AMENDED AND RESTATED BYLAWS (2014)
Of
NORTHERN CALIFORNIA JUNIOR RODEO ASSOCIATION
A Public Benefit Non Profit Corporation A 501(c)(4) CA # 2808030

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ARTICLE I

PRINCIPAL PROVISIONS

Section 1.01 PRINCIPAL OFFICE

The principal office of the Corporation for its transaction of business is located in the State of California.

Section 1.02 CHANGE OF ADDRESS

The Board of Directors is hereby granted full power and authority to change the principal office of the Corporation from one location to another within the State of California. Any such change shall be noted by the Secretary in Minutes of the Corporation, and whom shall cause an amended Statement of Information to be filed with the Secretary of State of the State of California as required by the Corporations Code and notice provided to all. This change shall not be considered an amendment of these Bylaws.

ARTICLE II

BOARD OF DIRECTORS

Section 2.01 BOARD OF DIRECTORS DEFINED

The Board of Directors shall consist of the Officers and Directors of the Corporation. Officers and Directors shall by virtue of their office be members of the Board of Directors.

Officers of the Corporation shall be the:
President
Vice President
Board Secretary
Treasurer

Directors of the Corporation shall be the:
Rodeo Secretary (If elected and a volunteer)
Arena Director
Membership Secretary
Roping Director
Barrel Director
Pole Director
Goat Director
Rough Stock Director
Section 2.02 TRANSACTIONS OF THE BOARD

The Board of Directors shall have the control and management of the affairs and business of this Corporation. Such Board of Directors shall only act in the name of the Corporation when it shall be regularly convened by its chairman after due notice to all the directors of such meeting.

Section 2.03 OFFICERS OF THE CORPORATION

Section 2.03(a) PRESIDENT:

The President shall preside at all meetings of this Corporation.

He shall by virtue of his office be Chairman of the Board of Directors.

He shall have the right to vote at any board of directors meeting, annual business meeting, or special meeting to break a tie vote.

He shall present at each annual meeting of the Corporation an annual report of the work of the Corporation.

He shall see all books, reports, and certificates required by law are properly kept or filed.

He shall be one of the officers who may sign the checks or drafts of the Corporation.

He shall have such powers as may be reasonably construed as belonging to the chief executive of any Corporation.

In order to qualify for the position of President, nominee must have served for a period of one (1) year in the capacity of a Board of Director of this Corporation.

The term of President shall be for a two (2) year period.

Section 2.03(b) VICE PRESIDENT

The Vice President shall in the event of the absence or inability of the President to exercise his office become acting president of the Corporation with all the rights, privileges, and powers as if he had been the duly elected president.

The Vice President shall be appointed by the President from the existing Board of Directors.

He may be one of the officers who may sign the checks or drafts of the Corporation.

In order to qualify for the position of Vice President, appointee must have served for a period of one (1) year in the capacity of a Board of Director of this Corporation.

The term of Vice President shall be for a one (1) year period.
Section 2.03(c) BOARD SECRETARY

The Board Secretary shall keep the minutes and records of the Corporation in appropriate books. It shall be his duty to file any certificate required by any agency federal or state, including state nonprofit corporation status requirements and Internal Revenue Service tax returns.

He shall give and serve all notices to members of this Corporation.

He shall be the official custodian of the records and seal of this Corporation.

He shall present to the membership at any meetings any communication addressed to him as Secretary of the Corporation.

He shall submit to the Board of Directors any communications which shall be addressed to him as Secretary of the Corporation.

He shall attend to all correspondence of the Corporation and shall exercise all duties incident to the office of Secretary.

If the Secretary is absent at a Board of Directors meeting, any other Director appointed by the President shall act as Secretary of the Board.

He may be one of the officers who may sign the checks or drafts of the Corporation.

The term of Secretary shall be for a one (1) year period.

Section 2.03(d) TREASURER

The Treasurer shall have the care and custody of all monies belonging to the Corporation and shall be solely responsible for such monies or securities of the Corporation. He shall cause to be deposited in a regular business bank or trust company the funds of the Corporation.

He must be one of the officers who shall sign checks or drafts of the Corporation. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it.

He shall render at each meeting of the Board of Directors a written account of the finances of the Corporation and such report shall be physically affixed to the minutes of the Board of Directors of such meeting.

He shall exercise all duties incident to the office of Treasurer.

An outside bookkeeper or accountant of whom the treasurer has no personal interest in, shall review the reconciliation of the monthly bank statements. This review shall be not less than every Quarter. It is the responsibility of this outside bookkeeper or accountant to report any discrepancies to the Board of Directors immediately. This individual may be compensated or a volunteer.

The term of Treasurer shall be for a one (1) year period.
Section 2.04 DIRECTORS OF THE CORPORATION

Directors of the Corporation are responsible to know the portion of the NCJRA Rulebook that governs their position and for all duties assigned to and inherent in their position. Directors may assign Sub-Directors to serve in their place, as long as this appointment has been acknowledged by the Arena Director.

Sub-Directors do not have voting privileges at Board of Director meetings.

ARTICLE III

ELECTIONS

Section 3.01 ANNUAL ELECTION OF THE BOARD OF DIRECTORS

Annually at the last rodeo held in the month of August prior to the Finals Rodeo, there shall be an election of the Board of Directors.

A qualification of being elected to the Board of Directors is that the nominee is the parent, or the associate member designated by the family, of a child competing in the NCJRA as a paid contestant member.

Annually on July 1st of each year the nominations will open for the Annual Elections of the Board of Directors.

Annually at the first rodeo held in the month of August nominations will close for the Annual Elections of the Board of Directors.

Prior to July 1st of each year, the Chairman of the Board shall, appoint a committee of three people who shall act as "Inspectors of Election" and who shall, at the conclusion of such balloting, certify in writing to the Chairman the results and a signed copy shall be physically affixed in the minute book to the minutes of the Corporation.

No Inspectors of Election shall be a candidate for office or shall be personally interested in any question voted upon.

For the Annual Elections of the Board of Directors, ballots shall be provided and there shall not appear any place on such ballot that might tend to indicate the person who cast such ballot.

Vacancies in the Board of Directors shall be filled by a vote of the majority of the remaining Board of Directors for the balance of the year.

All Board of Directors elected shall be residents of the State of California and citizens of the United States of America.
ARTICLE IV

MEETINGS

Section 4.01 ROBERTS RULES OF ORDER

The Robert’s Rules of Order, as may be amended from time to time, shall govern all meeting of the Corporation insofar as such rules are not inconsistent with or in conflict with these Bylaws, the Articles of Incorporation of this Corporation, or the law.

Section 4.02 MEETINGS OF THE BOARD OF DIRECTORS

Regular meetings of the Board of Directors for this Corporation shall be held at a date, time, and place as announced by the President of the Corporation.

Written notice of each Board of Directors meeting shall be given to all members of the Corporation. This notice of date, time and location can be mailed by USPS, emailed electronically, or posted on the NCJRA web site within at least ten (10) days prior to any meeting of the Board of Directors.

Any member of the Corporation can attend a Board of Directors meeting. The member must submit in writing to the Board Secretary the agenda item or questions to be brought before the Board of Directors within five (5) days prior to any meeting of the Board of Directors.

The presence of not less than five (5) Board of Directors shall constitute a quorum and shall be necessary to conduct the business of this Corporation; however any meeting for which no quorum is in attendance may be reconvened at a time not less than two weeks from the date of the adjourned meeting.

The Board Secretary shall cause a notice of this rescheduled meeting to be sent to all Board of Directors including those who were not present at the meeting originally called. A quorum as herein before set forth shall be required at any reconvened meeting.

At all meetings of the Board of Directors, all votes shall be by voice or in writing/email. Each Board of Director shall have one vote on each matter submitted for vote.

At all votes by the Board of Directors the results of all votes shall be a part of and affixed in the minute book to the minutes of that meeting.

The Board of Directors may make such rules and regulations covering its meetings as it may in its discretion determine necessary.
Section 4.03 SPECIAL MEETINGS

Special meetings of this Corporation may be called by the President when he deems it for the best interest of the Corporation. Notices of such meeting shall be mailed to the Rodeo Committee Members and the Contestant Members at their addresses as they appear in the membership book at least ten (10) days before the scheduled date set for such special meeting. Such notice shall state the reasons that such meeting has been called, the business to be transacted at such meeting and by whom it was called.

No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

Section 4.04 HONORARY BOARD MEMBERS

The Board of Directors of this Corporation, at any board meeting, may elect any person or persons who have rendered a service to the Corporation as an Honorary Board Member of one year. Any person holding an Honorary Board Membership shall have all the privileges of membership, including the right to be heard at any meeting of the Corporation, but shall not be entitled to vote or hold any position on the Board of Directors, nor be required to pay dues, fees, or assessments for this membership.

Section 4.05 COMPENSATION

No Officer or Event Director shall for reason of his office be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an Officer or Event Director for receiving any compensation from the Corporation for duties other than as an Event Director or Officer.

Section 4.06 REMOVAL OF A BOARD OF DIRECTOR

The Board of Directors, by vote of a quorum thereof, shall have the right to terminate, or to suspend, the membership of any Board of Director of this Corporation for any conduct on his or her part which is likely, in the opinion of the Board of Directors, to endanger the welfare or best interest of the Corporation, or for any conduct in violation of these By-Laws or the NCJRA rulebook, this shall include nonpayment of dues or other indebtedness owing to the Corporation.

Written notice of a hearing, including a general description of matters to be considered, shall be given by the Board of Directors to the Director involved not less than fifteen (15) days before the hearing date.

A Director may be represented by counsel upon any removal hearing. The Board of Directors shall adopt such rules for this hearing as it may in its discretion consider necessary for the best interests of the Corporation.
ARTICLE V

RODEO CHAIR HOLDERS

Section 5.01 RODEO CHAIR HOLDERS DEFINED.

All Rodeo Chair Holders of this Corporation shall be appointed by the Board of Directors. Their term of office shall be for a period of one year or less if sooner terminated by the action of the Board of Directors.

The Chairs of the Rodeo Chair Holders shall be, but not limited to:
Awards
By-Laws
Grounds
Inspectors of Elections
Membership
Points
Publicity
Queens
Sponsorship
Web Site
Work Program

Section 5.02 RODEO CHAIR HOLDERS DUTIES DESCRIPTION

The duties of the Chair Holders shall be amended from time to time as deemed necessary by the Board of Directors and shall not be considered an amendment to these By-Laws. Changes to the duties of the Chair Holders shall be a part of and affixed in the minute book to the minutes of that meeting.

Rodeo Chair Holders do not have voting privileges at Board of Director meetings.

ARTICLE VI

RODEO COMMITTEES

Section 6.01 RODEO COMMITTEE MEMBERS
Livermore Junior Rodeo Association
Turlock Horsemen’s Club
Oakdale Saddle Club
Clements Buckaroos
Woodside Mounted Patrol of San Mateo County
Rowell Ranch Junior Rodeo Association
These Rodeo Committee Members are subject to change from year to year. Such changes shall not be an amendment of these bylaws. Changes to the status of any Rodeo Committee Members shall be a part of and affixed in the minute book to the minutes of the Corporation when the Board of Directors are notified of a change in the status of a Rodeo Committee Member.

ARTICLE VII

MEMBERS

Section 7.01 CLASSIFICATIONS OF MEMBERS

The Corporation shall have three (3) classes of members as stated herewith; Rodeo Committee Member, Contestant Member, and Associate Member.

Section 7.02 ELIGIBILITY OF MEMBERSHIP

Any Rodeo Committee formed for the promotion and sponsorship of hosting a sanctioned junior rodeo is eligible to be a Rodeo Committee Member.

Any Contestant Member meeting the age and good standing requirements as outlined in the NCJRA Rulebook is eligible to be a Contestant Member.

An Associate Member is a Parent, Step Parent, Grand Parent, Aunt, Uncle, Brother or Sister who is at least 19 years of age.

Section 7.03 MEMBERSHIP FEES

Rodeo Committee Members shall sign an annual Sanctioning Agreement. This Sanctioning Agreement shall be signed and returned to the Board Secretary by March 1st of each year. The annual Buckle Sponsorship fees and membership fees stated in the Sanctioning Agreement are payable on March 1st of each year. The Per Run fees stated in the Sanctioning Agreement are payable 30 days from the date of the Rodeo Committee’s sanctioned rodeo event.

Contestant Member fees are payable on the entry closing date of said rodeo that the Contestant Member wants to begin accumulating points. This fee shall be outlined in the annual Contestant Membership Application, and this fee can be modified as voted upon by the Board of Directors.

Associate Members do not pay any fees. One Associate Member will be designated by each family unit. The name of the Associate Member may be changed at any time as requested by the Contestant Member. This request must be made in writing to the Secretary of the Corporation.
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Of
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Section 7.04 TRANSFERABILITY OF MEMBERSHIP

Neither the membership in the Corporation nor any rights in the membership may be transferred or assigned for value or otherwise.

Section 7.05 MEMBERSHIP BOOK

The Secretary of the Corporation shall keep a copy of the records of each Rodeo Committee Member, Contestant Member, and Associate Member which will contain the contact name, address, phone number, and email address if available.

These records are the sole property of NCJRA. These records are not to be distributed in any way or format to anyone other than the Rodeo Committees who have signed the current Sanctioning Agreement. Distributing these records to anyone other than the current Rodeo Committees shall be cause for removal and termination of membership from the Corporation.

Section 7.06 INSPECTION RIGHTS OF MEMBERS

Any member of this Corporation has the right to request a copy of and inspect the minutes of this Corporation. A written request for such inspection shall be dated and mailed to the Secretary of the Corporation. This request shall specify a period of time in which minutes were written and reason for inspection. The Corporation shall be compensated by the requestor at the rate of $2.00 per page requested and copied for inspection. The Secretary of the Corporation shall deliver the requested information within 15 business days of the written request.

Section 7.07 NONLIABILITY OF MEMBERS

A Rodeo Committee Member, Contestant Member, or Associate Member of the Corporation shall not solely, because of such membership, be personally liable for the debts, obligations, or liabilities of the Corporation.

Section 7.08 TERMINATION OF MEMBERSHIP

The membership of a Rodeo Committee shall automatically terminate on the occurrence of any of the following causes;

   a) The disbandment of the Rodeo Committee.
   b) The decision of the Rodeo Committee to not hold a sanctioned junior rodeo in any calendar year.
   c) The decision of the Board of Directors to not sanction a Rodeo Committee junior rodeo in the best interest of the Corporation.
The membership of a Contestant Member shall automatically terminate on the occurrence of any of the following causes;

a) As outlined in the current NCJRA Rulebook.

The membership of an Associate Member shall automatically terminate on the occurrence of any of the following causes;

a) As outlined in the current NCJRA Rulebook.
b) As requested by the Contestant Member in writing to the Secretary of the Corporation.

Section 7.09 REMOVAL OF A MEMBER

The Board of Directors by vote of a quorum thereof, shall have the right to terminate, or to suspend, the membership of any member of this Corporation for any conduct on his or her part which is likely, in the opinion of the Board of Directors, to endanger the welfare or best interest of the Corporation, or for any conduct in violation of these By-Laws or the NCJRA rulebook, this shall include nonpayment of dues or other indebtedness owing to the Corporation.

Written notice of a hearing, including a general description of matters to be considered, shall be given by the Board of Directors to the member involved not less than fifteen (15) days before the date of a hearing.

A member may be represented by counsel upon any removal hearing. The Board of Directors shall adopt such rules for this hearing as it may in its discretion consider necessary for the best interests of the Corporation.

Section 7.10 VOTING RIGHTS OF MEMBERS

Each Rodeo Committee shall have one vote at the Annual Elections of the Board of Directors and the Annual Business Meeting. Each Rodeo Committee is entitled to one vote on each matter submitted to a vote. Rodeo Committee Members shall have one vote per Rodeo Committee.

Contestant Members shall have no voting rights at the Annual Elections of the Board of Directors or the Annual Business Meeting. Contestant Members shall have no other rights of membership on the Board of Directors hereunder unless expressly granted within these By-Laws.

Associate Members shall have one vote at the Annual Elections of the Board of Directors. Associate Members shall have one vote on each matter submitted to a vote at the Annual Business Meeting.
ARTICLE VIII

MEETINGS OF MEMBERS

Section 8.01 ANNUAL BUSINESS MEETING

The annual business meeting of this Corporation shall be held prior to the start of the NCJRA Rodeo Season each and every year except if such day is a legal holiday, then and in that event, the Board of Directors shall fix the day but it shall not be more than two weeks from the date fixed by these By-Laws.

Section 8.02 NOTICES OF ANNUAL BUSINESS MEETING

The Secretary of the Corporation shall cause to be mailed to every Rodeo Committee Member, Associate Member and Contestant Member in good standing and of age limit as stated in the NCJRA rulebook at the address as it appears in the membership book of this Corporation, a notice telling the time and place of such annual business meeting.

Section 8.03 PURPOSES OF ANNUAL BUSINESS MEETING

The purpose of this annual business meeting is to inform the Rodeo Committee Members, Contestant Members, Associate Members or any potential Rodeo Committee Member or Contestant Member or Associate Member of the upcoming rodeo schedules, rulebook changes, and contestant membership applications and current financial statement of the Corporation. This meeting shall include a question and answer forum.

This annual meeting may coincide with any function that promotes rodeo at the discretion of the Board of Directors.

ARTICLE IX

SUPPLEMENTS TO THESE BY LAWS

Section 9.01 SUPPLEMENTS TO BY-LAWS DEFINED.

Supplements to these by-laws shall be but not limited to:
Articles of Incorporation
NCJRA Rulebook
Sanctioning Agreement
These supplements shall be revised and updated as needed, and shall not be considered an amendment to these By-Laws. Any revisions to these supplements shall be a part of and affixed in the minute book to the minutes of that meeting.

ARTICLE X

AMENDMENTS OR DISSOLUTION

Section 10.01 AMENDMENTS TO BY LAWS

These By-Laws may be amended, from time to time as deemed necessary by the Board of Directors with an affirmative vote of not less than the quorum of five (5) Board members.

Section 10.02 DISSOLUTION OF CORPORATION

This Corporation may be dissolved upon the affirmative vote of a quorum of not less than 2/3 of the membership of this Corporation.
AMENDED AND RESTATED BYLAWS (2014)  
Of  
NORTHERN CALIFORNIA JUNIOR RODEO ASSOCIATION  
A Public Benefit Non Profit Corporation A 501(c)(4) CA # 2808030

These Amended and Restated By-Laws have been adopted by the Board of Directors of the Northern California Junior Rodeo Association

At: NCJRA Board Meeting in Manteca, California

Dated: Saturday, February 1, 2014

Signature: __________________________ Signature: __________________________

Signature: __________________________ Signature: __________________________

Signature: __________________________ Signature: __________________________

Signature: __________________________ Signature: __________________________

Signature: __________________________ Signature: __________________________
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Of
NORTHERN CALIFORNIA JUNIOR RODEO ASSOCIATION
A Public Benefit Non Profit Corporation A 501(c)(4) CA # 2808030

CERTIFICATE OF BOARD SECRETARY

Of

NORTHERN CALIFORNIA JUNIOR RODEO ASSOCIATION, INC.
A California Public Benefit Non Profit Corporation

I hereby certify that I am the duly elected and acting Secretary of said Corporation and that the foregoing By-laws, comprising of fifteen (15) pages, constitute the By-Laws of said Corporation as duly adopted at a meeting of the Board of Directors thereof held on Saturday, February 1, 2014.

[Signature]
Secretary of the Corporation

[Signature]
Dated

2-1-14
AMENDED AND RESTATED BYLAWS (2014)
Of
NORTHERN CALIFORNIA JUNIOR RODEO ASSOCIATION
A Public Benefit Non Profit Corporation A 501(c)(4) CA # 2808030

These Amended and Restated By-Laws have been reviewed with the NCJRA Rodeo Committee Members.

At: NCJRA Annual Committee Meeting in Oakdale, California

Dated: Saturday, February 1, 2014

Signature: [Signature]  Clements Buckaroos

Signature: [Signature]  Livermore Junior Rodeo Association

Signature: [Signature]  Oakdale Saddle Club

Signature: [Signature]  Rowell Ranch Junior Rodeo Association

Signature: [Signature]  Turlock Horsemen's Club

Signature: [Signature]  Woodside Mounted Patrol of San Mateo County