

# **CULVER CITY HISTORICAL SOCIETY BYLAWS**

*As of January 17, 2019*

## **ARTICLE I. ORGANIZATION**

- Section 1. This organization shall be known as the CULVER CITY HISTORICAL SOCIETY (the "Society").
- Section 2. The Society is a charitable, 501(c)3 non-profit corporation, with the specific and primary purpose of collecting, preserving and exhibiting the history of the Culver City area and its cultural and civic accomplishments.
- Section 3. This organization shall consist of the General Membership and an Executive Board, which shall be composed of elected officers and the Immediate Past President.

## **ARTICLE II. MEMBERSHIP AND DUES**

- Section 1. To become a member, a person, family, organization or business must submit an application for membership and pay the current dues, as adopted by the Executive Board.
- Section 2. Membership classification and annual dues shall be determined by the Executive Board and set forth in the Standing Rules attached to the Bylaws.
- Section 3. Any member who joined the Society prior to June 1, 1980 shall be known as a Founding Member.
- Section 4. A member who has paid current dues shall be known as an Active Member.
- Section 5. A member who has not paid annual dues within 60 days of January 1<sup>st</sup> shall be sent a notice that the dues are owed. If the dues are not paid within 30 days of such notice, the member shall be removed from the Active Member roster and be so informed.

## **ARTICLE III. SCHEDULE AND QUORUM FOR MEETINGS**

- Section 1. General Meetings of the Society shall be held during the months of January, April, July and October of each year. The January meeting shall include the Society's Annual Business meeting.

Section 2. A Special Meeting of the Society may be called by the President or shall be called if a minimum of 10% of Active Members petition the President to do so; provided that at least seven days written notice, by regular mail or email, is given to the Active Members.

Section 3. The Executive Board shall meet at least once every three months, at a date and time determined by the Executive Board.

Section 4. A minimum of 15 Active Members present at a General Meeting shall constitute a quorum. A majority of the Executive Board shall constitute a quorum at an Executive Board meeting.

Section 5. The absence of an Officer from three consecutive meetings of the Executive Board may be construed as a reason for removal from the Executive Board.

After the second consecutive, unexcused absence, the Secretary shall notify the Officer, in writing, that this Section of the Bylaws specifically states a third absence may be construed as a reason for removal from office. The Executive Board may vote on the removal at a meeting which is held at least 10 days after such notice is given, and the Officer shall be so informed in writing.

Section 6. Actions by the Society or the Executive Board shall be passed by a simple majority vote, unless otherwise stated in these Bylaws.

Section 7. An email meeting of the Executive Board may be called by the President. Online meetings may be used when it is not feasible to call an in-person meeting with a quorum and items are time sensitive. The President will type "Call to Order" in the subject line of the email. For a vote to be valid, a majority of the voting members must reply to the email. Minutes will consist of the full transcript of the email messages. Their accuracy can be assumed as correct and need not be read. Minutes will be placed on file by the Secretary.

#### **ARTICLE IV. NOMINATIONS AND ELECTIONS**

Section 1. A Nominations Committee consisting of one officer other than the President, one committee chair, and one Active Member of the Society chosen from the General Membership shall be appointed by the President in July preceding the election, and their names shall be announced at the next General Meeting.

Section 2. No person may be appointed to serve on two consecutive Nominations Committees.

- Section 3. The Parliamentarian shall convene the Nominations Committee and oversee the election of a chair. Unless appointed to the Nominations Committee, the Parliamentarian shall then be excused from the Nominations Committee meeting.
- Section 4. The Nominations Committee shall report to the Society at the October General Meeting of odd numbered years. Additional nominations may be made from the floor with the consent of the nominee.
- Section 5. Election of officers by ballot shall be held immediately following nominations. If there is only one nominee for any office, election for that office may be held by voice vote.
- Section 6. Officers shall be installed at the Annual Business Meeting in January of even numbered years and shall assume the responsibilities of the office immediately.
- Section 7. The Executive Board shall have the power to appoint temporary replacements for vacancies in any office. Such appointments shall be ratified by the General Membership at the next General Meeting.

## **ARTICLE V. OFFICERS AND THEIR DUTIES**

- Section 1. The elected officers of the Society shall be the President, three Vice Presidents, Immediate Past President, Secretary, and Treasurer.
- Section 2. The President shall:
- Preside at all meetings.
  - Appoint a Parliamentarian, the chairs of all committees and delegates, except as otherwise provided in these Bylaws.
  - Appoint a Financial Reviewer, at the October General Meeting, which appointment shall be ratified by the Society. The Reviewer shall review all financial records and submit a financial report to the Society at the regularly scheduled April General Meeting. The Reviewer may not be a member of the Executive Board.
  - Be an ex-officio member of all committees, except the Nominations Committee.
- Section 3. Vice President, Programs shall:
- Chair the Programs Committee.
  - Assist the President.
- Section 4. Vice President, Museum/Archives shall:
- Chair the Museum/Archives Committee.
  - Assist the President.

- Section 5. Vice President, Development shall:
- Chair the Development Committee.
  - Serve as a member of the Budget Committee.
  - Preside over all fundraising efforts.
  - Assist the President.
- Section 6. The Secretary shall:
- Record the minutes of the meetings of the Society and the Executive Board.
  - Maintain a contact list of Executive Board Members and Committee Chairs.
  - Be responsible for a sign-in sheet at meetings.
  - Be responsible for the Society's correspondence, at the direction of the President.
- Section 7. The Treasurer shall:
- Be the custodian of the Society's funds and shall be responsible for maintaining adequate accounting and financial records.
  - Deposit all monies for the Society in a federally insured, financial institution in the name of the CULVER CITY HISTORICAL SOCIETY.
  - Collect dues and all other monies due the Society.
  - Be responsible for payment of the Society's bills.
  - Present a written report at each General Meeting.
  - Serve as a Member of the Budget Committee.
- Section 8. The Parliamentarian shall:
- Be appointed to the office by the President and confirmed by the General Membership of the Society.
  - Advise the President on parliamentary matters.
  - Chair the Bylaws Committee.
  - Convene the Nominations Committee.
- Section 9. One of the three Vice Presidents shall preside over the Society and Executive Board meetings in the absence of the President in the following order of succession:
- Vice President, Development
  - Vice President, Museum/Archives
  - Vice President, Programs

Section 10. The Treasurer, President, and two other elected officers chosen by the President shall be authorized to issue payments drawn on the Society's funds.

Payments drawn on the Society's funds over five hundred dollars (\$500) shall be signed or approved by the Treasurer and another authorized officer. In the absence of the Treasurer, payments may be signed or approved by two other authorized officers.

Section 11. The Executive Board shall have the power to conduct all routine activities of the Society as set forth in the Standing Rules. It shall decide questions of policy that for any reason need to be acted upon before the next General Meeting.

Section 12. Officers shall be elected to a two-year term and may not serve more than two consecutive terms in the same office. The Parliamentarian and the Reviewer shall be appointed to a two-year term by the President and confirmed by the Society and may not serve more than two consecutive terms.

#### **ARTICLE VI. COMMITTEES**

Section 1. Committee Chairpersons, except as otherwise provided in these Bylaws, shall be appointed by the President to a two-year term, confirmed by the Society, and may not serve more than two consecutive terms as chair of that committee.

Section 2. The Society shall have the following standing committees:

- a. **PROGRAMS COMMITTEE:** chaired by a Vice President, responsible for arranging suitable programs for the General Meetings.
- b. **MUSEUM/ARCHIVES COMMITTEE:** chaired by a Vice President, responsible for collecting, cataloging, maintaining, cleaning, repairing, arranging, displaying and storing historic objects, costumes, books, manuscripts, newspapers, photographs, audio/video tapes and other historic source material. The Committee is also responsible for the location, care and upkeep of the museum quarters.
- c. **DEVELOPMENT COMMITTEE:** chaired by a Vice President, responsible for planning and implementing fundraising.
- d. **MEMBERSHIP COMMITTEE:** responsible for recruiting new members, retaining existing members, and maintaining membership rosters, on an on-going basis.

- e. COMMUNICATIONS COMMITTEE: responsible for publication and distribution of a quarterly newsletter and responsible for publicizing the activities of the Society.
- f. HISTORIC SITES COMMITTEE: responsible for establishing the historic validity of sites proposed for marking and designating historic sites and arranging historical tours.
- g. BYLAWS COMMITTEE: chaired by the Parliamentarian, responsible for biannual review of the Bylaws and the attached Standing Rules. A report, including any proposed amendments, shall be presented for approval to the Executive Board and then to the General Membership in January of odd-numbered years.
- h. GOVERNMENT AFFAIRS COMMITTEE: acts as liaison between the Society and all government agencies.

Section 3. The President may appoint special committees as deemed necessary, subject to confirmation by the Executive Board.

Section 4. Committee Chairpersons may appoint Active Members to their committees.

Section 5. The President shall have the power, subject to confirmation by the Executive Board, to remove any member from a committee.

#### **ARTICLE VII. PARLIAMENTARY AUTHORITY**

Section 1. *Robert's Rules of Order, Newly Revised*, latest edition, shall be used as the general parliamentary authority of the Society in all cases in which they are applicable and not in conflict with these Bylaws. However, no action of the Society or the Executive Board shall be considered invalid if Roberts Rules are not strictly applied.

#### **ARTICLE VIII. AMENDMENT OF BYLAWS**

Section 1. Any proposed amendments to the Bylaws shall be approved by the Executive Board and shall then be presented to the General Membership for approval. The By-laws may be amended at any General, Adjourned, or Special meeting called for such purpose, by a two-thirds affirmative vote of those Active Members present, provided the membership was notified in writing, by regular mail or email, of all proposed amendments at least 15 days prior to the meeting at which the amendments will be considered.

## **ARTICLE IX. STANDING RULES**

Section 1. The Standing Rules shall be attached to these Bylaws.

Section 2. Any proposed amendments to the Standing Rules shall be approved by the Executive Board and shall then be presented to the General Membership for approval. The Standing Rules may be amended at any General Membership meeting by a majority affirmative vote of those Active Members present, provided the membership was notified in writing, by regular mail or email, at least 15 days prior to the meeting.

## CULVER CITY HISTORICAL SOCIETY STANDING RULES

1. The address of the Culver City Historical Society shall be:  
Post Office Box 3428, Culver City, CA 90231-3428.

2. The annual dues shall be:

Benefactor	\$1000.00
Corporate Sponsor	500.00
Family Lifetime Membership	500.00
Individual Lifetime Membership	300.00
Patron Member	100.00
Business Member	50.00
Family member	30.00
Organization—Non-Profit	15.00
Individual Member	20.00
Youth Member	10.00

3. In addition to the General Meetings of this Society, which are held quarterly, the Executive Board shall meet each month, except December, at 7:00 p.m. at the Veterans Memorial Building, 4117 Overland Ave., Culver City.
4. The Vice President/Programs shall arrange programs of community interest for the General Meetings of January, April, July, and October.
5. In October, a Budget Committee shall be convened, consisting of the President, Treasurer, Vice President/Development, plus the Officers-Elect when appropriate, and any other Officers the President may wish to appoint, shall meet to establish a budget for the coming year, which shall be submitted for approval at the Annual Meeting.
6. The Fiscal Year shall be January 1 to December 31. The Reviewer's report shall be presented at the Annual Meeting.
7. The President shall receive an expense allowance of \$30.00 per month.
8. These Standing Rules may be amended in accordance with Article IX of the CCHS Bylaws.

*Approved as amended January 16, 2019*