

ByLaws of MyLiberty San Mateo

ARTICLE I - Name

The name of the Association shall be "MyLiberty San Mateo."

ARTICLE II – Mission

The mission of MyLiberty, a non-profit community organization, shall be to advance the principles of Constitutionally limited government, fiscal responsibility, and a free market economy in San Mateo County, the State of California, and nationwide.

ARTICLE III - Members

Section 1. All persons attending the Founding Meeting who (1) declare their desire to be Members; (2) provide their contact information; and (3) remit \$36 annual dues shall be Members for the year commencing with that Meeting and for any subsequent year in which they meet the membership requirements.

Section 2. After the conclusion of the Founding Meeting, additional persons may become Members by (1) attending at least three (3) Meetings within any 12-month period; (2) being recommended for membership by at least one existing Member; (3) receiving a majority vote of those Members in attendance at any Meeting after conditions (1) and (2) have been met; and (4) remitting \$36 annual dues prorated to the month in which their membership commences.

Section 3. If any person's membership shall lapse due to failure to pay annual dues, the person may again become a Member by paying that year's full annual dues.

ARTICLE IV – Board of Directors

Section 1. Management of the affairs and activities of the Association shall be in the hands of a Board of Directors of five members elected by the Members for a term of two years, with elections to be held in January of even numbered years, beginning in 2016.

Section 2. A Nominating Committee of three Members shall be appointed by the Board of Directors by the first of October of odd numbered years. It shall be the duty of this Committee to nominate candidates for the Board of Directors to be filled by election during the subsequent month of January. Before the election, additional nominations from the floor shall be permitted. Candidates shall be elected by majority vote of Members attending the meeting at which the election is held. Terms of newly elected Board of Directors members begin on February 1st.

Section 3. Vacancies in the Board of Directors shall be filled for the balance of the term by appointment by the Chair with approval by vote of a majority of the Members of the Association.

Section 4. The Board of Directors shall elect from its members a Chair, a Vice-Chair, a Secretary, and a Treasurer. These officers shall perform the duties prescribed by these Bylaws, by any additional Association Standing Rules, and by the parliamentary authority adopted by the Association. The Board of Directors may change its officers at any time by majority vote.

Section 5. The fifth member of the Board of Directors shall be the immediate past Chair of the Association, unless that person has already been elected to the Board of Directors for the current term, in which case a fifth member of the Board of Directors shall be elected by the Members in addition to the first four.

Section 6. Duties of the Officers

A. Chair. The Chair presides at meetings of the Association and the Board of Directors, enforces the Bylaws of the Association, and (with concurrence of the Board of Directors) appoints Committees to carry out the work of the Association.

B. Vice Chair. During the absence or disability of the Chair, the Vice-Chair shall act in the Chair's place.

C. Secretary. The Secretary of the Association shall keep minutes of all decisions made at meetings, publish and distribute the Association Newsletter, maintain the Association Bylaws and Standing Rules, and carry on such correspondence as the Association may require.

D. Treasurer. The Treasurer of the Association shall keep an up-to-date roster of the members and shall manage all financial matters of the Association, keeping proper records thereof and preparing financial reports as required.

E, Past Chair. The past Chair of the Association serves as advisor to the Board of Directors on all Association operations and decisions. The past Chair is a full voting member of the Board of Directors with all the responsibilities and powers of members elected for the current term.

F. Other duties. Other more specific duties and responsibilities for officers shall be described in the Standing Rules of the Association.

ARTICLE V - Meetings

Section 1. A Biannual Meeting, at which Board of Directors members shall be elected and reports shall be received from officers and standing Committees, shall be held during January of even numbered years at a time and place determined by the Board of Directors.

Section 2. In addition, an Annual Meeting for approval of the budget for the coming 12 months and consideration of other matters related to the structure and operations of the Association shall be held.

Section 3. A regular schedule of Meetings at which the Association conducts its affairs and Members receive updates on Association business as well as working collaboratively together shall be defined and enacted by the Board of Directors.

Section 4. Special meetings may be called by the Board of Directors or by written request to the Board of Directors of ten percent of the Members. Meetings requested by the Members shall be called by the Board of Directors within thirty (30) days of the receipt of the request. Only that business mentioned in the special meeting notice shall be transacted at such a meeting.

Section 5. Notice of Meetings of the Association shall be given to the Members at least one week prior to the date of the meeting. Notice may be via the Association Newsletter, which may be electronic (e-mail).

Section 6 A quorum for the conduct of business shall consist of ten Members or ten percent of the Association membership, whichever is less.

ARTICLE VI - Committees

Section 1. Both standing and ad hoc Committees shall be appointed by the Chair as required, with concurrence of the Board of Directors. Members of standing Committees shall serve until the next Biannual Meeting, and members of ad hoc Committees shall serve until the work of their Committee is complete, or until replaced by the Chair with concurrence of the Board of Directors.

Section 2. Duties and responsibilities of Committees shall be described in the Association's Standing Rules.

ARTICLE VII - Funds

Section 1. Dues to cover costs of routine Association operations may be charged as set forth in the Standing Rules.

Section 2. Routine expenditures will be based on a 12-month budget approved by a majority of Members at the Annual Meetings.

Section 3. Funds for special or ad hoc projects may be raised through ad hoc fundraising activities as required.

Section 4. The Board of Directors is additionally authorized to establish and manage an endowment fund if such funds become available.

ARTICLE VIII - Parliamentary Authority

The rules contained in the current edition of Roberts' Rules of Order Newly Revised shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Association may adopt.

ARTICLE IX - Standing Rules

Section 1. The Association shall maintain a set of Standing Rules to govern its routine operations. Functions of officers and Committees, Association dues, and expenditure guidelines shall be included.

Section 2. Standing Rules shall be defined and approved by majority vote of the Board of Directors.

ARTICLE X - Dissolution

Section 1. The Board of Directors may, by majority vote, determine at any time that the Association should cease operations and the organization be dissolved, subject only to

ratification by majority vote of Members attending a special meeting that the Board of Directors shall convene to address this matter.

Section 2. If the Members at such duly convened special meeting do not ratify the Board of Director's determination to dissolve, the Members may, at that meeting, elect by majority vote a substitute Board of Directors who shall take office immediately and replace the previous one. If the Members do not elect a substitute Board of Directors, then the recommendation that the Association cease operations and the organization be dissolved shall take effect, notwithstanding lack of ratification by the Members.

Section 3. In the event that said dissolution duly occurs, all remaining assets of the Association shall be distributed to charities known to carry out works and activities consistent with and in support of the Association's Mission, said charities to be chosen by the Treasurer, or if there is no sitting Treasurer, by the Chair, Vice Chair, Secretary or fifth Board of Directors member, in that order.

ARTICLE XI - Amendment of Bylaws

These Bylaws can be amended at any meeting of the Association by a two-thirds vote of Members attending, provided that written notice of the amendment has been published in the Association Newsletter at least a month in advance of the meeting.