

Rio Arriba County Fair Association

BYLAWS

Approved by

RACFA Board of Directors

March 28, 2023

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Article I – NAME

The name of this organization shall be the Rio Arriba County Fair Association (RACFA).

Article II – Mission

The mission of the Rio Arriba County Fair Association is to sustain, promote, enhance, and embrace our traditional rural lifestyle and values. These values reflect the way in which we connect to the land, the water, to each other and to all living things. Our goal is to promote a venue that not only strengthens the knowledge of our program but brings people together and increases community involvement through volunteerism. Through integrity, fairness, and respectful collaborations we will create a fun-filled atmosphere of competition, celebration and hope for our future generations.

Article III – Objective

The purpose of the Rio Arriba County Fair Association is to unite the community and promote its assets by planning and producing the Rio Arriba County Fair. The Fair will incorporate youth development activities, northern New Mexico traditions and our rural way of life and will encourage small business utilization to further Rio Arriba County economic development. The responsibilities of our Board are as follows:

- Establish mission and purpose.
- Select the Board of Directors.
- Support and evaluate the Chairperson.
- Set policies and ensure effective planning.
- Monitor and strengthen programs and services.
- Ensure adequate financial resources.
- Protect assets and provide proper financial oversight.
- Build a competent board.
- Ensure legal and ethical integrity.
- Enhance the organization's public standing.

Article IV - Amendments

Amendments to these bylaws may be proposed by any member of the Board of Directors. To be effective, the amendment must receive a majority vote of the Board of Directors. There shall be a waiting period of thirty (30) days from the time the proposed amendment is received until a vote

is held at the next scheduled special or annual meeting. All Board of Directors members must be notified in writing of the proposed amendment to the By-Laws (15) days prior to the time the vote is held.

[?]As per Roberts Rule of Order a 2/3rd vote required to change rules and close debate.

Article V – Organization

~Section I – Membership

Residents of Rio Arriba County (18 years and older) and/or adjacent Counties are eligible for the general membership to the Rio Arriba County Fair Association provided by completing a membership form and making payment of the \$10 annual dues. Fair Association general members will be required to update their membership status annually by completing a membership form and submitting it to the Board Secretary. Fair Association general memberships will be active from October through September. To be eligible to vote at the current year's annual meeting, general membership for the year must be received by December 31st.

~Section II – Board of Directors Composition

MINIMUM REQUIREMENTS TO BE ELECTED TO THE BOARD OF DIRECTORS: must have no felony convictions and shall not have been charged with or convicted of a sexual offense, forgery, embezzlement, public corruption, or related charges in federal court of any state court.

A. The administrative authority of the Association shall be vested in a Board of Directors consisting of nine (9) elected members, which shall have the following composition: Chairman, Vice Chairman, Secretary, Treasurer and five (5) voting Members at-Large positions. The Board of Directors, which shall also be referred to as the Executive Committee, shall be entitled to vote at all annual, regular and specially called meetings.

B. Terms of office for the Board of Directors positions will be two (2) years. Approximately one half (1/2) of the board positions will be elected each year, i.e., one year the Chairman, Vice Chairman, Secretary, Treasurer the next year all five Members at Large, will be voted on.

C. No single position on the Executive Committee shall be held by the same person for more than two consecutive 2-year terms (i.e., if a member is the Chairman for two consecutive terms (4 years) that person cannot be the Chairman after year four, but could potentially be the Chairman again following a 2-year term held by another individual). This ensures diversity in skills, experience and leadership to advance the organization's mission. However, if there is no other suitable candidate, the term can be extended by a vote of the existing board.

D. Any Board member missing three (3) meetings for any unexcused reason shall automatically create a vacancy on the Board unless an emergency has occurred, and an excusal has been made

by the Chairman upon notice given by the board member to the Chairman explaining the reason for the absence(s)

E. In order to maintain your executive position, you must keep your annual association membership current.

~Section III – Elections

Fair Association general members shall elect the Chairman, Vice Chairman, Secretary, Treasurer and Members at Large positions. Elections will be held at the annual meeting. The positions shall be announced, by legal notice, (1) month prior to the annual meeting, and voting shall be conducted by ballot at the duly called annual meeting. Candidates must be an active paid member and in current good standings. Nominees may campaign for their position.

Elections shall be held as follows:

- Elections shall be held annually depending on the term of office.
- Current paid general members shall have one vote.
- Balloting shall continue at the Board meeting until a candidate has received the position.
- Elected officers will assume their duties upon adjournment of the annual meeting.

~Section IV – Standards of Conduct

Under the law, each executive Board of Directors member must meet certain standards of conduct. These standards are typically described as duty of care, duty of loyalty and duty of obedience.

Duty of Care

Board of Directors member must exercise “reasonable care” when he or she makes a decision for the organization. In this case, “reasonable” is what a prudent person in a similar situation might do.

Duty of Loyalty

Board of Directors member must never use information gained through his or her position for personal gain. This means each member must always act in the best interests of the organization.

Duty of Obedience

A Board of Directors member must be faithful to the organization’s mission. This means he or she cannot act in a way that is inconsistent with the organization’s goals.

~Section V – Meetings Notice

The annual meeting of the Rio Arriba County Fair Association shall be the second Tuesday of the month of October. Other meetings and/or special meetings shall be called by the Chairman at such time and location as deemed necessary.

A. In accordance with parliamentary procedure, a fixed order of business will take place. Below is a typical example:

1. Call to order.
2. The roll call of members present.
3. Review minutes of the last meeting.
4. Officer's reports.
5. Committee reports.
6. Special orders - Important business previously designated for consideration at this meeting.
7. Unfinished business.
8. New business.
9. Announcements.
10. Adjournment.

~Section VI – Notice

Fair Association members and ex-officio members shall be notified of annual meetings one month prior to the annual meeting. Notice of the annual meeting, to the public, will be by Legal Notice in the Rio Grande Sun, the publication only having to run one time. Notice of all regular and special meetings of the Board of Directors shall be emailed to every Association member at least three (3) working days prior to the meeting.

~Section VII – Voting of Governing Body

If the quantity of paid members present at the annual meeting is less than the number of executive committees positions available for election, non-paid members present will be eligible for nomination for an executive position (excluding Chair) but will not have the option to vote.

All ballots must be cast by the individuals present; no proxy or write-in ballots will be accepted. Members that have paid are eligible to vote at the annual meeting; at all other regular meetings of the Association, it is the duty and responsibility of the (9) elected members Executive Committee to vote on general business.

The way voting will take place at the Annual Meeting to elect Executive Committee positions is as follows:

All votes will be via secret ballot, written on paper.

For the positions of Chairman, Vice Chairman, Secretary, and Treasurer, the order of election will happen in the order. Each open position shall be voted on in an independent nomination-and-ballot session to determine the winner of the specific position.

For the Members-At-Large positions, these position(s) shall be voted on following the Chairman, Vice Chairman, Secretary, and Treasurer position elections. The number of positions open for the Member-At-Large positions shall be voted on in a cluster nomination-and-ballot session, versus independent sessions. Each eligible voter will get one vote per open position. The

open positions will be filled by the highest number of overall votes per candidate, explicitly one vote per candidate. For example, if there are three open Member-At-Large positions and seven people are nominated to fill those three positions, each voter gets three votes on one written paper ballot. (One candidate cannot receive all three of the voter's votes, and if the attempt is made, only one vote will count). Whichever three candidates have the most votes, will fill those three open positions.

~Section VIII – Quorum

A majority of the Board of Directors plus one (5) shall constitute a quorum for the transaction of all business of the members. In the absence of a quorum at any meeting, the Board of Directors must defer any conduct of official business to a later date when a quorum is present.

~Section IX – Presiding Officers

A. Organizational Structure of Meetings:

The Chairman, if present, shall preside at all meetings of the Association. In his absence, the next officer in due order shall preside and for such purposes, the order of the officers shall be as follows: Chairman, Vice Chairman, Secretary and Treasurer.

B. Association officers shall assume their duties at the October meeting and serve throughout the association year unless removed for some just cause.

C. An Association year shall consist of the calendar year October (following the elections) through September 30th.

D. All elected members of the Executive Committee shall sign a Conflict-of-Interest Policy annually.

~Section X – Duties of Officers

A. Chairman

1. Plan

Plan the business meeting with the secretary and other officers before the meeting. This can be done over the phone if necessary as it helps maintain order in the meeting. The main thing is to establish what will come up in the meeting beforehand so that the meeting runs smoothly and quickly.

Keep in close touch with the other members of the Board of Directors.

Check on meeting arrangements, making sure the lighting and seating are comfortable.

Ensure that all avenues are addressed to maximize participation, such as accommodating remote or electronic participation in meetings, deliberations, and decision-making.

Help plan the yearly program and share with all members of the Fair Association.

The Chair will also act as the Association's Co-Treasurer. The Chair shall reconcile monthly bank statements for the Association.

The Chairman shall be the Registered Agent of the Association during his/her two-year term, per the requirements of the NM Secretary of State.

2. Preside

☐ Use a pre-arranged agenda; it's helpful to provide a copy of the agenda that will be given at least 5 days in advance to all members of the Fair Association.

☐ Guide the meeting in a courteous, tactful way. Avoid talking too much, and try to keep your opinion to yourself, as you serve as a mediator on each subject being discussed. Remember that the meetings belong to the members.

3. Appoint

☐ Appoint committees as needed or desired by the membership. Many times, the Vice Chairman helps committees and serves as a chairman of them if there is no other chairman. You can also appoint substitute officers if needed. It is your responsibility to let the leaders and Vice Chairman know if you will be gone!

4. Know Parliamentary Procedure

☐ Parliamentary procedure is essential to being able to conduct an orderly meeting.

☐ Cast the deciding vote in case of a tie vote. The Chairman usually does not vote unless there is a tie or if it's a secret ballot. The usual taking of a vote will be viva voca (by the voice).

5. Delegate

☐ Delegate responsibilities to members of the organization so that everyone has a role.

☐ Check frequently on the progress of committees and ask for reports from the chairpersons whenever needed.

B. Chairman Elect.

1. As of October 1st 2023 the chairman elect position will no longer be an option on this Board of directors.

B. Vice Chairman

1. Plan

☐ Plan the business meeting with the leader(s) and other officers before the meeting. This can be done over the phone if necessary, and it helps maintain order in the meeting. The main thing is to establish what will come up in the meeting beforehand so that the meeting runs smoothly and quickly. Actively participate in planning meetings and make suggestions as to what should be on the agenda for each meeting.

☐ Keep in close touch with the Chairman, local leaders & County Extension Office.

☐ Work with the Chairman to check on meeting arrangements, making sure the lighting and seating are comfortable.

☐ Help plan the yearly program.

2. Preside

☐ The Vice Chair is next in rank to the Chairman. You take the Chairman's place if he or she resigns or is not present at the meeting. You should know all the duties of the Chairman.

1. Plan

Plan the business meeting with the leader(s) and other officers before the meeting. This can be done over the phone if necessary, and it helps maintain order in the meeting. The main thing is to establish what will come up in the meeting beforehand so that the meeting runs smoothly and quickly. Actively participate in planning meetings and make suggestions as to what should be on the agenda for each meeting.

Keep in close touch with the Chairman, local leaders & County Extension Office.

Work with the Chairman to check on meeting arrangements, making sure the lighting and seating are comfortable.

Help plan the yearly program.

3. Parliamentary Procedure

Parliamentary procedure is essential to being able to conduct an orderly meeting.

The Vice Chair will also act as the parliamentarian and shall help you use correct procedure during meetings.

The Vice Chair usually votes on all matters.

4. Delegate

Help the Chairman delegate responsibilities fairly so every member has a job in at some time.

You should be involved with the planning of programs in the meeting, for example, scheduling demonstrations and other special presentations to be presented at the meetings. Notify and remind people of their involvement in the next meeting.

C. Secretary

1. Records

Keep an accurate record of proceedings of all meetings. Record any officers elected, committees appointed, and business brought before the organization. Keep a secretary's book.

Call the roll at the request of the Chairman and record the attendance.

Read minutes of the last meeting when Chairman calls for them. Make corrections given by members of the organization.

The secretary should prepare, prior to each meeting, a memorandum of the order of business for the use of the presiding officer, showing everything known in advance that is to come before the meeting. The chairman, as soon as one thing is disposed of, should announce the next business in order.

The secretary shall also act as the Online Administrator of the Association's website and social media sites.

The Secretary shall also update the New Mexico Secretary of State documents related to the updating the Registered Agent and any other requirements of the Secretary of State. http://www.sos.state.nm.us/Business_Services/Domestic_NM_for_Non_pr_ofit_Corp.aspx

2. Planning

Assist in planning the business meeting with the Chairperson(s) and other officers before the meeting. This can be done over the phone if necessary, and it helps maintain order in the meeting. Remind officers of any unfinished business left from the previous meeting.

You may serve as chairperson on several committees.

Keep in close touch with your local leaders and County Extension Office.

3. Correspondence

Read correspondence directed to the organization when called upon by the chairperson and prepares replies when necessary.

Receives requests for acknowledgment of visitors at meetings. Visitors must request to be placed on the official agenda at least 7 days in advance. The requests must be made to the Chairman.

4. Parliamentary Procedure

Call meeting to order in absence of Chairman and Vice Chairman and have a temporary chairperson elected to preside.

Assist the Chairman during the meeting by writing the motions as stated. Be responsible for restating the motion.

Advise the Chairman on matters of business to be taken up. Help start and stop on time.

Inform the Chairman if it is necessary to be absent. The Chairman will appoint a secretary pro-tem for the meeting.

D. Treasurer

1. Records

Take charge of all the money taken in by the organization and all of the committees thereof and prepare duplicate receipts for said money.

Keep an accurate record of all money received and its source, as well as all money, paid out. Show to whom the money was paid, as well as what it was paid for.

Deposit to the organization's treasury account, in a local bank, all money received as soon as it is received, ideally within 7 days of receipt.

In the event the monies are lost/stolen before being deposited, the responsible party shall personally reimburse the Association for the loss.

The Treasurer shall give a bond for the faithful performance of their duties in the amount of \$10,000. The bond shall meet the approval of the Executive Committee and the premium shall be paid out of the funds of the Association.

2. Report

Give a report of money received, bills paid and amount on hand at each meeting, when called upon by the Chairman. The format in which the monthly financial report is given must be approved by the Executive Committee.

Be ready to give an itemized account of funds, at any time, on request of members.

The Treasurer will file Form 990 with the International Revenue Service <https://www.irs.gov/charities-non-profits/annual-reporting-and-filing>. As well, file the annual Financial Report with the New Mexico Office of the Attorney General. <https://www.nmag.gov/charities.aspx>

3. Manage Funds

The Treasurer will head the Association's budget committee.

Pay money out of treasury only as approved by the organization, or as specified by the bylaws of the association.

The treasurer of the Association is responsible for the organization's funds until a successor is elected. The auditing committee should check the treasurer's accounts before they are turned over to a successor.

4. Parliamentary Procedure

Call meeting to order in absence of Chairman, Vice Chairman and Secretary and have a temporary chairperson elected to preside. Be aware of and use parliamentary procedure to help the meetings run smoothly.

Inform the Chairman if it is necessary to be absent.

E. Members at Large

1. Committee Chairs

The Members-At-Large shall serve as Committee Chairmen of standing committees to the extent that the number of committees they chair is not reasonably overwhelming (Chairs of committees can be regular members, however it is a minimum requirement of Members-At-Large).

~Section XI – Attendance Defined

A. Attendance at said meetings shall be in person. Meetings may be held virtually if unforeseen circumstances arise.

B. Attendance Requirements of the Executive Committee: In order to maintain a position on the Board of Directors, the member must not miss more than 3 meetings (Oct-Sep) unless an excused absence has been granted by the Chairman for an emergency. In the event a member of the Executive Committee misses 3 meetings, the member will be automatically removed, and a new member shall be appointed by the sitting Executive Committee.

C. Attendance Requirements of General Members (Paid members): There are no minimum attendance requirements for general members (non-voting members) to allow for their participation in activities, committees, etc. that are overseen by the Association.

~Section XII – Committees A. Standing Committees

Standing or special committees will be created as needed the list below is an example of some of the committees that may be necessary. The Executive Committee and General Members are

expected to volunteer for committee assignments. The Chairman has the authority to appoint committee chairs and members, but it is preferable that committee chairs be held by a member of the Executive Committee or elected by the Executive Committee. All Committees shall submit their recommendations to the Executive Committee. The minimum number of volunteers needed per committee is three (3).

1. Activities - The Activities Committee shall be responsible for securing extramural activities during the annual County Fair. They shall secure contracts for special events and entertainment for the fair week.

2. Buyers Recruitment – The Buyers Recruitment Committee should be responsible for Buyer signage, Buyer/Seller Banquet Dinner, Location for the Buyer/Seller Dinner and Auction flyers.

3. Livestock– The Livestock Committee shall be responsible for livestock activities and events throughout the year. This includes the oversight of new rules.

4. Superintendents – The Superintendents Committee shall be responsible for appointing individuals with the appropriate knowledge of the project area sufficient to ensure consistency between the project, fair guidelines, judging and exhibition.

5. Grounds – The Grounds Committee shall be responsible for the setup and upkeep of the livestock barn prior to and during Fair week including the arena prep/covering. This committee will also oversee the logistics of regular parking, RV parking, trailer parking, handicap access, securing porta-potties, Security, Trash pickup.

6. Royalty – The Royalty committee shall be responsible for all Fair/Rodeo Queens court held in conjunction with the annual Fair.

7. Fair Rule Book – The Fair Rule Book Committee shall be responsible for updating the annual fair book rules to include the most up to date information; new rules from the Fair Association and from NMSU. Disseminating the rules electronically and in print is a responsibility of this committee.

8. Vendors – The Vendor Committee shall be responsible for recruiting/advertising, organization and monitoring of all vendors (food and recreational) pertaining to Fair week.

9. Rodeo – If the decision is made to sponsor a rodeo the Rodeo Committee shall plan and promote the special event to include securing a rodeo contractor, advertising, vendors, security and sponsors specifically for the event.

10. Judges – The Judges committee shall be responsible for contacting and securing Judges for the Fair. The Judges Committee shall coordinate/secure local hospitality units for judges' convenience.

11. Sponsors/Advertisement- The Sponsors/Advertisement Committee shall be responsible for the recruiting of existing and new sponsors for the Fair. This includes dissemination of printed/ electronic material related to the sponsoring of the Fair. The Sponsors/Advertisement Committee shall also be responsible for advertising the Fair via Newspapers, Radio Stations, Printed/social media, etc.

12. Awards & Premiums - The Awards & Premiums Committee shall secure all needed trophies, buckles (or other awards) and ribbons as directed by the rules of the Fair Book.

13. Public Relations and Service – The Public Relations and Service Committee shall develop and broaden the scope of the Association’s activities and shall promote the participation of the community in such activities. This Committee shall make all efforts to increase the Association’s transparency, accountability, efficiency, and participation.

14. Indoor Exhibit Hall – The Indoor Exhibit Hall Committee shall coordinate with Rio Arriba County Staff and aid where needed.

15. Homemade Delights- The Homemade Delights Committee shall coordinate with the Committee Chair and aid where needed.

16. Budget/Finance/Auditing- The Budget/Finance/Audit Committee shall be chaired by the elected Treasurer. This committee shall annually prepare a budget of estimated income and expenditures and shall submit other recommendations on the Association’s finances as requested by the Executive Committee. The Budget/Finance/Audit Committee shall also oversee the financial reporting and disclosure process of the Association. They shall monitor accounting policies and principles, as well as oversee the annual independent financial audit. Oversight of regulatory compliance will also fall under this committee.

Article VI – Membership

~Section I – Ex Officio Membership

All Rio Arriba and Los Alamos County Extension Agents and Vocational Agricultural teachers and one (1) Senior 4-H County Council representative and one (1) FFA representative may act as ex-officio members on the Board of Directors with no voting privileges.

A. 4H Representative - will serve a 1-year term (Oct-Sep) and shall be selected by the Board of Directors of the RACFA.

B. FFA Member - from a local (Rio Arriba) FFA Chapter shall be selected at the annual meeting by the Board of Directors of the RACFA and serve a 1-year term (Jan-Dec).

~Section II – Board of Director Vacancies

Vacancies that occur shall be filled by appointment by the Board of Directors based on recommendations from the Fair Association membership and a vote of the majority thereof. In the event of a vacancy in the office of Chairman, the Vice Chairman automatically shall succeed to the office of Chairman until the next election can be held.

~Section – Paid Members

Paid members (general members) have no rights to the proceedings of the Executive Committee. However, they do have the right to vote at the annual meeting if they have registered as a paid member before March 31st in the year of the election.

The membership dues shall be paid in full by March 31st in order to be considered an active voting delegate for the current calendar year. A membership drive shall begin at the October annual meeting and continue through March. To run for a position on the Executive Committee, that person must have at least one (1) year as a paid general member prior to running.

~Section V – Non-Members

Non-Members have no rights to the proceedings of the Association. However, a request can be granted to attend by a majority vote or unanimous consent, but it requires a two-thirds vote to suspend the rules to allow a non-member to speak in the debate and a request made at least 7 days in advance to the Chairman. For more information, refer to RONR 10th ed. pp. 255, 625.

Article VII – Treasury

~Section I

All funds shall be dispersed only upon approval of the Board of Directors. All disbursements shall be made by check, signed by the bonded Treasurer and countersigned by the Chairman or other person designated by the Board of Directors. The check signer cannot sign checks to him or herself. As well, the check signer should not be the person who reconciles the bank statement for the Association.

~Section II

The Board of Directors will receive and disperse any and all proceeds generated from the County Fair and related activities as needed to promote and operate the fair.

~Section III

The Board of Directors will contract to do a routine independent annual audit of all funds and disbursements received by the Association. This external audit will be completed no later than October 1st of any given year by a certified auditor. A copy of this report will be submitted to the Rio Arriba County Manager and all Fair Association members upon request.

The method in which the Association will conduct any special audit when any suspected/alleged treasury wrongdoing, a formal forensic audit will be done by a certified forensic auditor.

Article VIII – Dissolution

~Section I

Upon dissolution of this Association, the Board of Directors shall, after paying or making the provisions for the payment of the liabilities of the Association in such manner or to such organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of any future U.S. Internal Revenue Law), as the officers of the Board of Directors shall determine, any such assets not disposed of shall then be located, exclusively for such purposes or to such organization(s), as said court shall determine which are organized and operated exclusively for such purposes.

Article IX – Fair Association Business

~Section I – Fair Association Procurement Process

Selecting contractors is one of the most important tasks for the Fair Association when paying for good and services. The Association has three main objectives for those types of procurement: (1) to attract qualified, competitive bidders, (2) to award contracts to the most capable providers, and (3) to protect the integrity of the selection process. Most procurements include three basic steps: developing a request for proposals (RFP), soliciting potential bidders, and evaluating proposals to make awards. The following standards shall be followed when obtaining bids for any goods or services:

The Committee requiring goods or services shall:

Determine and define what the full and complete specifications are for the products or services requested.

Determine a clear description of the deliverables to be provided by the supplier. Determine an accepted uniform pricing format.

Once the RFP is accepted by the Executive Committee, the RFP(s) can go out to bid to a minimum of three (3) suppliers. The timeframe for which a supplier has to respond is 14 days. All RFP communication will be done formally through the USPS. All submitted RFPs shall be opened in a “public opening” at a regular or special Fair Association meeting. After the RFPs have been opened at a regular or special meeting, they shall then be reviewed by the said committee, and the recommendations will be forwarded on to the Executive Committee for discussion and vote/award.

(If the time to review the RFP is not allowable at the meeting in which they are opened, the committee can meet following the public opening and give the recommendation to the Executive Committee at the next scheduled meeting.)

~Section II – Governance Practices

The Board of Directors will develop, maintain/update and retain operating documents and compliance documents that include, but not limited to:

1. Policy and Procedures Manual.

2. Code of Ethics.
3. Conflict of Interest Policy.
4. Whistleblower Policy
5. Document/Record retention/destruction Policy.
6. Gift Acceptance Policy.
7. Joint Venture Policy.
8. Reporting Potentially Illegal Activity Policy.
9. Compensation Policy

Specific Executive Committee position requirements include but may not be limited to:
Secretary:

- Maintain corporate minutes of all board meetings (and committee meetings for committees that are authorized to act on behalf of the board, including the Executive Committee). (See IRS Form 990, Part VI, Section A, line 8)
- Annually review a written policy and complete a questionnaire about conflicts of interest with all other Executive Committee members. (See IRS Form 990, Part VI, Section B, Line 12) and document in minutes of board meetings when the policy is invoked.
- Maintain and retain the Association's Whistleblower Act. The whistleblower act is simply the policy that states anyone reporting wrongdoing will not be punished for reporting it. The Sarbanes-Oxley Act was intended in part to address fears that employees/volunteers who report financial improprieties would be threatened with termination as a way to silence them. The Association's whistleblower policy gives all members of the organization the freedom to do what is right without fear of retaliation.
- Maintain and retain the Association's document retention/destruction policy. Maintain and retain the Association's written Gift Acceptance policy to govern the receipt of "non-Cash" gifts, such as gifts-in-kind, and unusual gifts (land, vehicles, etc.)
- Maintain and retain the Association's Joint Venture Policy to ensure such ventures for compliance with federal law (specifically avoid prohibited private benefit).
- Maintain and retain the Association's policy related to alleged illegal activities during a Fair Association function.

Treasurer:

- Require the board to review a copy of the IRS Form 990 before it is filed. (See IRS Form 990, Part VI, Section B, line 11).
- Disclose to the public (or at minimum make publicly available) the nonprofit's three most recently filed annual returns with the IRS, as well as its application for tax-exemption and related correspondence and attachments whenever requested.
- Ensure that funds are spent in compliance with the conditions attached to any special funding.
- Ensure professional fundraisers are properly registered and have filed with the New Mexico Office of Secretary of State.
- Ensure solicitation materials are truthful and free of materially false statements, misrepresentations and/or omissions and are true and accurate
- Ensure that fiscal records are being maintained and kept by the Secretary for the legally required period of time

~Section III – Grievance Procedure Purpose

A. Person(s) may submit in writing, their official complaint to the Chairman of the Board of Directors at a board meeting or during an event.

B. The purpose of this Policy is to provide a procedure for the reporting and resolution of legitimate complaints pertaining to this organization at the earliest possible time and with the least possible expense, disruption, and friction. The Board of Directors recognizes that most difficulties encountered by arising from a lack of communication. This procedure is designed to provide a formal mechanism for promoting or restoring such communication so that problems may be resolved before far more serious difficulties result.

C. Mediation will always be an acceptable form of a resolution at any step in this process. Mediation may be requested by either party at any time but will only be utilized by mutual agreement of the parties. All efforts will be made to locate and acquire the services of a person trained in mediation to act as a mediator. The parties must agree on the selection of the mediator.

D. Definitions and Limitations

1. "Grievant" shall mean any Fair Association member or fair contestant who is personally and directly affected by a condition for which he or she seeks a resolution.

2. A "grievance" shall be an allegation by a person that the treatment he or she has received from the Association is unfair or improper, or that there has been a violation, a misinterpretation or an inequitable application of Fair Association policies or procedures, that directly and adversely affects the grievant. A single grievance may be submitted jointly by more than one grievant.

3. "Resolution(s)" shall be the proposed written decision by the appropriate fair board Association members or grievance review committee, in response to the grievance.

4. "Parties in interest" could be the grievant and the Rio Arriba County Fair Association and/or Fair Exhibitors/Guardians, and if necessary, the Rio Arriba Cooperative Extension Service or Rio Arriba County FFA Advisors may be included, depending on the situation whose conduct or actions are the subject of the grievance.

5. Failure of the grievant to follow the procedure in the succeeding steps as listed below, use of improper petition forms, or use of a bypass procedure through any other means not listed in this process shall render the grievance null and void at the discretion of the Rio Arriba County Fair Association Board of Directors.

6. Once the grievance has been resolved or rejected, it may not be reinstated by the same grievant.

7. At the discretion of the Lead Superintendent, a grievance may be placed into the grievance process at any step appropriate due to the alleged facts of the grievance or where the level of management would be unable to resolve the grievance.

General Procedure Requirements

A. A grievance must be initiated at Level I (see below), as provided in Section D, within ten (10) workdays of the date upon which the grievant became aware of the circumstances which gave rise to the grievance.

B. No persons shall suffer retaliation, recrimination, discrimination, harassment, or be otherwise adversely affected because of his or her use of this grievance procedure.

C. A grievant may terminate the process at any level if he or she indicates in writing a desire to do so, accepts the resolution at that level, or fails to pursue his or her grievance by filing at the next level within the specified time limit.

D. All grievances shall be submitted in writing to the RACFA Chairman.

E. The time limits at any level may be extended by mutual agreement between the grievant, on one hand, and the Rio Arriba County Fair Association Board of Directors on the other.

F. Under this Policy, the grievant has no right to representation at any step of the grievance process. The grievant has no right to electronically record any of the meetings or conferences held under this Policy. The Chairman and/or Executive Committee Directors hearing the grievance at any level may permit at his or her discretion representation of the grievant or permit the electronic recording of the meeting at their respective level of the grievance only.

G. Except as otherwise provided herein, unless a party can demonstrate prejudice arising from a departure from the procedures established in this policy, such departure shall be presumed to be harmless error.

Procedural Steps

Level I - (Informal Conference)

A. Prior to the filing of a formal written grievance, the grievant shall first discuss his or her grievance with the RACFA Chairman in a good faith attempt to resolve the grievance prior to the filing of a formal grievance. In the case of a claim of sexual harassment in which the grievant indicates the RACFA Chairman is the subject of the claim, the grievant may initiate the grievance at the next level.

Level II – (Chairman)

A. If the grievant is not satisfied with the discussion and disposition of his or her grievance at Level 1, he or she may file a written grievance with the RACFA Chairman. Although no hearing

or conference is required at this level, the Chairman shall have the discretion to require a meeting and gather such evidence prior to the preparation of the decision as he or she, in his or her discretion, feel would assist in any appropriate resolution of the grievance.

1. The meeting, if any, shall be a formal Executive Committee meeting and shall be conducted as the Chairman, in his or her discretion, feels is appropriate for a full understanding of the grievance, the position of the grievant and the evidence supporting that position.

Level III – (Board of Directors)

A. In instances in which determination of the grievance turns upon interpretation or construction, an Association policy or decision, if the grievant is not satisfied with the resolution of the grievance at Level 2 with regard to the specific issues available for Level 3 review, the grievant may make a written request to the Rio Arriba County Fair Association Board of Directors for a meeting within ten (10) work days after the Chairman's resolution was rendered or was due, if none was received.

B. The Chairman shall schedule an Executive Committee meeting within ten (10) workdays of receipt of the grievance. The procedure for the meeting shall be as follows:

1. Each party in interest to the grievance shall have the opportunity to present oral statements limited to 10 minutes each. The presentation shall be limited to a review of evidence previously presented to the Chairman, unless the Executive Committee in its discretion, allows new evidence to be presented during the meeting. Evidence may not be cross-examined by any other party in interest.

2. Since grievances are "personnel matters" related to the parties in interest the meeting will be conducted in an executive session, if the grievant so requests and the Executive Committee votes to close the meeting. The Grievant may demand that the meeting is held in open session, in which case the hearing must be open.

3. The Executive Committee may make such inquiries of any party in interest as it deems necessary or appropriate.

4. The Executive Committee shall render a written decision within a reasonable time. In arriving at its decision, the Executive Committee has complete discretion in fashioning such relief, if any, as it believes is appropriate, regardless of the relief requested.

Article X – Parliamentary Authority

~Section I

The rules contained in Roberts Rules of Order, Newly Revised shall govern this Association and the Board of Directors except for such cases, as are covered by the bylaws adopted by this Association.

Originally Adopted and Ratified in 2006.

Amended: 05/2006
Amended: 10/2010
Amended: 04/2011
Amended: 02/2013
Amended: 04/2014
Amended: 05/2014
Amended: 02/2019
Amended: 03/2020
Amended: 03/2022