

ALAMEDA COUNTY EQUESTRIAN SOCIETY MISSION and BY-LAWS

<u>ITEM</u>	<u>ARTICLE</u>
Corporation Name	The name of this organization shall be ALAMEDA COUNTY EQUESTRIAN SOCIETY (ACES).
Organization Mission	Alameda County Equestrian Society is an action-oriented organization dedicated to preserving our equestrian heritage and promoting and enhancing equine/equestrian interests in planning and government in Alameda County via public, organizational and agency education.
Organization Goal	The ACES goal is to assist governmental planning agencies in developing equestrian friendly policies that support agriculture and open space via multi-purpose working landscapes harmonious with equine activities throughout and adjacent to Alameda County.
Geographical Area Responsibility	Equestrian/equine policy and support efforts shall be concentrated in Alameda County, California, but shall also address regional planning issues in the surrounding Greater Bay Area communities.
Operational Conduct	This organization shall be a non-profit organization and subcommittee of the Tri-Valley Vision 2010 Agriculture and Open Space Committee representing equestrian and equine interests in Alameda County.

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1) Role

Officers:

Chair shall

- Be chief executive officer.
- Preside over board and general membership meetings.
- Set the tone for the overall organization.
- Maintain an overview of all ACES projects.
- Issue Board & General Membership meeting agendas.
- Attend policy-making meetings as appropriate.
- Interact with outside agencies as required.
- Perform other duties, as the Board requires.

Vice Chair shall:

- Attend policy-making meetings as appropriate.
- Provide advice and counsel to the Chair and/or other members.
- Perform other duties requested by the Chair.
- Perform other duties, as the Board requires.

Treasurer shall:

- Keep and maintain an account of all monies received and expended for this organization.
- Make disbursements authorized by the Board.
- Deposit all monies received in the bank(s) as approved by the Board.
- Make monthly financial reports as appropriate, and provide an annual financial report.
- Sign Treasury related correspondence.
- Perform other duties, as the Board requires.

Recording Secretary shall:

- Maintain and issue copies of official minutes of each meeting.
- Attend policy-making meetings as appropriate.
- Perform other duties, as the Board requires.

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1) Role

Board of Directors:

- Management and control of this organization shall be vested in the Board of Directors, consisting of Officers and members in good standing nominated and elected as Directors.
- Commit to ensuring the health and viability of Alameda County Equestrian Society as an organization.
- Conduct and direct all business, make contracts and agreements, receive and expend monies for this organization and set policies and procedures. The Board of Directors shall formulate its own rules for conducting business.
- Approve any event held under the auspices of Alameda County Equestrian Society or any event that uses the Alameda County Equestrian Society name prior to the date of said event.
- Address unexcused Board meeting absences.
- Receive no compensation for their services as Directors; however, out-of-pocket expenditures associated with items for ACES may be reimbursed.

Directors (10 total – 6 Directors plus 4 Officers):

- Membership & Communications
- Education, Outreach & Publicity
- Fundraising
- Website Management
- Agency Liaison
- Trails Advocate

The Director list identifies key functions and positions for Alameda County Equestrian Society operations. Volunteers filling these positions are incorporated into the Board of Directors with appropriate approval. Other Board members may be approved by an affirmative vote of more than ½ of the Board of Directors.

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2) Number of Members

Board:

- The Board of Directors shall consist of up to 10 members, including Officers. Board size may change if approval is obtained by an affirmative vote of more than ½ of the total current Board of Directors.

Officers:

- The Officers shall consist of 4 members: a Chair, Vice Chair, Recording Secretary, and Treasurer.

3) Term

Board:

- Each Director shall hold office for a term of one year commencing on January 1st.
- Service duration shall not exceed three consecutive years in the same position without Board approval of an extension.
- The Board may vote to extend an individual Director's or Officer's service duration for additional terms beyond three by an affirmative vote of more than ½ of the total current Board of Directors.

Officer:

- Officers automatically become members of the Board and shall assume their duties January 1st.
- Service duration shall not exceed three consecutive years in the same position, without Board approval of an extension.

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4) Selection

Board/Officers:

- Nomination of Board members or Officers may be initiated by any active ACES member.
- Collection of candidate names will begin in October of each year.
- The existing Board of Directors will verify that a proposed candidate meets the requirements of at least 6 months as an active member. An "active member" is defined as a member who performs a minimum of six (6) hours of service for ACES per month.
- If deemed qualified, approval must be obtained by more than ½ of the total votes collected from active members, via secret ballot.
- Voting by secret ballot will occur before the last Board meeting of the year to allow for meeting announcement of the new slate of Board of Directors before the end of the year.
- In the event of a tie, the existing Board of Directors will make the final determination.

5) Vacancies

Board/Officers:

- Three (3) missed Board meetings within one year will constitute review with the possibility of removal. If a Board member is not able to attend a meeting, the Chair & Recording Secretary shall be advised in advance of the meeting.
- An Officer or Director may be removed by a vote of more than ½ of the total Board of Directors.
- Resignation shall constitute a vacancy. Any vacancy may be filled with an appointment by the Chair with approval by more than ½ of the total Board of Directors at the next scheduled Board meeting.
- An announcement will be made on any resignation and appointment to fill a vacancy.

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6) Meetings

Board:

- Regular meetings of the Board of Directors shall be held on the second Thursday of each month unless circumstances warrant a change by Board vote. These meetings are open to the general membership. All changes will be published.
- Special Board meetings may be called by any Board of Director with approval of more than ½ of the total Board of Directors.
- One to two General Membership meetings shall be held each year.
- For Board votes on motions, a quorum shall be defined as consisting of more than ½ of the total Board of Directors positions which are filled at the time a vote is to be taken.
- Minutes will be kept of all of ACES Board & General Membership meetings. A copy of the most recent meeting minutes will be posted on the ACES website.

7) Officer Absence

Officer:

- In the absence of the Chair, the Vice Chair shall assume the duties of the Chair.
- In the absence of the Chair and Vice Chair, a temporary chairperson selected by the Board of Directors shall perform the duties of the Chair.
- In the absence of the Recording Secretary, a temporary Secretary chosen by the existing Secretary will perform the duties. If there is no replacement, the Chair will appoint a temporary Secretary.
- In the absence of the Treasurer, a temporary Treasurer selected by the Board of Directors shall perform the duties of the Treasurer.

8) Membership

- Members must be age 12 or older.
- Memberships are non-transferable.
- The membership of any member may be terminated by a quorum (more than ½ of the total Board of Directors) where such action is justified in the Board's sole judgment.

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9) Amendments

These By-Laws or any provision thereof, may be amended or repealed at any time by obtaining approval by more than ½ of the total Board of Directors.

10) Organization Dissolution

Upon dissolution of the organization for any reason, any and all property or funds of the organization remaining after the liquidation of all liabilities shall be donated to a worthy non-profit organization, foundation or corporation benefiting equines or equestrian activities. This group must be organized and operated exclusively for charitable purposes and have established its exempt status with the Internal Revenue Service as determined by approval of more than ½ of the Board of Directors.

The following Alameda County Equestrian Society Board of Directors concurs and ensures that the above mission and by-laws are followed.

Dated:

_____	_____
	Lorraine Kainuma, Chair
_____	_____
	Mindy Lunn, Vice Chair
_____	_____
	Jill Alcorn, Treasurer
_____	_____
	Robert Fukushima, Recording Secretary
_____	_____
	Debbie Smith, Membership & Communications Director
_____	_____
	Dana Conte, Education, Outreach & Publicity Director
_____	_____
	Vacant, Website Management Director
_____	_____
	Dr. Larry Gosselin, Agency Liaison Director
_____	_____
	Vacant, Trails Advocate Director
_____	_____
	Pam Howden, Fundraising Director