

**BY LAWS OF
THE HOUGHTON-KEARNEY COMMUNITY CLUB**
Revised: February 16, 2018

ARTICLE I. NAME AND OFFICES

SECTION 1.1 NAME

The name of this organization shall be "Houghton-Kearney Community Club"

SECTION 1.2 OFFICE LOCATION

The office location of the Houghton-Kearney Community Club (HKCC) shall be located at 4460 W Shaw #103 Fresno, CA 93722

ARTICLE II. PURPOSES, POWERS AND LIMITATIONS

SECTION 2.1 PURPOSES

The purpose of this club shall be to work together with the school administration, and faculty to provide the best educational program possible for the children attending Houghton-Kearney School.

SECTION 2.2 POWERS

The HKCC reserves to itself the following specific powers:

- A. To purchase property, real or personal.
- B. To receive property by gift or testamentary bequest, and hold all property, real or personal, from any source.
- C. To convey, exchange, lease, mortgage, encumber, sell or otherwise dispose of all property, real or personal.
- D. To make contracts.

ARTICLE IV. MEETINGS

SECTION 4.1 REGULAR MEETINGS

Regular meetings of the HKCC shall be held one time per month, except for the months of June and July, unless otherwise voted upon. Meeting day and time shall be agreed upon, by a simple majority vote, at the first meeting of the school year. The HKCC may from time to time change a regular meeting day and/or time as agreed upon by a majority vote. The change in date/time shall be announced at least seventy-two (72) hours before the regularly scheduled meeting. Regular meetings shall be held at the Houghton-Kearney School, unless from time to time, the members select an alternate location for any such regular meeting.

SECTION 4.2 SPECIAL MEETINGS

Special meetings of the HKCC may be called by the President, or any three officers. Such meetings shall be held at the time set by the person or persons calling the meeting. Special meetings may be held only upon seventy-two (72) hours' notice by announcement at any regular meeting or through special notice by mail, phone, fax, or any form of communication such as the Houghton-Kearney Community Club page on Facebook, Remind App, etc.... Such announcement shall include the agenda item(s) of the meeting.

SECTION 4.3 QUORUM

A quorum shall consist of five (5) voting members present in person. No official action may be taken at any meeting where a quorum is not present.

SECTION 4.4 VOTING

Each voting member is entitled to one vote on each matter submitted to a vote of the membership.

SECTION 4.5 CONDUCT OF MEETINGS

Meetings may be governed by Robert's Rule of Order, as may be revised from time to time, insofar as the rules are not inconsistent with or in conflict with these Bylaws or with law.

ARTICLE V. OFFICERS AND DUTIES

SECTION 5.1 TITLES

The officers of the HKCC shall be President, Vice-President, Secretary, Treasurer, and Parent-Representative.

SECTION 5.2. ELECTION

Nominations will be taken for each office from the voting members of the March regular meeting. Additional nominations may be taken from the floor at the April regular meeting. The officers shall be elected by secret ballot at the April regular meeting.

SECTION 5.3 TERM OF OFFICE

Each officer shall be elected for a term of one (1) year. No person shall serve more than two (2) consecutive one (1) year terms in the same office.

SECTION 5.4 DUTIES OF OFFICERS

- A. President The president shall preside over all meetings of the HKCC, shall sign contracts and other instruments on behalf of the club which have first been approved by the voting membership. And shall direct the affairs of the club.
- B. VICE-PRESIDENT The Vice-President shall perform all the powers granted to the President by these Bylaws in the event of the President's absence or inability or unwillingness to so act. The Vice-President shall also perform other duties as directed by the HKCC.
- C. Secretary The Secretary shall keep a record of all proceedings of the HKCC and shall serve all required notices. The Secretary shall also maintain a membership ledger as recorded at each regular or special meeting of the HKCC.

- D. Treasurer The Treasurer shall maintain all appropriate financial records on behalf of the HKCC and shall keep an account of all monies received, deposited and disbursed in the name of the HKCC. The treasurer shall be responsible for checks and other negotiable instruments on behalf of the club and shall generally be responsible for all fiscal, tax, and insurance transaction accountings for the club. The treasurer shall report the financial condition of the HKCC at each regular meeting, and shall submit at each inaugural meeting of the new school new year a detailed financial condition of the club for the preceding fiscal year.
- E. Parent Representative The Parent Representative serves as the primary role of maintaining good communication between the parents at Houghton-Kearney School and with all its teachers and staff members. They become the advocate to address any concerns or questions that may arise with parents and the community.

SECTION 5.5 OTHER OFFICERS

The HKCC Board may appoint any other officer that the club may require, each of whom shall have the title, hold the office for the period, have the authority and perform the duties specified in the Bylaws or determined from time to time by the HKCC. Such appointment's is to be confirmed by a simple majority vote of the HKCC members.

SECTION 5.6 REMOVAL OF OFFICERS

Any officer may be removed by the HKCC in the event that said officer is absent from any combination of three successive regular and/or special meetings or five non-successive regular and/or special meetings per fiscal year (SEE ARTICLE VII. FISCAL YEAR) unless excused by reason of illness or an out-of-area circumstance.

SECTION 5.7 RESIGNATION OF OFFICERS

Any officer may resign upon written notice to the HKCC.

SECTION 5.8 VACANCIES IN OFFICE

A vacancy occurring in any office because of death, resignation, removal or other cause, shall be filled in the manner prescribed in these bylaws for regular appointments to that office; provided that such vacancies shall be filled as they occur and not on an annual basis. In the event the presidency is vacated the Vice-President shall assume the office of President.

ARTICLE VI. CLUB RECORDS

SECTION 6.1 MAINTENANCE OF CLUB RECORDS

The following records shall be maintained at the club office at Houghton-Kearney School:

- A. Minutes of all regular and special meetings of the HKCC and minutes of meetings of any committees.
- B. Complete and accurate books and records of account, including accounts of the club assets, liabilities, receipts, and disbursements.
- C. A record of all officer setting forth their names and addresses.
- D. One copy each of the HKCC Bylaws, Charter and Rules as amended to date.
- E. The I.R.S. Employer I.D. number for HKCC, recognized as a 501 (c) (3) organization, is 87-0759793.

SECTION 6.2 INSPECTION OF RECORDS

Every member shall have the absolute right at any reasonable time during Houghton-Kearney School office hours to inspect and copy all records, books of account and documents of every kind and to inspect the physical properties of the HKCC.

SECTION 6.3 ANNUAL REPORT

The officers of the HKCC shall cause an annual report to be available not later than thirty (30) days after the close of the club's fiscal year to all members of the club; the report shall contain the following information:

- A. The assets and liabilities of the HKCC as of the end of the fiscal year.
- B. The revenue and receipts of the HKCC during the fiscal year.
- C. The expenses and disbursements of the HKCC during the fiscal year.
- D. The principal changes in assets and liabilities of the HKCC during the fiscal year.
- E. An inventory of all equipment and property.

This report may be accompanied by an independent audit whenever the majority of voters call for, and agree to provide funding for this action at which time the timeline will need to be extended to ninety (90) days.

ARTICLE VII. FISCAL YEAR

SECTION 7.1 FISCAL YEAR OF THE HKCC

The fiscal year of the club shall begin on the first day of July and end on the last day of June in each year.

ARTICLE VIII. PROHIBITION AGAINST SHARING CLUB PROFITS AND ASSETS

SECTION 8.1 PROHIBITION

No officer, member or other person connected with the HKCC, or any private individual or entity, shall receive at any time any of the net earnings or profits from the operation of the club. This provision shall not prevent payment to such a person or entity of reasonable compensation is otherwise permitted and is fixed by resolution of the HKCC. No person or entity shall be entitled to share in the distribution of, and shall not receive, club assets on dissolution of the HKCC.