

# California City Community Club Incorporated

## By-laws

### ARTICLE I – NAME AND ADDRESS

NAME	The name of this organization shall be the California City Community Club.
ADDRESS	The address of this organization is P.O. Box 2343, California City, CA 93505. The address of the organization building is 8190 Dogbane Ave., California City.
SEAL	This organization shall have a seal of such design as the Board of Directors might suggest and will show the date of incorporation, name of the organization, and the state in which incorporated.

### ARTICLE II – PURPOSE

PURPOSE	This corporation shall be a nonprofit public benefit corporation, non-political, and non-discriminate.  The purpose of the California City Community Club is to help promote all phases of California City community activity such as cultural, social, civic welfare, and development.
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### ARTICLE III – MEETINGS

ANNUAL MEMBERSHIP MEETING	<p>The Annual Membership Meeting of this organization shall be held in January of each year.</p> <p>The Annual Membership Meeting shall be scheduled so to allow for mailing of the notice at least seven (7) days before the meeting.</p> <p>The Secretary shall cause a notice to be mailed to every member, in good standing, at their address, as it appears in the membership roll book of this organization, indicating the date, time, and location of the Annual Membership Meeting.</p>
BOARD MEETINGS	<p>The Board of Directors meeting of this organization shall be held each month, except for the months of July and August.</p> <p>The day of the month, time, and location for the meetings shall be set by the President with a two-thirds (2/3) vote of the current Board of Directors in attendance at the September meeting.</p> <p>General Membership member may attend any Board of Directors meeting, but shall have no voting privileges unless approved in accordance with Article VII, Voting.</p>
SPECIAL MEETING	<p>Special Meetings of this organization may be called by the President when he/she deems necessary and in the best interest of the organization.</p> <p>The President shall determine whether the Special Meeting will be of the Board of Directors or the full General Membership.</p> <p>The Special Meeting shall be scheduled so to allow for notification at least seven (7) days before the meeting. The notice shall indicate the date, time, location, and business to be transacted at the Special Meeting.</p>

## **ARTICLE III – MEETINGS – continued**

QUORUM	<p>The presence of not less than one (1) Executive Officer and six (6) Board of Directors shall constitute a quorum and shall be necessary to conduct the business of this organization.</p> <p>A quorum as herein set forth shall be required at all Board of Directors and Special meetings.</p> <p>A lesser number may adjourn the meeting for a period of not more than the date of the next scheduled Board of Directors Meeting.</p> <p>The Secretary shall notify all Board of Directors of the rescheduled meeting stating the reason for rescheduling with the date, time, and location of the rescheduled meeting.</p>
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## **ARTICLE IV - OFFICERS AND DUTIES**

<b>BOARD OF DIRECTORS</b>	<p>The Board of Directors shall consist of the Executive Officers and Directors and have as minimum nine (9) members.</p> <p>The Board of Directors shall manage, conduct, and control the affairs and business of this organization.</p>
Elections	<p>The Board of Directors shall be elected at the Annual Membership Meeting of this organization as stipulated in Article VI, Election.</p>
Term Of Office	<p>The term of each Board of Director position is one (1) year from the date of election. Executive Officers and Directors may run and hold office for more than one term.</p>
<b>EXECUTIVE OFFICERS</b>	<p>The Executive Officers of this organization shall be President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Secretary, Treasurer, and Parliamentarian.</p>
PRESIDENT	<p>The President shall preside over all Annual Membership, Special, and Board of Directors meetings.</p> <p>Shall, by virtue of their office, be the Chairperson of the Board of Directors and shall perform all actions and requirements as stipulated in these By-laws.</p> <p>Shall present at the Annual Membership Meeting an Annual Report on the previous year's activities.</p> <p>Shall establish committees and appoint chairpersons, with a simple majority vote of the Board of Directors.</p> <p>Shall cause the maintenance, retention and submittal of records, reports, submissions, and certificates as required by law and established by these By-laws.</p> <p>Shall have such powers as may be reasonably construed as belonging to the Chief Executive Officer of any organization.</p> <p>Shall not have the authority to sign or co-sign checks for the organization.</p> <p>Shall participate in voting of the Board of Directors, ONLY for the purpose of determining the results of a tie vote, by voting FOR, AGAINST, or ABSTAIN.</p>
1 <sup>ST</sup> VICE PRESIDENT	<p>The 1<sup>st</sup> Vice President in the event of absence or inability of the President to exercise the office of President shall become the acting President of this organization.</p>

## ARTICLE IV - OFFICERS AND DUTIES – continued

### EXECUTIVE OFFICERS – Continued

1 <sup>ST</sup> VICE PRESIDENT – Continued	<p>Shall have all the rights, privileges, powers, and responsibilities as if they had been duly elected as President when acting as President.</p> <p>May be one of the officers required to co-sign the checks for the organization.</p> <p>Shall participate in all voting of the Board of Directors by voting FOR, AGAINST, or ABSTAIN.</p>
2 <sup>ND</sup> VICE PRESIDENT	<p>The 2<sup>nd</sup> Vice President in the event of absence or inability of the President and/or 1<sup>st</sup> Vice President to exercise the office of President shall become the acting President of this organization.</p> <p>Shall have all the rights, privileges, powers, and responsibilities as if they had been duly elected as President when acting as President.</p> <p>May be one of the officers required to co-sign the checks for the organization.</p> <p>May act as Parliamentarian, when requested by the President, in the absence of the Parliamentarian.</p> <p>Shall participate in all voting of the Board of Directors by voting FOR, AGAINST, or ABSTAIN.</p>
SECRETARY	<p>The Secretary in the event of absence or inability of the President, 1<sup>st</sup> Vice President and/or 2<sup>nd</sup> Vice President to exercise the office of President shall become the acting President of this organization.</p> <p>Shall have all the rights, privileges, powers, and responsibilities as if they had been duly elected as President when acting as President.</p> <p>Shall keep the minutes and records of the organization in appropriate books. Shall be the official custodian of the records and seal of this organization.</p> <p>Shall be their duty to file any certificate required by any statute, federal or state. Shall give and serve all notices to members of this organization.</p> <p>Shall present at any meeting any correspondence addressed to the organization.</p> <p>Shall attend to all correspondence of the organization and shall exercise all duties incident to the office of Secretary.</p> <p>Shall participate in all voting of the Board of Directors by voting FOR, AGAINST, or ABSTAIN.</p> <p>At the expiration of their term as Secretary shall turn over all records, files, etc. to the newly elected Treasurer.</p>
TREASURER	<p>The Treasurer in the event of absence or inability of the President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, and/or Secretary to exercise the office of President shall become the acting President of this organization.</p> <p>Shall have all the rights, privileges, powers and responsibilities as if they had been duly elected as President when acting as President.</p>

## **ARTICLE IV - OFFICERS AND DUTIES – continued**

### **EXECUTIVE OFFICERS – Continued**

**TREASURER – Continued** Shall be the primary officer to sign all checks of the organization and shall select two (2) Board of Director members to co-sign all checks issued on this organization's accounts.

Shall exercise all duties incident with the office of Treasurer.

The Treasurer shall have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies and securities.

Shall present at the monthly Board of Directors meeting a written account of the finances of the organization and such report shall be filed with the minutes.

No special fund shall be set or established that would make it unnecessary to issue checks upon it.

Shall participate in all voting of the Board of Directors by voting FOR, AGAINST, or ABSTAIN.

At the expiration of their term as Secretary shall turn over all records, files, etc. to the newly elected Secretary.

**PARLIAMENTARIAN** The Parliamentarian may be the past President or shall be appointed by the President.

The Parliamentarian shall attend all Board of Directors meetings to provide advice on parliamentary law, in accordance with Robert's Rule of Order, when requested.

The parliamentary procedure shall be the Robert's Rule of Order, revised.

Shall participate in all voting of the Board of Directors by voting FOR, AGAINST, or ABSTAIN.

**DIRECTORS** There shall be at least four (4) Directors.

**Appointments** The President may appoint a member, in good standing, as a Director of the board for the duration of the election year with approval by a two-thirds (2/3) vote of the full Board of Directors.

**DIRECTOR** A Director shall support those action and responsibilities as established by the Board of Directors.

Shall provide community, civic, and organizational support and/or action requests for consideration by the Board of Directors.

Shall enter motions or seconds for actions under consideration by the Board of Directors.

Shall fulfill the responsibilities as Chairperson when so requested by the President and voted on by the Board of Directors.

Shall participate in all voting of the Board of Directors by voting FOR, AGAINST, or ABSTAIN.

May be one of the officers required to co-sign the checks for the organization.

## **ARTICLE IV - OFFICERS AND DUTIES – continued**

PAST PRESIDENT	<p>The Past President may be a Board of Directors member and shall give of his knowledge as a past officer to assist the newly elected Board of Directors.</p> <p>May act as Parliamentarian when requested by the President in the absence of the Parliamentarian.</p>
COMMITTEES	<p>The President shall establish all committees and appoint Chairpersons for this organization with a simple majority vote from the Board of Directors.</p> <p>The Chairperson of such committees shall be required to be a member of the Board of Directors. A Chairperson not currently an Officer or Director shall be appointed to the board by the President in accordance with Article VI, Directors.</p> <p>The Chairperson shall submit a report on activities and work of the committee during the Board of Directors meeting. When requested by the Board of Directors a written report of the activities and work shall be submitted and filed with the minutes.</p>

## **ARTICLE V - MEMBERSHIP AND DUES**

GENERAL MEMBERSHIP	<p>General Membership in the California City Community Club shall be open to all residents in California City, Fremont Valley and Cantil.</p> <p>Membership in the California City Community Club shall be by household</p> <p>NOTE: A household is determined to include all those family members normally residing at the same address.</p>
A MEMBER IN GOOD STANDING	<p>A general membership member with current dues paid in full for the current year.</p>
ASSOCIATE MEMBERSHIP	<p>Non-residents may become an Associate Member of the California City Community Club and participate in all functions and activities of the General Membership. Associate members shall have no voting privileges or hold office in this organization.</p>
HONORARY MEMBERSHIP	<p>The Board of Directors may confer Honorary Membership upon any person rendering distinguished service to the organization and/or community.</p> <p>Honorary members may participate in all functions and activities of the General Membership. Honorary members shall have no voting privileges or hold office in this organization.</p>
DUES	<p>The Board of Directors shall determine the General and Associate Membership dues of this organization.</p> <p>The Board of Directors shall set the dues at the September meeting of the current calendar year for assessment in January of the following year.</p> <p>Dues shall be collected at the beginning of the Annual Membership Meeting each year.</p> <p>Dues shall be for one year's membership starting January 1<sup>st</sup> and ending December 31<sup>st</sup> of the current year for one household. Dues submitted after the Annual Membership Meeting shall be at the full amount as set by the Board of Directors.</p>

## **ARTICLE VI – ELECTIONS**

ELECTION	The Election of Officers and Directors shall be held during the Annual Membership Meeting in January.
	Voting shall be by ballot collected and tabulated at the Annual Membership Meeting.
	The Nominating Committee Chairperson shall collect the ballots at the Annual Membership Meeting.
	The Nominating Committee Chairperson shall present the Election results to the current President. The current President will announce the results to the General Membership present for the Annual Membership Meeting.
	Newly elected officers shall take office as of this Annual Membership Meeting.
NOMINATING COMMITTEE	At the October Board of Directors meeting the President shall appoint a Nominating Committee Chairperson from the board in accordance with Article VI, President.
	The Chairperson may select one (1) additional member of the Board of Directors and no more than three (3) General Membership members to assist on the election committee as he/she so determines.
	Any General Membership member, in good standing, may apply for any position on the Board of Directors. The Nominating Committee shall insure all applicants are willing to run and adhere to all the rules, requirements of these By-laws as they pertain to the position sought.
	Any General Membership member, in good standing, may nominate any other General Membership member, in good standing. The Nominating Committee shall contact all nominees to insure they are willing to run and adhere to all the rules, requirements of these By-laws as they pertain to the position sought.
	Only a member of the General Membership in good standing shall hold office of this organization.
	At the December Board of Directors meeting the Nominating Committee shall present the slate of candidates for the upcoming election.
INSPECTORS OF ELECTION	The Nominating Committee Chairperson shall appoint three (3) organization members, in good standing, as Inspectors of Election at the beginning of the General Membership Meeting.
	The Inspectors of Election shall act as auditors of the ballot tabulation and submit the results of the election to the current President. Newly elected officers shall take office as of this Annual Membership meeting.
	Those appointed, as Inspectors of Election shall not be a candidate for a position on the Board of Directors.
	The Nominating Committee shall not interfere or inhibit the Inspectors of Election from performing their responsibilities.

## **ARTICLE VII – RULES AND REQUIREMENTS**

AMENDMENT	These By-laws may be amended by a two-thirds (2/3) vote of the existing Board of Directors.
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## **ARTICLE VII – RULES AND REQUIREMENTS - continued**

ABSENCES	<p>Executive Officers and Directors shall miss no more than three (3) consecutive Board meetings. Unless “excused” by the President as indicated below.</p> <p>The President may excuse any board member, with justification, and so cause to be recorded in the minutes of the meeting as “excused”.</p>
DISBURSEMENTS	<p>Disbursements not exceeding \$25.00 may be directed by the President and issued by the Treasurer. Only one disbursement shall be directed per each yearly quarter.</p> <p>The Treasurer shall make disbursements for the organization’s operational and reoccurring expenses when a bill or invoice for such expenses is received.</p> <p>Reimbursement for expenses or activities, for actions requested and approved by the Board of Directors, shall be made by the Treasurer when presented the bill, invoice, or receipt showing the expense date, description of expense, and expense amount.</p> <p>NOTE: Acceptable expense amounts shall be the item cost, tax, and required handling changes as agreed to by the Board of Directors.</p>
EMPLOYEES	<p>The Board of Directors shall hire and fix the salary or compensation of any and all employees they may determine necessary to conduct any business or function of this organization.</p>
MOTIONS	<p>All motions shall be made in accordance with Roberts Rules of Order, revised.</p> <p>Motions may not be made or second by the President, he/she may request a motion be made by any other Board of Director.</p> <p>All other Board of Directors may make and second motions.</p>
REMOVAL	<p>Any Executive Officer or Director may be removed from office when sufficient cause exists for such removal as determined by the Board of Directors by a two-thirds (2/3) vote.</p>
SALARY	<p>No Executive Officer, Director, Committee Chairperson or General Membership member shall be entitled to or receive any salary or compensation for reason of their duties or office of this organization. However, nothing within these By-laws shall be construed or established to prevent an Officer, Director, Committee Chairperson or General Membership member from receiving reimbursement or compensation for expenses or activities as defined above in “DISBURSEMENTS”.</p>
SPECIAL FUNCTIONS	<p>The Board of Directors shall determine all special activities or functions to be supported by this organization.</p> <p>This organization shall support, as a minimum, two (2) special activities or functions each year which promote the purpose of Article II.</p> <p>The support of special activities or functions is limited to organizations and/or functions of California City, Cantil, Fremont Valley, and the Mojave Unified School District.</p> <p>The Board of Directors shall establish a committee to plan and accomplish a Membership Dinner in January and a Thanksgiving Dinner in November each year for members of this organization.</p>
SPONSORSHIP	<p>The Board of Directors shall determine all sponsorships of activities or functions by this organization.</p>

## **ARTICLE VII – RULES AND REQUIREMENTS - continued**

### **SPONSORSHIP – Continued**

This organization shall sponsor at least two (2) activities or functions each year that promote the purpose for establishment identified in Article II.

The sponsorships are limited to organizations and/or functions of California City, Cantil, Fremont Valley, and the Mojave Unified School District.

This organization shall sponsor the California City Scholarship Foundation. The President shall appoint the Committee Members of this Foundation with a two-thirds (2/3) vote of the Board of Directors.

### **VACANCIES**

The 1st Vice President shall fill a vacancy in the office of President for the remainder of the term.

The President shall appoint a member, in good standing to fill all other position vacancies for the remainder of their term with a simple majority vote of the full Board of Directors.

### **VOTING**

Each Director shall have one (1) vote and their vote may not be by proxy.

The President shall only cast his vote to break a deadlock vote.

The General Membership shall have one (1) vote per membership for elections or actions presented to the General Membership by the Board of Directors.

The Secretary shall cause to be sent one (1) election or action ballot to every General Membership, in good standing, at their address as it appears on the membership roll of this organization.

The ballot shall have no provision, which would indicate the person who cast such ballot.

The General Membership shall have no vote on motions or actions presented at the Board of Directors meeting unless so granted by the Board of Directors by a two-thirds (2/3) vote. When granted the President shall cause the vote to be entered into the meeting minutes for record.