

# Bylaws And Standing Rules

## Historical Society of Temple City

Organization Date – November 10, 2004

July 14, 2024

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# Bylaws

## Article I – Name and Location

The name of this Society is The Historical Society of Temple City, herein referred to as the “Society.”

The real property is located on the corner of Kauffman and Woodruff, Temple City, CA.

## Article II – Aims and Purposes

### Section 1.

The object of the Society, as a nonprofit organization, is to:

- a. Promote an interest in the history of Temple City and surrounding communities.
- b. Encourage the preservation and protection of historic landmarks.
- c. Collect and preserve material illustrating or demonstrating the history of the area and including the customs, habits and deeds of the people who have lived in the area and contributed to the history.

### Section 2.

None of the assets of this Society shall assure to the benefit of any members. This includes either during its existence, upon its dissolution, and in accordance with the laws of the State of California, as provided for nonprofit institutions.

### Section 3.

- a. This Society is organized exclusively for charitable and educational purposes within the meaning of Section 501(c3) of the Internal Revenue Code.
- b. Notwithstanding any other provision of these articles, the Society shall not carry on any other activities not permitted to be carried on by any organization :
  - (1) free from Federal Income Tax under Section 501(c3) of the Internal Revenue Code of 1986 or corresponding provisions of any future United States Revenue Law, or
  - (2) to which taxes are deductible under Section 170c2 of the Internal Revenue Code of 1986 or corresponding provisions of any future United States Internal Revenue Law.
- c. Upon the dissolution of this Society, assets shall be distributed as stated in the Transfer of Property Agreement, “Agreement re: Woman’s Clubhouse & Property” paragraph 2, which was signed and dated May 26, 2006, by Irene Buraza, President of the Woman’s Club of Temple City; Delora Brown, Secretary, Woman’s Club of Temple City; Nicholas Gladis, Vice President of the Historical Society of Temple City, Inc. and witnessed by Caryl G. Bradley, Woman’s Club of Temple City and Historical Society of Temple City, member, and updated in the Memorandum of Understanding dated December 1, 2021.

- d. Any such assets not included in the above mentioned agreement shall be disposed of by the Superior Court in which the principal office of the Society is then located, exclusively for such purpose, or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

### **Article III – Membership and Dues**

#### Section 1.

Membership shall be made available to all who share and believe in the purposes of the Society as stated in the above Section 1, Article II.

#### Section 2.

Membership shall become valid upon the receipt of dues.

#### Section 3.

- a. The amount of annual dues shall be reviewed by the Board each year, prior to September.
- b. Any proposed membership increase, must be recommended at the next General Meeting for approval.
- c. Society members will be advised of any increase in renewal membership dues in the October Reflections newsletter.
- d. Dues are listed in the Standing Rules. See Rule No. 5.
- e. Membership term is January 1 – December 31 of each year.

#### Section 4.

Termination of membership shall be when a member is:

- a. in default of renewing for a period of two months (March 1<sup>st</sup>).
- b. voted out by the Board, for cause.

### **Article IV – Officers and Chairmen**

#### Section 1.

The Officers are elected and shall consist of the following: President, Vice President, Secretary and Treasurer.

#### Section 2.

The Chairmen are appointed by the President with Board approval. A Chairman list is in Standing Rule, No. 6.

#### Section 3.

The Board consists of the Officers and all Chairmen, herein called the “Board.”

#### Section 4.

This Society shall establish a quorum for the transaction of business at any meeting, as a simple majority of one half plus one of those attending.

Section 5.

- a. Officers: President, Vice President, Treasurer and Secretary shall be elected for a term of three (3) years and assume duties on January 1<sup>st</sup>.
- b. Chairmen may be appointed for an unspecified number of years.

**Article V – Duties of Officers**

Section 1.

President shall:

- a. have general supervision and direction of the affairs of the Society
- b. ensure that the Society is within compliance with governance rules and regulations
- c. represent the Society in a professional manner
- d. report annually to the general membership
- e. preside at all meetings of the Society
- f. call special meetings
- g. appoint all chairman and committees, with Board approval
- h. be active in community groups, state affiliations and other organizations that support/work in conjunction with the Society.
- i. approve Rental Agreements that can be entered into by the president or a designee assigned by the president
- j. be a signer on all bank accounts

Section 2.

Vice President shall:

- a. preside at meetings in the absence of the president
- b. be in charge of promoting membership
- c. be in charge of publicity of the society

Section 3.

Secretary shall:

- a. record the minutes at all meetings of the Society
- b. keep an up-to-date copy of the Bylaws
- c. give a copy of the minutes to board members
- d. post minutes at all General meetings
- e. conduct the correspondence of the Society
- f. maintain a correspondence file for the president
- g. be a signer on all bank accounts

Section 4.

Treasurer shall:

- a. have charge of all monies belonging to the Society
- b. pay all bills of the Society
- c. have checks over \$2,000 co-signed by the President or Secretary

- d. present a monthly report to the Board
- e. post reports at all General meetings
- f. be a signer on all bank accounts
- g. keep the debit card to all bank accounts
- h. prepare an annual budget

Section 5. - Chairmen positions including the Woman's Club of Temple City Representative are listed in Standing Rule No. 6.

Section 6.

When any officer fails to attend three consecutive meetings without reasonable cause the Board of Directors shall have the power to declare the office vacant.

## **VI – Nominating Committee and Elections**

Section 1.

The Nominating Committee shall be appointed and elected at the August General meeting and consist of three (3) members of the board and two (2) general members. Nominees must be contacted prior to nomination and agree to serve, if elected. If you participated in the nominating committee the previous year, or are the current president, you are not eligible to serve. You cannot be nominated to an elected office of the Society, if you are an elected officer of Woman's Club of Temple City.

Section 2.

The Nominating committee shall submit a list of candidates through the Reflections newsletter in September.

Section 3.

Elections will be held at the October General meeting. Nominations can be made from the floor and a ballot vote will be taken, unless there is only one person running per position. Three (3) members, who are not on the slate will be chosen to count the votes and report the results to the President.

Section 4.

After the October elections, the Board-elect can legally meet to set a program, appoint chairmen, set dates for general meetings and board meetings, and prepare the budget.

Section 5.

All officer vacancies shall be filled and approved by the Board of Directors for the unexpired term.

## **Article VII – Meetings**

Section 1.

General Meetings

- a. A Minimum of four (4) General meetings will be held annually.

Section 2.

Board Meetings

- a. Meetings shall be held monthly.
- b. Board meetings can be cancelled or rescheduled by a vote of the Board.

Section 3.

Special Meetings can be called by the President or the Board.

Section 4.

Virtual Meetings can be called by the President or the Board.

**Article VIII – Amendments**

The Bylaws may be amended at any General meeting by a vote of the Society members present, providing the revisions have been recommended by the board and have either been read at a General Meeting or sent out, prior to the meeting.

**Article IX – Parliamentary Procedure**

Section 1.

Roberts’s Rules of Order, Newly Revised Edition, shall prevail.

**Article X – Property Management and Rentals**

Section 1.

Any action taken by the Federal Government, State of California, County of Los Angeles and/or the City of Temple City will be adhered to. **No exceptions.**

The elected officers shall have authority to vote and make decisions during a declared emergency without the full Board approval.

Section 2.

- a. The Board will make all decisions on maintenance of the property and building, as needed.
- b. Pest Control Service - will be contracted and provided at a fee approved by the Board.
- c. Other Items - will be contracted and approved by the Board.
- d. Insurance - both liability and Officers and Directors, will be maintained by the Board.
- e. The building will be dark July and August unless it has a rental with full fees paid.

Section 3. Rentals

- a. All users of the building must provide Liability insurance naming the “Historical Society of Temple City, its Officers and Chairmen” as additional insured.
- b. Kitchen use will require a rental agreement and a fee approved by the Board,

which includes a cleaning fee.

Section 4.

Woman's Club of Temple City - The signed agreement dated May 26, 2006, "Agreement Re: Woman's Clubhouse & Property" that was part of the transfer of the property states in:

- a) Paragraph 2: "It is the intention of the Woman's Club of Temple City, Inc. to deed the real property their clubhouse stands to the Historical Society of Temple City, Inc. In exchange the Historical Society of Temple City, Inc. agrees that the Woman's Club can continue to meet in the building at no cost to the Woman's Club for their weekly meetings and any other meetings as agreed upon between the Woman's Club of Temple City, Inc. and the Historical Society of Temple City."
- b) Paragraph 4 states: "It is also agreed by and between the parties that a representative of the Woman's Club of Temple City, Inc., as long as the club is in existence, will serve on the Board of Directors of the Historical Society of Temple City with full voting rights and privileges."
- c) In accordance with the Memorandum of Understanding dated December 1, 2021, the Woman's Club of Temple City agrees to pay \$75 for each meeting held at the facility.

**Article XI – Fiscal Year and Identification Numbers**

Section 1.

The fiscal year of this Society shall begin January 1<sup>st</sup> and end December 31<sup>st</sup>.

Section 2.

The Internal Revenue Service Employer Number (EIN) is: 95-4111584

Section 3.

The Corporation number for this Society, as assigned by the Secretary of State, State of California, is: C2691513

Section 4.

Date organized: November 10, 2004



**Bylaws of the Historical Society of Temple City**

Adopted by the Society: July 14, 2024

Society Secretary Mitzi Franco

Date

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Revised:

August 16, 1995

October 20, 2013

August 18, 1997

October 19, 2014

January 8, 2003

August 10, 2020

January 2005

July 14, 2024

January 2007