

BYLAWS OF  
THE  
ORCUTT MINERAL SOCIETY, INC.

These Bylaws shall supersede and replace any previous Bylaws and/or amendments dated before July 1997.

ARTICLE I  
NAME AND ADDRESS

- Section 1. Name: The name of the Corporation shall be ORCUTT MINERAL SOCIETY, INC.
- Section 2. Address: P. O. Box 106, Santa Maria, Ca. 93456
- Section 3. The Orcutt Mineral Society is a sovereign organization and may join or withdraw from any federation, congress or organization at the discretion of its Board of Directors after discussion with the general membership.

ARTICLE II  
OBJECTIVES

- Section 1. The specific purpose of this corporation shall be to promote the Earth Sciences and Lapidary Arts within the community.
- Section 2. The objectives are to have educational meetings, earth science field trips, provide scholarships to local colleges and/or universities and conduct exhibitions with society members and the community invited.
- Section 3. To promote good relations among fellow members and the general public.

ARTICLE III  
POLICIES

- Section 1. This corporation is organized and shall be operated exclusively for community and charitable purposes within the meaning of Section 501 (c) (4) of the Internal Revenue Code.
- Section 2. The property and assets of this corporation is irrevocably dedicated to earth science and related field purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.

- Section 3. This organization may cooperate with other organizations and agencies active in the dissemination and promotion of earth science and lapidary arts knowledge or education.
- Section 4. Upon dissolution or winding 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 which is organized and operated exclusively for earth science purposes and which has established its tax exempt status under Sections 501 (c) (3) or 501 (c) (4) of the Internal Revenue Code.
- Section 5. Those decisions of the general membership relating to the operations of the Society, not in conflict with the Articles of Incorporation or the Bylaws and supplemental to them, shall be designated as the "Standing Rules and Operating Regulations". Any such rules and regulations shall bear numbers and dates for easy reference. They may be established, revised or revoked by a majority affirmative vote of any meeting where a quorum exists of the general membership, provided that before establishment or revision becomes effective, the Bylaws Committee shall review each proposal to insure there is no conflict with the Bylaws or Articles of Incorporation. The Committee shall report its findings to the membership at the next general meeting. (rev. 5/10/88)

#### ARTICLE IV MEMBERSHIP AND DUES

- Section 1. Any person interested in the objectives of this organization and who is willing to uphold its policies may become a member by attending two (2) meetings and one (1) Society field trip, then submitting an application. If under the age of maturity (or 18 years of age for the purposes of this document), the application must be signed by a parent or guardian, thereby giving their consent to the applicant to become a member of the Society. If accepted by two thirds of the Board of Directors, dues will then be payable. (rev. 11/10/87) (rev. 7/8/97)
- Section 2. There shall be five classes of Society membership as follows:
- a. Regular Members
  - b. Junior Members (up to 18 years of age)
  - c. Charter Members (life membership, no dues, all privileges)
  - d. Honorary members (no voting privileges)
  - e. Life Members (After twenty years of continuous membership, all privileges)

The amount of dues, determination of delinquency, and general membership procedures shall be established by the Board of Directors in a Operating Regulation and submitted to the general membership for approval.

- Section 3. Any member of the Society who, in the opinion of the Board of Directors, acts or speaks in a manner that is detrimental to the welfare, well being and integrity of the Orcutt Mineral Society will be requested to appear before the Board to explain their

actions. At the discretion of the Board, the member may have their membership revoked and future membership in the Orcutt Mineral Society denied.

## ARTICLE V CORPORATE OFFICERS AND ELECTIONS

- Section 1. The officers of the corporation shall consist of the following:
- a. President
  - b. President-Elect
  - c. Secretary
  - d. Treasurer
  - e. Elected Directors (5) (rev. 3/11/86)
- Section 2. Nomination and election procedures shall be established in a Operating Regulation by the Board of Directors and submitted to the general membership for approval.
- Section 3. The term of office shall be for one year beginning on 1 January and ending on 31 December of any given year.
- Section 4. Vacancies occurring during a term shall be filled by a majority vote of the Board of Directors.
- Section 5. Minimum membership of two (2) years shall be required for a member to hold an elective corporate office. A minimum of one (1) year membership shall be required for election as a Director of the Society.
- Section 6. Any Corporate Officer may be removed either with or without cause by a majority vote of the Board of Directors.

## ARTICLE VI DUTIES OF OFFICERS

- Section 1. President  
The President shall preside at all meetings of the Society and the Board of Directors meeting. The President shall appoint such Committee Chairmen as necessary to carry out the purposes of the Society.
- Section 2. President Elect
- a. The President-Elect shall aid the President and act as President in the absence of the President.
  - b. The President Elect shall ensure that all Standing Rules and Operating Regulations are current and meeting the needs of the Society.
  - c. The President Elect shall serve as Chairman of the Nominating Committee.

- Section 3. Secretary  
The Secretary shall keep an accurate record of all meetings of the Society and the Board of Directors meetings. Be responsible for all Society correspondence and shall ensure that all required Federal and State filings are accomplished. The Secretary shall maintain an annual membership list.
- Section 4. Treasurer
- a. The Treasurer shall receive all moneys and keep an accurate record of all receipts and disbursements. All moneys shall be deposited in the name of the Society in a Bank or Savings and Loan approved by the Board of Directors and the membership.
  - b. The Treasurer shall make and present a statement of accounts at each meeting.
  - c. The Treasurer shall prepare a full annual report at the end of the year.

## ARTICLE VII BOARD OF DIRECTORS

- Section 1. The governing Board of Directors shall consist of five (5) elected Directors, the Society officers enumerated in Article V, Section 1., a. through d., and the immediate Past-President. (rev. 1/14/86)
- Section 2. The Board of Directors shall meet at the call of the President, the President-Elect or a majority of the Board members. The President-Elect shall conduct the Board of Directors meeting in the absence of the President. (rev. 6/14/86)
- Section 3. A quorum of any Board of Directors meeting shall be a simple majority of the Board members. (rev. 6/14/86)
- Section 4. Procedures for fiscal operation of the Society regarding payment of bills and resolving liabilities shall be developed by the Board of Directors in a Operating Regulation and submitted to the membership for approval.
- Section 5. If a Board Member fails to attend three regularly scheduled Board meetings in four consecutive periods without approval from the Board, is shown to have a conflict of interest as specified in Article XII, or is involved in any activity considered not in the best interest of the Society, the Board may vote by simple majority vote to remove that member from the Board.
- Section 6. Any Board vacancies occurring between established elections may be filled by a majority vote of the Board.

## ARTICLE VIII CORPORATE YEAR

Section 1. The Corporate accounting year shall begin January 01 and end one calendar year, less one day.

## ARTICLE IX MEETINGS

Section 1. Regular meetings of this Society shall be held once each month as defined in the Operating Regulations.

Section 2. A quorum of at least one third of the total membership shall be present to conduct a business meeting.

Section 3. The annual business and service awards meeting shall be conducted in the month of December.

## ARTICLE X AMENDMENTS

Section 1. These Bylaws may be amended by a proposal submitted in writing at any regular business meeting. The proposed modification shall be reviewed by the Bylaws Committee before being read at two (2) business meetings and voted upon.

## ARTICLE XI PARLIAMENTARY PROCEDURE

Section 1. The meeting of the Society shall be conducted according to the same parliamentary procedure as that used by the California Federation of Mineralogical Societies or the Robert's Rules of Order at the discretion of the President.

### Order of Business:

- a. Meeting is called to order by the President.
- b. Invocation.
- c. Pledge of Allegiance.
- d. Introduction of guests.
- e. Minutes of the previous general and Board meetings.
- f. Correspondence.
- g. Treasurer's report.
- h. Officers' and Chairpersons' reports.
- I. Unfinished Business.
- j New Business.
- k. Program.
- l. Adjournment.

Section 2. The President shall have the authority to table and refer to the Board of Directors, any debate felt to be impeding the progress of the meeting.

Section 3. The President or any member may request a secret ballot on any issue being voted upon by the membership.

ARTICLE XII  
CONFLICT OF INTEREST

Section 1. No person shall be eligible for membership in the Society, or continued service on the Board of Directors if currently a member of the Board, if he/she or any member of his/her family receives any portion of income or payment of moneys from the corporation, or from any business and/or contracted service which does business with the corporation, without the expressed approval of the majority of the Board of Directors. Such a Member, prior to such approval or removal from the Board shall be required to abstain from voting on any and all matters in which their interests or their families interest are involved.

KNOW ALL MEN BY THESE PRESENTS: That we the undersigned, together constitute the Board of Directors of the Orcutt Mineral Society, a nonprofit corporation existing under the laws of the State of California, do hereby assent to the foregoing amended Bylaws and adopt the same as the Bylaws of the corporation.

IN WITNESS WHEREOF, we have hereto affixed our names this 8th day of July 1997.

Debbie Hood \_\_\_\_\_

Karen Dry \_\_\_\_\_

Wayne Mills \_\_\_\_\_

Don Nasholm \_\_\_\_\_

Wes Lingerfelt \_\_\_\_\_

Glenda Reeves \_\_\_\_\_

Sylvia Nasholm \_\_\_\_\_

Richard Dry \_\_\_\_\_

Marshall Reeves \_\_\_\_\_

Marjorie Hoogenbosch \_\_\_\_\_

{Original signed by the above}