

14th District
Agriculture
Association

BYLAWS

**BYLAWS FOR THE
14TH DISTRICT AGRICULTURAL ASSOCIATION WATSONVILLE, CALIFORNIA**

Article I

SECTION 1 – NAME: The name of this Association is the name established by law, to-wit: 14th District Agricultural Association, an agency of the State of California.

SECTION 2 – OFFICE: The office for the transaction of the business of the Association is hereby fixed and located at 2601 East Lake Avenue, in the City of Watsonville, County of Santa Cruz, and State of California. The Board of Directors may change the location of said office within the District.

SECTION 3 – MISSION STATEMENT:

The mission of the Santa Cruz County Fairgrounds is to provide a safe place for community events, educational opportunities and the annual fair that showcases the talents and diversity of our community.

Article II Directors

SECTION 1 – POWERS: Subject to limitations of these bylaws and of the statutes of the State of California, including the approval of the Department of Food and Agriculture as required by law, all powers shall be exercised by or under the authority of and the business and affairs of the Association shall be controlled by, the Board of Directors. All association business and meetings shall be conducted in accordance with the Bagley Keene Act and any other State of California agency rules & regulations.

SECTION 2 – MEETINGS: The board shall meet on a regular basis as necessary to conduct and oversee the associations business. An annual schedule of meetings shall be established by the board at the last regular meeting of each calendar year for the following year. All meetings will be noticed according to rules & regulations established by the State of California.

Article III Officers

SECTION 1 – OFFICERS: The officers of the Association shall be President, Vice President, Secretary, and Treasurer. The CEO may be the Secretary, and / or the Treasurer. The CEO holds office at the pleasure of the Board. If the CEO is not acting as

the secretary and/or Treasurer of the Association, the Board shall fix the salary and duties of the Secretary and/or Treasurer.

SECTION 2 – ELECTION: The term of office for President and Vice President shall be for one year and until a successor is elected, unless the officer resigns or shall be removed or otherwise disqualified to serve. If the CEO, who sits at the pleasure of the Board, serves as the Secretary and/or Treasurer, the term of those offices shall be at the pleasure of the Board. If the CEO does not serve as the Secretary and/or Treasurer, those offices shall be for a period of one year or until a successor is elected, unless the officer resigns or shall be removed or otherwise disqualified to serve.

SECTION 3 – REMOVAL AND RESIGNATION: Any officer may be removed with or without cause. Five Directors shall be necessary to constitute a quorum for the removal of an officer including the CEO. Dismissal of the CEO must be in accordance with the provision of the Government Code Section 1126(a), which states: "... as a condition to holding a closed session on the complaints or charges to consider disciplinary action or to consider dismissal, the employee shall be given written notice of his or her right to have a public hearing, rather than a closed session, which notice shall be delivered to the employee personally or by mail at least 24 hours before the time for holding ameeting. If notice is not given, any disciplinary or other action taken against any employee at the closed session shall be null and void. The state body also may exclude from any public or closed session, during the examination of a witness, any or all other witnesses in the matter being investigated by the state body. Following the public hearing or closed session, the body may deliberate on the decision to be reached in a closed session..." Any officer may resign at any time by giving written notice to the Board or to the President of the Association. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein. The acceptance of such resignation shall not be necessary to make it effective. Any Director who misses three consecutive meeting of the Board without permission of the Board is deemed to have resigned from the board.

SECTION 4 – VACANCIES: A vacancy in any office, other than a board member, because of death, resignation, removal, disqualification, or any other cause, shall be filled by the Board for the unexpired portion of the term.

SECTION 5 – PRESIDENT: The President shall preside at all meetings of the Board and shall be ex-officio member of all committees. Should the President not be present at any meeting of the Board, the Vice President shall preside. In the absence of the President and Vice President, the senior Director shall preside. In the absence of the President, Vice President, and/or senior Director, a president pro tem may be chosen to preside at such meeting.

SECTION 6 – SECRETARY: The Secretary shall keep or cause to be kept at the office of the Association a book of minutes of all meetings of the Directors.

The minutes shall include the time and place of each meeting held, and note how each meeting was noticed as well as list the names of those Directors present at the meeting and give the proceedings thereof.

SECTION 7 – TREASURER: The Treasurer shall be responsible to keep and maintain or cause to be kept and maintained adequate and correct accounts of properties and business transactions of the Association, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, and capital. Any surplus shall be classified according to source and shown in a separate account. The Treasurer shall be responsible for overseeing and ensuring that proper accounting methods and procedures are followed including the appropriate separation of duties. The Treasurer shall be responsible for the deposit of all monies and other valuables in the name of and to the credit of the Association with such depositories as may be designated by the Board and are approved by the Department of Food and Agriculture. The Treasurer shall disburse the funds of the Association as may be ordered by the Board and shall be rendered to the President and Directors, whenever they request it, an account of all transactions as Treasurer and an account of the financial condition of the Association.

Article IV Transaction of Business

SECTION 1 – CHECKS, DRAFT, ETC: All checks, drafts, or other orders for payment of money, notes, or other evidence of indebtedness issued in the name of or payable to the Association shall be signed or endorsed by such a person or persons, and in such a manner as determined periodically by resolution of the Board. The Board shall periodically establish by resolution a dollar amount limit which will require two signatures on all transactions. The resolution shall state the names and positions of each person authorized to sign and the list of accounts affected.

SECTION 2 - REPORT TO DEPARTMENT OF FOOD AND AGRICULTURE: The Board shall make such reports to the Department of Food and Agriculture as such Department may direct, including submittal of annual budget and statement of operations. The CEO shall be responsible for and take all necessary steps to ensure the accuracy of any reports submitted to the Department.

SECTION 3 – CONTRACTS, ETC: The Board may authorize any officer or officers to enter into any contract or execute any instrument in the name of and upon behalf of the Association, and such authority may be general or confined to specific instance. Unless so authorized by the Board, no Director, officer, agent, or employee shall have any power or authority to bind the Association by any contract or engagement, to pledge its credit, or to render it liable for any purpose or in any amount.

SECTION 4 – EMPLOYEES: The District is the employer. The CEO is responsible for the employment and management of all the employees of the District.

SECTION 5 – COMMITTEES: The Board may appoint an executive committee and such other committees, as the Board deems necessary. The Board may delegate to the President the responsibility of appointing committees. Meetings of committees shall be open to the public when any meeting comprises more than two members of the board.

SECTION 6 – INSPECTION OF BYLAWS: The Association shall keep in its office the original or a copy of the bylaws, as amended or otherwise altered to date, certified by the Secretary, which shall be open to the inspection of the public during office hours.

Article V Amendments

SECTION 1 – POWER OF DIRECTORS: These bylaws may be altered, amended, or repealed, and new and additional bylaws adopted at any time by an affirmative vote of five Directors or more.

These Bylaws were adopted by the Board of Directors at their regular meeting March 20, 2007, amended on December 21, 2010 and further amended in _____ 2016.

Board President

Print Name

Date

Board Vice President

Print Name

Date