

BY-LAWS OF THE HISTORICAL SOCIETY OF LA VERNE  
A California Nonprofit Corporation

ARTICLE I  
NAME

The name of this corporation is THE HISTORICAL SOCIETY OF LA VERNE.

ARTICLE II  
PURPOSE

- Section 1. The purposes of this corporation are:
- a. to encourage and promote the study of the history and culture of La Verne, California, and its surroundings;
  - b. to encourage and develop programs and projects that raise awareness of the history of La Verne;
  - c. to collect, classify, and disseminate historical information, artifacts, oral histories, and data;
  - d. to locate, mark, and encourage preservation of historical places and structures worthy of recognition and perpetuation;
  - e. to identify, gather, preserve, and catalog current culture and events for future generations;
- Section 2. To acquire by gift, purchase or otherwise real and personal property therein, and to hold, use, lease, sell, convey and otherwise dispose of the same;
- Section 3. To collect fees, dues, assessments, charges and other obligations from its members as from time to time authorized by its Articles of Incorporation and By-Laws when not inconsistent with the laws of the State of California, but this organization does not, and shall not, contemplate carrying on any business, holding any property or doing anything for pecuniary gain or profit to the members thereof.

ARTICLE III  
MEETINGS

- Section 1. Regular meetings of the Board and membership shall be held four times a year, preferably in the months of October, January, March and June, with the annual meeting in October. Meetings shall be held at a time and place to be chosen by the Board. Notice of the time and place of the annual meeting shall be disseminated to each member of the Society at least five days prior to each meeting. A majority of the Board membership shall constitute a quorum for the transaction of business at each meeting.

Section 2. Special meetings of the members may be called at such times and places, and the members notified thereof, in such manner as the President or members of the Board may decide.

Section 3. At the annual meeting the President, recording Secretary and Treasurer shall each submit for consideration and filing a written report of the activities of the Society pertaining to their respective official positions.

#### ARTICLE IV

#### MEMBERSHIP

Section 1. General.

- a. The membership year coincides with the calendar year of January 1 to December 31 and shall be the fiscal year of this Society.
- b. Any person interested in the purposes and objects of this Society, as stated in Article II, Section 1, may, on making application and paying the stated dues for the current year, become a regular member of the Society.

Section 2. Rights and Privileges of Members.

Membership in the Society shall entitle the person to vote on the election of Society Officers, Board Members, and other such matters as may be brought before the Society at any Society meeting. Members shall receive the Society newsletter as and when published. Members are encouraged to volunteer and assist with Society-sponsored events and activities.

Section 3. Member Classes.

Regular  
Family (Couple)  
Sustaining  
Life  
Honorary

Section 4. Dues.

Dues are due and payable as of January 1 and are delinquent on March 30. Members who have not paid by March 30 shall be advised that their membership has lapsed and they shall be deemed as discontinuing membership until such time as dues are received. ~~New members joining after June 1 shall pay only 50% of the annual dues for that year.~~

Section 5. Honorary Members.

Honorary members shall be selected by the action of the Board. Any Society member may nominate a person for status as an honorary member for action by the Board. Honorary members shall pay no membership dues.

Section 6. Membership Chair.

The Membership Chair is a member of the Board and shall be responsible for maintaining the Society's membership list, for recruiting new members, and for assisting members in finding suitable volunteer opportunities.

Section 7. Privacy of Membership List.

The membership list of this Society will not be distributed, lent, nor sold to other organizations or individuals for any purpose unless (i) it is for the purpose of promoting or generating historical interest in La Verne and (ii) it has the prior approval of the Board.

ARTICLE V  
COMMITTEES

Section 1. Standing Committees and Descriptions.

Standing committees of the Society are as follows:

- a. Education and Program Committee - The Education and Program Committee shall be responsible for establishing program content, contacting speakers, and working with the Board to incorporate programs into the Society's yearly calendar. In addition, this committee shall prepare and organize materials to present historical programs to school and community groups.
- b. Local/Oral History and Archives Committee - The Local/Oral History and Archives Committee is chaired by the Curator of Collections and is responsible for collecting, cataloging, and preserving local written and oral history interviews relating to La Verne's history and current events. This committee works in conjunction with the La Verne Public Library, La Verne City Planning Department, and La Verne Heritage to review and catalog collections.
- c. Membership Committee - The Membership Committee is authorized to collect dues from those interesting in joining the Society.
- d. Nominating Committee - The Nominating Committee shall nominate a slate of officers and report this slate for elections by members of the Society.
- e. Promotion, Publicity, and Community Outreach Committee - The Promotion and Publicity Committee is responsible for compiling and distributing the

Society's newsletter, publicizing the Society's programs and fund-raising events, **and disseminating Society information** in all media.

The President, with concurrence of the Board, may appoint such other committees as necessary or desirable for accomplishing the purposes of the Society.

At each meeting, a member of each committee shall provide an update on action of that committee.

ARTICLE VI  
OFFICERS AND BOARD OF DIRECTOR.

Section 1. General.

The officers of this Society shall be a President, a Vice President, a Secretary, a Treasurer, and an Archivist/Curator of Collections. The Board of Directors (the Board) shall consist of Officers and Chairs of Committees, and persons elected to the Board.

Section 2. Term of Office.

- a. Regular terms of office for the President, Vice-President, Secretary, Treasurer, and Archivist/Curator of Collections shall be one (1) year and the term of office for Board members shall be two (2) years. The President, Vice-President, and Curator of Collections shall be elected on a year alternate to the Secretary and Treasurer. Officers and Board members may serve a second term or until his/her successor shall be elected. All officers **and Board members must be Society members in good standing at the time of nomination and election. Officers and Board members** shall be elected at the annual meeting by ballot, or by acclamation, by the eligible members of the Society in attendance at the annual meeting of the Society and shall each perform the duties customarily appertaining to his or her office. Chairs of Committees are appointed by the Society officers. Officers and Board members shall remain in office until their successors are chosen.
- b. Should a Board vacancy occur, another member may be nominated for the remainder of the vacated term with the approval of the majority of the Board at a meeting of the Board at which a quorum is present.
- c. By majority vote, the Board may declare vacant any office of an officer who has missed three consecutive meetings of the Board. Furthermore, officers are required to **be members in good standing of the Society and** actively participate in the activities of the Society. **Board members** ~~and~~ may be removed by a majority vote of the Board for failure to do so.

Section 3. Officer and Board Member Compensation.

No officer or Board member of the Society shall receive any salary, but shall be entitled to traveling expenses when authorized by the Board, to attend meetings at which this Society should be represented. The Board shall be empowered to employ and pay reasonable compensation to any person necessarily employed in connection with the preparation and conservation of records and property of this Society.

Section 4. Officer Duties.

The President shall:

- a. Be the general manager and chief executive officer of the Society and has general supervision, direction, and controls of the affairs of the Society;
- b. Preside at the meetings of the Society and the Board;
- c. Have general powers and duties of management usually vested in the office of president and general manager and such other duties as may be prescribed by the Board.

The Vice President shall:

- a. Perform the functions of the President in the absence or incapacity of the President and otherwise has such powers and duties as may be prescribed by the Board.

The Secretary shall:

- a. Be responsible for keeping minutes of Society and Board meetings, distributing notice of such meetings thereof as are appropriate;
- b. Be responsible for sending correspondence on behalf of the Society;
- c. Perform such other duties as prescribed by the Board.

The Treasurer shall:

- a. Keep and maintain, or cause to be kept and maintained, adequate and correct books and records of accounts of the properties and business transactions of the Society;
- b. Cause all monies to be deposited in the name and to the credit of the Society with such depositories as may be designated by the Board;
- c. Render to the President and to the Board upon request an account of transactions as Treasurer and of the financial condition of the Society;
- d. Prepare and file, or cause to be prepared and filed, any and all tax returns and other reports required on behalf of the Society;

- e. Provide a yearly financial report to the Society at the annual meeting;
- f. Maintain a general fund and other funds using Fund Basis Accounting;
- g. Perform or cause to be performed such other duties as prescribed by the Board.

The Archivist/Curator of Collections shall:

- a. Safely keep all the public records, historical documents, paintings, pictures, photographs, maps and other archives and personal property of the Society;
- b. Take charge of any displays put on by the Society.
- c. Provide opportunities for inspection or examination of all collections mentioned by the members under such rules as the Board shall prescribe.

#### ARTICLE VII AMENDMENTS TO BY-LAWS

These By-Laws may be amended or repealed by a two-thirds vote of the members present at any regular or special meeting held following dissemination in writing of such contemplated action to each Society member, such dissemination shall be by U.S. Postal Service or by electronic mail. Such notice shall specify (i) the time, date and location of such meeting and (ii) a true and exact copy of the final version of the proposed amending or repealing document.

#### ARTICLE VIII DISSOLUTION

Section 1. This Society shall be dissolved either by: (i) a resolution adopted by a three-fourths vote of a regular meeting of the membership, a quorum being present, notice in writing of said proposed resolution haven been given at the immediately preceding regular meeting of the membership, with a quorum being present, and said notice having also been published in a newspaper of general circulation in La Verne, California, at least ten days prior to the date of the meeting at which it is to be voted on; or (ii) by failure during two consecutive years to hold either a regular membership meeting or an Executive Board meeting with a quorum present.

Section 2. All right, titles and interest in and to, and possession of, all property of the Society, both real and personal, after payment of, or provision of payment of, all debts and liabilities on dissolution of the Society as hereinbefore stated, shall be distributed to a nonprofit fund, foundation, or corporation that is organized and operated exclusively for historical or cultural purposes and that has established its tax exempt status under §501 (c) (3) of the Internal Revenue Code and §23701d of the Revenue and Taxation Code.