

BY-LAWS

OF

CAPITAL CROSSROADS GAY RODEO
ASSOCIATION, INC.

A CALIFORNIA NON-PROFIT PUBLIC BENEFIT CORPORATION



Capital Crossroads Gay Rodeo Association

1 **BY-LAWS OF CAPITAL CROSSROADS GAY RODEO**
2 **ASSOCIATION, INC.**

3 *A CALIFORNIA NON-PROFIT PUBLIC BENEFIT CORPORATION*
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5 **ARTICLE I - NAME**
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7 The name of the Corporation shall be the Capital Crossroads Gay Rodeo
8 Association, Inc.
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10 **ARTICLE II - OFFICES**
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12 SECTION 1. PRINCIPAL EXECUTIVE OFFICE
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- 14 1. The Association's principal executive office shall be fixed and located at such
15 place, as the Board of Directors (herein called the "Board"), shall determine.
16 The Board is granted full power and authority to change said principal
17 executive office from one location to another where the Association is
18 qualified to do business.
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20 SECTION 2. OTHER OFFICES
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22 The Board may at any time establish branch or subordinate offices at any place
23 or places where the Association is qualified to do business.
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25 **ARTICLE III - OBJECTIVES AND PURPOSES**
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27 SECTION 1. PRIMARY PURPOSE
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29 The primary purpose for which this Association is formed is:
30

- 31 a. to educate the community about the diversity of the gay lifestyle in order
32 to increase the overall understanding and awareness, of the members of
33 the gay community;
34 b. to promote, advance and develop the sport of rodeo;
35 c. to provide education and training in the production and participation in the
36 sport of rodeo for the gay and non-gay communities; to participate in the
37 preservation of our Western Heritage; and
38 d. to engage in any activity not inconsistent with these purposes.
39

40 SECTION 2. GENERAL PURPOSES
41

42 The general purposes of this Association are to:
43

- 44 a. receive, hold and/or disburse gifts, bequests, devises, and other funds for
45 these purposes;

- 46 b. own and maintain or to lease suitable real estate and building and any
- 47 other personal property which is deemed necessary for its purposes;
- 48 c. enter into, make, perform and carry out contracts of every kind for any
- 49 lawful purpose, without limit as to amount.

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51 **ARTICLE IV - MEMBERSHIP**

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53 SECTION 1. GENERAL

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55 Any person who shall meet the requirements outlined in Article IV.1.2 shall be

56 eligible to be a member of this Association. Ownership of a horse is not a

57 prerequisite for membership in the Association.

58

59 1. Membership in this Association shall be attained by completing the official

60 membership application, or an electronic form that otherwise meets the

61 requirements of the paper form, and payment of dues for a category of

62 membership.

63

64 2. All membership applications shall be signed. Electronic signatures via the

65 electronic form will be accepted as signed by the applicant(s). The

66 application form shall state that the applicant has a commitment to the

67 stated goals of the Association.

68

69 3. The terms "member in good standing, "active member", and "Member"

70 mean a member whose current membership dues are paid in full.

71

72 4. A Member becomes inactive upon expiration of the current membership

73 dues. An inactive Member will be retained on the membership list for a

74 period of five (5) years, after which inactive Members may be removed

75 from the membership list. An inactive Member is not entitled to vote at

76 Association meetings, receive the newsletter or any other privilege or

77 benefit of membership. Members will be notified in writing one (1) month

78 before the expiration of membership by mail, to the last known address

79 registered with the membership committee. This notice will inform the

80 Member that he or she will be placed on an inactive member status upon

81 expiration of membership if membership dues are not paid. Inactive

82 members may renew their membership up to three (3) calendar months

83 without penalty. Expired memberships that are renewed within the three

84 (3) month grace period will be reinstated back to their original expiration

85 date and will constitute a continuous membership.

86

87 5. In addition to the Membership Chair, the following may receive

88 membership forms and payments on behalf of the Association:

89

90 i. The Association Secretary

91 ii. The Association President

- iii. The Association Treasurer
- iv. The Trustee to I.G.R.A. or designated Alternate Trustee

- 6. The receiving official will sign the form and indicate the date of receipt on the form. Any such receipts will be forwarded immediately to the Association Membership Chair for processing.
- 7. The "date of receipt" for all membership applications, renewals and dues, shall be the date received by the receiving official. The date will be stated on the receipt issued at the time the dues are received.
- 8. No Member shall have the ability to cast more than one vote.

SECTION 2. CATEGORIES OF MEMBERSHIP

There shall be the following categories of membership.

INDIVIDUAL

This category is available to all persons committed to the Objectives and Purposes of the Association.

FAMILY

Any two persons who qualify for individual membership who share the same address may apply for family memberships at reduced rates.

SECTION 3. MEMBERSHIP PRIVILEGES

Membership shall commence on the date of receipt of the application and the accompanying membership dues as indicated by the date of the receipt issued by the authorized member of the Association.

All Members are entitled to receive the Association newsletter.

All Members are entitled to one vote at Association membership meetings

SECTION 4. REVOCATION OF MEMBERSHIP

The Board shall have the right to revoke the membership of any member for cause by a two third (2/3rd) vote of the Board present at any Special Meeting of the Board. Cause shall be defined as including, but not limited to, unethical or fraudulent behavior, bad faith or conduct unbecoming of the Association. Any such decision must be preceded by due process including, but not limited to, a review by the Membership Review Committee.

SECTION 5. MEMBERSHIP SUSPENSION

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1. CAUSES:

Membership or Association affiliation may be declared suspended due to an outstanding financial obligation to the Association, providing that the member is aware of the obligation and has been given sufficient time to resolve the situation. The financial obligation may be either monetary or in the form of property. Suspended Members may be eligible for membership renewal on approval of the Membership Review Committee.

2. SUSPENSION:

The Association may declare any Member suspended for the reasons stated above by a majority vote of the Membership Review Committee. Suspension shall be effective immediately. After notification from the Membership Review Committee, the Association Secretary shall immediately:

- i. notify the Member in writing, by certified mail to the members last known address as shown in the membership records. The notification shall state that all membership privileges have been suspended including but not limited to the right to vote at all Association meetings and the right to compete as a member of Capital Crossroads Gay Rodeo Association until the reason for the suspension has been resolved;
- ii. the notification must state, the reason for the suspension and the action or the payment needed to resolve the problem and must be accompanied by copies of supporting documentation for the Member's permanent file;
- iii. notify the Membership Committee Chairperson, in writing, of the suspension. The Membership Committee Chair will ensure that the Member's name is placed on the list of members suspended for cause; and
- iv. if needed, notify any additional governing body of the suspension.

3. RESOLUTION

When the problem causing the suspension is resolved, the Membership Review Committee shall instruct the Association Secretary to immediately:

- v. notify the Member, in writing, of the resolution of the problem and that all membership privileges and Association affiliation, have been reinstated;

184 vi. notify the Membership Committee Chairperson, in writing, of the
185 resolution. The Membership Committee Chair will ensure that the
186 Member's name is removed from the list of members suspended
187 for cause; and

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189 vii. if needed, notify any additional governing body of the resolution.
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191 **ARTICLE V – MEMBERSHIP MEETINGS**

192 **SECTION 1. ANNUAL MEETINGS**

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195 An annual meeting of the Members (each of which is sometimes hereinafter
196 referred to as an “Annual Membership Meeting”) shall be held each year during
197 the month of September at a time and place designated by the Board. The
198 purpose of the Annual Meeting shall be the election of Association officers,
199 ratification of rules and by-law amendments and the transaction of such other
200 business that may properly come before the meeting. Notice of the time and
201 place of each Annual Meeting shall be communicated to each Member at least
202 fifteen – (15) days before the day set for the meeting.
203

204 **SECTION 2. GENERAL MEETINGS**

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206 General Meetings (each of which is sometimes hereinafter referred to as a
207 “General Meeting”) shall be decided by and at such a place as may be
208 designated by the Board a minimum of three (3) times in a calendar year. Notice
209 of the time and place of each General Meeting shall be posted on the
210 Association’s web site and communicated to each Member of the Association at
211 least ten – (10) days before the date of the meeting through one of the
212 Association’s media:
213

- 214 1. E-mail,
- 215 2. Telephone,
- 216 3. Association’s Newsletter,
- 217 4. Direct Mail.

218 219 **SECTION 3. SPECIAL MEETINGS**

220
221 Special Meetings of the Members (each of which is sometimes hereinafter
222 referred to as a “Special Membership Meeting”) may be called for any purpose or
223 purposes, by the parties specified below. Notice of the Special Meeting shall be
224 communicated at least forty-eight (48) hours in advance of the meeting. Each
225 such notice shall state the purpose or purposes for which the Special Meeting is
226 being called, and the business transacted at a Special Meeting shall be confined
227 to the stated purpose in such notice. Special Meetings may be called by:
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- 229 a. a majority of the Board;

- 230 b. the Association President;
- 231 c. the Association Vice President of Administration or Vice President of
- 232 Rodeo Operations, in the absence of the Association President;
- 233 d. The Association President or the Association Vice President of
- 234 Administration or Vice President of Rodeo Operations, upon written
- 235 request of at least twenty-five percent (25%) of the members in good
- 236 standing.

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238 SECTION 4. VALIDATION OF MEMBERSHIP AND RIGHT TO VOTE

239
240 A quorum of Members, as specified by these By-Laws, must be present at the
241 beginning of any meeting of the Members at which a vote of the Members is
242 taken. The presence of a quorum may be determined at any point in a meeting
243 of the Members, and it shall not be necessary thereafter to determine whether a
244 quorum remains present at any given time or for any given vote, and a quorum
245 shall thereafter be deemed to be present throughout the remainder of the
246 meeting. The foregoing provision shall not prevent the establishment of the
247 presence of a quorum at any time during a meeting, if a quorum was not
248 originally present and the officers presiding at the meeting which to determine
249 whether a quorum is present. At all meetings of the Members at which a vote of
250 the Members is proposed to be taken, an attendance register must be signed by
251 all Members attending the meeting. Such register shall require the following
252 information as to each Member signing:

- 253 1. printed name
- 254
- 255 2. signature
- 256
- 257 3. membership number
- 258
- 259 4. expiration date
- 260

261 The Association Secretary in association with the Membership Chair shall
262 validate the Member in good standing status and the right to vote of each
263 member so signing from the membership records of the Association. The total
264 number of validated signatures in such register shall be the qualifying count for
265 establishing a quorum, and such register shall become part of the permanent
266 record of the Association.

267
268 SECTION 5. VOTING AT MEETINGS OF MEMBERS

269
270 The vote of the majority of the Members in good standing who are present at a
271 meeting at which the presence of a quorum of the Members has previously been
272 established shall be the act of the Members as a whole. Ten percent (10%) of
273 the Association's membership shall constitute a quorum.

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275 SECTION 6. WAIVER OF NOTICE

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Attendance by a member at any meeting of the Members shall constitute a waiver of notice of that meeting, except when the member objects at the beginning of the meeting to the transaction of any business due to the inadequacy or illegality of the notice.

ARTICLE VI - ASSOCIATION OFFICERS AND BOARD OF DIRECTORS

SECTION 1. GENERAL

The Board of Directors (herein referred to collectively as the Board) consisting of elected Officers shall govern the Association. Each member of the Board (herein known as "Director") will be entitled to one (1) vote.

SECTION 2. POWERS OF DIRECTORS

GENERAL CORPORATE POWERS:

Subject to the provisions of the California Non profit Corporation Law and any limitations in the Articles of Incorporation and these By-Laws relating to action requiring approval by the Members, the business and affairs of the Association shall be managed, and all corporate powers shall be exercised by, or under the direction of, the Board.

POWERS OF THE BOARD OF DIRECTORS:

- Select and remove all agents and employees of the Association and prescribe any powers and duties for them that are consistent with law, with the Articles of Incorporation and these By-Laws.
- Designate any place within the State of California for the holding of any meeting or meetings.
- Adopt, make, and use the Corporate Seal; prescribe the forms of membership certificates; and alter the form of the seal and certificate.
- Borrow money and incur indebtedness on behalf of the Association and cause to be executed and delivered for the Association's purposes, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, and other evidences of debt and securities.
- Conduct, manage and control the affairs and business of the Association and to make such rules and regulations therefore not

321 inconsistent with laws or with the Articles of Incorporation or the By-
322 Laws, as they may deem best.

323
324 • Manage in such manner as they may deem best all funds and
325 property, real and personal, received and acquired by the
326 Association; and to distribute, loan or dispense the same and/or
327 income therefore.

328
329 • The Board may authorize any officer or officers, agent or agents, to
330 enter into any contract or execute and deliver any instrument in the
331 name of and on behalf of the Association, and such authority may
332 be general or may be confined to specific instances.

333
334 • The Board shall approve all checks, drafts, or orders for payment of
335 money, notes or other evidences of indebtedness issued in the
336 name of the Association.

337
338 • All funds of the Association shall be deposited from time to time to
339 the credit of the Association in such banks, trust companies, or
340 other depositories as the Board may select.

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342 SECTION 3. COMPOSITION

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344 OFFICERS

345
346 Officers of the Association shall consist of a President, a Vice President of
347 Administration, a Vice President of Rodeo Operations, a Secretary, a
348 Treasurer, a Member-At-Large and the Trustee to I.G.R.A. Officers of the
349 Association may not hold an officer position of another Association if that
350 position would cause a conflict of interest situation. No one person may hold
351 two offices of the Association. The duties of the officers shall be such as are
352 usually imposed upon such officials of corporations and as are required by
353 law, or as specified in these By-Laws, Standing Rules, or such as may be
354 assigned to them, respectively, from time to time, by the Board or
355 Membership.

356
357 COUNSELOR

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359 Any member shall be eligible for selection as Counselor of the Association. A
360 Counselor will have the right to speak at all meetings of the Board. Any
361 officer of the Board may nominate a member for Counselor of the Association
362 at any Board. The nomination must carry a two-thirds (2/3d's) vote of the
363 Board present. Ratification of the nomination of Counselor by the
364 Membership shall occur at the next regularly scheduled Membership Meeting
365 and require a two-thirds (2/3d's) majority vote for confirmation.
366

367 SECTION 4. QUALIFICATIONS

368

369 All members of the Board must be filled by a candidate who has been a Member
370 of the Association in good standing for a minimum of thirty (30) days prior to the
371 date of election.

372

373 SECTION 5. RESTRICTION REGARDING INTERESTED DIRECTORS

374

375 Not more than forty-nine percent (49%) of the persons serving on the Board at
376 any time may be interested persons. An interested person is defined as any
377 person, relative, or a domestic partner of a person being compensated by the
378 Association for services rendered to it within the previous twelve (12) months,
379 whether as a full-time or part-time employee, independent contractor, or
380 otherwise, excluding any reasonable reimbursement expenses paid to a Director
381 as Director.

382

383 SECTION 6. ELECTION

384

385 OFFICERS

386

387 Officers shall be elected at the Annual Membership Meeting. Any certified
388 member may place names in nomination with the Secretary beginning at
389 the General Membership Meeting prior to the Annual Membership Meeting.
390 Nominations will remain open until the close of nominations at the Annual
391 Membership Meeting. The nominee must either be present to accept
392 nomination or have previously submitted written acceptance of the
393 nomination to the Board.

394

395 Voting shall be performed by:

396

397 • A secret Ballot conducted at the Annual Membership Meeting

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399 • Absentee balloting received by the Secretary prior to the day of
400 the Annual Membership Meeting

401

402 • Absentee ballots will be counted only once and will not be
403 included in any run-off elections.

404

405 The candidate receiving a majority of the available vote, (50% plus 1
406 vote), shall be elected. In the event that no candidate receives a majority
407 of the vote, a runoff election will take place between the two candidates
408 receiving the most votes. The runoff process will continue until one
409 candidate receives a majority of the vote.

410

411 SECTION 7. TERM

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413 GENERAL

414
415 Each Director, including a Director elected to fill a vacancy, shall serve until
416 expiration of the term for which elected and until a successor has been
417 elected and qualified. No reduction of the authorized number of Directors
418 shall have the effect of removing any Director before that Director's term of
419 office expires.

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421 1. OFFICERS

422
423 Officers other than the Trustee to I.G.R.A. shall be elected for a term of one
424 year. Officer term shall begin October 1.

425
426 The Trustee to I.G.R.A. shall serve a term as determined by I.G.R.A. By-laws
427 Article X. Trustee to I.G.R.A. shall begin January 1

428
429 Any member elected as Trustee to I.G.R.A. at the Annual Membership
430 Meeting shall serve as Trustee-elect until the end of the current Trustee term.
431 The Trustee-elect shall not be a voting member of the board.
432 The Trustee-elect shall be designated as a Delegate to the Annual I.G.R.A.
433 Convention in the year of election.

434
435 2. COUNSELOR

436
437 A Counselor shall not require re-election and shall serve until resignation,
438 removal, or death. A Counselor shall be seated immediately following
439 confirmation by the Membership.

440
441 SECTION 8. VACANCIES

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443 CAUSES

444
445 A vacancy in a Director's position shall be deemed to exist on the occurrence
446 of the death, resignation, or removal of any Director.

447
448 RESIGNATION

449
450 i. Except as provided in this paragraph, any Director may resign. The
451 resignation shall be effective upon receipt of written notice to the
452 President, the Secretary, or the Board unless the notice specifies a
453 later time for the resignation to become effective. If the resignation of
454 a Director is effective at a future time, the Board may fill the vacancy
455 as directed in Article VI.8.4. to take office when the resignation
456 becomes effective.

457

- 458 ii. A Director whose membership expires will be considered to have
459 resigned.
460
461 iii. No Director who has resigned during a term of office may be re-
462 elected to fill the same position during the same term.
463
464
465 iv. No Director may resign when the Board would be then left without a
466 duly elected Director in charge of its affairs.
467

468 3. REMOVAL

469
470 At any time a Director may be removed from the Board by a two-thirds
471 (2/3rds) vote of the total Board members present by secret ballot at a Special
472 Meeting of the Board called for that purpose. Any such decision must be
473 preceded by due process. Such removal from duty shall be effective
474 immediately. Any motion to remove a Director must be acted on at the
475 meeting of presentation. Persons removed from the Board in this manner
476 may not be elected to another position on the Board for the remainder of the
477 current term.
478

479 4. OFFICER ELECTION DUE TO VACANCY

480
481 In the event of a vacancy, the Board may elect from the membership a
482 person to fill the remaining term of an Officer at any Special meeting of the
483 Board. The candidate shall be seated immediately while awaiting
484 confirmation by the Membership. Candidates elected to fill vacancies shall
485 be submitted in writing to the members for confirmation in accordance to
486 Article VI.6., unless the remaining term is ninety – (90) days or less. A
487 majority affirmation by the Members is required to confirm a candidate as an
488 Officer.
489

490 **ARTICLE VII - DIRECTOR'S MEETINGS**

491 SECTION 1. REGULAR MEETINGS

492
493 Regular meetings of the Board shall be held at least quarterly. Notice of said
494 meeting shall be communicated to Members.
495

496 SECTION 2. SPECIAL MEETINGS

497
498 Special meetings of the Board may be called at any time by the President or by two
499 (2) or more Directors.
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502 1. Notice of a Special meeting of the Board shall be communicated to each
503 Director.

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2. All such notices shall be given or sent to the Director's address or telephone number as shown in the records of the Association. Notices sent by first-class mail shall be deposited in a United States mail box at least ten (10) days before the time set for the meeting. Notices by personal delivery, telephone or telegraph shall be delivered, telephoned or given to the telegraph company at least 48 hours before the time set for the meeting. This notice shall state the time and place for the meeting; and specify the purpose of the meeting.

SECTION 3. QUORUM

A majority of the authorized number of voting Directors shall be necessary to constitute a quorum for the transaction of business. Every action decided by a majority of the Directors present at a meeting duly held, shall be regarded as the act of the Board, unless a greater number be required by law, by the Articles of Incorporation or these By-Laws.

SECTION 4. ADJOURNMENT

A majority of the Directors present, whether or not constituting a quorum, may adjourn any meeting to another time and place.

SECTION 5. MEETINGS BY ELECTRONIC MEDIA

Any meeting, Regular or Special, may be held by conference telephone, live video or similar communication equipment, so long as all Directors participating in the meeting can hear and/or see one another. All Directors shall be deemed present at such meeting. Teleconference meetings shall require a five – (5) day notice.

SECTION 6. WAIVER OF NOTICE

The transactions of any meeting of the Board of Directors however called and noticed or wherever held, shall be as valid as though taken at a meeting duly held after regular call or notice, if a quorum is present.

ARTICLE VIII – COMMITTEES

SECTION 1. COMMITTEES OF THE BOARD

1. STANDING COMMITTEES OF THE BOARD

i. EXECUTIVE COMMITTEE

The Executive Committee of the Board shall consist of the President, Vice President of Administration, the Vice President

550 of Rodeo Operations, Secretary, Treasurer, the Member-At-
551 Large, and the Trustee to I.G.R.A..

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553 ii. FINANCE COMMITTEE

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555 The Finance Committee of the Board shall consist of the
556 Executive Committee.

557
558 iii. FESTIVAL / RODEO FINANCE COMMITTEE

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560 The Festival / Rodeo Finance Committee shall consist of the
561 Executive Committee, the Rodeo Director.

562
563 iv. MEMBERSHIP REVIEW COMMITTEE (M.R.C.)

564
565 1. PURPOSE

566
567 a. The purpose of the M.R.C. is to resolve complaints
568 and problems which may arise within the Association
569 pertaining to unethical, disruptive or un-sportsmanlike
570 activities. The committee shall have jurisdiction over
571 all Members.

572
573 2. COMPOSITION

574
575 a. The M.R.C. shall consist of the Vice President of
576 Administration, the Membership Chairperson, one (1)
577 Counselor of the Association and two (2) Members,
578 excluding the Executive Committee, to be approved
579 by the Board. The Vice President of Administration
580 shall chair the committee.

581 b. The term of committee members shall coincide with
582 the term of the Board.

583 c. The Chairperson shall submit to the Board the two (2)
584 members' names for approval at the first scheduled
585 Regular Board Meeting of the new term.

586 d. A committee member who is party to a complaint, or
587 otherwise has a conflict of interest in a complaint
588 under review, will be disqualified from participating in
589 that matter. The Board shall appoint a substitute
590 committee member.

591 e. If the Vice President of Administration is a disqualified
592 committee member, the committee shall appoint an
593 interim Chairperson from within the committee to
594 serve as Committee Chairperson for that particular
595 matter.

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- f. A quorum for any meeting of the M.R.C. shall be as required for other meetings of the Board. A majority shall prevail in all decisions.

3. PROCEDURE

- a. Any complaint regarding Association policy, Members, or contract personnel may be presented to the M.R.C.
- b. All complaints must be in writing, and must be submitted to the Chairperson of the M.R.C., no later than thirty – (30) days following the alleged incident(s). No complaint will be denied review if, in the opinion of the M.R.C., it is deemed timely due to extenuating circumstances.
- c. Anonymous complaints will not be reviewed.
- d. Within thirty (30) days of receiving a complaint, the M.R.C. will conduct a preliminary review to determine the validity of the complaint. Any complaint determined to be unsubstantiated will be rejected and the complainant notified with the reason for rejection.
- e. All valid complaints shall have notice sent to the member of whom the complaint was directed. The notice shall include the specific complaints to which the review was requested.
- f. The recipient shall then have thirty (30) days from the date of the notice is sent to submit a response in writing.
- g. If a valid complaint involves contract personnel or other company-for-hire, the Board shall be immediately notified.
- h. Once responses are received, the committee will review the responses.
- i. A hearing may be scheduled involving one or both parties as deemed appropriate for further investigation of facts.
- j. The committee shall request a special meeting of the Board to report all complaints received and their resolution and recommendations.
- k. All complaints received and associated reviews and responses will be entered into record.

4. OTHER COMMITTEES OF THE BOARD.

640 i. The Board may by resolution adopted by a majority of the Directors
641 designate one or more committees to serve at the pleasure of the
642 board.

643
644 ii. A committee shall consist of at least two persons.
645

646 SECTION 2. STANDING COMMITTEES

647
648 The following committees will be standing committees and the Chairperson shall
649 be appointed annually and approved by the Board:

650 BY-LAWS AND STANDING RULES

651 CORPORATE FUNDRAISING

652 PUBLIC RELATIONS

653 DEAN BERKAN RODEO SAFETY AND EDUCATION FUND

654 EVENTS

655 MEMBERSHIP

656 E-COMMUNICATIONS

657 NEWSLETTER

658 ROYALTY

659 SIERRA STAMPEDE RODEO AND FESTIVAL

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671 The duties of all standing committees shall be as designated by the Board.

672 SECTION 3. AD HOC COMMITTEES

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675 The President, with the approval of the Board, shall appoint such Ad Hoc
676 Committees, as the Board shall deem advisable or appropriate.

677
678 The President with the approval of the Board of Directors shall appoint the
679 Chairpersons for all Ad Hoc Committees:

680 SECTION 4. COMMITTEE OFFICERS AND REPORTS

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683 The Chair, or in the absence of the Chair, a Chair appointed committee member,
684 shall preside at meetings of the committee. The committee shall make written
685 reports on behalf of the committee to the Board and/or the Members.

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ARTICLE IX - FISCAL YEAR AND REPORTING

SECTION 1. FISCAL YEAR

The Fiscal Year of the Association shall begin on January 1 and end at midnight on December 31 of each calendar year.

SECTION 2. ANNUAL REPORT

1. Not later than 120 days after the close of the Association's Fiscal Year, the Board shall cause an annual report to be made to the members. Such report shall contain the following information:
 - i. the assets and liabilities, including the trust funds, of the Association as of the end of the Fiscal Year;
 - ii. the principal changes in assets and liabilities, including trust funds, during the Fiscal Year;
 - iii. the revenue or receipts of the Association, both unrestricted and restricted to particular purposes, for the Fiscal Year; and,
 - iv. the expenses and/or disbursements of the Association, for both general and restricted purposes during the Fiscal Year.
2. The report required herein shall be accompanied by a Certification by the Treasurer of the Association, that the report was prepared without audit from the books and records of the Association.

SECTION 3. FINANCIAL REPORTS

The Board shall cause a financial report to be communicated to the Members at all General Meetings and the Annual Meeting or as requested. Such report shall contain the following information:

- i. the assets and liabilities, including the trust funds, of the Association at the beginning and end of the month of the report;
- ii. the principal changes in assets and liabilities, including trust funds, during the month of the report;
- iii. the revenue or receipts of the Association, both unrestricted and restricted to particular purposes, for the month of the report; and,
- iv. the expenses and/or disbursements of the Association for both general and restricted purposes during the month of the report.

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ARTICLE X - BOOKS AND RECORDS

The Association shall keep correct and complete books and record of accounts and shall keep minutes of the proceedings of its Members, Board and Committees having and exercising any of the authority of the Board. All books and records shall be made available to State and Federal authorities pursuant to law.

The Membership Committee shall keep at the principal office a record giving the names and addresses of the Members entitled to vote. The membership shall at all times be held confidential, and shall not be made available, except pursuant to court order.

ARTICLE XI – AMENDMENTS

SECTION 1. METHOD

Proposals to make new by-laws, change existing by-laws, or repeal by-laws can be made at:

- The Annual Membership Meeting,
- Any Special Membership Meeting called for that purpose,
- Any By-laws Committee Meeting.

SECTION 2. RATIFICATION

By-Laws proposals shall be ratified by a 2/3rd's vote of the membership at the next Annual or Special Membership Meeting where a quorum exists.

ARTICLE XII - STANDING RULES

The Association shall have the power to adopt, and from time to time amend, such rules pertaining to the purposes, activities, and affairs of the Association, as it deems necessary and desirable, where such rules and regulations do not conflict with any provisions of law, or the By-Laws of the Association. Such rules and regulations shall be known and designated as the Standing Rules of the Association.

Standing Rules may be amended by a 2/3rd's vote of the membership at the next Annual or Special Membership Meeting where a quorum exists, or as otherwise provided in these by-laws.

ARTICLE XIII - PERSONAL LIABILITY OF MEMBERS

No member of the Association shall be personally liable to its creditors or for any indebtedness of liability. All creditors shall look only to the assets of the Association for liability claims.

778 **ARTICLE XIV - FESTIVALS AND RODEOS**

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780 SECTION 1. GOVERNANCE

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782 All Association produced festivals and rodeos shall be subordinate to CAPITAL
783 CROSSROADS GAY RODEO ASSOCIATION.

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785 **ARTICLE XV - NONPARTISAN ACTIVITIES**

786
787 This Association has been formed under the California non-profit Public Benefit
788 Corporation Law for the purposes stated in the Articles of Incorporation, and it shall be
789 non-profit and non-partisan. None of the activities of the Association shall consist of the
790 publication or dissemination of materials with the purpose of attempting to influence
791 legislation, and the Association shall not participate or intervene in any political
792 campaigning on behalf of any candidate for public office or for or against any cause or
793 measure being submitted to the people for a vote.

794
795 3. Notwithstanding any other provisions of these Articles, the Association shall
796 comply with:

- 797
798 • Federal Income Tax guidelines under Section 501(c)(3) or Section
799 501 (c)(4) of the Internal Revenue Code of 1954 (or corresponding
800 provisions of any future United States Internal Revenue Law, or
801
802 • Section 170(c)(2) of the Internal Revenue Code of 1954 (or the
803 corresponding provision of any future United States Internal
804 Revenue Law.

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806 **ARTICLE XVI - DEDICATION OF ASSETS**

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808 The properties and assets of this non-profit corporation are irrevocably dedicated to
809 charitable purposes. No part of the net earnings, properties, gains dividends or assets
810 of this corporation, on dissolution or otherwise, shall inure to the benefit of any private
811 person or individual, or any Member or Director of this corporation. On liquidation or
812 dissolution, all properties, assets and obligations shall be distributed and paid over to
813 an organization dedicated to charitable purposes consistent with the corporation's
814 philosophy, provided that the corporation continues to be dedicated to the exempt
815 purposes as specified in the Internal Revenue Code Section 501(c)(3) and/or Section
816 501 (c)(4).

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818 **ARTICLE XVII - PROCEDURAL STANDARDS**

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820 Roberts Rules of Order: Newly Revised will serve as the procedural standards and
821 guidelines for issues not specifically addressed by these By-Laws.

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823 **ARTICLE XVIII - SEVERABILITY OF PROVISIONS**

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825 The invalidation of any provision of these by-laws shall not be deemed to invalidate,
826 negate, or detract from the enforceability of any other provision herein stated.
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828 **ARTICLE XIX. THE INTERNATIONAL GAY RODEO ASSOCIATION (I.G.R.A.)**

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830 Capital Crossroads Gay Rodeo Association, as an entity, is a member of the
831 International Gay Rodeo Association (I.G.R.A.). The By-laws, Standing Rules and
832 Rodeo Rules of I.G.R.A., which may be amended from time to time by the membership
833 of that organization, are hereby adopted by reference.
834

835 Section 1. TRUSTEE TO I.G.R.A.

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837 a. The Trustee to I.G.R.A. will represent Capital Crossroads Gay Rodeo
838 Association at all I.G.R.A. meetings and events.
839 b. An alternate Trustee may be designated in accordance with I.G.R.A. By-
840 laws.
841 c. An alternate Trustee shall only represent the Association at an I.G.R.A.
842 event in which he/she is designated as an alternate.
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844 Section 2. DELEGATES TO IGRA

845
846 The Association sends Delegates and Alternates to attend the Annual I.G.R.A.
847 Convention. These Delegates and Alternates must be selected by vote of the
848 membership of the Association. The By-laws and Standing Rules of the I.G.R.A.
849 will determine the maximum number of Delegates and Alternates to be elected.
850

851 **ARTICLE XX - DISSOLUTION**

852
853 The property of the Capital Crossroads Gay Rodeo Association is irrevocably dedicated
854 to charitable purposes and no part of the net income or assets of this corporation shall
855 ever inure to the benefit of any director, officer or member thereof or to the benefit of
856 any private person. Upon the dissolution of Capital Crossroads Gay Rodeo Association,
857 its assets remaining after payment or provision for payment, of all debts and liabilities of
858 this corporation shall be distributed to a non-profit fund, foundation or corporation which
859 is organized and operated exclusively for charitable purposes and which has
860 established its tax exempt status under Section 501 (c) (3) of the United States Internal
861 Revenue Code.
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Revision History

Revision	Date	Comment
A.00	04 March 2001	By-laws signed by Executive Board.
	04 March 2001	By-laws accepted and ratified by vote of the General Membership of CCGRA.
A.01	19 July 2002	Editing change. Removal of all remaining references to IGRA: Article IV, Section 5.2.i Article IV, Section 5.2.iv Article IV, Section 5.3.iii
A.02	19 July 2002	Added Revision History page and Revision Number to document.
A.03	17 November 2002	The following changes were ratified by the membership at the Regular Meeting: Article VI, Section 3.1 (Board composition) Article VI, Section 6.1.i (Elections) Article VI, Section 6.1.ii (Balloting)
A.04	12 February 2004	Applied updated CCGRA logo to document.
A.05	21 February 2004	Corrections made to typographical errors and formatting. Removed reference to IGRA Trustee: Article VIII, Section 1.1.i (Executive Committee)
A.06	18 April 2004	The following changes were ratified by the membership at the Regular Meeting: Article VIII, Section 2 (Standing Committees) Article XIV, Section 1 (Festivals and Rodeos - Governance) Article XIX (Dissolution added)
A.07	11 September 2007	The following changes were ratified by the membership at a Special Membership Meeting: Added new Section 3 under Article III to incorporate the proposed relationship between Capital Crossroads Gay Rodeo Association and International Gay Rodeo Association I.G.R.A.) in preparation for 2007 IGRA Convention and being seated as a member association in IGRA.

Revision	Date	Comment
A.08	08 December, 2007	<p>The following changes were ratified by the membership at the Annual Membership Meeting:</p> <p><u>Article I</u> Delete acronym CCGRA and use full name.</p> <p><u>Article III, Section 3.</u> Delete entire section. Adopted 9/11/07 as a temporary by-law until recognized by I.G.R.A..</p> <p><u>Article IV, Section 1, Paragraph 4.</u> Expired Memberships renewed within 3 months retain expiration date and continuous membership status.</p> <p><u>Paragraph 6.</u> Add Treasurer and Trustee, delete counselor as authorized to receive memberships.</p> <p><u>Section 2.</u> Delete Business Membership.</p> <p><u>Article V, Section 2</u> Change Monthly Meetings to General Meetings; require a minimum of 5 general meetings and 1 annual meeting; communicate by web site, email, telephone, newsletter, direct mail.</p> <p><u>Section 3.</u> Add both Vice Presidents able to call special meetings.</p> <p><u>Section 5.</u> Clarify quorum as 10% of Association's membership.</p> <p><u>Article VI, Section 3.</u> Redefined elected offices to President, Vice President of Administration, Vice President of Rodeo Operations, Secretary, Treasurer, Member-at-Large, and Trustee to I.G.R.A.</p> <p>Re-worded definitions of counselor.</p> <p><u>Section 6.</u> Absentee ballots must be received by Secretary prior to election day, and will not be used in run-off elections.</p> <p><u>Section 7.</u> Trustee to I.G.R.A. term defined by I.G.R.A. By-law Article X, Section 3.</p> <p><u>Section 8, Paragraph 3.</u> Trustee to I.G.R.A. election due to vacancy defined in Article XIX of these by-laws.</p> <p><u>Article VIII, Section 1, Paragraph i.</u> Added both vice presidents and Trustee to I.G.R.A. to Executive Committee.</p> <p><u>Paragraph iv., subparagraph 2.</u> MRC headed by Vice President of Administration.</p> <p><u>Section 2.</u> Broke Corporate Fundraising/ Public Relations into 2 committees; added E-Communications.</p> <p><u>Article IX, Section 3.</u> Replace "monthly" with "Financial"</p> <p><u>Article XI, Section 1.</u> Re-wrote method to introduce By-law changes.</p> <p><u>Section 2.</u> By-laws ratified by 2/3rd's vote at Annual or Special Meeting.</p> <p><u>Article XII.</u> Standing Rules ratified by 2/3rd's vote at Annual or Special Meeting.</p> <p><u>Article XIX.</u> Define relationship with I.G.R.A. as member association. (<u>Renumbered remaining Articles</u>)</p> <p><u>Section 1.</u> Define Trustee to I.G.R.A.</p> <p><u>Section 2.</u> Define Delegates to send to I.G.R.A. annual convention.</p>

Revision A.11

Revision	Date	Comment
A.09	11 December 2009	<p>The following changes were ratified by the membership at the Annual Membership Meeting:</p> <p><u>Article IV, Section 1.</u> Added “electronic form” for Membership application. Signature via electronic application accepted.</p> <p><u>Article IV, Section 2.</u> Family membership category changed “reside at” to “share” the same address.</p> <p><u>Article V, Section 2.</u> Changed minimum number of General Meetings to three (3).</p> <p><u>Article VI, Section 3. Officers:</u> Changed duties to include those from the Standing Rules and from the Membership.</p> <p><u>Counselor:</u> Changed who is eligible to become Counselor.</p> <p><u>Article VI, Section 7.</u> Changed wording for Counselor term from “elected” to “confirmed by the Membership.”</p> <p><u>Article VI, Section 8 Paragraph 3.</u> Changed voting to total Board present. <u>Paragraph 4.</u> Changed title. Added reference to Article VI.4 to define who is eligible to fill a vacant officer position. Removed separate procedure reference to fill vacancy to Trustee to I.G.R.A. and Counselor.</p> <p><u>Article VIII, Section 1, Paragraph iv.</u> Removed and replaced “Composition” and “Procedure” sections for Membership Review Committee.</p> <p><u>Article XIX, Section 1.</u> Added alternate Trustee will only represent the Association at I.G.R.A. events for which he/she is designated. <u>Section 2.</u> Removed reference to Standing Rules for election of delegates for I.G.R.A. Convention.</p>
A.10	9 December 2012	<p>The following changes were ratified by the membership at the Annual Membership Meeting:</p> <p><u>Article IV, Section 4.</u> Changed Board qualification to member in good standing for 30 days.</p>
A.11	10 August 2013	<p>The following changes were ratified by the membership at a Special Membership Meeting on:</p> <p><u>Article V, Section 1.</u> Changed Annual Meetings to September. Remove clause passing authority to new board immediately after Annual Meeting closed.</p> <p><u>Article VI, Section 3.</u> Removed reference to officers term.</p> <p><u>Article VI, Section 7.A.1</u> Officer term begin date added.</p> <p><u>Article VII, Section 1.</u> Section removed (Director's Annual Meeting). Remaining sectioned renumbered.</p>