

Bylaws

Atascadero Colony Days Committee

ARTICLE I - PURPOSE

The purpose for which this Committee is set forth in the Articles of Incorporation of the Atascadero Colony Days Committee.

ARTICLE II - CORPORATE SEAL

The corporation seal shall consist of a circle having within the circle the words, ATASCADERO COLONY DAYS COMMITTEE, and the word INCORPORATED and the date of incorporation.

ARTICLE III - MEMBERSHIP

~~Section 1. All persons interested in the purposes and objectives of the Committee can become members of the Atascadero Colony Days Committee. Members shall be classified as follows:~~ MEMBERSHIP ON THE COLONY DAYS COMMITTEE SHALL CONSIST OF THE MEMBERS OF A BOARD OF DIRECTORS, DIRECTORS OF ACTIVITIES AND MAJOR EVENTS, AND OTHER VOLUNTEERS RECOGNIZED BY THE BOARD OF DIRECTORS WHO ARE NOT OTHERWISE CHAIRPERSONS BUT WHO SERVE IN THE GENERAL OPERATIONS OF THE COLONY DAYS COMMITTEE EVENTS.

a. ~~Individual Members~~

b. ~~Honorary Members~~

~~Section 2. Each Committee Individual Member shall have the opportunity to vote for the board of director positions and festival theme one vote at any regular at the Annual Colony Days Meeting meeting of the committee. Honorary membership is a non-voting position.~~

ARTICLE IV - BOARD OF DIRECTORS

Section 1. The corporate powers, business and property of the Committee shall be exercised, conducted and controlled by a Board of seven (7) to thirteen (13) Directors elected by the members of the Committee.

Section 2.

- a. The term of office of the directors shall be for two (2) years, commencing January of each year. Directors shall be elected at the Annual Meeting of the membership. The immediate past ~~President~~ ~~Chairmen~~ shall become a board member automatically, for a two-year term.
- b. All other past ~~Presidents~~ ~~Chairmen~~ shall be ~~Committee~~ ~~honorary Board~~ Members. Nothing in these Bylaws shall be construed to prevent the re-election of any Director. If a Director absents himself from three (3)

consecutive meetings without a satisfactory excuse to the Board of Directors, he may be considered to have resigned and his successor may be elected to the Board.

- c. Vacancies in the Board of Directors during the year shall be filled by the remaining Directors, and the term of the person appointed shall be the expired term.

Section 3. A quorum of the Board shall be ~~50% or more of the directors~~ ~~five (5) or more members~~ present. Meeting of the Board shall be held at the request of two (2) members of the Board or the ~~President~~ ~~Chairperson~~.

Section 4. Directors shall have the power, and it shall be their duty:

- a. To control the affairs and business of the Committee and to make regulations and rules for the guidance of the officers and its management.
- b. To call special meetings of the members of the Committee when they deem it necessary.
- c. To select one bank to act as a depository of the funds of the Committee and subject to the provision of Article VII hereof, to determine the manner of receiving, depositing, and disbursing the funds of the Committee and with the power to change the bank and the form of checks.
- d. To keep a complete record of all of their acts and of the proceedings of their meetings and report all decisions to the Committee at the next regular scheduled meeting.
- e. To install such system of fund accounting as will reflect the true financial condition of the various funds of the Committee. The calendar year of the Committee will commence on January 1, and end December 31, and the Board of Directors shall have the books audited between January 15 and February 28 following the close of each calendar year.

ARTICLE V - OFFICERS AND DUTIES

Section 1. The officers of the Committee shall be: ~~President~~ ~~Chairman~~, ~~Vice-President~~ ~~Chairman~~, Recording Secretary, Corresponding Secretary, and Treasurer, all of who shall be members of the Board of Directors.

Section 2. ~~President~~ ~~Chairman~~: The ~~President~~ ~~Chairman~~ shall:

- a. Preside over all meetings.
- b. Call the Directors together whenever necessary.
- c. Sign all contracts, notes and other instruments when so authorized by the Board of Directors.
- d. Discharge such other duties as may be required by these Bylaws or by the Board of Directors.
- e. Appoint committee and committee chair ~~persons~~ ~~man~~.

Section 3. ~~Vice-President~~ ~~Chairman~~: The ~~Vice-President~~ ~~Chairman~~ shall have such duties as are normally associated with said office, including the duties as outlined in Section 2 hereof in the absence of the ~~President~~ ~~Chairman~~.

Section 4. Corresponding Secretary: The Corresponding Secretary shall:

- a. Prepare and answer all correspondence pertaining to the Committee.
- b. Prepare, publish or mail, or cause to be published or mailed all notices of meetings.
- c. Discharge such other duties as pertains to his or her office or as prescribed by the Board of Directors.

Section 5. Recording Secretary: The Recording Secretary shall:

- a. Keep a record of the proceedings of the meeting of the Board of Directors, and general meetings.

- b. Execute and sign all contracts, notes, papers and documents, when so authorized by the Board of Directors.
- c. Discharge such other duties as pertain to ~~their his or her~~ office, or as prescribed by ~~the he~~ Board of Directors.

Section 6. Treasurer: The Treasurer shall be custodian of all monies, deposit them in a bank designated by the Board of Directors, make a financial report at each regular meeting, sign all checks with one other officer and prepare an annual financial report for audit.

ARTICLE VI - MEETINGS

Section 1. Regular Meetings. There shall be meetings of the ~~board membership~~ monthly. Dates to be determined by the Board of Directors.

Section 2. Annual Meeting. The annual meeting shall be held in ~~the 4th quarter of the calendar year~~ November. All members shall be notified of the of the Annual Meeting at least ten (10) days prior to the time fixed for such meeting.

Section 3. Special Meetings. Special meetings may be called for the membership by the ~~President~~ Chairman, by a majority of the Board of Directors, or by written request of one-tenth (1/10) of the active members of the Committee.

Section 4. ~~Executive~~ Directors Meetings: Directors meetings shall be conducted as necessary and called by the Chairman or any board member.

Section 5. Quorum

- a. ~~50% or more of the Board of Directors~~ Five (5) ~~or more members~~ shall constitute a quorum at all regular and special meetings.

ARTICLE VII - BOOKS AND PAPERS

- a. All books and papers of the Committee shall be available for inspection by any member at any reasonable time.
- b. Funds from the bank account or accounts of the Committee may be withdrawn with signature of the ~~President~~ chairman, or designated director and the Treasurer.
- c. An Auditor shall be appointed annually by the Board of Directors. The auditor may retain an accountant for the purposes of making an audit as required by these Bylaws.

ARTICLE VIII - NON-PROFIT CHARACTER

- a. This Committee is not organized for pecuniary gain or for profit to its members. No dividends shall be declared or paid to them. All funds shall be used only for the purposes stated in the Articles of Incorporation. Upon dissolution, all funds shall be paid to the Atascadero Historical Society.
- b. No funds from the nonprofit organization may be used for political purposes.

ARTICLE IX - BYLAW AMENDMENTS

Amendments to these Bylaws shall be presented in writing at a regular **board** meeting ~~of the members~~ at least one (1) month prior to time of voting. A two-thirds (2/3) vote of all members present shall be required to adopt an amendment.

I, _____, the Recording Secretary of the Atascadero Colony Days Committee, hereby certify that the foregoing is a true copy of the Bylaws duly and legally updated by the Board of Directors of said Committee at a legal meeting of the Board, duly held on.

Formally adopted by the Committee with a 2/3 vote of the committee members present duly held on this.

In Witness Whereof, I have hereunto set my hand this.

Signed _____

(Name), Recording Secretary

Signed _____