

ACTIVE 20-30 CLUB OF BAKERSFIELD BYLAWS

ARTICLE I

NAME

The name of this non-profit organization shall be "THE ACTIVE 20-30 CLUB OF BAKERSFIELD, CLUB #27."

II

OBJECTIVES

The objectives of the Club shall be:

- I. To develop members by precept and example into a more intelligent, aggressive and serviceable citizenship and to create in them a desire to participate actively in civic and welfare work in their respective communities;
- II. To create in every member a desire for knowledge and self-improvement;
- III. To provide a practical means of forming friendships and good will among its members in their communities, their country and throughout the world;
- IV. To hold and promote entertainments, instructions, programs and social gatherings in and for the furtherance of the purposes of Active 20-30
- V. International and the United States and Canada National Association.

III

MEMBERSHIP

Section 1. Classes of Membership. Membership in this Club shall be Active, Past Active, Past Active Life and Honorary.

Section 2. Active. Active members shall be persons who are at least twenty (20) and have not reached their fortieth (40th) birthday, of good moral character who are willing and ready to participate in club activities.

Section 3. Past Active. Any active member while in good standing in this Club shall become a past active member at the end of the six-months in which he attains the

age of forty (40). It is further provided that any active member who has been a member of this Club for a period of not less than two (2) years and while in good standing in this Club and not holding office, upon attaining the age of thirty-one (31) years, or any time during the period from age thirty-one (31) to forty (40), or not less than five (5) years consecutive active membership in good standing regardless of age, may become a past active member at the discretion of the Board of Directors of this Club.

Each past active member shall be entered upon the past active rolls of the Club and shall be entitled to all rights and privileges of active membership in this Club except those of voting and holding office and shall not be liable for dues or assessments.

Section 4. Past Active Life. Past Active Life (PAL) membership status in Active 20-30 may be purchased by the Club or individual member for a member who desires PAL membership and who has a minimum of seven (7) years service in the Club, or has served as President of the Club as an Active member and who has no financial obligation to the Club or National Association. Said category shall be conferred by the National Association, upon the Club's request. A sum to be set from time to time by the National Board of Directors shall be required for PAL membership and will entitle the individual to a pin, membership certificate, National newsletter and other literature regularly mailed to active members. PAL members must be recommended by the local club and shall not have any rights to vote or hold office.

Section 5. Honorary. Any person who has performed some distinguished service and who is not an active member of a chartered Active 20-30 Club may be elected as an honorary member of this Club and as such shall enjoy the privileges of the club except those of voting and holding office.

Application for Honorary membership shall be submitted in writing to the Board of Directors of this Club and upon approval of the same, the name thus submitted shall be read before the Club at a regular membership meeting.

Section 6. Social. Any member in good standing that has been a member for no less than 2 years and is now unable to make lunch meetings may transition to a social member. An exception to the 2-year requirement may be made at the board's discretion in the event an active member involuntarily loses their employment. Social members will not have any voting rights but may attend any of the club's social events. Social members who participate in club fundraisers and annual events may at the board's discretion attend club sponsored charity events.

ARTICLE IV
ADMISSION OF MEMBERSHIP
AND RESIGNATION

Section 1. Applicants shall be admitted to active membership under the following procedures:

- a. The applicant will submit to the membership chairperson a completed application form, signed by the applicant and signed by one sponsoring active member. The new member fee and prorated dues shall accompany the application. The application shall be given to the Membership Chairperson.
- b. The Membership Committee shall refer the application to the Board of Directors. Prior to action on the application, the applicant shall be required to attend three regular club meetings and one project or function sponsored by or participated in by the Club. The Board of Directors shall elect the applicant to membership upon a two-thirds (2/3) vote.

Section 2. Past Active, Past Active Life and Honorary memberships may be conferred with a majority vote of the Board of Directors.

Section 3. Resignations. Any member may resign from the Club at any time. The resignation shall be submitted in writing to the Board of Directors and shall become effective when accepted by the Board. There shall be no refund of dues remaining and the resignation does not relieve the resigning member of any obligation for charges incurred, services or benefits actually rendered, dues, assessments or fees.

ARTICLE V
REQUIREMENTS FOR ACTIVE MEMBERSHIP,
PROCEDURES FOR SUSPENSION,
TERMINATION OR EXPULSION

Section 1. Each member shall be required to pay regular dues, assessments or fees as may be authorized and levied by the Corporation through the Board of Directors. The president, the first vice president in the absence or unavailability of the president, the second vice president in the absence of the unavailability of the president and the first vice president, and the Sergeant-at-Arms in the unavailability of the president, first vice president and second vice president, may render reasonable discretionary assessments against individual members at any general meeting. The Sergeant-at-Arms may render discretionary assessments against the president or other officer presiding over a general meeting. If the Sergeant-at-Arms is absent or unavailable at a general meeting, then the person selected by the president to act as the sergeant-at-arms at the meeting may render a reasonable assessment against the president, at his discretion.

Section 2. Any member may be suspended from membership in the Club upon the recommendation and vote of the Board of Directors. A suspended member will receive written notification from the Board stating the reasons for the termination, expulsion or suspension. The notice must be given at least fifteen (15) days prior to the date of suspension, termination or expulsion by a means reasonably calculated to provide actual notice. The suspended member must respond in writing to the Board of Directors within five (5) days of the date of suspension, termination or expulsion. Failure to do so may result in dismissal. The Board of Directors may reinstate the member under such terms and conditions as it deems fit to impose. These conditions shall include a reinstatement fee, as shall be set from time to time by the Board.

Section 3. An active member being three months in arrears in the payment of

dues shall automatically stand suspended and shall be notified in writing by the secretary. Such member may be automatically reinstated upon payment of all delinquent dues within thirty (30) days from the date of such notice. In case such member does not pay the delinquent dues within the thirty (30) day period, they shall be dropped from the membership and shall be so notified in writing by the secretary.

Section 4. Any member whose membership in the Club has been terminated in any manner shall forfeit all interest in any funds or other property belonging to the Club and all right to use of the Club name, emblem or other insignia.

VI

MEMBERSHIP MEETINGS

Section 1. Regular Meetings. Membership meetings of this Club shall be held on a regular basis, with starting time and meeting place as designated by the Board of Directors. Should there be good and sufficient reason for holding said meeting at a different time or place, the Board of Directors may designate such other time or place for said meeting as may, in their judgment, be desirable, provided that all members of the Club shall have been notified in writing of such change at least one (1) week prior to such meeting.

VII

OFFICERS

Section 1. Officers. The officers of this Club shall be a president, a first vice president, a second vice president, a secretary, a treasurer, a Sergeant-at-Arms, six (6) directors and the two past presidents.

Section 2. Elective Officers. The elective officers of this Club shall be the president, first vice president, second vice president, Sergeant-at-Arms and six (6) directors. Elective officers shall be elected in the manner hereinafter provided and shall

hold office for one term of six months or until their successors are elected and qualified. Any officer may be reelected (or reappointed) with the exception of the president, who may not hold the office more than once.

Section 3. Appointive Officers. The secretary and treasurer of this Club shall be appointed by the president with the advice and consent of the Board of Directors. The secretary and treasurer shall hold office at the pleasure of the Board of Directors who shall have the power to fix their compensation. The treasurer and the two immediate past presidents shall hold office for the term of one year. The secretary's term is six months. The secretary shall be appointed at the first meeting of the Board of Directors in January and July of each year. The treasurer shall be appointed at the July board meeting.

Section 4. Eligibility of Officers. Each officer shall be an active member in good standing. No member shall be eligible to run for office if they have reached their fortieth (40th) birthday, or will reach their fortieth (40th) birthday before taking office, except any officer attaining the age of forty (40) while holding office may finish the term.

Section 5. Terms of Officers. The treasurer and the two past presidents shall hold office for one year. All other officers to hold office for the term of six months. Any officer may be reelected (or reappointed - - secretary and treasurer) with the exception of the president, who may hold office but one term.

ARTICLE VIII

BOARD OF DIRECTORS

Section 1. Duties. It shall be the duty of the Board of Directors to manage and discharge the business and affairs of the Club and perform such other duties as may be required by the Bylaws.

Section 2. How Constituted. The president, first vice president, second vice

president, the secretary, the treasurer, the six (6) directors, the Sergeant-at-Arms and the two immediate past presidents shall constitute the Board of Directors.

Section 3. Meetings. Regular meetings of the Board of Directors shall be held on such days of each calendar month and at such times as the president shall designate. A notice of regular meetings must be given to all the members. Special meetings of the Board may be called by the president or at the request of any member of the Board of Directors. The secretary shall give each member of the Board of Directors two (2) days notice of each special meeting. The general membership shall be allowed to attend any meeting and participate in that meeting and be allowed to present a matter of business to the Board and take part in the discussion thereto.

Section 4. Voting. Each member of the Board of Directors shall be entitled to cast one vote on any matter or resolution presented, provided, however, the president shall vote only in case of a tie. Two proxies will be allowed and only those members constituting the Board of Directors shall be entitled to vote on any matter or resolution presented.

Section 5. Quorum. A majority of the voting power of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board.

Section 6. Vacancies. Any vacancy in the Board of Directors, except vacancy in the offices of president, first vice president, second vice president, or Sergeant-at-Arms shall be filled by a majority vote of the remaining Directors and the person so elected to fill such vacancy shall hold office for the unexpired term of the their predecessor and until their successor shall be elected qualified.

Section 7. Order of Business. The agenda for the Board of Director's meeting shall be set at the discretion of the president or the officer presiding over the meeting.

Section 8. Email Voting. The president, at his discretion when needed to address a situation that must be voted on before the next regularly scheduled board meeting, may present an issue to the board to vote on via email. The issue must be presented to the entirety of the board, and a motion as well as a second must be specifically called similar to a normal board meeting. Once a motion has been called all board members will have a minimum of 24 hours to discuss the topic before it can be called to a vote by the president. The president will have the sole authority to call the motion to a vote at any time after the minimum waiting period when he decides useful discussion has concluded. Once the vote is called discussion on the topic must end the board must begin a vote. In order for an email vote to be finalized the majority of board members must vote either to accept the motion or reject the motion. During this discussion period no other motion regarding this topic may be presented without first rescinding the original motion and therefore resetting the 24-hour discussion period.

ARTICLE IX

DUTIES OF OFFICERS

Section 1. President. The president shall preside over all meetings of the Club and its Board of Directors. In addition, the president shall, with the advice and consent of the Board of Directors, fill the offices of secretary and treasurer and establish the necessary committees to administer the business and affairs of the Club and appoint the members thereof, at least one (1) of whom shall be designated the chairperson. The president shall have, subject to the advice and control of the Board, direction of affairs of the Club and generally discharge such other duties as may be required of him by the Bylaws.

Section 2. First Vice President. The first vice president shall preside over all meetings of this Club and its Board of Directors in the temporary absence of the president and shall assume the office and duties of president in the permanent absence of the president. The first vice president shall be in charge of and responsible for the programs to be given during the regular meetings of the Club and shall perform such other duties as may be prescribed by the Board of Directors, or which may be required by the Bylaws.

The first vice president shall be the chairman of the Program Committee.

Section 3. Second Vice President. The second vice president shall preside over all meetings of this Club and its Board of Director in the temporary absence of the president and the first vice president. The second vice president shall serve as chairman of the Membership Committee and shall perform such other duties as may be prescribed by the Board of Directors, or which may be required by these Bylaws.

Section 4. Sergeant-at-Arms. The duties of the Sergeant-at-Arms shall be to collect the assessments at the regular meetings and such other duties as may be prescribed by the Board of Directors.

Section 5. Secretary. It shall be the duty of the secretary to keep a record of all proceedings of the Board of Directors, whether regular or special, and shall be responsible for all Club correspondence. The secretary shall render such reports as are required by the National Office of Active 20-30 and perform such other duties as pertain to the office, as may be prescribed by the Board of Directors, or required by the Bylaws.

Section 6. Treasurer. It shall be the duty of the treasurer to collect all admission fees, dues and assessments and to hold the same subject to the order of the Board of Directors and to make disbursements on checks signed by the president and one other officer, or, if the president be absent, by the first vice president and one other officer. The treasurer shall keep a correct account of all receipts and disbursements, employing a double entry system and shall furnish a monthly statement of the finances of the Club at the Board of Directors and a semi-annual report at the semi-annual meetings of the Club. The treasurer shall deposit the funds of the Club at such times and in such bank or place of deposit as the Board may direct and shall furnish a bond as required by the Board of Directors, cost of such bond to be defrayed by the Club. An audit of the treasurer's books may be ordered at any time by a majority

of the Board of Directors. An audit may be made by a competent auditor, not a member of the Bakersfield 20-30 Club or by a committee of Bakersfield Active 20-30 Club members appointed by the president. A written report with recommendations shall follow the committee's audit. Any expense of an audit shall be paid from the Club's treasury.

Section 7. Directors. The directors shall be responsible for the control and management of the affairs and funds of the association. They shall have the authority to initiate and implement operational policies for the daily operation of the Club.

Section 8. Senior Past President. The senior past president remaining on the Board of Directors shall be chairman of the Bylaws Committee and shall thoroughly acquaint himself with the Bylaws and shall be held responsible for answering all questions in reference to the Bylaws.

ARTICLE X

ELECTION OF OFFICERS

Section 1. Time of Elections. The elective officers of the Club shall be elected at a regular meeting of the Club held during the end of each term. The president, with the advice and consent of the Board of Directors, shall determine which regular meeting held during the term shall be devoted to the election of officers and announce the date of said meeting to the general membership at least three (3) weeks prior to said meeting.

Section 2. Nominating Committee. The nominating committee shall be composed of the incumbent president and all past presidents. The immediate past president shall act as chairperson of the committee. The committee shall meet at least three (3) weeks prior to each election meeting and nominate candidates for the office of President-elect and Board of Directors. In case the committee number does not total five (5), the difference shall be filled by appointment by the president. Nominations so made

shall be announced at the regular meeting held at least one week prior to each election meeting.

At the regular meeting held at least one week prior to the election meeting, time shall be allotted for nominations from the floor of other candidates to each office. Additional candidates may be placed in nomination upon the motion of a member, duly seconded by one (1) other member.

Section 3. Ballots. The names of all candidates duly nominated in accordance with the provisions of the foregoing section shall be placed on the ballot in alphabetical order under each office.

Section 4. Voting. Each active member present at the election meeting shall be entitled to one vote for each office to be filled, provided in the case where there are several places to be filled in the office, he shall have as many votes for that office as there are places to be filled.

Section 5. Election of Officers. The candidates for each elective officer other than the Board of Directors receiving a majority of the votes cast shall be declared elected to that office. In the event no candidate for the office receives a majority of the votes cast, the candidate receiving the least number of votes cast shall be removed from the ballot and revote shall be held. This process shall be repeated until a candidate receives a majority of the votes cast.

Immediately after the election of the president, first vice president, second vice president and Sergeant-at-Arms, a separate election shall be held for the Board of Directors. The defeated candidates for the above mentioned offices automatically become candidates for the Board of Directors. The six (6) candidates for Director who receive the greater number of votes cast for that office shall be declared elected Directors.

In the event there is a tie in the voting which shall result in more than six (6) candidates qualifying for election, there shall be a revote among all those candidates so qualified.

Section 6. Installation. The officers and directors so elected shall be installed in office in suitable ceremony and shall assume the duties of their respective positions at the first meeting of the month in the new term.

Section 7. Special Elections. In the event of the permanent absence of the president, first vice president, second vice president or Sergeant-at-Arms, and following the assumption of higher office as provided in the Bylaws herein, a special election may be called by the Board of Directors to fill a remaining vacancy. Special elections shall be conducted, except that the nominating committee shall meet as soon as possible following the Board of Directors' direction and shall announce the nominations at the next regular meeting and the balloting shall be one (1) week following the announcement of nominations.

ARTICLE XI

COMMITTEES

Section 1. Standing Committees. The standing committees of this Club shall be as follows: Membership, Projects, and Charity.

Section 2. Special Committees. Special committees may be appointed from time to time as may be necessary to further the ideals, purposes, enjoyment and recreation of the Club members and for the transaction of Club business.

Section 3. How Appointed. All committees, standing or special, shall be appointed by the president with the advice and consent of the Board of Directors.

Section 4. Powers. Each committee shall transact such business as is delegated to

it in these Bylaws and such additional business as is referred to it by the president or the Board of Directors. Except where special authority is given by the Board of Directors, no committee shall expend Club monies or enter into contract in the name of the Club until a report has been made to the Board of Directors and approval given.

ARTICLE XII

DUTIES OF STANDING COMMITTEES

Section 1. Membership. The Membership committee shall consist of at least three (3) permanent members – the second vice president as chairman, the secretary and the treasurer. It shall investigate the character and general eligibility of applicants for membership and shall report its findings and recommendations to the Board of Directors.

Section 2. Projects. The Projects committee shall consist of at least two (2) members with the first vice president serving as the chairman. It shall investigate each proposed project and shall report its findings to the Board of Directors.

Section 3. Charity. The Charity committee shall consist of the immediate past president, who shall act as chairman and two (2) other past presidents appointed by the Board of Directors. This committee shall review all requests made by charitable organizations and/or individuals in need and report its findings to the Board of Directors.

ARTICLE XIII

DUES, ASSESSMENTS, FEES

AND OTHER FINANCIAL ISSUES

Section 1. Dues. The dues for active members shall be payable during each term which shall be set and approved by the membership from time to time

Section 2. Charges to New Members. Each application for membership shall be accompanied by a new member fee set by the Board of Directors. In addition, at the time

of application there shall be collected a pro rata portion of dues covering the months remaining before the next billing of dues. In the event the prospective member was a former member of another Active 20-30 Club, no new member fee shall be assessed.

Section 3. Assessments. Assessments upon active members may be levied when recommended by the Board of Directors and approved by a majority of the members present at any meeting, provided, however, that the membership shall have been notified of such contemplated action by an announcement at the preceding meeting.

Section 4. Fiscal Year. The fiscal year of the Club shall extend from July 1st to June 30th.

Section 5. Dues for Certain Members. The secretary and treasurer of this Club shall have their membership dues paid by the Club.

ARTICLE XIV

LEAVE OF ABSENCE

Upon written application to the Board of Directors, setting forth good and sufficient cause, a leave of absence may be granted any member, excusing them from attending the meetings of the Club for a specified length of time, in no event to exceed the term of office of the members of the Board granting said leave of absence. Such leave of absence shall not excuse the member from the payment of all dues, taxes and assessments thereunder nor entitle the member to credit for attendance in the computation of attendance during the period of said leave.

ARTICLE XV

PARLIAMENTARIAN

A Parliamentarian shall be appointed by the president of the Club and shall have such duties as usually pertain to that office. They shall be guided by Robert's Rules of

Order, Revised, except as otherwise provided by the Constitution and Bylaws.

ARTICLE XVIII

AMENDMENTS

These Bylaws shall be adopted, or may be amended or additions made thereto at any regular meeting, a quorum being present, by a two-thirds (2/3) vote of all members. Written notice of the adoption of these Bylaws or of such proposed amendments or additions shall be given each member at least seven (7) days prior to such meeting. No amendment or addition of these Bylaws shall be made which is not in harmony with the Club's constitution or the Constitution and Bylaws of the National Association of Active 20-30.