in an IGRA sanctioned event.
2. Shall not receive a name badge.
3. Shall not be eligible to vote.

Section II: Membership Dues

- A. Initial membership set-up fee for Individual and Corporate classes of membership shall be the amount determined by the current Board of Directors and ratified by the general membership.
- B. Annual membership fee shall be the amount determined by the Board of Directors and ratified by the general membership. New Individual and Corporate members will be pro-rated at one-twelfth of the annual fee per month, following membership acceptance.
- C. Contestant membership fee shall be the amount determined by the Board of Directors and ratified by the general membership. Contestant memberships are not prorated and are only

good for the calendar year in which they are applied for and purchased. A contestant membership can be purchased annually.

D. Renewals

1. Notice of Renewal of Annual Memberships for Individual and Corporate Members shall be sent out in November and December, with a December 31st due date. Individual and Corporate Memberships which are not renewed by the end of December shall be assessed a \$10.00 reinstatement fee plus the current year's annual dues. Memberships which are not renewed by the end of January will be cancelled. An individual or Corporate member whose membership is cancelled shall be treated as a new member and must pay any and all fees assessed to new members.
2. Honorary memberships may be renewed through nomination by the Board of Directors at the close of the membership year (by December 31), with a vote by the general membership to ratify the honorary membership in January of the succeeding year.
3. The Board of Directors, by majority vote, may extend the renewal period based upon the needs of the organization.

Section III: Termination of Membership

- A. A member may terminate his or her membership by submitting notice of such termination to the President or Secretary of the corporation personally or by mail or e-mail. The termination will be effective upon date of delivery (in the case of personal notice or e-mail) or upon the postmark date (in the case of notice by postal mail).
- B. No membership dues will be refunded upon termination of membership.

Section IV: Limitations of Membership

No Member shall represent, obligate or bind this Corporation, through their joining, representing, or affiliating with any other organization, without the prior approval of the Board of Directors.

Section V: Number of Members

There is no limit on the number of members the corporation may admit.

Section VI: Membership Information

- A. The corporation shall keep a membership roster containing the name and address of each member. Termination of the membership of any member shall be recorded in this roster, together with the date of termination of such membership. Such roster shall be kept in the

possession of the Treasurer of the Board of Directors.

- B. A Membership List shall be sent to the IGRA office within fifteen (15) days prior to the beginning of each rodeo year. The contents of the membership list shall coincide with the current IGRA bylaws/requirements.

Section VII: Non-Liability of Members

A member of this corporation is not, as such, personally liable for the debts, liabilities, or obligations of the corporation.

Section VIII: Non-Transferability of Memberships

No members may transfer a membership or any right arising there from. All rights of membership cease upon the member's death.

Section IX: Liability Waiver and Insurance

- A. This Corporation assumes no responsibility and the enactment of the waiver procedure shall endure.
- B. Indemnification: The NGRA shall indemnify and hold all directors, officers, 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 responsible performance of their duties for or in behalf of NGRA, to the full extent allowed by law.

ARTICLE V: Officers and Directors

Section I: Officers/Directors of the Corporation and Terms of Office

- A. President - Two-Year Term concurrent with the term of Secretary and elected in odd numbered years
- B. Vice-President - Two-Year Term concurrent with the term of Treasurer and elected in even numbered years
- C. Secretary - Two-Year Term concurrent with the term of President and elected in odd numbered years
- D. Treasurer - Two Year Term concurrent with term of Vice-President and elected in even numbered years
- E. Trustee - Three-Year Term

- F. Two (2) Directors at Large - One-Year Term elected annually
- G. Rodeo Director – appointed by the Board of Directors annually
- H. Fundraising Director - appointed by the Board of Directors annually
- I. The immediate past president of NGRA is eligible to serve on the Board of Directors as a nonvoting member for a period of one year following his/her term as president. This individual serves in an advisory role and will not be counted towards the quorum necessary to hold a Board meeting.

Section II: Eligibility

- A. Honorary and Contestant members are not eligible for an elected or appointed position on the Board of Directors.
- B. Any other fully paid active member who has been a member for at least one hundred eighty (180) calendar days may be a candidate for an Officer position; candidates for Directors must have been a fully paid active member for at least ninety (90) days.
- C. No individual may hold more than one Board position.
- D. No individual may be a member of the Royalty Team and serve as President or Vice President at the same time without prior approval of the current Board of Directors.
- E. Notification of candidacy shall be presented to the Board of Directors by the Chairperson of the Nominating Committee no later than the close of the October General Membership meeting.
- F. The Chairperson of the Nominating Committee shall verify eligibility of candidacy with the Vice President.

Section III: Elections

- A. Ballots shall be emailed in a secure manner immediately after the November general membership meeting and voting will end at midnight the day prior to the December Board of Directors meeting.
- B. Elections for the office of trustee shall occur every third year. Ballots shall be emailed in a secure manner immediately after the August general membership meeting. Voting will end at midnight the day prior to the September Board of Directors and general membership meeting.
- C. For all Officers, a majority of the votes cast shall be necessary to elect. A majority is defined as more than fifty percent of the votes cast by persons qualified to vote.

- D. For the two (2) Director at Large positions, the top two (2) vote recipients will be elected to the positions. However, each position must receive at least a majority of the votes cast. A majority is defined as more than fifty (50) percent of the votes cast by the persons qualified to vote.
- E. Tabulation of the ballots will be done electronically and overseen by the Election Coordinator or an independent person(s) as authorized by the Board of Directors.
- F. If an Officer candidate fails to receive a majority of the votes cast, there will be a run-off election between the two top vote recipients. If one or both of the two top vote recipients withdraw(s) from the election or is (are) otherwise unavailable, the run-off will include the candidate(s) with the next highest vote total(s). In the case of Directors at Large, a run-off election will include the top two (2), or possibly more, vote recipients, as necessary to fill both (2) Director at Large positions. The current Officer or Director should continue in office until the run-off election is decided.
- G. Newly elected Officers shall be announced to the general membership no later than December 31st.
- H. Elected officers shall assume their duties on January 1.

Section IV: Appointment of a Fundraising Director

The Fundraising Director shall serve a one-year term beginning the first day of the month following his/her appointment and may be reappointed for consecutive terms. The Board of Directors shall appoint a Fundraising Director in the following manner:

- A. During the last quarter of the year, the president shall submit a call for applications and/or letter of intent to the membership via the webpage and e-mail, with a due date of the next scheduled board meeting from the call date. Timeline for submissions should be at least twenty-five days.
- B. Upon receipt of applications/letters of intent, the President will forward to the Board of Directors for review.
- C. The Board of Directors will interview candidates at a regularly scheduled Board of Directors meeting following receipt of applications/letters.
- D. The interviews shall take place in front of those members who are present, but the Board may ask other candidates for the position to leave room while interviews for his/her competitors are being conducted.
- E. Following interviews, the Board shall select a candidate by majority vote.

Section V: Vacancies

A vacancy, which may occur in the office of President, shall be filled by the Vice-President. Any

other vacancy of an Elected or Appointed Officer/Board member shall be filled by appointment by the President with approval of the Board of Directors.

Section VI: Members Eligibility to Vote

The right to vote in any election of the Corporation shall be reserved for all active members who are entitled by the bylaws to a vote and who have held such membership for at least sixty days prior to the ballot distribution date.

ARTICLE VI: Duties of Officers and Directors

Section I: Primary Duties Explained

- A. All elected and appointed officers, except the Trustee, are required to attend a minimum of nine (9) monthly board meetings and sixty (60) percent of all other NGRA events. In addition, they should attend the NGRA convention. The president shall be notified by a member of the Board of Directors of their planned absence at least 24 hours prior to the monthly meeting. Board members not meeting this requirement may be subject to discipline as outlined in Standing Rule Eight, Section II. Disciplinary Action.
- B. Newly elected Board members must be present at the first Board of Directors meeting following January 1st, unless their absence has been approved by the President at least one week in advance of the meeting. Outgoing Board members must have their records in order and hand them over to their successors at this time.
- C. All elected officers, the Rodeo Director, and the Fundraising Director shall prepare a written report of their activities monthly. The report shall be provided to the secretary no later than 7 days prior to the board meeting.
- D. All members of the Board shall work to establish and maintain good working relationships with other IGRA Associations, and organizations supporting rodeo or similar charitable aims.
- E. All elected members of the Board may sign, with the Treasurer or other Officer/Director of this Corporation authorized by the Board of Directors, checks, deeds, mortgages, and bonds.

Section II: President

- A. Shall be the principal executive officer of the Corporation.
- B. Shall supervise and administer all the affairs of the Corporation.
- C. Shall preside at all meetings of the General Membership and the Board of Directors.
- D. May sign as the duly authorized agent of the Corporation and Board of Directors, certificates,

contracts and other agreements.

- E. Shall be responsible for executing all disciplinary action as confirmed by the general membership.
- F. Shall perform all duties incident to the office and such other duties as may be prescribed from time to time.
- G. The President shall appoint responsible duties to the Directors. These duties may include, but are not limited to: Royalty Competition Director, Community Liaison, Legal Issues Liaison, and Webmaster.

Section III: Vice-President

- A. In the absence of the President, inability of the President to perform, refusal of the President to Act, or at the direction of the President, shall perform the duties of the President.
- B. Shall serve as liaison to all unassigned Committees.
- C. Shall perform all duties incident to the office and such other duties as may be prescribed from time to time.
- D. The following duties relating to Membership shall be the responsibility of the Vice-President. These shall include, but not be limited to:
 - 1. Review all New Membership applications and present to the Board of Directors through regular monthly meetings for acceptance into membership.
 - 2. Administering any member recognition program.
 - 3. All membership surveys.
- E. Shall serve as mentor/advisor to the NGRA Royalty Team. These duties shall include, but not be limited to:
 - 1. Thoroughly explaining to each new Royalty Team NGRA's Standing Rule One, Sections 6-11.
 - 2. Observing the members of the Royalty Team during the year, and providing guidance to the entire team or individuals when you see problems or potential problems in their actions.
 - 3. Notifying the Board if possible disciplinary action needs to occur.

Section IV: Secretary

- A. Shall handle or cause to be handled all correspondence and communications as deemed necessary by the Board of Directors.
- B. Shall inform the Board of Directors and the General Membership of any incoming and/or outgoing correspondence.
- C. Shall insure that all legal in-coming and out-going correspondence becomes a part of the Corporate Records.
- D. Shall see that all special notices are given in accordance with the bylaws.
- E. Shall take and maintain minutes of the meetings of the Board of Directors, General Membership, and Annual State Convention and provide a copy of said minutes to the president within five (5) working days of said meeting.
- F. Shall keep a roll of all members in attendance at meetings of the Board of Directors and the General Membership.
- G. Shall perform all duties incident to the office and such other duties as may be prescribed from time to time.
- H. May designate, with the approval of the board of directors, another member to take the minutes at a Board of Directors or General Membership meeting.

Section V: Treasurer

- A. Shall have charge, custody of, and be responsible for, all funds of the Corporation.
- B. Shall receive and give receipts for funds due and payable to the Corporation.
- C. Shall deposit all such funds in the name of the Corporation in such bank(s), trust company(s), or other such depository(s) as shall be selected by the Board of Directors within one week of receiving such funds.
- D. May sign as the duly authorized agent of the Corporation and Board of Directors, certificates, contracts and other Agreements.
- E. Shall sign, with the President or other officer of this Corporation authorized by the Board of Directors, checks, deeds, mortgages and other bonds.
- F. Shall collect and record all membership monetary records.
 - 1. Maintain a general membership roster.
 - 2. Make membership roster available to the Board of Directors and to IGRA as required.

- G. Shall provide a current written financial report to the Board of Directors and General Membership at each monthly meeting. In addition, a current month's bank reconciliation shall be provided prior to all Board of Directors meetings.
- H. Shall perform all duties incident to the office and such other duties as may be prescribed from time to time.
- I. Shall prepare for approval by the Board of Directors an annual budget of known fixed/recurring expenses. The budget is to be presented to the Board of Directors for approval on an annual basis at the December Board of Directors meeting. (Examples of items to be included in the budget—phone expenses, licensing fees, proposed sales taxes, storage fees, Post Office box fees, tax preparation fees, postage, etc.)

Section VI: Trustee

- A. Shall serve as a liaison to the IGRA for the NGRA.
- B. Shall attend the yearly IGRA Convention and all other IGRA meetings required by the Board of Directors of NGRA.
- C. Shall serve in office for a three (3) year term.
- D. Shall perform all duties incident to the office and such other duties as may be prescribed from time to time.
- E. Shall serve as Contract Compliance Officer. These duties include, but are not limited to maintaining contract compliance files as received from IGRA and advising the Board of Directors and the Rodeo Director as to NGRA's responsibilities in this area.

Section VII: Directors at Large

- A. Shall perform all duties incident to the office and such other duties as may be prescribed in accordance with Article VI, Section II, Subsection H.
- B. Shall act as liaison between the general membership and the Board of Directors.

Section VIII: Fundraising Director

- A. Shall chair the Fundraising Committee
- B. Shall be responsible for raising funds necessary to or for the operation of the Corporation.
- C. Shall perform all duties incident to the office and such other duties as may be prescribed from time to time.

Section IX: Rodeo Director

A. Shall chair the Rodeo Planning Committee

B. Shall report on the activities of the Rodeo Planning Committee. The report will also be submitted in

written format to the Secretary to be included in the Minutes.

C. Shall appoint committee chairs for the Rodeo Planning Committee and notify the Board of Directors.

D. May sign, with the proper officer of the Corporation authorized by the Board of Directors, checks, deeds, mortgages and bonds.

Section X: Designation of Signatories

Signatories shall be designated by the Board of Directors so as to avoid an actual or perceived conflict of interest.

Section XI: Expenditure Approval

The Board shall approve all expenditures. Any expenditure exceeding one thousand dollars (\$1000.00) may require two (2) or more bids or estimates prior to approval, at the discretion of the Board.

ARTICLE VII: Meetings

Section I: Combined Meetings

A. Shall be held at least once every month unless a special exception is made by the Board of Directors at a prior meeting to cancel or reschedule the meeting. The presiding officer shall conduct that meeting in an impartial manner.

B. Combined meetings may be held in the place of separate meetings if approved by the Board of Directors and the General Membership.

C. Such combined meetings will comply with the requirements set forth in Section II and III and will provide distinct blocks of time for the exercise of the rights and responsibilities of the both the Board of Directors and the General Membership.

D. In matters where approval is needed by the Board of Directors followed by ratification by the General Membership, two votes will be required.

Section II: Board of Directors Meetings

- A. Shall be held at least once every month unless a special exception is made by the Board of Directors at a prior meeting to cancel or reschedule the meeting. The presiding officer shall conduct that meeting in an impartial manner.
- B. May be held at the special call of the President or when no less than a majority (more than fifty percent) of the members of the Board require the President to call a meeting. Every attempt will be made to notify the membership of such meetings within a reasonable period of time, when and if possible.
- C. The Board of Directors Meetings are to be open to the General Membership. An executive session may be requested by any member of the Board of Directors and must be approved by a majority of the Board.
- D. A quorum of the Board is defined as fifty percent (50%) of its members.

Section III: General Membership Meetings

- A. Shall be held at least once every month unless a special exception is made by the Board of Directors and ratified by the General Membership at a prior meeting to cancel or reschedule the meeting. The presiding officer shall conduct that meeting in an impartial manner.
- B. The President of the Corporation will call a special meeting of the General Membership at the request of and/or upon approval by a majority of the Board of Directors.
- C. Roll will be kept of all attending members.

Section IV: Quorum of Members

The lesser of one tenth (1/10) or 10 of the Members in good standing and entitled to vote shall constitute a quorum at any regular or special meeting of the general membership, unless the laws of the State of Nevada or Articles of Incorporation of the NGRA require a greater number of members to constitute a quorum. Members present at a duly called or held meeting at which a quorum is present may continue to do business until adjournment, notwithstanding the withdrawal of enough Members to leave less than a quorum.

Section V: Email/Electronic Voting

- A. The President may have an electronic vote conducted for any issue that is not required to be reviewed in executive session.
- B. The President shall only call for an email or electronic vote when he/she can ensure a minimum of forty-eight (48) hours of electronic discussion about the topic of the vote.

- C. If the President calls for an email or electronic vote (E-vote), he/she shall ensure that it happens in the following manner:
1. The president shall present, via email, the items on which he/she intends to call for an email or E-vote.
 2. The President shall “open the floor” for discussion of the item.
 3. At a specified time that shall not be less than forty-eight (48) hours from the time the item was opened for discussion, the President shall call for a vote. Each board member shall respond to the E-vote by casting their ballot within twenty-four (24) hours.
 4. In the case of email voting, as defined above, a quorum of the Board of Directors shall automatically be constituted.
 5. A simple majority of the Board of Directors shall be required to pass an item via email or electronic voting.
 6. The President shall present the item and the results of the vote on the item for the record in his/her monthly report at the next meeting of the Board of Directors.

Section VI: All Meetings

- A. Minutes of all meetings of any segment of the Corporation shall be submitted to the Secretary for inclusion into the Corporate Records. This includes Committee Meetings. All such records shall be submitted to the Secretary within five (5) working days of said meeting.
- B. The Corporation shall adhere to any and all Laws and/or Statutes of the State of Nevada now or to come pertaining to corporate open, special and executive meetings.

Section VII: Annual State Convention

An Annual State Convention shall be held within three months of the Board of Directors taking office.

- A. Except as otherwise provided by law; the Articles of Incorporation; the Bylaws, or these rules of order; those rules contained in Robert’s Rules of Order, Newly Revised, shall govern the annual convention of this association in all cases to which they are applicable. The President shall appoint a parliamentarian to assure compliance with stated rules. The Parliamentarian shall not have a vote.
- B. With appropriate provision for recesses and for such special events as may be arranged, the general order of business at Annual Convention shall be:

1. Call to Order
 2. Roll Call of Officers and Signing in of other NGRA Members
 3. Unfinished Business
 4. Proposals to Change Bylaws or Standing Rules
 5. New Business
 6. Adjournment
- C. Resolutions may be submitted by any NGRA Member and should be submitted to the Secretary at least four (4) days before the opening of Annual Convention.
- D. The previous question shall be ordered on motion adopted by a majority vote of the Convention.
- E. Convention floor rules shall be:
1. Discussion on any motion or business shall be limited to ten (10) minutes. A majority vote will be required for each ten (10) minute extension of the discussion.
 2. The question cannot be called within the first ten (10) minutes of discussion/debate on any subject.
 3. All motions and/or committee recommendations must be submitted in writing to the Secretary.
 4. Only NGRA Members may address the convention floor.
 5. The right to vote at the Annual State Convention shall be reserved for all active members who are entitled by the bylaws to a vote and who have held such membership for at least sixty (60) days prior to the Convention.
 6. Voting by voice vote, show of hands, roll call of the NGRA Members in attendance, or written ballot shall be the option of the chair, or at the request of any NGRA Member in attendance.
 7. Each speaker may only speak once unless everyone desiring to speak has spoken.

ARTICLE VIII: Corporate Name, Logos and Intellectual Property

Section I: Declaration

NGRA shall maintain sole and exclusive right to the use of its corporate name and all other event names, logos and intellectual property as designated by the Board of Directors. Use of any of these for promotion, advertising, fund-raising, and/or any type of solicitation must be approved in advance by the Board of Directors. When necessary, between meetings, the President of the Board of Directors may authorize the use of NGRA Corporate Name and

Logos when the use is necessary for advertising purposes, and, in the opinion of the President, will not bring discredit to the organization.

Section II: Corporate Names

Include, but are not limited to:

- A. Nevada Gay Rodeo Association
- B. NGRA
- C. www.ngra.com
- D. NevadaGayRodeo.com
- E. www.bighornrodeo.com
- F. BigHorn Rodeo
- G. BigHorn Gazette (archived)
- H. www.shopNGRA.com

Section III: Corporate Logos

Include, but are not limited to:

- A. NGRA logo
- B. BigHorn Rodeo Logos
- C. BigHorn Rodeo Poster Artwork
- D. www.ngra.com Artwork
- E. www.bighornrodeo.com Artwork

All the NGRA official logos (Exhibit 11) will be used whenever viable. The logo may be used in Line Grey-scale or Color. The three (3) main colors of NGRA are Royal Blue (matches the Nevada state flag, Pantone 293 uncoated or coated), Silver (a warm grey tone, Pantone 428 uncoated or coated), and Gold (a bright canary yellow, Pantone yellow uncoated or coated).

Section IV: Intellectual Property

Include, but is not limited to:

- A. www.ngra.com content
- B. www.NevadaGayRodeo.com content
- C. www.bighornrodeo.com content
- D. www.shopNGRA.com content
- E. Mailing and phone lists
- F. BigHorn Gazette content (archived)

ARTICLE IX: Corporate Sponsorships and Other Funding

Section I: Corporate Sponsorships

- A. Upon approval by the Board of Directors, Corporate Sponsorship may be offered to an organization that provides monetary support or goods and services to NGRA.
- B. The Board of Directors shall determine the cost and benefits of each Corporate Sponsorship level and may, at their discretion, create other special categories or levels for Corporate Sponsorship.
- C. Funds raised through Corporate Sponsorships shall be committed to the general fund. At the discretion of the Board, a Sponsor may request that the contribution be earmarked for a certain purpose.
- D. Corporate Sponsors shall be entitled, at their option, to a corporate Membership pursuant to Article IV, Section I, Paragraph C.

ARTICLE X: Parliamentary Authority

- A. The rules contained in the most current edition of *Robert's Rules of Order, Newly Revised*, shall govern the corporation in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the corporation may adopt.
- B. The President shall appoint a parliamentarian other than himself or herself to be consulted when parliamentary questions arise.
- C. The Parliamentarian is required to attend a minimum of eight (8) Board of Director meetings and six (6) General Membership meetings per year and is required to attend NGRA Convention.

ARTICLE XI: Amendments and Additions

Section I: Amendments and Effective Date of Bylaws

Bylaws may be amended, repealed or new bylaws made and adopted at the Annual State Convention with a two-thirds (2/3) majority of the votes cast, and become effective immediately after the Annual State Convention 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.

Section II: Adoption or Amendment of Standing Rules

Standing Rules may be adopted, amended, suspended, or rescinded with notice of the proposed change provided to the general membership at least 25 days in advance of the next scheduled

monthly meeting, or without notice at the Annual State Convention, by a majority vote.

Section III: Distribution

- A. No later than thirty (30) days following the annual state convention, each member will be notified by email or other electronic means that the current NGRA Bylaws and Standing Rules are available on the NGRA website.
- B. For standing rule changes, notification will be electronically announced to the membership following the general membership meeting at which a rule is changed. The Standing Rules available on the NGRA website will be amended to show any changes within thirty (30) days of the meeting.

Section IV: Procedural Resolutions

All procedural resolutions made by the General Membership of NGRA shall be listed in a separate section of the bylaws. These procedural resolutions may be updated as needed.

ARTICLE XII: Supersession

Section I: Current Bylaws

- A. These Bylaws supersede any and all bylaws in effect heretofore and supersede any and all resolution(s) inconsistent herewith.
- B. All rules and regulations contained in NGRA's Bylaws and Standing Rules shall not be waived for any reason.

ARTICLE XIII: Conflict of Interest

Section I: Public Disclosure

All members must publicly disclose the existence of any potential or known conflict of interest between their role and function in NGRA and any other entity, corporation, or organization which is engaged to do business with the NGRA, or which might benefit from the actions of the NGRA in accordance with the conflict of interest policy of NGRA. Refer to Procedural Resolution 1.

ARTICLE XIV: Dissolution

Section I: Assets Disbursed to 501(C)(3) Organizations

In the event that two-thirds of the membership votes to dissolve the Association or in the

event the Association becomes insolvent and cannot reorganize, all remaining assets and funds will be disbursed to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Service Code, or corresponding section of any future federal code.

These bylaws were adopted on March 2, 2025.

STANDING RULES OF THE NEVADA GAY RODEO ASSOCIATION

STANDING RULE ONE: Royalty

Section 1: Eligibility for Royalty Competition

- A. A contestant must be an active Individual or Lifetime member of the Nevada Gay Rodeo Association in good standing a minimum of 180 days prior to the beginning of the scheduled competition.
- B. A contestant must be at least 21 years of age, proof required.
- C. A contestant must actually reside in the State of Nevada at the time application is made and at the time of the competition.
- D. A contestant must submit an application along with a \$25 entry fee by not less than ninety (90) days prior to the date of the scheduled competition. Entry fee is non-refundable (see Exhibit 2).
- E. A current titleholder may compete for one additional year. (In no case may a titleholder compete in the same category for more than 2 consecutive years.)
- F. Contestants for the Mr., Miss and Mx. categories may self-identify as male.
- G. Contestants for the Ms., MsTer and Mx. competition may self-identify as female.
- H. Contestants and titleholders may not concurrently hold the title of Emperor or Empress, Imperial Crown Prince or Princess Royale, Fully Professed Member of the Sin Sity Sisters, or Mr., Miss, or Ms. Las Vegas Gay Pride.
- I. All contestants must appear for all categories of the competition in person. Failure to do so will result in disqualification.
- J. Contestants must have attended a minimum of four (4) Board of Directors/General Membership meetings, three (3) Fundraising Committee meetings, three (3) NGRA fundraisers and must be part of and attend a minimum of (5) Rodeo Planning Committee meetings immediately prior to the current year in which they wish to compete.
- K. Contestants must have singly or jointly hosted a minimum of one (1) fundraiser for NGRA during their candidacy, raising at least \$500 per contestant (\$250 to a charity of their choice and \$250 to NGRA).
- L. Contestants must submit a detailed personal plan of action for the reigning year to the Vice President. The Vice President will enter the plans of action of the winning competitors into the records of the association at the next regularly scheduled meeting.
- M. The board of directors, by 2/3 vote, may waive all eligibility requirements.

Section 2: Royalty Competition Director Responsibilities

- A. The royalty competition director shall verify eligibility for the competition based on the above criteria.

- B. The royalty competition director shall, in coordination with the current reigning NGRA royalty and any other committee members he or she shall appoint, plan and execute the royalty competition according to these standing rules.
- C. The royalty competition director shall provide a budget at least thirty (30) days prior to the competition.
- D. The royalty competition director shall be expected to attempt to attain sponsorship for competition expenses.
- E. After Board approval of the budget, NGRA will be responsible for all competition expenses not covered by sponsorship.
- F. The Board may direct the royalty competition director to take on other responsibilities, as needed.
- G. The royalty competition director shall also serve as a mentor to all competitors, helping them prepare for the competition.
- H. The royalty competition director shall be responsible for selecting judges, tally committee, and auditors.

Section 3: Competition

- A. The royalty competition will be held by no later than December 31st of the year prior to the reigning year, and the winners of the competition shall reign until December 31st of their reigning year. The date of the competition will be selected by the Board of Directors.
- B. All contestants shall be required to be present by the appointed call time at the start of each phase of the royalty competition. Failure to comply shall result in a five (5) point penalty per minute tardy, barring emergency situations (to be decided by the competition director).
- C. No contestant or competition official shall consume or be under the influence of intoxicating substances during any phase of the competition.
- D. Judges:
 - 1. A minimum of five (5) judges, which have no actual or perceived conflict of interest with any contestant or other competition official, will score the contestants during the competition.
 - 2. There may not be more than seven (7) judges per category.
 - 3. Judges panels for each category will be presented to the Board of Directors for approval prior to the competition.
 - 4. Judges shall use standardized scoring sheets (See Exhibits 2, 4, 5, 6, 7).

E. Auditors/Tally Committee:

1. A tally committee consisting of one (1) auditor and one (1) assistant shall be responsible for tallying judges' scores following each competition segment. The individuals shall not have any actual or perceived conflict of interest with any contestant or other competition official.
- F. Contestants will be judged in the following categories: personal interview, spirit and community service, western wear, on-stage public presentation, and entertainment. These categories may be changed by the Board of Directors in order to ensure compliance with the Americans with Disabilities Act.
- G. The western wear, public presentation, and entertainment phases of the competition will be open to the public. The personal interview and spirit/community service phases will be closed to the public.
- H. Point Values - Contestants will be judged on a 1 to 10 scale. The total points available for each phase of the competition are: Personal Interview – 100 points, Spirit & Community Service – 50 points, Western Wear – 50 points, On-Stage Public Presentation – 50 points, and Entertainment – 50 points.
- I. Scoring - In each category, the scores from each judge will be added together after the high and low scores have been thrown out. The totals from each category will be added together to obtain the number of total points received.

Section 4: Guidelines to Competition Phases

A. Personal Interview - Judges will be looking for:

1. Poise
2. Confidence
3. Familiarity with gay rodeo, member associations, NGRA and its benefit to the gay community at large
4. Casual western wear (Miss will appear in male attire; MsTer will appear in female attire)
5. Question(s) will be determined by the current reigning NGRA Royalty and the Competition Director. Questions shall not be provided to competitors in advance.

B. Spirit and Community Support

1. This category is designed encourage public participation in fundraising activities and support for NGRA events and to give consideration for those activities in the competition.
2. Judging is to be based on a personal interview, where questions will focus on the contestant's activities and contributions to the community and NGRA.

C. Western Wear - Staged separately from entertainment competition.

1. Mr./Ms./Miss/MsTer will model contemporary, formal or casual western fashions such as can be found in today's western wear catalogs or in a quality western store.
 2. Miss/MsTer may not wear stage costumes for the western wear competition.
 3. Presentation/modeling is limited to stage and/or designated area to be determined by the Competition Director. Failure to comply will result in a two (2) point per judge penalty.
- D. Public Presentation - Contestant will be asked one (1) question on stage and will be judged on the following:
1. Poise
 2. Stage Presence
 3. Content of Answer
 4. Confidence
 5. Question(s) will be determined by the current reigning NGRA Royalty and the Competition Director. Questions shall not be provided to competitors in advance.
- E. Entertainment - Talent competition will be a presentation of country/western in nature.
1. Five (5) minute time limit. Exceeding in the time limit will result in a five (5) point per minute penalty or portion of a minute.
 2. Music selection, if any, shall be either on flash drive/USB, CD or live. If selection is on flash drive/USB or CD, then the selection must be the only number on the flash drive/USB or CD.
 3. Presentation shall be done solo.
 4. Audience will be asked not to tip during the presentation.
 5. No props can be used. Props are any item not worn during the performance. Any item shed during the performance may not be touched again during the performance or it will be considered a prop. Pre-approval of questionable items must be obtained from the Competition Director.
 6. Performances are limited to stage and/or designated area to be determined by the Competition Director. Failure to comply will result in a two (2) point per judge penalty.

Section 5: Awarding the Titles to the Competitors

- A. If there is a tie in total points obtained, the winner of the public presentation phase will determine the titleholder. If there is also a tie in the public presentation phase, the winner of the personal interview phase will determine the title holder.
- B. Each category may have a second runner-up, first runner-up, and titleholder (3 per category – Mr., Miss, Ms., MsTer, Mx.).
- C. A competitor must obtain at least seventy-five percent (75%) of the total points possible

(300 points possible, must score at least 225 from all categories combined). The board of directors, by 2/3 vote, may waive this requirement.

- D. Sashes will be awarded to each titleholder, first runner-up, and second runner-up. Sashes are to be constructed with at least two (2) of the three (3) NGRA colors (blue silver and yellow).
- E. The Miss titleholder will receive a crown.
- F. The Mr., Ms., MsTer, and Mx. first runner-up, and second runner-up will receive crown pins.
- G. Titleholders will be eligible to receive buckles upon successful completion of the royalty competition. Buckles will be provided as close to the beginning of the titleholders' reign to the extent possible.

Section 6: Royalty Requirements (Titleholders and Runners-Up)

- A. Serve as active members of the fundraising committee.
 - 1. Must attend a minimum of sixty percent (70%) of fundraisers put on by the Fundraising Committee.
- B. Communicate with each other, the Vice President, the public relations spokesperson, and the fundraising chairperson throughout the year.
- C. Report monthly to the Board of Directors, either verbally or in writing. The report should include all individual and joint public relations and fundraising activities for the prior month and plans for activities for the next month.
- D. Represent NGRA in a positive manner at all times.
- E. Required to attend the following events:
 - 1. BigHorn Rodeo
 - 2. At least one other IGRA sanctioned Rodeo
 - 3. Attend the Imperial Royal Sovereign Court of the Desert Empire Inc Coronation that year
- F. Recommended to attend the following events as physically and financially able:
 - 1. NGRA Convention
 - 2. As many other rodeos and events as possible.
 - 3. IGRA University Royalty Classes
 - 4. NGRA Fundraising Meetings
- G. Be a visible member of the southern Nevada gay community by participating in or attending fundraisers for other community organizations while wearing the NGRA Royalty sash. Abide by the conduct rules governing Mr./Ms./Miss/MsTer/Mx. NGRA

- H. Remain a resident of the state of Nevada during their reign. At any time during a titleholder's year, the Board may ask for proof of residency. If such proof is not tendered or is deemed invalid, the titleholder's title may be removed by a two-thirds vote of the Board of Directors.
- I. Choose as a team two beneficiaries to support and donate to. Donations to be presented at their stepdown.

Section 7: Conduct Rules Governing NGRA Royalty

"The desire to serve, the ability to perform, the courage to act "

As a titleholder of the Nevada Gay Rodeo Association, you are an ambassador of the organization and a representative on a city, state and nation-wide level.

Approach the title with dedication and with pride. Approach the title like you would a job; a job with four parts:

- A. Fundraising
- B. Education
- C. Raising Public Awareness
- D. Having Fun

As a titleholder, the very essence of leadership is that you have a vision. Remember, rank does not counter privileges or give power. It imposes responsibility:

- A. To establish and maintain a city, state, and nationwide communication, which is informative, educational, and supportive: a network for our brothers and sisters of the C&W and rodeo community.
- B. To promote with power and pride the gay and lesbian C&W and rodeo lifestyle.
- C. To increase communication and understanding among men and women.
- D. Visibility and education to destroy stereotypes, misconceptions and media misrepresentations about the gay and lesbian C&W and rodeos within the community at large.
- E. To provide, through our publications, educational material – a forum for the sharing of knowledge, viewpoints, practices – from a diverse network of men and women belonging, not only to the Nevada Gay Rodeo Association, but the International Gay Rodeo Association communities and the community at large.
- F. To build, strengthen and defend individuals, organizations, publications and businesses within our community (especially against threats to their freedom of expression, freedom of the press, their right to free association and their right to equal protection from the law).
- G. To develop an outreach to men and women, people of color, the deaf, the physically and mentally challenged and other minorities who have traditionally been discriminated against or poorly represented within the C&W and rodeo communities as well as the gay and lesbian community at large.

These Rules of Conduct Governing Mr./Ms./Miss/MsTer/Mx. NGRA were adopted on: Feb. 25, 2024.

Section 8: Removal of Title

- A. A royalty titleholder who fails to meet the requirements of section 6 and section 7 is subject to having his or her title removed.
- B. Any titleholder whose title is removed shall not be allowed to run for an NGRA royalty position in any succeeding year.
- C. Removal of a title must be approved by a 2/3 vote of the Board of Directors, and may only be approved after following disciplinary provisions outlined in the bylaws.
- D. Runners-up advance if a titleholder has his or her title removed.

Section 9: Vacancies in The Royalty Team

- A. In a case where there may be no royalty competition, or in which a category may not be contested, the Board of Directors may select a past royalty member in good standing to fill the vacancy.

Section 10: Miscellaneous

- A. Candidates must sign a personal financial responsibility agreement immediately upon assuming their title. The agreement details personal accountabilities.
- B. Titleholders and first runners-up are encouraged to represent NGRA at the IGRA Royalty Competition that year.
- C. NGRA will pay the application fee for titleholders who choose to represent NGRA at the IGRA Royalty Competition.
- D. NGRA Royalty eligible to compete in IGRA Royalty competition may each hold up to two (2) individual fundraising events to fulfill the IGRA Royalty contestant requirements.
- E. Funds raised from royalty-produced required fundraisers for IGRA Royalty competition will be funneled through NGRA, provided that the event is revenue neutral to NGRA.
- F. All fundraising efforts by current royalty team members, other than fundraising to accomplish IGRA Royalty Competition requirements or through attendance at another organizations' fundraising event, will be held for the benefit of NGRA and through the direction of the Fundraising Committee.
- G. Shall not benefit financially (Personally) from any fundraiser promoted with NGRA or IGRA or with their title.

STANDING RULE TWO: Financial Operations

Section 1: Signatories

The treasurer shall determine which signatories to include on bank records. Only one member per household may be included as a signatory.

Section 2: Rodeo Financial Operations

The Rodeo Planning Committee shall ensure that monies are regularly deposited in the association's bank account during the rodeo weekend. The Rodeo Planning Committee shall submit a financial management plan to the Board for review and approval at least 30 days prior to the rodeo.

Section 3: Fundraising Budget

The fundraising committee is allotted a maximum of \$100 per fundraiser (which may be used for anything related to fundraising). Amounts over \$100 per fundraiser must be approved in advance by the board.

Section 4: Trustee Travel

- A. NGRA will pay for a trustee's travel to required IGRA board meetings, up to a maximum of \$250 per meeting.
- B. Unused funds from each meeting may be used for future expenses or reimbursement may be requested retrospectively for prior meetings with expenses exceeding \$250 provided \$250 remains available for each remaining meeting scheduled through the end of the calendar year.
- C. The Board of Directors may approve and authorize travel funds for an alternate trustee to attend IGRA board meetings on the trustee's behalf up to a maximum of \$250 per meeting only.

Section 5: IGRA Convention Registration

Within the approved budget, NGRA will pay for all or a portion of the IGRA convention registration fee of NGRA convention delegates and alternates. The delegate or alternate will be required to reimburse NGRA if they do not attend assigned committee meetings or the meeting of the entire convention.

Section 6: IGRA University

Within the approved budget, NGRA will reimburse up to ten (10) members for their pre-registration cost for IGRA University, after obtaining verification that the member obtained credits for attending at least two classes.

Section 7: Reimbursements

The appropriate reimbursement request form shall accompany all receipts provided for reimbursement. Reimbursements shall occur no more than two (2) weeks following submittal of the form.

Section 8: Royalty Discretion Fund

- A. Titleholders are permitted to conduct sponsorship and fundraising activities for the purpose of reimbursing their expenses as related to their duties as NGRA royalty or as competitors for IGRA royalty titles.
- B. Funds collected for this purposes will be surrendered first to the NGRA Treasurer for deposit into the discretionary fund.
- C. Fundraising and sponsorship activities for this fund require prior board approval.
- D. Eligible expenses are limited to airfare, fuel, car rental, lodging, meals, and event entry fees.
- E. Titleholders may draw up to the amount they have deposited in the fund.
- F. The treasurer will maintain records of deposits/withdrawals, listed by individual.
- G. Prior Board approval is required for all withdrawals. Approved reimbursements will occur when the treasurer is presented with receipts.
- H. Any unused funds at the end of the title year will be donated to the non-profit charity of the individual's choice in their name.
- I. If a titleholder continues to hold an NGRA royalty title in a succeeding year, any unused funds will roll over to the following year.

STANDING RULE THREE: Fundraising Operations

- A. The fundraising committee shall present a list of fundraising events monthly to the Board of Directors for approval.
- B. All fundraisers scheduled by members of NGRA that will use NGRA's name or NGRA's accounts shall be presented first to the fundraising committee and then to the Board of Directors.
- C. In the event of an extenuating circumstance, the President, with concurrence of the Fundraising chair(s) or the Treasurer, may allow members to present fundraisers directly to the Board for approval.
- D. Beneficiaries determined by the fundraising committee or royalty team will be presented to the Board for approval before funds are distributed to the beneficiary.

STANDING RULE FOUR: Outstanding Member Recognition / Member of the Year

Section 1: Outstanding Member Recognition

- A. Any Member may nominate an Outstanding Member during New Business at a General Membership Meeting.
- B. If there is more than one nomination, an election may be held by secret ballot.
- C. If a member is present at the General Membership he or she may decline to be considered.

Section 2: Outstanding Member of the Year

The NGRA wishes to recognize members by naming a Member of the Year who has made exceptional contributions to NGRA.

- A. Any member in good standing may nominate another member by submitting a written nomination including the reasons for the nomination.
- B. Candidates will receive an opportunity to provide biographical information outlining their contributions within the year.
- C. Biographical information will be included with the ballot, which will be distributed electronically in a secure manner.
- D. Candidates may decline to be considered by notifying the Vice President of their declination.
- E. The top vote-getter will be named Member of the Year. In the event of a tie for first place, each candidate receiving the highest number of votes will be named Members of the Year.
- F. Members who hold an elected, appointed, or royalty position may be considered for member of the year, but their contributions must be above and beyond those expected as part of their position.
- G. The election timeline is as follows:
 - December Board Meeting: Call for additional nominations from the membership.
December 31: Nominations and biographies due to the Vice President
 - January 5: Ballot emailed out to all members
 - January 15: Balloting closes
 - Member of the Year will be announced at the January Board of Directors and General Membership meeting

- H. The member of the year shall receive a plaque, a distinctive badge dangle and recognition on the website and/or social media in the first quarter of the year.

STANDING RULE FIVE: Social Media

Section 1: Description of Social Media

This Standing Rule applies to all forms of social computing, comments made on official Association websites and/or third party websites, including, but not limited to blogs, social networks (e.g., Twitter, Facebook, LinkedIn, You Tube, Instagram, etc.), wikis, and any other form of user-generated media.

Section 2: Personal Use of Social Networking Sites

- A. ***No Requirement to Participate.*** NGRA has a presence on certain social networks including Facebook (NGRA and BigHorn Rodeo Facebook pages). Members should feel free to browse profiles, fan/follow NGRA's pages, and link to NGRA's social network pages. If you choose to discuss or interact with NGRA or NGRA-related postings, you must disclose your connection to NGRA, be clear that you are expressing your own opinion, and never speak on behalf of NGRA. You must disclose your connection so others understand you have an interest in the success of the Organization. You should not respond to questions or complaints about the Organization; leave that to the people who are authorized to speak for the Organization.
- B. ***Honesty and Accuracy.*** Any time a Member identifies their association with NGRA, the Member is expected to act in an honest, accurate and ethical manner.
- C. ***Persons Easily Recognized.*** Certain members, especially Elected Board Members at any level or NGRA Royalty Members, may be recognized by name alone and be associated with the Organization. Such Members should exercise discretion and good judgment before posting, as comments could be attributed to the Organization.
- D. ***Postings.*** Members should avoid posting comments, photos, or videos that could constitute discrimination or harassment on the basis of race, gender, disability, sexual orientation, age or any other protected status, or that reasonably could be viewed as malicious, threatening, intimidating, or obscene.
- E. ***Confidential Information.*** Please be respectful and do not reveal private or confidential information.
- F. ***Responding to Friend Requests.***
- NGRA Members should not feel obligated to accept links or friend requests from anyone, including any NGRA Member. It is ok to say "no" or be silent.
 - Show consideration towards other members when using social networking sites (e.g., ask someone's permission before posting their picture in a social network).
- G. ***Discussing Expertise on Professional Websites.*** If you discuss your area of expertise on professional websites (e.g., LinkedIn, trade association bulletin board, etc.), follow these guidelines

- a. Unless specifically authorized to do so, use a disclaimer such as: “The postings on this site are my own and do not represent NGRA’s position, strategies or opinions.”
- b. Post about areas of your expertise; if you are not an expert on the subject, you should make that clear.
- c. Avoid speaking out against or negatively about NGRA Members, other organizations, other organizations members etc.

Section 3: Use of Social and Professional Networking on Behalf of NGRA

Only designated individuals will be given access to official NGRA social media accounts and are authorized to engage in social media/networking use on behalf of the Organization. Should an individual have the need for access to the NGRA social media accounts, a written request should be made and directed to the NGRA Webmaster. Authorization is given on a case-by-case basis and is subject to approval by the NGRA Board of Directors.

STANDING RULE SIX: Appointed Positions

Section I: Appointment Procedure

The president may appoint any position outlined in this article, with the exception of the Rodeo Director and the Fundraising Director. The president shall submit his or her appointment to the Board of Directors for approval. Any individual appointed that is not a member must become a member of the association.

Section II: Duties of Persons Appointed to Positions in this Article

- A. Unless exempted by the Board, appointed persons who are not Directors must attend a minimum of three (3) board or general membership meetings per year. If the Board determines that the appointed Rodeo Director lives outside of the area, the Rodeo Director may participate in the Board meetings by speaker phone, or other electronic means, as long as all Board members in attendance can hear the Rodeo Director. The President shall be notified by an appointed person of their planned absence at least 24 hours prior to the monthly meeting. Appointed persons not meeting this requirement may be subject to discipline as outlined in the Bylaws and Standing Rules.
- B. With the exception of the Fundraising Director, appointed persons are required to present written reports of their activities to the Board of Directors on a monthly basis.

Section III: Property Manager

- A. Shall be responsible for keeping a record of all property belonging to NGRA with assessed

values.

- B. The responsible individual shall maintain safe storage and a list of its location.

Section IV: Historian

Shall maintain a collection of memorabilia from NGRA functions and activities.

- A. Shall be responsible for a written record of all historical memorabilia from NGRA events.
- B. All memorabilia items are to be kept in labeled storage containers stored in the NGRA storage unit.
- C. Inventory of items will be made accessible to the appointed Property Manager and the Board of Directors at all times.

Section V: Corporate Sponsorship Representative

- A. Shall produce, as a marketing tool, a Corporate Sponsorship Package, which promotes NGRA as an organization and details all of the types of sponsorship available. The Board shall approve this package.
- B. Shall maintain records of all correspondence regarding sponsorships and will report regularly to the Board.
- C. Shall maintain a good working relationship with IGRA ensuring that no conflicts arise.
- D. Shall assure that each Corporate Sponsor receives all considerations due, according to their level of sponsorship as outlined in the Corporate Sponsorship Packet.

Section VI: Royalty Competition Director

- A. The royalty competition director shall be responsible for coordinating and overseeing the annual royalty competition.
- B. The president should make this appointment no later than six (6) months prior to the competition.

Section VII: Public Relations Spokesperson

- A. Shall be responsible for arranging publicity for the Corporation's events, through the creation and timely issuance of news releases and through other activities.
- B. Shall be responsible for the external dissemination of information, whether written or verbal, as directed by the needs of the Corporation.
- C. Shall keep complete and accurate lists of appropriate media for news releases, along with a complete and accurate list of the other IGRA associations.

Section X: Rodeo Director

- A. Term

The Rodeo Director shall serve a one-year term beginning the first day of the month following his/her appointment and may be reappointed for consecutive terms. The Board of Directors shall appoint the Rodeo Director in the following manner:

B. Appointment Procedure

The Board of Directors shall appoint the Rodeo Director in the following manner:

1. At the Board meeting closest to 90 days prior to the scheduled BigHorn Rodeo weekend, the President shall submit a call for applications and/or letter of intent to the membership via e-mail, with a due date of the next scheduled board meeting. The President may also request applications and/or letter of intent from non-members within the local area or from another area, including outside of Nevada.
2. Upon receipt of applications/letters of intent, the president will forward to the Board of Directors for review:
3. The Board of Directors will interview candidates at the next regularly scheduled Board of Directors meeting. If a candidate is not able to attend the Board meeting they may be interviewed by telephone as long as all Board members in attendance are able to hear the candidate by speaker phone or other means.
4. The interviews shall take place in front of those members who are present, but the Board may ask other candidates for the position to leave room while interviews for his/her competitors are being conducted.
5. Following interviews, the Board shall select a candidate by majority vote 30 days prior to the current BigHorn Rodeo to fulfill the Rodeo Director position for the following year to be announced at the Awards Ceremony of the current year.

C. Duties

1. Shall Chair the Rodeo Planning Committee
2. Shall report to the Board of Directors on the activities of the Rodeo Planning Committee. The report will also be submitted in written format to the Secretary to be included in the minutes.
3. Shall appoint committee chairs for the Rodeo Planning Committee and notify the Board of Directors.

STANDING RULE SEVEN: Committees of the Board

Section I: General Rules for Committees

- A. All committees serve at the request of the Board of Directors.
- B. Committees may have additional duties as requested by the Board or at the request of the membership.

- C. Any member in good standing may attend any committee meetings and shall be eligible to vote.
- D. All information obtained or created by any committee in the course of performing its duties shall remain the property of NGRA. Copies of all such information should be forwarded to the committee secretary (if available) and the NGRA secretary.
- E. Committee decisions are subject to review and approval by the Board. Grievances within a committee should be brought to the Board for review.

Section II: Rodeo Planning Committee

- A. A Rodeo Planning Committee (RPC) under the leadership of the Rodeo Director exists for the purpose of planning, organizing and executing the Bighorn Rodeo and related events.
- B. The Rodeo Planning Committee may consist of, but is not limited to, the following Coordinators:

(1) Assistant Director(s)	(8) Bar	(15) Grand Entry
(2) Finance Manager	(9) Contestant Registration	(16) Merchandise
(3) Secretary	(10) Program/Advertising	(17) Media
(4) Arena/Equipment	(11) Vendors/Concessions	(18) Host Hotel
(5) Volunteers	(12) Awards/Buckles	(19) Decorating
(6) Security	(13) Ticket Sales	
(7) Entertainment	(14) Barn Manager	
- C. Committee Coordinators shall be appointed by the Rodeo Director and notification given to the Board of Directors. Any position not filled will be appointed as soon as possible.
- D. Coordinators may form sub-committees to facilitate other duties performed by that coordinator.
- E. Rodeo Poster Contest
 - 1. A contest may be held each year to select artwork and/or logo designs for use in promoting BigHorn Rodeo and related events. The contest should be announced via the website, email and social media.
 - 2. The Rodeo Planning Committee shall vote on the designs.
 - 3. The Rodeo Planning Committee will stage the competition, set and publish all requirements and establish prizes.
 - 4. All entries become the property of NGRA.
- F. The Rodeo Planning Committee shall submit a working rodeo budget to the Board of Directors for approval no later than six months prior to each rodeo. Updated budgets will be reported monthly to the Board and a final budget projection will be presented to the Board for approval no later than 30 days prior to the rodeo. The final rodeo financial report will be

submitted to the Board of Directors no more than 60 days after completion of the Rodeo.

- G. All coordinators will submit a full report on their committees thirty (30) days after each rodeo. This report will include problems encountered, what worked, what didn't work, all records and copies of correspondence and a record of expenses. These reports will be compiled by the RPC Secretary and submitted to the following year's Rodeo Planning Committee.
- H. Beneficiaries of rodeo proceeds must be approved by the Board and ratified by the general membership.

Section III: Fundraising Committee

- A. The Fundraising Committee exists for the purpose of planning, organizing, and arranging the execution of fundraising and entertainment events.
- B. The Fundraising Committee may consist of, but is not limited to, the following Coordinators:
 - 1. Secretary
 - 2. Entertainment
 - 3. Decorating
 - 4. Volunteer
- C. All members of the Association shall be eligible to be members of the Fundraising Committee. Current Royalty are de facto members of the Committee.
- D. The Board of Directors has the authority to cancel any function if the proper procedures have not been followed or if it is not in the best interest of the Association.
- E. The Fundraising Committee must hold at least twelve (12) meetings a year.
- F. No NGRA member(s) may hold or sponsor a fundraiser in another IGRA Member Association's geographical territory without prior approval of that association's Trustee.

Section IV: Temporary Committees

The President may set up a temporary committee to address a current issue in a timely manner. It is encouraged that the committee include at least two (2) Board members, a number of NGRA members in good standing, and with the approval of the Board, an expert who is not a NGRA member. The committee shall make recommendations to the Board, and after the issue is resolved shall be disbanded.

STANDING RULE EIGHT: Job Evaluations, Disciplinary Action

Section I: Job Evaluations

Each board member, royalty member, or committee chair may be evaluated by the members of the Board of Directors at their discretion. Suggested Criteria are:

- A. Attendance and/or participation at NGRA meetings.

- B. Performance of duties of office.
- C. Representing the NGRA in accordance with the membership qualifications listed in Article IV, Section I, Subsection A.
- D. Willingness to assume extra responsibilities.

Section II: Disciplinary Action

- A. The following steps will be followed sequentially if the Board needs to pursue a disciplinary action.
 - 1. Any member of NGRA may file a complaint about any Board member, royalty member, committee chair, or general member he or she determines is misrepresenting NGRA or deliberately neglecting NGRA responsibilities. The complaint must be in writing.
 - 2. All actions will take place in Executive session of a majority of the Board of Directors.
 - 3. Upon receipt of the complaint, the Board will determine whether or not further investigation is required.
 - 4. If it determines that further investigation is required, the subject of the complaint will be invited to the next Board of Directors meeting and interviewed about the complaint. A vote will take place even if the subject or their representative is not present.
 - 5. Following the interview, the Board of Directors will determine what action may or may not be required as a result of the complaint.
 - 6. If the board determines that the complaint requires a verbal or written reprimand, the reprimand will be issued to the respondent at that time.
 - 7. The board's action will take effect immediately following the meeting at which it is discussed.
- B. No membership dues will be refunded as a result of disciplinary action.

STANDING RULE NINE: Animal Welfare Policy

We Support Animal Welfare

Rodeo events sanctioned by the International Gay Rodeo Association (IGRA) operate under modified rules of professional and non-gay rodeo while preserving GLBT participation in this North American tradition. Although it consists of traditional rodeo events such as bull riding and bronc riding, gay rodeo activities have purposefully been tailored to provide the animal and human participants with the safest environment possible, while still demonstrating the skill of the contestant.

IGRA uses stock animals in the sport of rodeo. Our position is that this responsible use of stock does not rise to the level of abuse. IGRA does not abuse animals nor condone animal abuse, at any time, in any way, by anyone.

The IGRA imposes specified rules related to animal welfare which are strictly enforced. The Association penalizes any contestant, official or contractor found to be treating any animals inhumanely.

- The minimum penalty for contestants is immediate disqualification from further competition.
- IGRA Certified Officials are routinely evaluated by IGRA committee chairs and educated regarding IGRA animal use policies.
- Stock Contractors are informed of our policies and bylaws related to animal welfare and may suffer financial penalties for failure to comply.

Specific IGRA animal use guidelines include:

- IGRA prohibits the use of electric prods in bucking chutes
- Spur rowels in riding events have event-specific requirements
- A fleece flank strap is used for bucking events and is not painful to animals in any way
- Goats participating in the "Goat Dressing" event are required to be between 25 and 30 inches in height and are rested after every 8 "dressings"
- Arenas are groomed and leveled for maximum horse safety during the speed events
- We prohibit the use of lame, sore, sick, or undersized stock in any event at any time
- A large animal veterinarian must be available from the start to the finish of every rodeo
- IGRA directs the removal of any animal from competition that appears to be in danger of injuring itself

Our association has an international level Animal Issues Committee of LGBT cowboys and cowgirls that tracks issues related to animal use, annually reviews our animal use and welfare policies and reports directly to the annual convention.

All IGRA members, contestants, certified officials and volunteers are educated on and responsible for the implementation of these animal welfare policies at our member association rodeo.

STANDING RULE TEN: BigHorn Rodeo Rookie Contestant Scholarship Fund

Section I: Purpose

The BigHorn Rodeo Rookie Contestant Scholarship Fund provides financial assistance to encourage first-time participation in IGRA-sanctioned rodeo events. This fund supports new contestants competing at the BigHorn Rodeo for the first time.

Section II: Fund Management

Oversight and Administration:

- A. The NGRA Treasurer maintains the Scholarship Fund within the NGRA Operating Account and tracks all transactions.
- B. The Rodeo Planning Committee administers the fund in coordination with the NGRA Treasurer.

Funding Sources:

- A. Private donations and sponsor contributions
- B. Additional NGRA contributions upon Board of Directors approval

Fund Continuity:

Unused funds carry over to the following rodeo year.

Section III: Eligibility Requirements

To qualify for scholarship assistance, applicants must meet all the following criteria:

- A. First-time contestant status - Never competed in any IGRA-sanctioned rodeo,
- B. NGRA membership – Must be a current or new NGRA Member
- C. New IGRA number - Receive a new IGRA Contestant Number at registration, and compete as for NGRA, and
- D. General eligibility - Meet all IGRA and NGRA requirements for contestant membership

Section IV: Award Process and Payment

Promotion and Outreach:

The Rodeo Planning Committee promotes scholarship availability during the BigHorn Rodeo registration period.

Disbursement Terms:

- A. All eligible contestants receive equal reimbursement amounts
- B. Reimbursement cannot exceed the contestant's paid registration fees
- C. Payments are issued by check during the BigHorn Rodeo Awards Ceremony

Remaining Funds:

Any unused scholarship money remains in the NGRA Operating Account, earmarked for the following year's BigHorn Rodeo.

Section V: Reporting Requirements**Treasurer Reporting:**

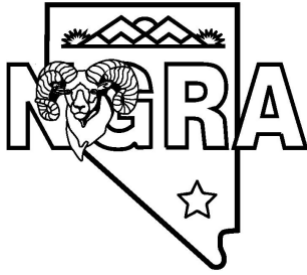
Within 60 days of the BigHorn Rodeo's conclusion, the Treasurer must provide the Board of Directors with a comprehensive report including:

- A. All donations received
 - B. All disbursements made
 - C. Current fund balance
-

EXHIBITS:

FOLLOWING PAGES

Exhibit 1: Royalty Entry Form



Mr./Ms./Miss/MsTer

N.G.R.A Contest

CONTESTANT ENTRY FORM

Please Circle One: Mr. Ms. MissMsTer

NAME		AGE
<hr/>		
ADDRESS		
<hr/>		
CITY	STATE	ZIP
<hr/>		
PHONE	EMAIL	
<hr/>		

“MISS” (if applicable, A.K.A.)

ALIAS (if used)

I, _____, agree to abide by the standing rules of the Mr., Ms., Miss, MsTer NGRA CONTEST, which I have received, and agree that if I win a title, to abide by the rules governing the International Gay Rodeo Association, their members and their activities.

_____ CONTESTANT SIGNATURE	_____ DATE
-------------------------------	---------------

A \$25.00 check, payable to the NGRA, must accompany this form.

Mr./Ms./Miss/MsTer N.G.R.A. Contest

SPIRIT AND COMMUNITY SUPPORT INTERVIEW WORKSHEET

Contestant Name

Title Category

Contestant #

Please describe in detail your activities and qualifications in the following areas:

COMMUNITY VISIBILITY

Participation and activities in support of organizations and events of value to the community as a whole.

PARTICIPATION WITH NGRA

Involvement and participation in NGRA meetings and events.

COMMUNITY FUNDRAISING

Fundraising efforts in support of other organizations and/or events.

NGRA FUNDRAISING

Fundraising efforts in support of NGRA and/or its selected charities

SPIRIT & CREATIVITY

Original concepts, leadership on a project's development, recruitment and inclusion of others

Exhibit 3: Royalty Western Wear Description

Mr./Ms./Miss/MsTer N.G.R.A. Contest

WESTERN WEAR DESCRIPTION

Contestant Name/“Miss” AKA

Contestant Number

PLEASE CIRCLE ONE: MR. MS. MISS MsTer

WHAT ANNOUNCER SHOULD SAY ABOUT YOU/YOUR WESTERN WEAR:

(PLEASE KEEP BRIEF.)

Exhibit 4: Royalty Spirit & Community Support Score Sheet

Mr./Ms./Miss/MsTer N.G.R.A. Contest

SPIRIT AND COMMUNITY SUPPORT

Contestant Name	Title Category	Contestant #								
Categories:										
COMMUNITY VISIBILITY	Point Values (<i>Circle one for each category</i>):									
	1	2	3	4	5	6	7	8	9	10
PARTICIPATION WITH NGRA	1	2	3	4	5	6	7	8	9	10
COMMUNITY FUNDRAISING	1	2	3	4	5	6	7	8	9	10
NGRA FUNDRAISING	1	2	3	4	5	6	7	8	9	10
SPIRIT & CREATIVITY	1	2	3	4	5	6	7	8	9	10
Total: _____										

Auditor's Total: _____

Judge's Comments:

_____ Judge's Signature	_____ Judge #	_____ Auditor	_____ Auditor
----------------------------	------------------	------------------	------------------

Exhibit 5: Royalty Interview Score Sheet

Mr./Ms./Miss/MsTer N.G.R.A. Contest

INTERVIEW (“MISS” IN MALE ATTIRE, “MsTER” IN FEMALE ATTIRE)

Contestant Name

Title Category

Contestant #

Categories:

Point Values (*Circle one for each category*):

APPEARANCE

1 2 3 4 5 6 7 8 9 10

KNOWLEDGE OF NGRA/IGRA

1 2 3 4 5 6 7 8 9 10

ANSWER IN CONTENT

1 2 3 4 5 6 7 8 9 10

CONFIDENCE

1 2 3 4 5 6 7 8 9 10

PERSONAL DISPOSITION

1 2 3 4 5 6 7 8 9 10

Total: _____

Was a Plan of Action submitted: _____ YES _____ NO (2 pt. Deduction)

Auditor's Total: _____ x 2 = _____

Judge's Comments:

Judge's Signature

Judge #

Auditor

Auditor

Exhibit 6: Royalty Western Wear Score Sheet

Mr./Ms./Miss/MsTer N.G.R.A. Contest

WESTERN WEAR

_____ Contestant Name	_____ Title Category	_____ Contestant #
--------------------------	-------------------------	-----------------------

Categories:

Point Values (*Circle one for each category*):

GENERAL APPEARANCE

1 2 3 4 5 6 7 8 9 10

STYLE

1 2 3 4 5 6 7 8 9 10

FIT

1 2 3 4 5 6 7 8 9 10

POISE

1 2 3 4 5 6 7 8 9 10

PRESENTATION

1 2 3 4 5 6 7 8 9 10

Total: _____

Auditor's Total: _____

Judge's Comments:

_____ Judge's Signature	_____ Judge #	_____ Auditor	_____ Auditor
----------------------------	------------------	------------------	------------------

Exhibit 7: Royalty Public Presentation Score Sheet

Mr./Ms./Miss/MsTer N.G.R.A. Contest

PUBLIC PRESENTATION

Contestant Name

Title Category

Contestant #

Categories:

Point Values (*Circle one for each category*):

APPEARANCE

1 2 3 4 5 6 7 8 9 10

KNOWLEDGE

1 2 3 4 5 6 7 8 9 10

ANSWER IN CONTENT

1 2 3 4 5 6 7 8 9 10

CONFIDENCE

1 2 3 4 5 6 7 8 9 10

PUBLIC DISPOSITION

1 2 3 4 5 6 7 8 9 10

Total: _____

Auditor's Total: _____

Judge's Comments:

Judge's Signature

Judge #

Auditor

Auditor

Exhibit 8: Royalty Entertainment Score sheet

Mr./Ms./Miss/MsTer N.G.R.A. Contest

ENTERTAINMENT

Contestant Name

Title Category

Contestant #

Categories:

Point Values (*Circle one for each category*):

ENTERTAINMENT VALUE

1 2 3 4 5 6 7 8 9 10

STAGE PRESENTATION

1 2 3 4 5 6 7 8 9 10

ORIGINALITY

1 2 3 4 5 6 7 8 9 10

APPAREL SELECTION

1 2 3 4 5 6 7 8 9 10

ARTISTIC INTERPRETATION

1 2 3 4 5 6 7 8 9 10

Total: _____

Did the contestant comply with Time Limit? ____ YES ____ NO (3 pt. Deduction)

Auditor's Total: _____

Judge's Comments:

Judge's Signature

Judge #

Auditor

Auditor

Exhibit 9: Royalty Competition Final Tally Sheet

Mr./Ms./Miss/MsTer N.G.R.A. Contest

FINAL TALLY SHEET

Contestant Name

Contestant Number

	Spirit	Interview	Western Wear	Public Presentation	Entertainment
Judge #1	_____	_____	_____	_____	_____
Judge #2	_____	_____	_____	_____	_____
Judge #3	_____	_____	_____	_____	_____
Judge #4	_____	_____	_____	_____	_____
Judge #5	_____	_____	_____	_____	_____
Judge #6	_____	_____	_____	_____	_____
Judge #7	_____	_____	_____	_____	_____

TOTALS (*Highest & Lowest Scores Removed*):

TOTAL POINTS: _____

Auditor _____

Percent of Points Received: _____

(*out of 300 possible*)

Exhibit 10: Royalty Personal Financial Responsibility Agreement



NGRA ROYALTY PERSONAL FINANCIAL RESPONSIBILITY AGREEMENT

I understand that as a representative and titleholder of NGRA I am responsible for the prudent use of NGRA funds.

NGRA Fundraising

I agree that any funds that I raise on behalf of NGRA will be collected and remitted to the NGRA Treasurer in accordance with NGRA policy and bylaws. At no time shall I solicit funds on behalf of NGRA for personal gain. All fundraising by me shall be conducted under the auspices of events or activities approved by the NGRA Board of Directors. I understand that failure to comply with the NGRA bylaws and policies may result in the removal of my title and forfeiture of future opportunities to compete or hold an NGRA title.

Royalty Travel Fund:

I understand that it is my responsibility to represent NGRA at other IGRA rodeos and events, and that this requires a financial commitment in order to fulfill my responsibilities as a titleholder. Pursuant to NGRA Standing Rules I understand that I may solicit funds for traveling expenses related to my activities as a member of the royalty team in a manner approved by the NGRA Board of Directors. I agree that any funds raised, through sponsorship or fundraising activities, will be turned over and accounted for by the NGRA Treasurer, and that NGRA will act as a custodian of these funds until such time as I require them. Furthermore, I agree that I will diligently and publicly disclose the purpose of any fundraising activities on my behalf as a representative of NGRA. At no time shall I solicit funds on behalf of NGRA for personal gain. Eligible travel expenses will include airfare, fuel, car rental, lodging, meals, and event entry fees. I understand that is not the intent of the NGRA Board of Directors to manage the disbursement of these funds with undue scrutiny; however, I understand that it is my obligation to use funds raised for this purpose as a representative of NGRA in a prudent manner.

Signature

Date

Exhibit 11: Corporate Logos

Logo with Map

color

grey scale line art / black /white

suggested on various uses of color



Logo without Map

color

grey scale

line art / black /white



PROCEDURAL RESOLUTIONS

Procedural Resolution 1 – Conflict of Interest Policy of Nevada Gay Rodeo Association (NGRA)

The Conflict-of-Interest policy was adopted on August 26, 2006, by a resolution of the Board of Directors.

Purpose

The purpose of the conflict-of-interest policy is to protect this tax-exempt organizations (hereinafter “Organization”) interest when it's contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations

Definitions

1. Interested Person

Any director, principal officer or chair of a committee with governing board delegated powers who has a direct or indirect financial interest as defined below is an interested person.

2. Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement;
- b. A compensation arrangement with the Organization or with any entity or individual with which the organization is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration.

Financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the appropriate governing board of committee decides that a conflict of interest exists.

Procedures

1. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of financial interest and be given the opportunity to

disclose all material facts to the directors and members of the committee with governing board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest in all material facts and after any discussion with the interested person, he/she/they shall leave the governing board or committee meeting while the determination of the conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if the conflict of interest exists.

3. Procedure of Addressing the Conflict of Interest.

- a. Any interested person may make a presentation at the governing board of committee meeting, but after the presentation, he/she/they shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate the alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest and whether it is fair and reasonable in conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflict of Interest Policy

- a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the member's response and after making further investigation has warranted by the circumstance, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Records of Proceedings

The minutes of the governing board in all committees with board-delegated powers shall contain:

- a. The names of the people who disclosed or otherwise were found to have financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, and any action taken to determine whether a conflict of interest was present, and the governing boards or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussion and votes relating to the transaction or arrangement, the content of the discussion including any alternatives to the proposed transaction or arrangement, and the record of any votes taken in connection with the proceedings.

Compensation

- a. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Annual Statements

Each director, principal officer, and chair of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a. has received a copy of the conflict-of-interest policy;
- b. has read and understands the policy;
- c. has agreed to comply with the policy; and
- d. understand the Organization is charitable and in order to maintain its federal tax exemptions are, must engage primarily in activities that accomplish one or more of its tax- exempt purposes.

Periodic Reviews

To ensure the organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall at a minimum include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in an inurement, impermissible private benefit or an excess benefit transaction.

Use of Outside Experts

When conducting the periodic reviews as provided the organization may, but need not, use outside advisers. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

Procedural Resolution 2 - Corrections to NGRA Governing Documents

WHEREAS, the NGRA Convention seeks to have its governing documents, forms and exhibits accurately reflect the business approved at its annual Convention;

RESOLVED, The Secretariat of NGRA shall have the authorization and responsibility to correct any grammatical, formatting, spelling, referential, or representational errors discovered between annual Conventions, as long as they result in no change to the will of the Convention; and

RESOLVED, Any representational changes shall be reported at the next NGRA Board of Directors meeting.

DOCUMENT FORMATTING NOTES

This document was created in Microsoft Word.

The Table of Contents was created using the automatic TOC tool. Any time Articles or Sections are added, deleted or edited, this table needs to be updated.

- Articles must use the 'Heading 1' style to work properly.
- Sections must use the 'Heading 2' style to work properly.

To update the table of contents:

1. Go to the references toolbar
2. In the upper left click 'Update Table'
3. Select 'Update Entire Table'