

## **House of Mexico Bylaws**

### **Article I. NAME**

The name of this organization shall be the House of Mexico (HOM). It is a non-profit 501(c)(3) charitable organization described in the Federal Internal Revenue Code and it is organized under the Nonprofit Public Benefit Corporation Law of the State of California. This educational and cultural corporation also operates under the authority of its parent organization known as the House of Pacific Relations (HPR), International Cottages, Inc., a 501(c)(3) Civic League and Social Welfare Organization as described in the Federal Internal Revenue Code.

### **Article II. MISSION**

The mission of the House of Mexico is to foster educational, cultural, non-political, and public benefit and charitable ideals for all. The HOM will promote patriotic, educational, cultural, and non-profit services in coordination and in conjunction with the member houses of the HPR. The HOM will also promote peace, liberty, understanding, and good that benefit the community at large. The HOM will welcome people of all nationalities, races, and ethnic groups. Its mission includes promoting, sharing, and exhibiting various aspects of its rich Mexican heritage.

The HOM will initiate, develop, promote, and present educational/cultural programs representative of different facets of Mexican heritage for the benefit of the community. The HOM will coordinate its events and programs under the auspices of the HPR International Cottages, Balboa Park, and the City of San Diego. Internal/external conduct and communications by the HOM and its representatives shall always be respectful and courteous to others.

The HOM will comply with the requirements in the HPR Bylaws and Standing Rules as well as the Preferential, Nonexclusive Use and Occupancy Permit of the City of San Diego. The HOM recognizes that the HPR Bylaws take precedence over legislative, executive, and judicial acts included in the HOM bylaws.

### **Article III. MEMBERSHIP**

Any person or entity that commits to upholding the HOM mission and complies with these bylaws shall be eligible for membership in the HOM.

#### **Section 1. Categories**

- Charter membership (As of July 2013, this memberships option is no longer available as the designated 100 openings have been filled.)
- Benefactor membership (Must be 18 years of age or older to be eligible to vote.)
- Regular membership (Must be 18 years of age or older to be eligible to vote.)
- Student membership (Must provide a valid school identification or current report card.)
- Family membership (Maximum of four family members and applies to immediate family members only.)

- Entity membership (Businesses, companies, groups, organizations interested in supporting the HOM Mission.)

## Section 2. Good Standing

A member in Good Standing is eligible to hold an executive board position and shall meet the following requirements:

- Dues are currently paid in full
- Stays informed on HOM activities by reading the minutes from general membership meetings or via other communications from the HOM
- Has been a member for at least four (4) months
- Volunteers in at least two (2) events per calendar year

## Section 3. Annual Dues\*

Regular member: \$25.00

Benefactor member: \$500.00 (minimum)

Student member: \$15.00

Family member: \$20.00 per family member

Entity: \$150.00 (minimum)

\* Dues are subject to change due to promotions and special events throughout the year. The membership period is from January 1 to December 31.

## Section 4. Voting

All members in Good Standing (see Section 2) shall have equal voting rights. Proxy voting is not permitted.

## Article IV. OFFICERS

The elected officers are the President, Vice President, Secretary, Treasurer, Parliamentarian, and the Delegate to the House of Pacific Relations. Each officer is elected at the November general meeting and holds office for one calendar year. The elected officers (excluding the House Delegate and the Alternate House Delegate) shall be known as the Executive Board.

### Section 1. Elected Officers

- President (Executive Board)
- Vice President (Executive Board)
- Secretary (Executive Board)
- Treasurer (Executive Board)

- Parliamentarian (Executive Board)
- Delegate to the House of Pacific Relations
- Alternate Delegate to the House of Pacific Relations
- Appointees

## Section 2. Duties

A. President: The President shall be the Chief Executive Officer of the HOM. He/she shall preside over the HOM executive board and general meetings; make appointments to other positions as required; and act as the chief spokesperson. The President shall provide leadership and promote harmony among the members. The President shall serve as a voting House Delegate to the House of Pacific Relations. The Vice President serves in the absence of the President. If all delegates and alternates are unavailable, the President shall send a letter identifying an additional alternate delegate to the House of Pacific Relations' Correspondence Secretary prior to the delegate's meeting. The President shall remain in an advisory capacity to the successive HOM Executive Board for one year after her/his year of service as President expires.

B. Vice President: The Vice President shall serve at the direction of the President.

He/she shall preside over meetings if the President is unable to do so or is so requested by the President. The Vice President shall take over the duties of the President in his/her absence and will assume the position of the President due to any and all reasons for a vacancy of the presidential position. This includes serving as one of the two HOM voting delegates to the HPR. The Vice President shall remain in an advisory capacity to the successive HOM Executive Board for one year after her/his year of service as Vice President expires.

C. Secretary: The Secretary shall prepare and have the membership approve minutes of the executive and general meetings, conduct correspondence, maintain the organization's records, and be responsible for overall communications. The Secretary shall remain in an advisory capacity to the successive HOM Executive Board for one year after her/his year of service as Secretary expires.

D. Treasurer: The Treasurer is the Chief Financial Officer (CFO) and shall be responsible for collecting dues, receiving/depositing the organization's funds, maintaining accurate financial records, and addressing financial-related issues. The Treasurer shall provide an annual written financial report to the members and make all financial records available to the audit committee within two weeks of such written request. The Treasurer is to ensure that all HOM financial records are updated immediately after the annual election of officers including reporting to the Internal Revenue Service (IRS), California Franchise Tax Board (FTB), the California Secretary of State Corporations Division, and the California Attorney General. The Treasurer shall make arrangements to have the HOM bank signature cards and the respective bank accounts updated within one month of the new HOM Board's election. The Treasurer will also inform the HPR and/or other entities as required of these changes. The Treasurer shall remain in an advisory capacity to the successive HOM Executive Board for one year after her/his year of service as Treasurer expires.

E. Parliamentarian: The Parliamentarian serves in an advisory capacity. The Parliamentarian shall be intimately familiar with the organization's Bylaws, *Robert's Rules of Order, 2nd Edition, Revised*, and parliamentary procedure. He/she is responsible for ensuring that meetings are conducted by rules of conduct prescribed in the HPR Bylaws, the HOM Bylaws, and *Robert's Rules of Order*. The Parliamentarian shall provide advice on meeting conduct and be the final authority on parliamentary procedures. The Parliamentarian shall remain in an advisory capacity to the successive HOM Executive Board for one year after her/his year of service as Parliamentarian expires.

F. Delegate to the House of Pacific Relations: The Delegate shall attend each House of Pacific Relations' meeting and report on all matters, presentations, deliberations, and/or voting results to the HOM members. The Delegate and the President comprise the two voting representatives from the HOM to the HPR. The Delegate shall be responsible for selecting an alternate to serve in her/his capacity whenever the Delegate is unable to attend an HPR meeting. The President must send a letter identifying the additional alternate delegate to the House of Pacific Relations' Correspondence Secretary prior to the delegate's meeting. If no other delegates from the HOM can attend, the President shall send a letter to the Correspondence Secretary of HPR informing them that the HOM is unable to attend.

G. Alternate Delegate to the House of Pacific Relations: The Alternate Delegate shall serve when the Delegate is absent.

H. Appointee: The President may appoint a new officer, not otherwise specified by these bylaws as required, for special assignments as required for the organization. These appointments shall be confirmed by the Executive Board. Such an appointee will not serve as a voting member of the Executive Board.

## **Article V. ELECTIONS**

### **Section 1. Process**

Elections shall be held annually in November. The voting membership shall elect or appoint a five (5) person Nominating/Election Committee at the September general membership meeting and this Committee shall also identify a Chairperson. This ad hoc committee will have the responsibility to recruit qualified candidates for all elected positions. At the October meeting, each nominee shall state his/her qualifications and reasons why she/he is running for the particular office she/he was nominated for. Additional nominations can be made from the floor at the October membership meeting for each elected position. Nominee/candidate information will then be posted on the HOM website two to three (2-3) weeks prior to the election date in November. All persons nominated must be present to accept the nomination.

All elections shall be conducted by secret ballot and nominees who receive a majority vote shall be declared elected.

## Section 2. Eligibility

Eligibility for office requires that the candidate be a Member in Good Standing (see Article III, Section 2). Candidates for office cannot be members of the Nominating/Election Committee. Candidates for office may serve for two (2) consecutive terms.

## Section 3. Election Process

The Nominating/Election Committee Chairperson shall appoint three (3) tellers who validate voter eligibility, distribute ballots, and count and record each ballot immediately after the voting closes. The tellers will then announce the voting results to the voting membership. The roster of "Members in Good Standing" and roster of "Received Absentee Ballots" will be present at all officer elections. Voter(s) may be required to show valid picture identification (e.g., driver's license, student ID card, etc.)

## Section 4. Voting by Absentee Ballot

Voting by absentee ballot is not allowed. However, a member may be permitted to vote by absentee ballot under hardship circumstances such as hospitalization or being out of the country on election day.

## Section 5. Installation Ceremony

Planning for the installation ceremony to welcome the new Executive Board shall begin in December. The transition for transferring duties/records to the new board shall take place beginning in early December through the end of January. The new Executive Board shall officially begin its administration on January 1st. The installation ceremony shall be held in January.

## Section 6. Vacancies

Executive Board or Committee vacancies can occur in a number of ways such as moving out of the area, death, incapacitation, or for dereliction of duties. The following include other reasons for vacancy:

### a. Resignation

Should an officer resign or fail to attend three (3) general meetings or Executive Board meetings in a row without cause or reason approved by the Executive Board, the Executive Board shall issue a written notice and declare that office vacant and appoint a successor to that office to complete the unexpired term at the next general meeting. Nominations to fill the vacancy may be accepted from the floor at this meeting. These appointments shall be approved by majority vote.

### b. Impeachment, Discipline, and/or Removal for Cause

A super majority two-thirds (2/3) vote by the House membership is necessary for the implementation of impeachment, discipline, and/or removal for cause. Any member of the Board who has three (3) consecutive absences from Board or general monthly meetings shall forfeit his/her office. The misrepresentation of the HOM by any member shall be grounds for removal. The misappropriation of funds—including the pilfering of funds for personal use, use of money without approval, and taking

items of value belonging to others—is grounds for removal. Other causes for removal include physical and/or sexual abuse, verbal abuse, undermining HOM operations, and persistent nonadherence to HPR/HOM bylaws and/or parliamentary procedures. No officer or member shall use the HOM organization for his/her own financial gain or influence. The HOM Articles of Incorporation, Article II, Section A, states “This corporation is a nonprofit Public Benefit Corporation and is not organized for the private gain of any person...”

## **Article VI. MEETINGS**

### Section 1. General Meetings of members

There shall be a minimum of ten (10) general meetings of the membership scheduled each year with annual elections conducted at the November meeting pursuant to Article V, Section

1. The general meetings shall be held at such times and places as specified by the majority of the Executive Board.

### Section 2. Quorum

A quorum of the general membership shall be a minimum of ten (10) members. A current membership roster shall be present at all general meetings. A quorum of the Executive Board shall be a majority of its elected members. The Parliamentarian (or the President) shall take responsibility at each general membership meeting to determine whether a quorum is present.

### Section 3. Parliamentary Authority

*Robert’s Rules of Order, 2nd Edition. Revised* or most recent version shall be the parliamentary authority for the organization on all questions not covered by these bylaws.

### Section 4. Notices and Minutes

Members shall be notified at least five (5) days prior to the general membership meeting in which the following items will be discussed and/or voted upon:

- Proposed resolutions
- Filling of any vacancies
- Proposed expenditures in excess of \$1,000.00
- Proposed amendments/revisions to these bylaws

The Secretary shall notify members in good standing electronically (via e-mail) and/or by U.S. mail.

General membership meeting minutes shall be approved by a majority vote at the beginning of the subsequent general membership meeting. HOM delegates to the HPR shall make regular monthly reports at the general membership meeting and their report included in the meeting minutes.

## **Article VII. EXECUTIVE BOARD**

### **Section 1. Function**

The Executive Board shall carry out the organization's business (matters/tasks/assignments/etc.) in a manner consistent with the House of Mexico's mission and perform duties as reflected in the HOM bylaws. In addition, the Board shall approve any of the organization's expenses that are under \$1,000.00. The President shall pre-approve any written correspondence.

### **Section 2. Membership**

Membership to the Executive Board shall include all of the elected officers excluding the House Delegate and the Alternate House Delegate (see Article IV).

### **Section 3. Meetings**

The Executive Board meetings shall be held on a regular schedule. A majority vote of the Board is required to hold meetings at a set date, time, and place. Only the President or any three officers can call a special meeting on behalf of HOM and requires three (3) days advance written/email notice to enable members to attend. A majority of the elected members shall constitute a quorum. Major policy decisions proposed by the HOM Board with regard to the following points must have the majority HOM membership approval:

- Membership
- Elections
- Finances or expenditures over \$1,000
- Grievances
- Affiliation
- Tangible property
- Inventory belonging to the HOM jurisdiction
- HOM Bylaws and HPR Bylaws
- City of San Diego rules or issues such as matters covered by the current Preferential Nonexclusive Use and Occupancy Permit; is conditioned on the final approval of the HOM membership vote with a quorum present

## **Article VIII. STANDING COMMITTEES**

Standing committees are active all year long for the organization. Each committee will have an assigned/elected chair. In addition, each committee is responsible for scheduling its meetings and

keeping records of same. The results of these meetings will be reported during the general membership meeting. The committees are listed as follows:

- Cultural Committee: Responsible for programs to promote Mexican culture/heritage.
- Membership Committee: Responsible for recruiting and inviting prospective new members to HOM events/meetings and submitting recommendations for membership.
- Finance and Auditing Committee: Responsible for auditing the books and financial records of the HOM. In December, the end of the HOM fiscal year (see Article IX), the committee will review, delineate, and summarize the audit. The committee will submit a report on their findings to the January monthly membership meeting.
- Social Committee: Responsible for planning, recommending, and providing oversight on the coordination of events with the HPR/HOM, such as the Lawn Program, the Ethnic Food Fair, December Nights, and other events.
- Display/Historical Committee: Responsible for the HOM outreach, development, and display of historical/cultural events, presentations, or exhibits.
- Speakers Bureau; Newsletter/Public Relations and Marketing Committee: Responsible for producing/presenting various media outreach materials for the HOM.
- Entertainment/Music Committee: Responsible for identifying, recruiting, and securing entertainment and music representative of the Mexican heritage.

The House of Mexico encourages its members to be active participants and/or chairpersons of these various committees, especially those members with expertise in certain areas. Other viable committees not previously listed may be formed by the House membership. Examples include:

- Trustee
- Maintenance and Grounds
- Custodial and Sanitation
- Grievance Procedures
- Cottage Hosting

Standing committees are active year round. Special (ad hoc) committees, which are appointed or elected committees, will meet for a specific purpose, case, or duration. These ad hoc committees disband after their assignment is completed. It is recommended that each of these committees have five (5) members; however, no less than three members shall participate toward their committee's respective efforts. If a Committee Chairperson is unable to perform their duties as required, the Chairperson shall inform the Executive Board 30 days in advance of their resignation. Upon their



removal from office, the Executive Board shall absorb their responsibilities until a replacement Chairperson is elected or appointed.

## **Article IX. FINANCES**

### **Section 1. Fiscal Year (FY) and Expenditures**

The HOM FY shall be based on the calendar year: January 1 to December 31. The City of San Diego FY is from July 1 to June 30. The HOM shall submit a yearly financial statement to the HPR Treasurer in July. This statement shall include the HOM income and expenses.

### **Section 2. Disposition of Assets in Case of Dissolution or Liquidation**

In the event of dissolution or liquidation, the tangible and intangible assets of the HOM must be contributed by donation to one or more philanthropic organization(s) as set forth by resolution of the majority voting membership at a duly called meeting. Article V of the HOM Articles of Incorporation states, "The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure benefit to any director, officer or member thereof or to benefit any other private person. Upon dissolution, or break up of the corporation, its assets remaining after payment or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3), Internal Revenue Code."

## **Article X. AFFILIATION**

### **Section 1. Affiliation and Membership**

The HOM shall affiliate with and become a member of the HPR International Cottages, Inc., and meet all requirements for such membership/affiliation.

### **Section 2. Reapplication**

Should the HOM become disaffiliated, it can reapply. Reapplication may be submitted after a three (3) year waiting period. Reapplication must comply with all requirements and procedures contained in Article III, Section 1 through 12, of the current HPR Bylaws.

## **Article XI. GRIEVANCE PROCEDURE**

### **Section 1. Procedure**

A Grievance Committee shall be established and consist of an odd number of members with a minimum of three (3) voting members of the HOM. This committee shall be elected by a majority of the quorum of voting membership present.

Section 2. Settlement of Grievances can be in one of the following alternative forms:

A. The House Grievance Committee shall act as mediator following due process in accordance with the HPR, local, state, and federal entities that follow recognized Constitutional, statutory, and common law. A report with recommendations shall be submitted to the HOM voting membership. A two-thirds (2/3) vote of confirmation or denial secures the decision regarding the agreement.

B. The HOM can choose to settle grievances during the monthly membership meeting(s). In interpersonal and/or policy disagreements, the HOM voting membership shall act as mediator following due process in accordance to HPR, local, state, and federal entities that follow recognized Constitutional, statutory, and common law. If the matter cannot be settled at the membership meeting, an appointed fact finding committee must meet with the offended parties to attempt to settle the differences amicably. The committee shall report/submit at a subsequent meeting, the results and/or recommendations subject to the majority of the HOM membership voting with a quorum present, for its approval or rejection.

Section 3. Submitting a Grievance to the House of Pacific Relations

Any person(s), whether a member or not, has the civil right to submit a grievance to the HPR Grievance Committee. Such person(s) must submit five (5) copies of their grievance in written format to the HPR Corresponding Secretary. He/she/they should also include any supporting evidence in their submittal in accordance with HPR bylaws.

#### **Article XII. AMENDMENTS**

Any member may propose changes to the bylaws herein. The Bylaws Committee must review such proposals and present its recommendations to the membership for approval or rejection. These bylaws may be amended by a two-thirds (2/3) vote of members present at a general meeting after such amendment has been presented at the preceding general meeting.

Notice to the general membership shall be provided as specified in Article VI, Section 4, of these bylaws. Any revisions to the bylaws that receive 2/3 affirmative vote must be submitted in writing to the HPR Bylaws Committee for its review, evaluation, and/or approval. The HPR's Bylaws Committee shall meet with the HOM's Bylaws Committee to determine the final authorized revisions. If approved, a copy will be filed with the City of San Diego, a master copy will be provided to the House of Pacific Relations office, and a copy will be provided to the House of Mexico.

#### **Article XIII. EFFECTIVE DATE**

These Bylaws shall become effective immediately upon adoption.

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

## **Attachment 1: Articles of Incorporation**

## **Attachment 2: Preferential, Nonexclusive Use and Occupancy Permit**

*1 To be tax-exempt under section 501(c)(3) of the Internal Revenue Code, an organization must be organized and operated exclusively for exempt purposes set forth in section 501(c)(3), and none of its earnings may inure to any private shareholder or individual. In addition, it may not be an action organization, i.e., it may not attempt to influence legislation as a substantial part of its activities and it may not participate in any campaign activity for or against political candidates.*

*Organizations described in section 501(c)(3) are commonly referred to as charitable organizations. Organizations described in section 501(c)(3), other than testing for public safety organizations, are eligible to receive tax-deductible contributions in accordance with Code section 170.*

*The organization must not be organized or operated for the benefit of private interests, and no part of a section 501(c)(3) organization's net earnings may inure to the benefit of any private shareholder or individual. If the organization engages in an excess benefit transaction with a person having substantial influence over the organization, an excise tax may be imposed on the person and any organization managers agreeing to the transaction.*

*Section 501(c)(3) organizations are restricted in how much political and legislative (lobbying) activities they may conduct. For a detailed discussion, see *Political and Lobbying Activities*.*

*For more information about lobbying activities by charities, see the article *Lobbying Issues*; for more information about political activities of charities, see the FY-2002 CPE topic *Election Year Issues*.*

Submitted by the 2015 House of Mexico Bylaws Committee:



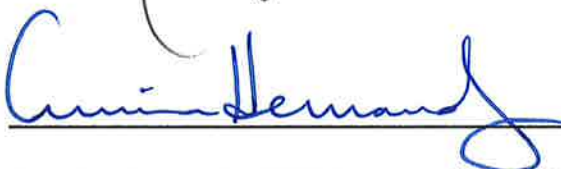
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Richard Estrada, HOM Member, Parliamentarian



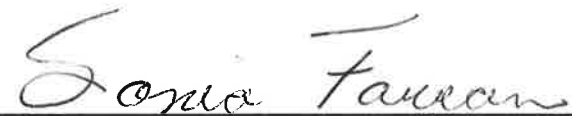
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Gloria Cazares, HOM Member, Vice President



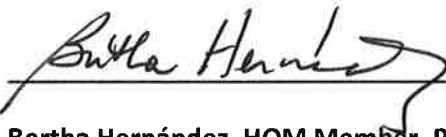
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America Hernandez, HOM Member, Treasurer



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Sonia Farron, HOM Member, Secretary



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Bertha Hernández, HOM Member, President

The House of Pacific Relations hereby approves the above Bylaws for the House of Mexico:



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Charlotte Carroll, House of Pacific Relations Chair, Bylaws Committee

3/29/16

Date