

***AMENDED  
HERALD COMMUNITY CLUB BY-LAWS***

**ARTICLE I**

***Name***

The name of this organization shall be known as the ***HERALD COMMUNITY CLUB***.

**ARTICLE II**

***Objectives***

- A. The general objective shall be to enrich the community through various projects, assisting youth and other local nonprofit organizations and encouraging community pride and involvement within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code.
- B. Other specific goals based on the organization's objectives and plans for achieving those goals may be established annually.

**ARTICLE III**

***Membership Eligibility***

- A. There is only one class of membership - voting membership.
- B. All adult (eighteen years and older) citizens of the Herald area and surrounding areas including but not limited to Wilton, Galt, Acampo, etc. are eligible for voting membership provided each such individual fulfills the requirements of Article IV below.
- C. All junior members (fourteen to seventeen years old) citizens of the Herald area and surrounding areas including but not limited to Wilton, Galt, Acampo, etc. are eligible for Junior membership provided each individual fulfills the requirements of Article IV below.

**ARTICLE IV**

***Membership Requirements/Voting Rights***

- A. Voting rights are extended to each adult individual meeting all of the following requirements:
  - 1. Annual dues of FIVE (\$5.00) DOLLARS adult and junior members.
  - 2. Residency requirements as set forth in Article III above;
  - 3. Attendance at a regular meeting of the Herald Community Club at which a membership registration form is completed and signed by the individual seeking membership and voting rights.
  - 4. Voting rights regarding officer election and bylaw amendments may only be extended to active members who have attend meetings regularly and/or volunteer often.
- B. Voting rights will be effective as of the regular monthly meeting immediately following the regular monthly meeting at which the individual fulfills the membership requirements.

- C. Individuals meeting the membership requirements for membership at the January regular meeting will have voting rights as of that meeting.
- D. The membership requirements must be met each year beginning in January to establish voting rights for that year.
- E. Each voting member is entitled to one vote per issue.
- F. Proxy voting and absentee ballots shall not be permitted. Decisions shall be based on majority vote of the total membership present.

**ARTICLE V**

***Attendance and Reporting***

- A. At each meeting, all of the following shall occur:
  - 1. All members shall sign the attendance roster;
  - 2. A list of voting members shall be available.
- B. It is the duty of each member to attend meetings regularly and to keep abreast of activities and concerns of this organization in order to assist in making sound decisions.
- C. Meetings are open to the general public.
- D. Representatives of local organizations are encouraged to bring ideas and recommendations from the group they represent.
  - 1. Junior members may act as representatives for their respective organizations for the purpose of events, committees, and requests before the board.
- E. Quorum has been amended to be 5 members with at least 3 officers present.

**ARTICLE VI**

***Meetings***

- A. Regular meeting are to be held monthly from January through December. A proposed schedule of dates of such meetings shall be established at the January regular meetings.
- B. Special meetings may be called at the discretion of the president; however, such meetings should be for a specific purpose that cannot wait until the next regular meeting and only the business for which the special meeting was called should be conducted at such special meeting.
- C. The December regular meeting shall be for the completion of that year's business and to elect officers for the upcoming year. Nominations shall be taken at the November regular meeting. Nominations shall be taken at the December regular meeting only for those offices for which no nominations are taken at the November regular meeting.
- D. Notices of regular meetings shall be published on the Herald Community Club website, E-mailed to the membership roster, and posted in the window at the regularly scheduled meeting location (Henricksen Hall).
  - 1. Said notices shall state the day, hour and location of the meeting.

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- E. Notices of special meetings shall be posted in the established public place; Said notice shall state the day, hour and location of the meeting.
- F. Committee meetings may be held at the discretion of the committee chairperson.
- G. Agendas:
  - 1. Regular meetings:
    - a. The agenda must be posted at the established public place at least seventy-two (72) hours prior to the meeting.
  - 2. An agenda for special meetings must be posted at the established public place at least twenty-four (24) hours prior to the meeting.
  - 3. The president shall determine agenda items. Anyone, however, may request an item be placed on the agenda by notifying either the president at least twenty-four (24) hours prior to the required posting date for the agenda. Items not on the agenda may be discussed, but not acted upon.
- H. Other meetings shall be called by the president as necessary.
  - 1. The president must call a meeting of the organization within seven (7) days of being presented with a petition for a meeting if signed by thirty (30%) of the voting members of the organization.
  - 2. An agenda for such meeting shall be posted at the established public place at least twenty-four (24) hours prior to the meeting.

**ARTICLE VII**

***Rules of Order***

- A. Robert's Rules of Order shall be the rules of order of the HERALD COMMUNITY CLUB except as otherwise provided in these bylaws.
- B. The order of business shall be:
  - 1. Call to order;
  - 2. Posting of voting members list;
  - 3. Distribution and approval of minutes;
  - 4. Distribution and approval of the treasurer's report;
  - 5. Reports of standing committees and discussion/action;
  - 6. Reimbursements of special committees and discussion/action;
  - 7. Guest Business
  - 8. Old or Unfinished business;
  - 9. New business;
  - 10. Announcement of next meeting date;
  - 11. Adjournment.
- C. Amendments to Bylaws:

1. The articles of incorporation or the bylaws may be amended only at the December regular meeting (in election year) if approved by a majority of the voting members present.
2. Any proposed amendment shall be read at the November regular meeting. No amendments may be added at the December meeting.

**ARTICLE VIII**

***Officers and Duties***

The officers of this organization shall be a president, vice president, secretary, treasurer, sergeant-at-arms, and Junior Representative. All officers shall be voting members of this organization as of the date they take office.

- A. **PRESIDENT:** The president shall administer the operation of this organization and preside at all meetings. The president organizes delegates and supervises. The president appoints the chairpersons of committees. Pursuant to Robert's Rules of Order, the president will vote in all cases where such vote would affect the result or where the vote is by ballot. The president shall interpret the bylaws when there is a failure to secure consensus on intent and meaning.
1. The President shall publish and post notice of all meetings.
- B. **VICE PRESIDENT.** The vice president shall assist the president as needed and shall perform the duties of the president in the president's absence. The vice president may have other duties as prescribed by this organization.
1. Assist the President in publishing and posting notices of all meetings.
- C. **SECRETARY.** The secretary shall:
1. Prepare and present the completed minutes from each meeting no later than five (5) days after each meeting.
  2. Keep, or cause to be kept, full and complete records of the proceedings of any and all general membership meetings;
  3. Assist in preparing an agenda for each meeting;
  4. Such other duties as prescribed by this organization
- D. **TREASURER.** The treasurer shall:
1. Keep a record of all organization funds and supply a detailed financial report at each regular meeting.
  2. Maintain the checking account of this organization as follows:
    - a. Signatures of current officers only on the checking account;
    - b. Mandatory signature of any two officers on each check;
    - c. No blank checks shall be signed by more than one officer;
    - d. Receipts shall be secured prior to reimbursement.
  3. Have the organization's checkbook available at all meetings;
  4. Have a current list of voting members available at all meetings;

5. Such other duties as prescribed by this organization
- E. **SERGEANT-AT-ARMS.** The sergeant-at-arms shall keep order at all meetings and assist the president as needed. The sergeant-at-arms may have other duties as prescribed by this organization, such as equipment manager.
1. Perform bi-annual inventory on all Herald Community Club equipment and supplies. One inventory in January and one in August.
  2. Report the results of each inventory at the next scheduled meeting (February and September).
- F. **JUNIOR REPRESENTATIVE.** The junior representative is an optional position in the Herald Community Club. This position would be a representative for all junior members and act as a guide for the other junior members.
1. The junior representative would act as a lead in organizing any junior member committees and events.
  2. A Junior Representative will be elected when the junior membership reaches ten (10) members.

#### **ARTICLE IX**

##### ***Election and Term of Office***

- A. Officers of this organization shall be elected at the December regular meeting and shall start serving in January for a term of twenty-four (24) months.
- B. Any mid-term vacancies in the position of any office, except president, shall be nominated by the voting members, subject to the approval of the membership as an agenda item at a regular, properly noticed meeting. The office of president shall be filled as an agenda item by the approval of the majority of the voting members present at a properly noticed meeting.
- C. Any officer may be removed from office at a regular meeting by a two-thirds majority vote of the voting members present. Intention of such removal must be announced at the regular meeting prior to meeting at which a vote takes place and must be included in the agenda of the meeting at which a vote takes place.
  1. In order to hold executive office, (President, Vice President, or Treasurer) a member must have 12 consecutive months of active membership status. Any exceptions to this clause requires majority membership vote.

#### **ARTICLE X**

##### ***Committees***

- A. The president shall appoint any standing or temporary committees as may be deemed suitable or necessary to accomplish the purposes of this organization.

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1. Standing committee chair people shall be appointed by the president at the January meeting or as the needs arises.
2. Temporary committee chair people shall be appointed by the president as the need arises.
3. If there is a disagreement at the time of appointment over the president's choice of a standing or temporary committee chairperson, any voting member present may propose an alternative candidate.
  - a. If approved as an agenda item by a majority of the voting members present, said candidate shall be deemed the chairperson of the committee in question upon said candidate's acceptance.
  - b. If no alternative candidate is approved by a majority of the voting members present or if no alternative candidate accepts, the president's original choice stands.
4. Committee chair people must be members of the Herald Community Club at the time of appointment. It is not necessary that voting rights be effective at that time as long as all other requirements, pursuant to Article IV.A.2. above, has been fulfilled.
  - a. The chairperson is responsible for making a monthly status report at the HERALD COMMUNITY CLUB regular meetings and at such other meetings or times as may be requested by the president.
  - b. The chairperson must submit a budget at regular meetings to be approved as an agenda item by a majority of the voting members present prior to beginning any project.
  - c. Once a project is approved, project expenses shall be reimbursed by the HERALD COMMUNITY CLUB treasurer without further general membership approval as long as appropriate receipts are submitted and the funds are within the approved budget.
  - d. Once the budgeted funds are expended for a particular project, a revised budget may be presented at a regular meeting for approval as an agenda item by a majority of the voting members present. If approved, the terms of 3c. above again apply.
  - e. At the next regular meeting following completion of a project, the chairperson must present a financial statement as to income, expense and net profit or loss for said project. The treasurer shall work with the chairperson to assure accuracy of such report.
  - f. Chairpersons are personally responsible for any amounts expended over the approved budget amount until that amount is approved by the general membership. No individual has the authority to open accounts or charge

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anything to the HERALD COMMUNITY CLUB. This must be initiated by one of the HCC officers and may only be authorized by vote of the general membership at a regular meeting for which such vote is an agenda item.

- g. A committee chairperson may be discharged of his/her authority if such discharge is approved as an agenda item at a regular meeting by a two-thirds majority of the voting members present. Intention of such removal must be announced at the regular meeting prior to the meeting at which a vote takes place.
- 5. Each chairperson shall receive of a copy of this Article X.
- 6. Herald Day financial report be available by September monthly meeting (30 days after Herald day), for any outstanding finances and monies to be finalized and finished.
- B. Standing committees shall include, but are not limited to, the following:
  - 1. Herald Day Committee:
    - a. The objective of this committee is to organize an annual community festival, to be called “Herald Day”, to be held the first Saturday of August of each year for the purpose of a community gathering, exhibiting projects, trade goods and any other normal activities incidental to a community day.
    - b. Herald Day Booths:
      - 1) ALL Herald Day booth rentals and parade participants must be approved by the Herald Day Committee. Such approval shall not be unreasonably withheld.
      - 2) Types of Booths: Fees shall be established annually for the following types of booths:
        - a) Advertising
        - b) Arts & Crafts
        - c) Food Booths
        - d) Games/Entertainment Booths
        - e) Non-profit Marketing BoothsNo fee shall be charged for informational booths
      - 3) No merchandise may be sold at advertising or informational booths as merchandise is not to be registered for sale.
      - 4) Craft booth vendors are not required to be from the Herald area; however, all items must be handmade - no “flea market” or “garage sale” or commercially produced items will be allowed.
      - 5) Food and/or beverage booth vendors must be nonprofit organizations based in the Herald area as defined in Article III above. Vendors will be limited to those food items and drink categories approved by their contracts. There shall be no duplication of food at any two or more booths. Only the HERALD

COMMUNITY CLUB may sell alcoholic beverages. There is no limitation on how many booths may sell other categories of drinks (i.e., ice tea, lemonade, punch or bottled water), but vendors will be limited to those drinks approved on their contracts.

- 6) Non-profit marketing booths shall be limited to 5 (five), ten-by-ten foot booths (one non-profit per booth). Non-profits must show current 501(C) (3) status; availability of booths will be on a first-come, first-served basis with preference given to local non-profits (as defined in Article III above). If the number of applicants exceeds the number of allotted booths a lottery system shall be implemented. Items for sale at booths must be disclosed on contract and approved by the Herald Community Club without conflict of any HCC sales (i.e. Apparel/merchandise).

c. Herald Day King and Queen:

- 1) The Arcohe School eighth grade class will vote each year to determine if there will be a Queen or a King and Queen.
- 2) The nominees are selected by the current Arcohe School eighth graders based on the following:
  - a) Nominees must be current eighth grade students at Arcohe School;
  - b) Nominees must have a grade point average of 2.76 as of the third quarter of the current school year;
  - c) Nominees must have written parental consent and commitment to participate in the Herald Day Parade
  - d) The top five nominees for Queen and the top five nominees for King, if applicable, will be introduced to all classes at Arcohe;
  - e) The entire Arcohe student body will vote by ballot for Queen and King, if applicable

**ARTICLE XI**

***General Expenditures***

- A. Approval of any expenditure of this organization's funds must comply with the organization's guidelines and will be granted only if appropriately budgeted funds are available.
- B. All expenditures must be approved as agenda items by majority of vote of the total present. Such expenditures can be made without general membership approval, if approved by a majority vote of the officers, not to exceed a maximum amount per year to be set by the membership at the beginning of each fiscal year.

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C. Grants.

1. To assist in achieving the objectives of the HCC, grant monies may be authorized, subject to the following regulations:
  - a. Grant proposals receive a majority vote of the HCC;
  - b. To receive a HCC grant approval, requestors are required to complete the HCC Grant Request Proposal Form;
  - c. Submit a written proposal to the HCC. Person(s) submitting the proposal are encouraged to give a verbal overview and be prepared to answer questions from the HCC. A contact person is requested and an accounting of the use of funds is requested but not required.

D. Donations

1. Per same grant form, with donation section, requested funds made by voting member shall be followed and conducted in same manner as grants per above article.
2. Follow up on donation shall be reported to the club at the next monthly meeting.

**ARTICLE XII**

**Annual Audit**

- A. for HERALD COMMUNITY CLUB purposes only, an annual audit of the minutes and financial records of the organization shall be conducted.
- B. A committee of three members shall be nominated and elected as an agenda item at the January regular meeting by a majority of the voting members present.
- C. The results of such audit shall be reported at the February meeting.

**ARTICLE XIII**

**Club Equipment**

- A. HERALD COMMUNITY CLUB equipment is for club use only. An inventory shall be done prior to Herald Day each year to verify location and condition of club equipment from the previous inventory and add any new equipment. The inventory will be updated following Herald Day and turned over to the new officers in January. Any equipment missing from the previous inventory shall be noted on the new inventory with an explanation whenever possible.
  1. Any request to use HCC equipment must be presented during a regular monthly meeting and approved by the club.

2. The organization borrowing the equipment assumes the responsibility for returning any equipment borrowed in working condition and clean.

**ARTICLE XIV**

***Effectiveness of Bylaws***

- A. The above Bylaws were presented at a duly noticed regular meeting and were approved by a majority of the voting members present at the duly noticed regular meeting held December 7, 2005. Quorum was amended and added in Article V, Item E, on December 7, 2005.***
- B. The above Bylaws were presented at a duly noticed regular meeting and were approved by a majority of the voting members present at the duly noticed regular meeting held December 4, 2013. Herald Day booth descriptions were amended and added in Article X, Item B, on December 4, 2013.***
- C. The above Bylaws were presented at a duly noticed regular meeting and were approved by a majority of the voting members present at the duly noticed regular meeting held December 3, 2014. Officer's terms were stricken from the bylaws and membership requirements and voting rights were changed on December 3, 2014.***
- D. The above bylaws were presented at a duly noticed meeting and were approved by a majority of the voting members present at the duly noticed regular meeting held December 2, 2015. Quorum was amended and added in Article X, Item A, Section 7. Quorum amended and changed Article X, Item B, Section B, number 2e. Quorum amended and added Article X, Item D.***
- E. The said by laws were presented at a duly noticed meeting and were approved by majority vote at regular monthly meeting held on November 2, 2016. Quorum was amended and added in Article VI, item D; Article VIII, Section A, item 1, Section B, item 1, Section C, item 1, Section E, item 1 and 2; Article IX, section A and D, Article X, Section B, item 6; Article XI, Sections C and D; Article XII, Section B and C; and Article XIII, Section A, items 1 and 2.***
- F. The said by laws were presented at a duly noticed meeting and were approved by a majority vote at a regular monthly meeting held on December 7, 2016. Junior Members added in Article III, Section C; Article IV, Section 1; Article V, Section D, item 1; Article VIII, Section F, items 1 and 2;***
- G. Said bylaws shall be in full force and effect as of January 6, 2017 superseding all previous bylaws.***