

ARTICLE I NAME

The name of this organization shall be YUCCA MESA IMPROVEMENT ASSOCIATION INCORPORATED, a non-profit organization, hereinafter referred to as "Association". This Association was Incorporated on September 16, 1961, in the State of California and recorded as document number EX507453 in the county records of San Bernardino.

ARTICLE II PURPOSE

The purpose and principal objective of the Association shall be to promote the general improvement and betterment of the unincorporated area of San Bernardino County, commonly known as "Yucca Mesa", and to provide a base for the administration of charitable endeavors and educational opportunities for said community and surrounding areas.

ARTICLE III MEMBERSHIP

Sec. 1 Membership shall be composed of owners of property in the community, or residents in the community, and others who are interested in the work and aims of the Association.

Sec. 2 No officer or member of this Association shall give to any person, firm or organization a complete or partial roster, listing the names of the members for use as a mailing list or for any other purpose whatsoever, unless voted on by the board that said roster will be used for the general improvement and betterment of Yucca Mesa.

ARTICLE IV DUES

Sec. 1 The membership year shall be from January 1, through December 31, of the calendar year.

Sec. 2

a. Effective January 1, 2016 the annual' dues shall be set by the new Board, at their first meeting after taking office. The base or current dues is set at \$15 per person, \$25 per family, or \$50 per Business.

b. A member whose dues are not paid by April 1, each year shall automatically forfeit membership, lose membership benefits, and his/her name shall be dropped from the roster membership is renewed.

ARTICLE V MEETINGS

Sec. 1 Unless otherwise ordered by the Board of Directors, all meetings of the Association will be held in the Community Center building, located at 3133 Balsa Ave., Yucca Valley.

Sec. 2

a. The newly elected Board- will set the date and time of the monthly Board Meetings. The new meeting date and time will be published on the web site and in the Progress Report.

b. In the event such Board meeting should fall on a legal holiday, it shall be held on a mutually agreed upon alternate date in the same month, as determined by the Board of Directors and published on the web site and in the Progress Report.

Sec. 3

a. A business/social Potluck meeting is to be held on the fourth (4th) Friday of each month.

b. ANNUAL MEETING shall take place during one of the business/social meetings scheduled during the third quarter of the calendar year, to be determined and agreed upon by the Board each year, at which time the officers and committee chairmen shall make their annual reports and the election of officers shall be conducted.

Sec. 4

a. Special meetings may be called by the President at his/her discretion and also shall be called by the President upon request of two-thirds (2/3) of the Board of Directors, or upon petition filed with the President and signed by five percent (5%) of the members.

b. Notice of a special meeting shall be sent out via email or telephoned to each member not less than (72 hours) in advance of the meeting. Said notice shall contain the date, time, place, and purpose of the meeting.

Sec. 5 A quorum at all meetings shall be five (5) members in good standing - of which three (3) shall be elected officers.

ARTICLE VI NOMINATIONS AND ELECTIONS

Sec. 1

a. The nominating committee shall consist of three (3) members who have been members in good standing of the Association no less than six (6) months.

Yucca Mesa Improvement Association By-Laws – Revised July 2016

b. The members of the committee shall be elected by the membership at the business meeting in July. The President shall appoint one of three as chairperson of the committee.

c. Any vacancy occurring on the nominating committee shall be appointed by the President.

Sec. 2

a. The nominating committee shall prepare a slate of at least one nominee for each elective office who is in good standing and has consented to serve if elected.

b. All elective officers shall be elected by ballot at the annual meeting, at which time nominations may be made from the floor, provided the nominee is a member in good standing and has consented to serve if elected.

c. A majority vote, of at least 15 members present, shall elect subject to provisions of article V, section 5, and Article VI, Section 2, Paragraph (f). The President shall vote only in the event of a tie.

d. In the event there is only one nominee for an office, the ballot may be dispensed with and the election conducted by voice vote.

e. The president shall appoint an election committee consisting of a chairperson and two (2) ballot clerks to count the ballots. The Chairperson shall hand the report of the committee to the president who shall read to the assembly the result of the voting.

f. Only members whose current dues are paid shall be eligible to vote on the election of officers.

g. Members' voting privileges shall be equal. One (1) vote by each member for each office. There shall be neither proxy voting nor absentee voting; each member must be present in order to vote.

Sec. 3

a. The elective officers shall be a President, a first Vice-president, a second Vice-president, a Secretary, and a Treasurer.

b. Each officer is to be elected for a term of one (1) year and shall serve until a successor is elected and installed, unless relieved of duties for a valid reason.

c. A vacancy occurring in any elective office, other than by succession, shall be filled at the first business/social meeting after such vacancy occurs. Nominations to fill such vacancies shall be made from the floor.

- d. The President may be elected to the same office for an indefinite number of terms, as long as he or she is fulfilling the job to the satisfaction of the membership and is nominated and elected each year by the general membership.
- e. A member shall hold no more than one (1) elective office at any time.

ARTICLE VII DUTIES OF OFFICERS

Sec. 1 Each officer shall begin the term of office January 1 following the installation at the annual meeting and the term of office shall continue until the election and installation of a successor unless relieved of duties for valid reasons.

Sec. 2 At the annual meeting each officer or chairperson shall submit a report in writing of work done during the year. This report shall be sent out via email prior to presenting at the annual meeting.

Sec. 3 The PRESIDENT shall:

- a. Preside at business/social and special meetings of the Association.
- b. Serve as chairperson of the Board of Directors.
- c. Be ex-officio, a member of all committees except the nominating committee and the auditing committee.
- d. Co-sign general fund checks with the Treasurer.
- e. Be accountable for all keys to the safe deposit box, files, building, equipment and other locked devices, and shall issue them to those entitled to use them. Shall account for all such keys and transfer them to the succeeding President. Shall maintain a written inventory.
- f. Appoint all appointive positions, standing and special committees as herein required or may be appropriate and necessary or when directed by the membership. President shall appoint all special Committee Chairpersons.
- g. Keep up-to-date record of contents of safety deposit box as furnished by the Secretary.

Sec. 4 The FIRST VICE-PRESIDENT shall:

- a. Serve as a member of the Board of Directors.
- b. Assist the President in all matters pertaining to the Association and perform such duties as may be assigned by the President.

Yucca Mesa Improvement Association By-Laws – Revised July 2016

- c. In the absence of the President preside at the board of directors, business/social and any other meetings.
- d. In the absence of the President, co-sign general fund checks with the Treasurer.
- e. Become President for the unexpired term of the President in the event of resignation or removal from office or inability to continue in office.

Sec. 5 The SECOND VICE-PRESIDENT shall:

- a. Serve as a member of the Board of Directors.
- b. Assist the President and first Vice-President in all matters pertaining to the Association and perform such duties as may be assigned by the President.
- c. Preside at the business meetings in the absence of the President and first Vice-president.
- d. In the event of the resignation, removal from office, or inability to continue in the office of the President, the first Vice-president shall become President and the second Vice-President shall become first Vice-President. A new second Vice-President shall then be elected by the membership to fill the unexpired term.

Sec. 6 The SECRETARY shall:

- a. Serve as a member of the Board of Directors.
- b. Accurately record the minutes of all general, special, and Board of Directors meetings and provide a copy of the minutes as requested.
- c. Submit to the President a copy of the minutes of each meeting within ten (10) days thereafter.
- d. Read to the business/social meeting assembly recommendations from the Board of Directors.
- e. Conduct the correspondence of the association.
- f. Insert in the current minute book a copy of the rules of order, the by-laws and standing rules, a list of all officers, committee members and chairpersons and a list of persons having keys to any and all properties of the Association.
- g. Co-sign general fund checks with the Treasurer when needed to do so.

Yucca Mesa Improvement Association By-Laws – Revised July 2016

- h.** In the absence of the Treasurer, receive and record all monies, notes or bonds accruing to the Association, giving a receipt thereof, and retaining a duplicate receipt for the permanent record. Upon the return of the treasurer or a new treasurer is appointed, will immediately transfer such items to the Treasurer and obtain receipt thereof.
- i.** Be custodian of all papers and records of the Association not specifically assigned to others. Keep an up-to-date record of the contents of the safe deposit box and furnish a copy to the President.
- j.** Submit all books and records for audit as requested.
- k.** Transfer to the succeeding Secretary all books, records, and files in good condition, obtaining a receipt thereof.

Sec. 7 The TREASURER shall:

- a.** Serve as a member of the Board of Directors.
- b.** Be custodian of and responsible for all funds and securities of the Association.
- c.** Receive all monies, notes, or bonds accruing to the association, issuing receipts thereof, retaining duplicate receipts for the permanent record.
- d.** Maintain a separate accounting of monies collected as payment for advertisements published in the Yucca Mesa Progress.
- e.** Present to the membership for payment, all bills other than normal operating expenses, such as utilities, taxes, insurance, kitchen supplies, etc.
- f.** Sign disbursement checks as property authorized and co-signed for all expenditures supported by appropriate vouchers.
- g.** Keep a detailed and accurate record of all monies received and disbursed, balance the accounts each and every month. Submit a monthly report to the Board of Directors at its regular monthly meeting, furnishing a copy to the Secretary and the President, and post a copy on the bulletin board.
- h.** Submit the books and records for audit as requested.
- i.** Close the financial record books effective midnight, on the last day of the fiscal year, and submit all accounts and records for audit immediately after closure of said books.
- j.** Following installation, all new officers shall meet with the former Treasurer at the bank(s) to change over signers for all accounts and safe deposit boxes.

- k. Transfer to the succeeding Treasurer all books, records and files in good condition, obtaining a receipt therefor.

ARTICLE VIII APPOINTED POSITIONS

Sec. 1 Media Director, Historian, Parliamentarian, Property Manager, Membership chair, Program chair, Ways and Means chair, and the Sunshine chair are positions appointed by the President.

Sec. 2 The MEDIA DIRECTOR shall:

- a. Serve on the Board of Directors.
- b. Publish and e- mail the bi-monthly Progress Report.
- c. Make known to the Board of Directors and the membership the deadline for submitting material to be published in the Progress.
- d. Place in the permanent file a copy of all issues of the Progress Report and transfer to the succeeding Media Director a complete file of all copies.

Sec. 3 The HISTORIAN shall:

- a. Serve on the Board of Directors.
- b. Maintain a scrapbook in which all available clippings of newspaper items pictures and other related materials shall be kept as a permanent history of various event of the Association. The book shall be brought to the installation meeting and placed in the care of the retiring President at the close of his/her term of office to be passed on to the new President who shall pass it on to the succeeding Historian. When the book is completed it shall be placed in the permanent file to become a part of the history of the Association.

Sec. 4 The PARLIAMENTARIAN shall:

- a. Serve on the Board of Directors.
- b. Be qualified in the knowledge of proper parliamentary procedure and advise the president on such matters. When there is not a member so qualified, appointing such officer shall be at the discretion of the President.
- c. Attend business meetings of the Association and the Board of Directors. Advise when requested on parliamentary questions concerning the Association.

Sec. 5 The PROPERTY MANAGER shall:

- a. Serve on the Board of Directors.

- b.** Be responsible for scheduling building/property use.
- c.** Supervise the cleaning and upkeep of grounds and building, directing as necessary, those performing their functions and shall immediately report to the president any need of repairs.
- d.** Be responsible for the issuance of all keys for purposes related to his duties and to maintain adequate security of said keys.

Sec. 6 The MEMBERSHIP CHAIR shall:

- a.** Serve on the Board of Directors.
- b.** The membership committee shall make every effort to stabilize the membership by maintaining the registered members and soliciting new members.
- c.** The chairperson shall keep an up-to-date roster of the membership, receiving payment of dues for each member, issuing receipts and membership cards thereof. Dues shall be turned over to the Treasurer by the Membership Chairperson and a receipt received for same.
- d.** The chairperson shall notify all members whose dues are in arrears.

Sec. 7 The PROGRAM CHAIR shall:

- a.** Serve on the Board of Directors.
- b.** The Program Committee shall have charge of all entertainment at social meetings and/or business meetings and shall arrange programs appropriate for the type of event.
- c.** The Program Chairperson should announce at the Board of Directors meeting the program arranged for the following business/social meeting.

Sec. 8 The WAYS AND MEANS CHAIR shall:

- a.** Serve on the Board of Directors.
- b.** The Ways and Means committee shall have charge of all fund-raising activities including public or potluck dinners, socials or other events where a donation is accepted and to originate and carry out projects designed to obtain funds necessary to carry on the work of the Association.
- c.** All donations collected shall be turned over to the treasurer, obtaining a receipt for same.

Sec. 9 The SUNSHINE CHAIR shall:

- a. Serve on the Board of Directors.
- b. The Sunshine Chairperson shall send appropriate cards to those who suffer illness or bereavement, indicating that they are thought of and remembered with affection by the members of the Association and shall report such activities at each Business/Social meeting.

ARTICLE IX BOARD OF DIRECTORS

Sec. 1

- a. The Board of Directors shall consist of thirteen to fourteen (13-14) members, five (5) of whom shall be elected officers, the Media Director, the Historian, the Parliamentarian, the Property Manager, the Membership Chairperson, the Program Chairperson, the Ways and Means Chairperson, and the Sunshine Chairperson. Those other than the elected officers shall be appointed by the President subject to the approval of the membership.
- b. The immediate past President may, at his/her discretion, be an ex-officio member following the completion of his/her term in office and shall enjoy all the privileges of any other member of the board. Only the current President may vote to break a tie.
- c. A vacancy shall exist when a member of the board is absent from his/her post for a period of three (3) consecutive meetings, i.e. business meetings and/or board meetings, except; in circumstances over which he/she has no control. Such vacancies shall be filled as set forth in Article VI, Sec. 3 c.

Sec. 2 The BOARD OF DIRECTORS shall:

- a. Act as a finance committee and at the beginning of each new term shall prepare and submit to the membership not later than the February business/social meeting a budget detailing anticipated income and expenditures for the ensuing year.
- b. Take such action as considered necessary to facilitate the business of the Association in instances requiring immediate action. All other matters will be submitted as recommendations to the membership for decision and action.
- c. Act for the Association in all emergencies arising between regularly scheduled meetings of the Association and report in detail on all such emergency actions at the next regularly scheduled business/social meeting.

Sec. 3 A majority of five (5) shall constitute a quorum.

ARTICLE X - COMMITTEES

Sec. 1

- a.** The number of members to serve on a committee may be designated by the President or by the committee chairperson, except when such number is specified in a motion creating a special committee or as otherwise herein stated.
- b.** Failure of an appointed committee to function shall constitute grounds for its dissolution and a new committee may be appointed by the President.

Sec. 2 STANDING COMMITTEES shall be Audit, Hospitality, Publicity, and other(s) as deemed necessary by the Board of Directors.

a. AUDITING

An Auditing committee of three (3) shall be appointed by the President at the business meeting in September to audit all books and accounts of the Association and submit a written report of their findings at the annual meeting.

b. HOSPITALITY

- i.** The hospitality committee shall greet all who attend meetings and request their signature in the attendance record or guest book.
- ii.** The chairperson may arrange for the drawing of door prizes at Business/Social meetings and may provide suitable articles to be given as door prizes.

c. PUBLICITY

The Publicity Chairperson shall obtain suitable publicity for the events and projects of the Association, using newspapers, radio or other media to attract the attention of members and the general public to projects engaged in or actions taken by the membership which may reflect credit on the Association.

Sec. 3 SPECIAL COMMITTEES may be, but not limited to, Budget and Finance, Nominating, Refreshment, Roads, Rummage, Education, Kitchen and Hobbies.

a. BUDGET AND FINANCE (See ARTICLE IX, Sec. 2)

b. NOMINATING (See ARTICLE VI)

c. REFRESHMENTS

The Refreshment Committee Chairperson may be a member of the Ways and Means Committee and may arrange for light refreshments to be served after the monthly business/social meetings and is authorized to receive donations from those served. This fund is to be known as the "Coffee Kitty" which shall be turned over to the Treasurer, obtaining a receipt for same.

d. ROADS

The Roads Committee shall investigate all possibilities for improvement of roads in the Yucca Mesa area, including measures to provide access to properties by emergency responders and to allow for safe passage on roads and highways. It shall maintain contact with State and County road officials and when necessary with the County Board of Supervisors in an effort to obtain their cooperation and action in establishing and maintaining adequate streets and roads.

e. RUMMAGE

i. The Rummage Committee Chairperson shall be a member of the Ways and Means Committee and shall have full charge of the collection and sale of used and discarded items of personal property as a source of income for the Association.

ii. All funds received shall be turned over to the treasurer and obtain a receipt for same.

f. KITCHEN

The Kitchen Chairperson will work in concert with the Refreshment Committee Chairperson for the preparation of potluck dinners or other refreshments when no donation or charge is made and shall be responsible for keeping all necessary supplies on hand for use in the kitchen and in the serving of food. They shall also make the necessary purchases obtaining a sales slip thereof and presenting the same to the Treasurer for payment.

g. HOBBIES

The Hobbies Committee shall consist of members interested in the development and promotion of hobbies among the members. They shall search out and present hobbies, counsel, encourage members in the pursuit of such activities, arrange for exhibits and display of hobbies.

h. EDUCATION

The Education Committee shall be responsible for collecting donations to provide a scholarship for a graduating High School student that resides in the Unincorporated area of Yucca Mesa. The committee shall be composed of a minimum of three members in good standing. One member shall be appointed Chairperson by the president. The committee shall prepare a set of guidelines for governing the methods of application for the scholarship and means of evaluation and selection of potential candidates.

ARTICLE XI - GENERAL PROVISIONS

Sec. 1 BANKING

All monies of the Association shall be deposited in its name in a bank or banks to be designated by the Board of Directors and shall be disbursed as follows:

- a.** Payments for normal, operating expenses, such as utilities, taxes, insurance, and supplies etc., shall be paid by check, signed by such officers as are herein authorized, or by electronic fund transfer (EFT). The signature of any two (2) of the officers authorized to sign checks shall be valid.
- b.** For other payments and emergency purchases, where a check or EFT are not accepted, the Association debit card can be used, with the approval of at least three (3) elected Board members. The debit card shall be in the possession of the Treasurer and shall be restricted to the following spending limits:
 - i.** Daily limit of \$500
 - ii.** Per Transaction limit of \$150
- c.** Out-of-pocket purchases, up to \$100, made by a member in good standing on behalf of the Association shall be pre-approved by at least two (2) elected Board members, and can be reimbursed by check or petty cash. Any out-of-pocket purchases that exceed \$100 shall require pre-approval by at least three (3) elected Board members, and shall be reimbursed by check.

Sec. 2 SAFETY DEPOSIT BOX

- a.** A safety deposit box shall be maintained to hold all important papers and documents and the keys to the box shall be assigned to the Secretary and the Treasurer unless otherwise designated by the Board of Directors. The keys shall be returned to the President at the close of his/her term in office to be presented to the new President.
- b.** The deposit box shall be entered by no less than two (2) members of the Board of Directors at a time. Signatures of the officers authorized to enter the box shall be on record in the bank.
- c.** A list of contents of the deposit box shall be kept current by the Secretary and a copy furnished to the President. Nothing shall be removed from the box without the knowledge and consent of the Board of Directors.

Sec. 3 YUCCA MESA PROGRESS

- a.** A newsletter known as the Yucca Mesa Progress is to be published for the purpose of reporting to its members items of interest relating to the conduct of business affairs, social activities, and other pertinent activities of the area.

b. The Progress shall not reflect any personal opinions of anyone connected with its publication nor that of any member of the Association. It shall report the actions taken by its various committees and by the membership at its business and social meetings. Every effort shall be made to maintain a high standard of editorial and reportorial workmanship.

c. In addition to its news content, paid advertising matter shall be included sufficient to defray as much of the expenses incident to the publication thereof as possible.

d. Advertising rates shall be determined by the Board of Directors annually.

Sec. 4 DISSOLUTION

a. The Yucca Mesa improvement Association may approve the dissolution of the Association and all properties, by the affirmative vote of fifty-one percent (51 %) or more of its entire membership. Voting shall be by ballot, printed and mailed to each member in good standing no less than thirty (30) days prior to date specified for the election. The ballot shall be accompanied by a stamped and addressed envelope directing its return to the secretary of the Association.

b. The President shall appoint a special committee which shall be responsible for the preparation of the ballots, their mailing, and canvass of the votes upon their return and shall report to the Association the result of the election.

c. In the event that fifty-one percent (51%) or more of its entire membership approve dissolution of the Association by vote prescribed in Section (a) above, all mortgages, certificates and outstanding bills shall be paid.

d. The disposition of all physical property and assets of the Association shall be determined by the membership at the time of dissolution. Property and assets of the Association shall be distributed to the Hi-Desert Memorial Hospital, a publicly owned general hospital under the jurisdiction of Hi- Desert Memorial Hospital District, or to such other fund, foundation, corporation or organization operated for educational or charitable purposes. The said foundation, or corporation shall be a tax- exempt organization, a nonprofit organization incorporated in the United States as a Section 501(c)(3) corporation who files with the Internal Revenue Service.

ARTICLE XII PARLIAMENTARY AUTHORITY

The parliamentary authority for this association shall be based on Robert's Rules of Order, which shall govern in all matters not specifically covered by these by-laws and shall be reviewed and revised by each new Board of Directors as deemed necessary.

ARTICLE XIII AMENDMENTS

These by-laws may be amended or revised by a two-thirds (2/3) vote at any regular Business/Social meeting, provided notice of the intention to amend be provided to the membership by posting to the YMIA web site and e-mail, two (2) weeks prior to the meeting. At the Business/Social meeting the revised by-laws will be discussed and voted on. Each page of the by-laws shall be dated and the date shall be revised each time the document is revised.

AFFIRMATION

This revision of the by-laws of the Yucca Mesa improvement Association was approved and adopted by vote of the members at the scheduled meeting held on July 22, 2016. Notice of intent to amend these by-laws was e- mailed to all members on July 10, 2016.

*By-Laws Committee Chris Nichols,
Rick Sayers, Dan Keeney,
Olivia de Haulleville, Lesley
Murray, Cliff Carlson*