

**VENTURA COUNTY CHAPTER  
CALIFORNIA WOMEN FOR AGRICULTURE  
BYLAWS**

*Revised February 26, 2016*

**ARTICLE I: NAME**

For legal purposes, the official name of this organization is California Women for Agriculture. Herein, and informally, this organization shall be known as the Ventura County Chapter of California Women for Agriculture (VCCWA).

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**ARTICLE II: PURPOSE**

The purposes of Ventura County Chapter of California Women for Agriculture are:

1. To educate our community regarding the needs and value of agriculture in Ventura County
2. To advocate for legislation and initiatives that protect and promote agriculture in Ventura County
3. To work with like-minded organizations in addressing these objectives
4. To follow the goals and principles established by California Women for Agriculture (State CWA).

**ARTICLE III: MEMBERSHIP**

**Section 3.01: Membership**

Membership shall be open to individuals and organizations interested in keeping agriculture and agricultural related business a viable industry in Ventura County.

**Section 3.02: Membership Classifications**

- a. Individual
- b. Donor - Business or Individual
- c. Student - Full or halftime student at any High School or College.

**Section 3.03: Membership Year**

The membership year shall be January 1 - December 31.

**Section 3.04: Dues**

Membership dues shall be payable annually at the start of the membership year. Membership commences when the application and dues are received by the Membership Director.

When a new member joins after November 1, their dues payment and application will be held until January 1 so they may receive the benefits of a full year of membership. In the interim period, they will receive chapter information and be invited to chapter meetings and events.

**Section 3.05: Termination of Membership**

Membership and all rights of membership may be terminated by the member or by the Board of Directors.

- a. The member may voluntarily resign by submitting a written or emailed request to the Membership Director
- b. Membership may be terminated by the Chapter when a member willfully and maliciously misrepresents VCCWA.

- c. Membership will be automatically terminated by the death of a member, nonpayment of dues, or dissolution of a corporate/donor member organization.

#### **ARTICLE IV: LOCAL CWA CHAPTER**

##### **Section 4.01: Affiliations**

VCCWA is a member of the Central Coast District of State CWA.

##### **Section 4.02: Local Chapter**

- a. Chapter shall establish dues schedule yearly and remit the dues as required by the State CWA.
- b. Chapter bylaws will be consistent with State CWA bylaws. In case of discrepancy, State CWA bylaws shall prevail.
- c. None of the activities of VCCWA shall conflict with the principles and objectives of the State CWA.
- d. The State CWA Executive Board has the authority to audit VCCWA at any time; a local audit should be performed annually.

#### **ARTICLE V: OFFICERS**

##### **Section 5.01: Elected Officers and Duties**

VCCWA may have the following elected officers who, collectively, comprise the Executive Board:

- a. President
- b. Co-President
- c. Vice-President External
- d. Vice-President Internal
- e. Secretary
- f. Treasurer

These officers shall perform duties prescribed by these bylaws, the chapter's Standing Rules, and by Robert's Rules of Order.

##### **Section 5.02: Appointed Directors and Duties**

Additional Directors with specific functional duties may be appointed by the President and approved by a majority vote of the Executive Board, within specifications of the Standing Rules.

##### **Section 5.03: Board of Directors**

Together, the Executive Board and Appointed Directors comprise the VCCWA Board of Directors. Each individual member of the Board of Directors shall be entitled to one vote, regardless of the number of appointed and/or elected positions held.

##### **Section 5.04: Nomination and Election Procedure**

Executive Board members shall be nominated by the Nominating Committee, which is chaired by the Parliamentarian. The Nominating Committee will present a slate of officers at the September regular meeting and elections will be held at the annual meeting. New officers will be elected by a majority vote of the members present at the annual meeting. New officers will be installed in December and take office January 1.

##### **Section 5.05: Term of Office**

Executive Board members shall normally be elected to serve a two-year term. At the discretion of the Nominating

Committee, or the nominated officer, a Board member candidate may be elected to serve a one-year term. When this situation arises, chapter membership will be clearly informed prior to casting their ballots.

Appointed Directors shall normally serve a term up to two years in length, ending December 31. A Director's term of office may be renewed by a majority vote of the Executive Board at a December board meeting or interested, willing and qualified members may be appointed to serve in these positions whenever a vacancy may occur.

**Section 5.06: Office Holding Limitations**

No member shall hold more than one Executive Board office at a time. No member shall be eligible to serve more than two consecutive two-year terms in a single Executive Board office.

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**Section 5.07: Non-Liability of Directors**

The Directors shall not be personally liable for the debts, liabilities, or other obligations of the organization unless required by law.

**Section 5.08: No Compensation for Service**

All Directors shall serve without compensation, other than potential reimbursement for expenses, subject to approval of the membership.

**ARTICLE VI: MEETINGS**

**Section 6.01: Regular Meetings**

VCCWA will normally have at least 6 regular meetings during the year. The regular time and date of these meetings shall be established by the Executive Board prior to January 1 and shall be communicated to all active chapter members at least one week prior to the first regular meeting of the year.

**Section 6.02: Annual Meetings**

The regular VCCWA meeting held during October will be designated the annual meeting for the purpose of electing officers, and other regular business that may arise.

**Section 6.03: Special Meetings**

Special meetings may be called by the President or the Executive Board, and will be called upon written request of ten members of the chapter. These meetings will be announced via email, regular mail, or telephone call, and members will be informed of the special purpose for that meeting. Except in cases of emergency, at least 3 days' advance notice will be given.

**Section 6.04: Quorum**

To establish quorum at least 10 paid members including at least 3 Executive Board members must be present.

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**ARTICLE VII: EXECUTIVE BOARD**

**Section 7.01: Elected Officers**

**A. President**

1. Ensures that the chapter activities are compatible with the goals and objectives of State CWA.
2. Reports chapter activities to her District Director quarterly.
3. Provides contact information for Board of Directors to the State Secretary.

4. Serves as the official spokesperson for VCCWA and is the only person who may represent State CWA in an official capacity without the approval and direction of the VCCWA Executive Board.
5. Presides at all called meetings of VCCWA and serves as ex-officio member of all committees except the Nominating Committee.
6. Appoints Parliamentarian and Appointed Directors who are then ratified by the Executive Board.
7. Prepares a tentative agenda for all meetings.
8. Installs Officers at the December meeting.
9. Shall fulfill or delegate any other duties that may arise.

**B. Co-President**

1. This is the in-training post for the next president and will normally move up to President at the end of the current President's term
2. In her absence, fills the role of the President at regular chapter meetings and functions.
3. Fulfills other duties as requested by the President.

**C. Vice-President External**

1. Presides when the President and Co-President cannot; and will fulfil the role of Co-President when there is not.
2. Leads communication efforts with external audiences, education outreach, and public relations.

**D. Vice-President Internal**

1. Leads the efforts relating to the internal needs of the organization.
2. Responsible for speakers, locations and food for the local chapter meetings, tours, etc.

**E. Secretary**

1. Keeps in permanent form, complete and accurate written minutes and Treasurer's report of each meeting.
2. Mails or e-mails copies of the minutes to the Board of Directors within 10 days of the meeting.

**F. Treasurer**

1. Keeps complete and accurate financial records in permanent form and gives a written report at each chapter meeting.
2. Prepares annually a budget to be voted on in January.
3. Provides complete and unfettered access to all financial records and bank statements and assists if requested by an Audit Committee in support of any audit requested by the President or State CWA.

**Section 7.02: Board Membership**

The Executive Board will have at least 3 members: ~~President, Secretary, and Treasurer.~~

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**Section 7.03: Executive Board Meetings**

The Executive Board will normally have at least 3 regular meetings during the year. The time and date of these meetings shall be established by the President and shall be communicated to all Executive Board members at least two weeks prior to each meeting. Two-thirds of the current Executive Board membership, either in person or electronically, shall constitute a quorum for these meetings.

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**Section 7.04: Termination of an Officer**

An elected officer's term may be terminated by a unanimous vote of the remaining Executive Board members

under any of the following situations:

- a. The officer willfully and maliciously misrepresents VCCWA.
- b. The officer intentionally misleads chapter officers or membership regarding VCCWA, its activities, plans, goals, or relationships.
- c. Circumstances arise, and are not rectified, which place the officer in a position of personal or professional conflict of interest with VCCWA or its affiliates.
- d. The officer allows her chapter membership to lapse prior to completion of her term.
- e. The officer may be terminated for not fulfilling her prescribed duties

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#### Section 7.05: Filling Vacant Positions

- a. Should a vacancy occur on the Executive Board, the remaining Board of Directors shall meet and nominate a member to fill the vacant position. This nomination will be presented at the next general meeting for approval by the majority of members present at that meeting. The person elected to fill this vacancy shall hold the office for the unexpired term of their predecessor. A member serving a partial term of office in this fashion may serve one additional two-year term in their current elected position.

### ARTICLE VIII: APPOINTED DIRECTORS

#### Section 8.01: Appointed Parliamentarian Duties

- a. Conducts the annual meeting during election proceedings
- b. Shall preside as Chairman of the By-laws and Nominating Committees
- c. Shall serve as Sergeant at Arms over the meetings

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#### Section 8.02: Other Appointed Director Duties

- a. Chapter Appointed Directors should establish and maintain communication with their State CWA peers. Relevant information provided to, and received from State CWA peers should be shared with our Chapter President and chapter membership.
- b. VCCWA Standing Rules prescribe additional duties of Appointed Director positions.

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#### Section 8.03: Appointed Director Termination

An Appointed Director's term may be terminated by a two-thirds majority vote of the Executive Board. Such action may be pursued if:

- a. The Director willfully and maliciously misrepresents VCCWA.
- b. The Director intentionally misleads chapter officers or membership regarding VCCWA, its activities, plans, goals, or relationships.
- c. Circumstances arise, and are not rectified, which place the Director in a position of personal or professional conflict of interest with VCCWA or its affiliates.
- d. The Director allows her chapter membership to lapse prior to completion of her term.
- e. The Director may be terminated for not fulfilling her prescribed duties

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#### Section 8.04: Filing Vacant Appointed Director Positions

Should a vacancy occur among the Appointed Directors, that position shall be filled by appointment of the President with approval of the Board of Directors.

### ARTICLE IX: AMENDMENT OF BYLAWS

