

**FIRST AMENDMENT TO THE  
BY-LAWS OF  
CHINO VALLEY EQUESTRIAN ASSOCIATION**

This First Amendment (the "**Amendment**") to the By-Laws (the "**By-Laws**") of Chino Valley Equestrian Association ("**CVEA**") is entered into, adopted and effective as of Aug 8, 2024 (the "**Effective Date**").

WHEREAS, the CVEA Board wishes to open Board meetings to the General Membership. Separate General Membership Meetings shall no longer be required.

WHEREAS, the CVEA Board wishes to clarify that new Board Officers and Board Members begin their term on January 1<sup>st</sup>.

WHEREAS, the CVEA Board wishes to acknowledge that Board Members may be absent from more than two (2) meetings per year (due to extenuating circumstances, i.e., inclement weather, personal emergencies) and to clarify that Board Officers and Board Members may attend Board Meetings by telephone.

WHEREAS, the CVEA Board wishes to change elections from paper ballots to electronic ballots.

WHEREAS, the CVEA Board wishes to allow another qualified Board Member other than the Vice President to assume the Presidency.

1. **Agreement.** This First Amendment amends and modifies the Bylaws described above.
2. **Definitions.** Unless otherwise specified herein, each term used herein which is defined in the Bylaws shall have the meaning assigned to such term in the Bylaws.
3. **Amendments.**
  - A. **ARTICLE III, Section 1.A.3.** Article III, Section 1.A.3 of the By-Laws reads as follows:

3. Board meetings will not be open to the General Membership.

Now, therefore, be it resolved, that Article III, Section 1.A.3 of the By-Laws shall be deleted and replaced with the following:

3. Intentionally Deleted.

B. **ARTICLE III, Section 1.C, "General Membership Meeting".** Article III, Section 1.C of the By-Laws entitled "General Membership Meeting" sets forth the guidelines for General Membership Meetings.

Now, therefore, be it resolved, that Article III, Section 1.C of the By-Laws shall be deleted and replaced with the following:

- C. Intentionally Deleted.

C. **ARTICLE III, Section 1.D.6.** Article III, Section 1.D.6 of the By-Laws reads as follows:

6. CVEA Board shall immediately install the new Board Officers and Board Members-At-Large.

Now, therefore, be it resolved, that Article III, Section 1.D.6 of the By-Laws shall be deleted and replaced with the following:

6. New Board Officers and Board Members-At-Large shall begin their term on January 1<sup>st</sup> of the next calendar year.

D. **ARTICLE IV, Sections 3.A.3, 3.B.2, 3.C.2, 3.D.2, Section 4.A.1.b and Section 5.A.3.** Article IV, Sections 3.A.3, 3.B.2, 3.C.2, 3.D.2, Section 4.A.1.b and Section 5.A.3 of the By-Laws read as follows:

May be allowed to be absent from no more than two (2) meetings per year.

Now, therefore, be it resolved, that Article IV, Sections 3.A.3, 3.B.2, 3.C.2, 3.D.2, Section 4.A.1.b and Section 5.A.3 of the By-Laws shall be deleted and replaced with the following:

Make best efforts not to be absent from more than two (2) meetings per year. Attendance by calling in shall constitute participation in the meeting, provided, however, each Board Officer and Board Member may call in no more than two (2) times per year.

E. **ARTICLE IV, Section 3.A.6.** Article IV, Section 3.A.6 of the By-Laws reads as follows:

6. Counsel any Board member who fails to meet their obligations to CVEA that they must immediately remedy the situation and shall notify the entire Board through the Secretary of this counsel by letter or electronically.

Now, therefore, be it resolved, that Article IV, Section 3.A.6 of the By-Laws shall be deleted and replaced with the following:

6. Intentionally Deleted.

F. **ARTICLE IV, Section 3.C.8.** The first portion of Article IV, Section 3.C.8 of the By-Laws reads as follows:

8. Prepare, update yearly, and distribute to all incoming Board Members a notebook of pertinent CVEA materials, including, but not limited to:

Now, therefore, be it resolved, the first portion of Article IV, Section 3.C.8 of the By-Laws shall be deleted and replaced with the following:

8. Prepare, update yearly and provide to all incoming Board Members access to pertinent CVEA materials, including, but not limited to:

By way of elaboration and further clarification, the list of items set forth in Section 3.C.8.a through 3.C.8.i inclusive remains unchanged.

G. **ARTICLE IV, Section 3.E.** The following new Section 3.E is hereby added to Article IV of the By-Laws:

- E. The Executive Board:
  1. One or more members of the Executive Board shall counsel any Board Member who fails to meet their obligations to CVEA that they must immediately remedy the situation and shall notify the entire Board of this counsel by letter or electronically.

H. **ARTICLE V, Section 1.D.** Article V, Section 1.D of the By-Laws reads as follows:

- D. The Secretary shall notify the General Membership of the slate of nominees no later than fifteen (15) days before the annual General Membership Meeting.

Now, therefore, be it resolved, that Article V, Section 1.D of the By-Laws shall be deleted and replaced with the following:

- D. Intentionally Deleted.

I. **ARTICLE V, Section 1.F.** Article V, Section 1.F of the By-Laws reads as follows:

F. The Secretary shall prepare the ballot and any written statements to be presented at the Annual Meeting.

Now, therefore, be it resolved, that Article V, Section 1.F of the By-Laws shall be deleted and replaced with the following:

- F. An electronic ballot shall be distributed to the Membership.

J. **ARTICLE V, Section 3.B.1.** Article V, Section 3.B.1 of the By-Laws reads as follows:

1. In the event that the President resigns or is otherwise unable to complete their term, the Vice President will automatically assume the Presidency for the completion of their term.

Now, therefore, be it resolved, that Article V, Section 3.B.1 of the By-Laws be amended to read as follows:

1. In the event that the President resigns or is otherwise unable to complete their term, the Vice President will assume the Presidency for the completion of their term. If the Vice President elects not to assume the Presidency, the President's position will then be filled from the Board Members and nominated and elected by the Board for the remainder of that term.

K. **ARTICLE VII, Section 1.C.** Article VII, Section 1.C of the By-Laws reads as follows:

- C. The Secretary will notify the General Membership of a vote on a proposed By-Law amendment at least two weeks prior to the vote date.

Now, therefore, be it resolved, that Article VII, Section 1.C of the By-Laws be amended to read as follows:

- C. The Board will notify the General Membership of a vote on a proposed By-Law amendment at least one (1) week prior to the vote date.

4. **Ratification.** Except as expressly amended by this First Amendment, all of the provisions of the By-Laws shall remain in full force and effect and the By-Laws, as amended by this First Amendment, is hereby ratified and confirmed.

IN WITNESS WHEREOF, this First Amendment to the By-Laws of Chino Valley Equestrian Association is approved and executed as of the 8<sup>th</sup> day of Aug, 2024.

Chino Valley Equestrian Association

By: Gertrude E. Ruth  
Name: Gertrude E. Ruth  
Title: Treasurer

**CERTIFICATION**

I, the undersigned, do hereby certify:

That I am the duly elected and acting Treasurer of Chino Valley Equestrian Association;

That the foregoing constitutes the First Amendment to the By-Laws of CVEA as duly adopted and approved unanimously by a unanimous vote of the Board of Directors effective 8/8/24, 2024.

IN WITNESS WHEREOF, I have hereunto subscribed my name this the 8<sup>th</sup> day of Aug, 2024.

By: Gertrude E. Ruth  
Name: Gertrude E. Ruth  
Title: Treasurer

**APPROVED**

Sally Hensley  
Sally Hensley

Mary Henry McGah  
Mary Henry McGah

Gertrude E. Ruth  
Gertrude E. Ruth

Kay Oden  
Kay Oden

Bill Oden  
Bill Oden

Susan Van Buren  
Susan Van Buren

April Durnez  
April Durnez