

# Catron County Fair Board

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Arden Ward, President  
Cindy Waldron, Vice-President  
Shelby Saulsberry, Treasurer  
Misty Werkman, Secretary

David Silva, Director  
Shawn Menges, Director  
Katie Lee, Director

Nancy Wolf, Director  
Eugene Hutton, Director

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## Regular Agenda for April 6, 2026 6:00 PM Catron County Fairgrounds

1. Call to Order
2. Opening Prayer
3. Attendance
4. Introduction of Guests:
5. Approval of April 6, 2026 Agenda
6. Approval of Minutes
  - a) Special Meeting March 8, 2026
7. Treasurer's Report
8. Director Reports
9. **Public Comment:** Public comment will be limited to 3 minutes. This is not a question -and- answer period. The board is not able to act on matters discussed during public comment.
10. **New Business**

- a) Discussion regarding Scale purchase and County Commission Meeting Update.
- b) Discussion of filling the voids and confirming who will take on some of the duties.
- c) Discussion and/or action regarding tag reader wand, if needed.
- d) Discussion and/or action regarding 4-H Process, Fair Process, Sale Cake Contest, Indoor Exhibits, Fair Building Rental Process presented by Katharine Yellowhair.
- e) Discussion and/or Action regarding 2026 Catron County Fair Rulebook changes and edits.
- f) Discussion and/or Action of adding Round Robin and Adult Showmanship.
- g) Discussion and Finalization of 2026 Fair Schedule.
- h) Discussion and Approval of JotForm to be used for Add-On's and Donations.
- i) Discussion and/or Action regarding Director and Officer Insurance Policy
- j) Discussion of Formation of Committees

## **11. Executive Session**

- a) Motion and vote to recess regular session and go into executive session in which the following matters will be discussed in closed session:
  - i. 2026 Catron County Fair exception letters
  - ii. McKeen Letter
- b) Motion and vote to re-convene regular session
- c) Motion and roll call vote that matters discussed in closed session had no action taken during the executive session.

## **12. New Business (continued)**

- a) Discussion, Direction and/or Action regarding 2026 Catron County Fair exception letters

## **13. Unfinished Business**

- a) Discussion, Direction and Action regarding amending and adopting Catron County Fair Association Bylaws and signing acceptance of adopted policies.

**14. Announcements / Other / Misc. –** Scholarship is live on the website. Misty will send out to the schools and Extension office next week.

**15. Next Regular Fair Board Meeting-** May 4, 2026- 6:00 pm at the Catron County Fairgrounds.

**16. Next Fair Board Meeting Agenda Additions:**

**17. Adjournment**

\*Items to be added to the agenda must be submitted to the Catron County Fair Association Secretary no later than 1 week prior to the scheduled meeting.



# Donation and Add-Ons

Catron County Fair

## Name \*

First Name

Last Name

## Email \*

example@example.com

## Mailing Address \*

Street Address

Street Address Line 2

City

State / Province

Postal / Zip Code

## Phone Number \*

Please enter a valid phone number.

Please fill in the form below with each exhibitors name you wish to donate and how much you would like to donate to each exhibitor. If you wish for your donation to equally be split to all exhibitors, please write "ALL" in the line and donation amount you would like split.

Example:

Adam. \$10

Betty. \$10

ALL. \$500

Then Choose under Products "Exhibitor \$10" quantity 2 and "ALL Exhibitor \$500" quantity 1.

## Donation Allocation \*

	Exhibitor Name	Donation amount
1.		
2.		
3.		
4.		
5.		

If you wish to donate to more than 5 exhibitors, you can either submit a second form or add the names and donation amount in the note section. Example: John (\$10), Susan (\$20). Then choose appropriate "product" quantities below.

## Notes

## Donation Amounts \*

Exhibitor \$10 **\$10.00**

Quantity

Item subtotal: \$0.00

Exhibitor \$20 **\$20.00**

Quantity

Item subtotal: \$0.00

Exhibitor \$25 **\$25.00**

Quantity

Item subtotal: \$0.00

Exhibitor \$50 **\$50.00**

Quantity

Item subtotal: \$0.00

Exhibitor \$100 **\$100.00**

Quantity


Item subtotal: \$0.00


ALL Exhibitors \$500 **\$500.00**


To be evenly distributed to all Jr. Livestock Exhibitors

Subtotal \$0.00  
Credit Card Fee \$0.00  
**Total \$0.00**

## Payment Methods

 Credit Card

 Apple Pay

 Google Pay

If you have any quesitons, please email [catroncountyfair@gmail.com](mailto:catroncountyfair@gmail.com)

You will receive a payment receipt via the email provided above. If you do not receive an email, you can email [catroncountyfair@gmail.com](mailto:catroncountyfair@gmail.com) to verify it went through or check your junk/spam folder.

Once you click submit, if form does not automatically reload, please check your email for receipt before submitting again.

Submit

# Bylaws of the Catron County Fair Association

## Article I — Name and Legal Status

### Section 1. Name

The name of this organization shall be **Catron County Fair Association** (“the Organization”).

### Section 2. Legal Status

The Organization is a nonprofit corporation organized under the laws of New Mexico.

### Section 3. Tax-Exempt Purpose

The Organization is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

### Section 4. Mission and Purpose

The Organization exists to:

- Operate and manage the annual county fair
- Promote agriculture, livestock, youth participation, and community education
- Provide exhibitions, competitions, entertainment, and cultural programming
- Support local producers, artisans, and civic organizations
- Partner with county government for fairground use, programming, and public benefit

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## **Article II — Offices**

### **Section 1. Principal Office**

The principal office shall be located in Catron County, New Mexico.

### **Section 2. Registered Agent**

The Organization shall maintain a registered office and agent in New Mexico as required by law.

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## **Article III — Governance Structure**

### **Section 1. Board-Run Organization**

The Organization shall have **no voting membership**. All corporate authority and governance shall be exercised by the Board of Directors.

### **Section 2. Relationship with County Government**

The Organization may coordinate with Catron County government regarding:

- Fairground facilities
- Public safety and compliance
- Cooperative funding or support
- Shared programming

The Organization remains an independent nonprofit entity governed by its Board.

# **Article IV — Board of Directors**

## **Section 1. Authority**

The Board of Directors governs all affairs, property, policies, and finances of the Organization.

## **Section 2. Composition**

The Board shall consist of nine (9) directors that reside in Catron County or a Catron County School District.

## **Section 3. Representation**

The Board should collectively reflect agriculture, livestock, youth programs, education, business, and community leadership interests within Catron County.

## **Section 4. Terms**

- Directors serve one year terms.
- Directors can serve multiple terms.

## **Section 5. Duties**

The Board shall:

- Establish strategic direction and policies
- Approve annual fair operations and programming
- Approve Financial Reports and major expenditures
- Oversee facilities, safety, insurance, and compliance
- Maintain partnerships with county government and community organizations
- Ensure financial accountability and transparency
- Support sponsorships and fundraising

## **Section 6. Vacancies**

Vacancies shall be filled by majority vote of remaining directors for the remainder of the term. In the event a Director cannot complete their term, directors are encouraged to nominate their replacement.

## **Section 7. Removal**

A director may be removed by a two-thirds vote of the Board for:

- Failure to attend meetings
  - Misconduct or ethical violations
  - Breach of fiduciary duty
  - Conflict-of-interest violations
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# **Article V — Officers**

## **Section 1. Officers**

The officers shall be:

- President
- Vice President
- Secretary
- Treasurer

## **Section 2. Election**

Officers shall be elected annually by the Board from among its members.

## **Section 3. Duties**

## **President**

- Presides over meetings
- Serves as primary representative of the fair
- Ensures execution of Board policies
- Primary liaison to the County

## **Vice President**

- Assists the President
- Acts in the President's absence

## **Secretary**

- Maintains minutes and official records
- Oversees compliance filings and documentation
- Secondary liaison to the County.

## **Treasurer**

- Oversees financial management
- Provides regular financial reports
- Ensures accounting controls and compliance

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## **Article VI — Committees**

The Board may establish committees, including:

- Fair Operations
- Livestock Exhibits

- Vendors & Exhibits
- Entertainment & Events
- Sponsorship Awards & Fundraising
- Rodeo and Arena
- Royalty Program

Committees report to the Board and operate under its authority.

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## **Article VII — Meetings**

### **Section 1. Regular Meetings**

The Board shall meet:

- Monthly on the 1<sup>st</sup> Monday of each month at 6:00 pm.

### **Section 2. Annual Meeting**

An annual planning meeting shall take place in October to:

- Review prior fair performance
- Review finances
- Set goals and priorities
- Elect Directors and Officers

### **Section 3. Special Meetings**

Special meetings may be called by the President or a majority of directors.

### **Section 4. Attendance**

Directors must attend a minimum of 80% of meetings in person. No more than 20% of meetings can be attended virtually.

## **Section 5. Notice**

Notice shall be provided at least seven (7) days in advance unless urgent circumstances exist.

## **Section 6. Quorum**

Five (5) directors constitute a quorum.

## **Section 7. Voting**

Actions pass by majority vote unless otherwise required by these bylaws.

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# **Article VIII — Financial Management**

## **Section 1. Fiscal Year**

The fiscal year shall be October 1 – September 30 unless changed by the Board.

## **Section 2. Financial Report**

The Board shall approve an annual Financial Report.

## **Section 3. Banking**

Funds shall be deposited in FDIC insured financial institutions approved by the Board.

## **Section 4. Financial Controls**

The Organization shall maintain:

- Dual authorization for major expenditures of \$5,000 or more.

- Segregation of financial duties when feasible
- Monthly financial reporting
- Annual financial review or audit when practical

## **Section 5. Compensation**

No part of the Organization's earnings shall benefit private individuals except reasonable compensation for services or purchases for reimbursement.

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## **Article IX — Conflict of Interest**

The Organization shall maintain a written conflict-of-interest policy requiring:

Disclosure of financial or personal interests

Recusal from related votes

Documentation in meeting minutes

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## **Article X — Insurance and Risk Management**

Catron County agrees to maintain fire, theft, casualty, liability insurance satisfactory to the County, insuring the County as the owner of the Fairgrounds. The County shall maintain insurance for the Association, its members, volunteers, or agents for any liabilities incurred for performance of their duties as volunteers. Director and Officer Insurance will be maintained by the Organization.

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## **Article XI — Indemnification**

To the fullest extent permitted by law, the Organization shall indemnify directors, officers, volunteers, and agents acting in good faith on behalf of the Organization.

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## Article XII — Amendments

These bylaws may be amended by:

- Two-thirds vote of the Board, and
  - Prior written notice of proposed changes.
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## Article XIII — Dissolution

Upon dissolution, assets shall be distributed to one or more nonprofit organizations serving similar charitable or educational purposes and qualifying under Section 501(c)(3).

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## Certification of Adoption

Adopted by the Board of Directors of the Catron County Fair Association on March 8, 2026. Amended on April 6, 2026.

President: \_\_\_\_\_

Secretary: \_\_\_\_\_

# CATRON COUNTY FAIR ASSOCIATION

## Code of Ethics and Conduct

### Article I – Purpose

This Code of Ethics establishes standards of conduct for Directors, Officers, Committee Members, Volunteers, and Key Representatives of the Catron County Fair Association (“Association”).

Its purpose is to promote integrity, accountability, transparency, and public trust in all activities of the Association.

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### Article II – General Standards of Conduct

All covered individuals shall:

Act in good faith and in the best interest of the Association.

Exercise reasonable care, diligence, and independent judgment.

Comply with applicable federal, state, and local laws.

Uphold the mission and reputation of the Association.

Directors shall fulfill their fiduciary duties of care, loyalty, and obedience consistent with the expectations of the Internal Revenue Service and the New Mexico Nonprofit Corporation Act.

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### **Article III – Conflicts of Interest**

All individuals must avoid actual or perceived conflicts of interest.

Conflicts shall be disclosed promptly in accordance with the Association’s Conflict of Interest Policy.

Individuals with conflicts shall recuse themselves from discussion and voting as required.

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### **Article IV – Integrity and Fair Dealing**

Board Members and representatives shall:

Avoid self-dealing or personal gain from Association activities.

Ensure fair and competitive procurement practices when practical.

Refrain from using Association assets for personal benefit.

Avoid favoritism, nepotism, or improper influence.

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### **Article V – Transparency and Public Trust**

Given the Association’s role in serving the community of Catron County:

Meetings shall be conducted openly when required by law.

Records shall be maintained accurately and responsibly.

Financial reporting shall be truthful and complete.

When applicable, compliance shall be maintained with the New Mexico Open Meetings Act.

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## **Article VI – Respectful Conduct**

All individuals shall:

Treat fellow board members, volunteers, vendors, exhibitors, and members of the public with respect.

Refrain from harassment, discrimination, or retaliation.

Conduct Association business professionally at all times.

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## **Article VII – Confidentiality**

Board Members shall:

Protect confidential information received in the course of service.

Not disclose sensitive financial, legal, or personnel matters without authorization.

Continue to honor confidentiality obligations after leaving service.

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## **Article VIII – Compliance and Reporting**

Any suspected violation of this Code shall be reported to:

The Board Chair, or

The Vice Chair if the Chair is implicated.

The Board may investigate and take appropriate corrective action, including:

Formal reprimand

Removal from committee

Recommendation for removal from the Board (if permitted under bylaws)

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## Article IX – Annual Acknowledgment

All Directors and Officers shall annually sign an acknowledgment stating:

“I have read and agree to abide by the Catron County Fair  
Association Code of Ethics.”

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# Annual Acknowledgment Form

Name: \_\_\_\_\_

Position: \_\_\_\_\_

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

# Board Member Duties & Fiduciary Responsibilities Policy

## Catron County Fair Association

### Purpose

This policy defines the legal, ethical, and operational responsibilities of members of the Board of Directors. It ensures the Board fulfills its role in governing the Association responsibly and in compliance with nonprofit and tax-exempt requirements.

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### Article I — Role of the Board

The Board of Directors is responsible for the overall governance, direction, and sustainability of the Catron County Fair Association. Board members act collectively to ensure the organization operates in alignment with its mission, bylaws, and legal obligations.

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### Article II — Fiduciary Duties

Board members shall uphold the following core fiduciary duties:

#### 1. Duty of Care

Board members must:

- Act in good faith and with reasonable judgment
- Participate actively in meetings and decisions

- Review financial reports, budgets, and policies
- Ask informed questions and exercise oversight

## 2. Duty of Loyalty

Board members must:

- Act in the best interest of the Association
- Avoid personal or financial conflicts of interest
- Maintain confidentiality of sensitive information
- Disclose potential conflicts promptly

## 3. Duty of Obedience

Board members must:

- Ensure the organization follows its mission
- Comply with bylaws and governing documents
- Adhere to applicable laws and nonprofit regulations
- Protect tax-exempt status and charitable purpose

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# Article III — General Responsibilities

Board members are expected to:

- Attend and participate in Board meetings as outlined in the Bylaws
- Prepare for meetings by reviewing materials in advance
- Support and promote the annual county fair
- Assist with fundraising and sponsorship development
- Help build community partnerships
- Provide oversight of safety, facilities, and operations
- Ensure ethical conduct and transparency

## Article IV — Financial Oversight

Board members shall:

- Approve the annual financial Report
  - Review periodic financial reports
  - Ensure appropriate internal controls are in place
  - Safeguard organizational assets
  - Participate in financial review or audit processes
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## Article V — Strategic and Operational Oversight

The Board shall:

- Set long-term goals and priorities
  - Support fair planning and evaluation
  - Monitor program effectiveness
  - Evaluate organizational risks and mitigation strategies
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## Article VI — Ethical Conduct

Board members shall:

Conduct themselves professionally and respectfully

Avoid misuse of organizational resources

Represent the organization positively in the community

Follow the conflict-of-interest policy

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## Article VII — Confidentiality

Board members shall protect confidential information, including:

- Financial records
- Personnel matters
- Contracts and negotiations
- Sensitive operational or legal information

Confidentiality continues after board service ends.

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## Article VIII — Board Member Expectations

Each board member agrees to:

- Serve the full term unless circumstances prevent it
  - Notify leadership if unable to fulfill responsibilities
  - Participate in committees when assigned
  - Support board decisions once adopted
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## Article IX — Removal or Resignation

A board member may be removed in accordance with bylaws for:

- Failure to attend meetings as outlined in the Bylaws
- Breach of fiduciary duties
- Ethical violations
- Actions harmful to the organization

Board members should resign in writing to the President or Secretary.

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## Article X — Orientation and Training

New board members shall receive:

- Bylaws and governance documents
- Conflict-of-interest policy
- Financial overview
- Overview of fair operations and partnerships

Ongoing governance education is encouraged.

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## Article XI — Acknowledgment of Responsibilities

All board members shall sign an acknowledgment confirming they:

1. Understand fiduciary duties
  2. Agree to uphold ethical and legal responsibilities
  3. Commit to active participation and oversight
- 

## Certification and Adoption

This Board Member Duties & Fiduciary Responsibilities Policy was adopted by the Board of Directors of the Catron County Fair Association on:

Date: \_\_\_\_\_

Board President: \_\_\_\_\_

Secretary: \_\_\_\_\_

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# Board Member Acknowledgment Form

Name: \_\_\_\_\_

Position: \_\_\_\_\_

I acknowledge that I have received and read the Board Member Duties & Fiduciary Responsibilities Policy and agree to fulfill the responsibilities described.

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

# Conflict of Interest Policy

## Catron County Fair Association

### Article I — Purpose

The purpose of this Conflict of Interest Policy is to protect the interests of the Catron County Fair Association when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer, director, committee member, or key volunteer. This policy is intended to ensure integrity, transparency, and compliance with nonprofit governance best practices and federal tax-exempt requirements.

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### Article II — Definitions

#### Interested Person

Any director, officer, or individual with decision-making authority who has a direct or indirect financial interest.

#### Financial Interest

A person has a financial interest if they or an immediate family member have:

- An ownership or investment interest in any entity doing business with the Association
- A compensation arrangement with the Association or with any entity or individual with which the Association has a transaction
- A potential ownership, investment, or compensation interest in a proposed transaction

Financial interests are not necessarily conflicts; a conflict exists when the Board determines one is present.

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### **Article III — Duty to Disclose**

Interested persons must disclose any actual or potential conflict of interest, including:

- Business relationships
- Financial interests
- Family relationships tied to vendors, sponsors, contractors, or exhibitors

Disclosure shall be made:

- Prior to Board discussion or vote.
  - At the annual meeting.
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### **Article IV — Determining Whether a Conflict Exists**

After disclosure:

1. The interested person shall leave the meeting during discussion and vote.
  2. The remaining Board members shall determine if a conflict exists.
  3. The determination shall be documented in meeting minutes.
- 

### **Article V — Procedures for Addressing a Conflict**

If a conflict is identified:

1. The Board may investigate alternatives to the proposed transaction.
2. The Board shall determine whether the Association can obtain a more advantageous arrangement from an unrelated party.
3. If not reasonably possible, the Board may approve the transaction if it is:
  - ❖ Fair
  - ❖ Reasonable
  - ❖ In the best interest of the Association

Approval requires a majority vote of disinterested directors.

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## **Article VI — Violations of the Policy**

If the Board has reasonable cause to believe an individual failed to disclose a conflict:

1. The individual shall be informed and given an opportunity to explain.
2. The Board may take appropriate corrective action, including:
  - ❖ Removal from decision-making authority
  - ❖ Removal from office or board service

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## **Article VII — Records of Proceedings**

The minutes of Board and committee meetings shall include:

- Names of persons who disclosed or were found to have a financial interest
- Nature of the interest
- Actions taken to determine whether a conflict existed
- The Board's decision and vote

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## **Article VIII — Compensation**

A voting member of the Board who receives compensation from the Association for services:

- Shall not vote on matters pertaining to that compensation
- Shall not be present for deliberation or vote

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## **Article IX — Annual Statements**

Each director, officer, and key volunteer shall annually sign a statement affirming that they:

1. Received a copy of this policy
2. Read and understand it
3. Agree to comply with it
4. Understand the Association is charitable and must operate in ways that maintain tax-exempt status

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## **Article X — Periodic Reviews**

To ensure the Association operates consistently with charitable purposes and does not engage in activities that could jeopardize tax-exempt status, periodic reviews shall include:

- Compensation arrangements
- Vendor and contractor relationships
- Partnerships and sponsorship agreements

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## Article XI — Use of Outside Experts

When appropriate, the Board may use legal, financial, or governance experts to inform decisions. Use of experts does not relieve the Board of its fiduciary responsibilities.

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## Certification and Adoption

This Conflict of Interest Policy was adopted by the Board of Directors of the Catron County Fair Association on:

Date: \_\_\_\_\_

Board President: \_\_\_\_\_

Secretary: \_\_\_\_\_

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## Annual Disclosure Form (to be completed each year)

Name: \_\_\_\_\_

Position (Director/Officer/Volunteer): \_\_\_\_\_

Do you have any financial or personal interest that could present a conflict with the Association?

No

Yes (If yes, describe): \_\_\_\_\_

Business affiliations relevant to fair vendors, sponsors, contractors, or exhibitors:

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Signature: \_\_\_\_\_

Date: \_\_\_\_\_