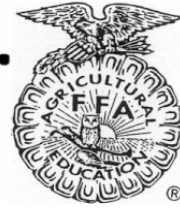




Ramona Junior Fair Incorporated

BYLAWS

APPROVED OCTOBER 4, 2021



Article I NAME

- Section 1** The name of this organization shall be the “Ramona Junior Fair, Inc.” henceforth referred to as RJF.
- Section 2** The legal authority for the existence of this Corporation and the by-laws under which it shall operate shall be its registry with the State of California as a 501c3 Educational Organization.

Article II MEMBERS

- Section 1** The Corporation shall have two equal classes of membership; **Annual and Lifetime.** Voting, and other rights, interests, and privileges of each member shall be equal. No member by reason of membership shall have interest or property rights in the assets of the corporation. No member shall hold more than one membership in the Corporation. Membership shall be open to any person. A membership year shall run from November 1 to October 31.
- A. Annual Members** - Annual members are those who pay the minimum membership fee set forth by the Board of Directors, hereafter referred to as the BOD. These annual members shall be accepted by the BOD each year at the Annual Meeting. This membership is good through one membership year. Individuals wishing to attain membership after the Annual Meeting may do so by application and review of the BOD.
 - B. Lifetime Members** - Lifetime Members are those that have received the honor of Friend of the Fair or those that have paid Lifetime Membership Fees as established by the Board of Directors.
- Section 2** **Members in Good Standing are those that fall under one or both of the Membership Categories listed in Article II, Section 1 within the Membership Year.**
- Section 3** Membership shall be non-assessable, non-transferable, non-assignable, and non-refundable.
- Section** Annual and Lifetime Membership shall be terminated by the following:
- A.** On receipt, by the BOD of the written resignation of a member.
 - B.** Upon the death of a member.
 - C.** Upon resolution of the BOD.

**Article III
MEETINGS**

- Section 1** All meetings shall be held in Ramona, California, in the County of San Diego, or at such other places within the County of San Diego as the Board of Directors shall determine by majority vote. Meetings shall be governed by Robert’s Rules of Order Newly Revised, the Articles of Incorporation, and the bylaws of this corporation and will be in accordance with all state, federal, and local laws and regulations.
- Section 2** **BOD Meetings** - General meetings of the BOD may be held each month to conduct the general business of RJF. Meeting times and location are set by a majority vote of the BOD.
- Section 3** **Annual Meeting** - An Annual Meeting of the membership shall be held during the month of October of each year for the purpose of electing the Board of Directors. Directors shall be elected by majority vote of the members present. The regular transaction of business may be conducted at the Annual Meeting. Quorum for this meeting will be twenty-five percent (25%) of members in good standing.
- Section 4** **Special Meeting** – In addition to monthly BOD Meeting, special meetings may be called by the President to conduct any critical business.
- Section 5** **Emergency Meetings** - Emergency meetings may be called by the President, or by majority of the BOD, to conduct any business requiring immediate action. Notification to BOD will be made at least twenty-four (24) hours prior to such meetings.
- Section 6** **Quorum** - Quorum to hold an official meeting shall be a majority of BOD (6 of the 11 voting positions).
- Section 7** **Notice** - Notice of meetings shall be made in accordance with State, Federal, and local laws. Place, date, time, and the nature of the business to be transacted will be posted.

**Article IV
DIRECTORS**

- Section 1** Directors shall be members in good standing of the RJF. The Directors shall be duly elected by the general membership to exercise the powers of the corporation, control its property, and conduct its affairs, except as otherwise provided by law. Directors shall serve without compensation.

- Section 2** There shall be eleven (11) elected BOD members, and one (1) appointed BOD member.
- A. Nine (9) BOD positions shall be duly elected Directors.
 - B. Two (2) BOD positions shall be duly elected Youth Directors representing two (2) of the three (3) youth organizations (4-H, Grange, and/or FFA), and must be a member in good standing of their organization and a student in the ninth (9th) through twelfth (12th) grade at the time of election. In the event that two organizations are not represented by the nominees, then one organization may fill both positions. These two Directors shall serve as the Co-Chairs to the Standing Steering Committee.
 - C. One (1) appointed ex-officio; non-voting member of the BOD shall be the Livestock Superintendent.
- Section 3** At least three (3) Directors and the two (2) Youth Directors shall be elected at each Annual Meeting as defined in Article III Section 3. Directors shall hold office for a term of three (3) years commencing upon election and lasting until their successors are elected and duly installed. Directors may not serve more than two consecutive three-year terms with no less than one year off the BOD. The two Youth Directors shall hold office for one (1) year, and may be elected no more than one term. In the event of insufficient applicants, additional terms may be served by Directors.
- Section 4** Vacancies - Vacancies on the RJF BOD occurring other than by expiration of term, shall be filled by appointment of the remaining BOD. All appointments will be subject to a simple majority vote of the BOD. Directors appointed to fill a vacancy shall serve the remainder of the year. The remainder of the vacated term shall be filled by election at the Annual Meeting as defined in Article III Section 3.
- Section 5** Livestock Superintendent - The Livestock Superintendent shall be appointed by the BOD at the first official Directors Meeting following the Annual Meeting.
- Section 6** A director(s) may be terminated from office for the following:
- A. On receipt, by the BOD of written resignation.
 - B. After three (3) un-excused absences from meetings.
 - C. Upon resolution of the BOD. The termination of a director shall be approved by a two-thirds (2/3) vote of the BOD.
 - D. By recall. (Article VII, Section 1)

Article V
OFFICERS

- Section 1** The Corporation shall have six (6) officers: President, Vice President, Treasurer, Secretary, Fair Clerk, and Fair Administrator. These officers shall serve at the pleasure of the BOD, and the membership of the corporation without compensation.

Section 2 *Officer Positions* – At the conclusion of the Annual Meeting, a closed BOD Meeting will occur. At which time, officer positions will be filled by consensus of the BOD. If consensus cannot be reached, an election by majority vote amongst the BOD will occur.

Section 3 *President* - The RJF President:

- A. Shall be the Chief Executive Officer of the Corporation, and Chairman of the Board.
- B. Shall ensure the Articles of Incorporation, Bylaws, and Policies of the RJF are adhered to and enforced.
- C. May issue Executive Orders on a matter that would be under the powers of the RJF BOD. This order shall be in effect until such time as the BOD can meet on the issue.

Section 4 *Vice President* - The RJF Vice President:

- A. Shall assume the office of the President in the event of Absence or Vacancy.
- B. Shall oversee all Standing and Ad-Hoc Committees.

Section 5 *Secretary* - The RJF Secretary:

- A. Records, reports, and maintains the official records and correspondence of the Corporation.
- B. Shall serve as officer of legal notice.
- C. Shall maintain the Corporate Seal.

Section 6 *Treasurer* - The RJF Treasurer:

- A. Shall be the Chief Fiscal Officer of the Corporation. The RJF Treasurer:
- B. Ensures the Fiscal Policies of the RJF are adhered to and enforced.
- C. Maintains a current general ledger to be used to report monthly activity at the BOD Meetings.
- D. Prepares all financial records to be reviewed in an annual budget.
- E. Serves as Chair to the Standing Budget Committee; collecting and analyzing budget data in preparation of the annual budget.
- E. Maintains all corporate contracts and agreements in conjunction with the President.

Section 7 **Fair Clerk** - The RJF Fair Clerk:

- A. Shall be the official recorder of the annual Ramona Junior Fair.
- B. Shall be responsible for receiving and processing all entries and paperwork for the annual fair.
- B. Serves as a Co-Chair of the Standing Rules & Premiums Committee; editing and publishing the Annual RJF Premium Book.
- C. Participates as a member of the Standing Awards Committee and the Standing Auction Committee.
- D. Works in conjunction with the Fair Administrator to coordinate official records including, but not limited to; judges, results, and auction sales.

Section 8 **Fair Administrator** - The RJF Fair Administrator:

- A. Shall be the official manager of the Annual Ramona Junior Fair.
- B. Shall be responsible for coordinating and managing all official business of the Annual Ramona Junior Fair including but not limited to; judges, ribbons, awards, entries, classes, show results, and auction sales.
- C. Serves as a Co-Chair of the Standing Rules & Premiums Committee and the Standing Awards & Premiums Committee.
- D. Participates as a member of the Standing Auction Committee.

Section 9 **Livestock Superintendent** - The RJF Livestock Superintendent:

- A. The RJF Livestock Superintendent is an appointed, non-voting officer.
- B. Oversees all general livestock and Home Economics matters and issues pertaining to the Annual Ramona Junior Fair.
- B. Coordinates and oversees all Division Superintendents.
- C. Serves as Co-Chair of the Standing Auction Committee.
- D. Participates as a member of the Standing Rules and Premiums Committee.

Article VI
COMMITTEES

Section 1 RJF shall have two types of committees, Standing & Ad Hoc. All committees of the Corporation shall adhere to the Articles of Incorporation, Bylaws, and Policies & Procedures of RJF.

Section 2 **Standing Committees** - There shall be at least six (6) Standing Committees of the RJF: The Scholarship Committee, The Budget Committee, The Auction Committee, The Steering Committee, Rules & Premiums Committee, and Awards Committee. Additional Standing Committees may be established by the President or by a majority vote of the BOD. All Standing Committee Chairs shall be appointed and ratified by a majority vote of the BOD, unless otherwise stated in these Bylaws.

A. *Scholarship Committee* - The Scholarship Committee shall be responsible for the distribution of the annual scholarships in accordance with the RJF Policies and Procedures.

1. Chair - The Chair of this committee shall be an RJF Member in Good Standing appointed by the BOD.

B. *Budget Committee* - The Budget Committee shall be responsible for preparing the annual operating budget of the corporation.

1. Chair - The Chair of this committee shall be the RJF Treasurer in accordance with Article V, Section 6, D.

C. *Auction Committee* - The Auction Committee shall be responsible for the coordination and preparation of the Annual RJF Auction.

1. Co-Chairs - The Co-Chairs of this committee shall be an RJF Member in Good Standing appointed by the BOD and the Livestock Superintendent in accordance with Article V, Section 9, C.

D. *Steering Committee* - The Steering Committee shall be the youth committee responsible for the planning and execution of the RJF activities.

1. Co-Chairs - The Co-Chairs of this committee shall be the two (2) RJF Youth Directors in accordance with Article IV, Section 2, B.

2. Advisor - There shall be one adult advisor that is a RJF Member in Good Standing appointed by the BOD.

E. *Rules & Premiums Committee* - The Rules & Premiums Committee shall be responsible for the analysis and development of rules, regulations, and premiums of the Annual Ramona Junior Fair set forth in the Annual RJF Premium Book publication

1. Co-Chairs - The Co-Chairs of this committee shall be the Fair Clerk and the Fair Administrator, in accordance with Article V, Section 7, B and Article V, Section 8, B

F. Awards Committee - The Awards Committee shall be responsible for the coordination of sponsorships and acquisition of all awards for the Annual Ramona Junior Fair.

1. **Co-Chairs** - The Co-Chairs of this committee shall be an RJF Member in Good Standing appointed by the BOD and the Fair Administrator, in accordance with Article V, Section 8, B.

Section 3 **Ad Hoc Committees** - The RJF BOD may appoint Ad Hoc Committees to serve the Corporation for a specific purpose and time. Ad Hoc Committees shall be chaired by RJF Members in Good Standing that are appointed and ratified by the BOD. These committees will be disbanded after their functions are fulfilled and upon resolution of the BOD.

Article VII

RECALL AND OFFICE VACANCIES

Section 1 **Recall** - Any Director or Officer of RJF may be subject to recall by a petition containing the names and signatures of one-third (1/3) of the current RJF Members in Good Standing. A special election shall be called by the RJF President, or presiding Officer/Chair. A majority vote of members present in favor of the petition shall be required to remove the office holder.

Section 2 **Chair Pro Tem** - The Chair Pro Tem of the RJF BOD shall be the RJF Vice President. In the absence of the President, the Vice President will assume all powers of the chair and responsibilities within the RJF BOD.

Article VIII

FINANCIALS

Section 1 All Financial Orders of the RJF President shall not exceed \$1000.00, and may only be issued in the case of an emergency.

Section 2 No less than three (3) BOD Executive Officers shall be signers on the Corporation's Bank and Savings Accounts. One (1) of these officers shall be the standing Treasurer on the BOD.

Section 3 The BOD shall ensure that a financial audit of yearly Treasury records shall be conducted by the BOD prior to the Annual Meeting. An official financial audit of all Treasury records shall be conducted by an outside firm at least every four (4) years and upon the changing of the Treasurer.

Section 4 **Dissolution**- Should dissolution of RJF occur, the remaining assets of the Corporation will be distributed to the Youth Organizations of Ramona, California. These funds shall be used for purposes as determined by those organizations.

Article IX
BYLAW AMENDMENTS

- Section 1** To ensure the Bylaws remain current, an Ad Hoc Bylaws Committee will be established every five (5) years from the approval date to review the latest edition of the RJF Bylaws and propose any amendments to the BOD.
- Section 2** **Proposed Amendments**- Proposed amendments to the Bylaws must be submitted, in writing, to the BOD for review.
- Section 3-** **Amendments** - These Bylaws may be amended by majority vote of the RJF Members in Good Standing present at any Annual or Special Meeting after at least two readings of any amendments.

Bylaws approved on October 4, 2021 by vote of Ramona Junior Fair Membership Present.