

Bylaws
of
THE SAN DIEGO COLONY
of
**THE SOCIETY OF MAYFLOWER DESCENDANTS IN THE STATE OF CALIFORNIA,
INC.**

ARTICLE I – NAME & AUTHORITY

Section 1: The name of this Colony shall be **“The San Diego Colony of the Society of Mayflower Descendants in the State of California, Inc.”**

Section 2: The San Diego Colony of the Society of Mayflower Descendants in the State of California, Inc., (hereinafter referred to as “the Colony”) has been organized as a local Colony for the San Diego County area, by means of its Charter granted by the Society of Mayflower Descendants in the State of California (hereinafter referred to as the “State Society”) for educational purposes, and to promote the interests of the California State Society and the General Society of Mayflower Descendants (hereinafter referred to as “The General Society”). This Colony shall conform to and be governed by the articles and bylaws of the State Society, as they now are, or hereafter may be altered or amended, together with such actions as may be taken and such policies as may be adopted by the General Society, together with the provisions of the Constitution and Bylaws of the General Society not in conflict therewith.

ARTICLE II – PURPOSE

Consistent with this Colony’s intent to remain a 501(c)(3) tax-exempt entity, its purposes shall be the following:

Section 1: To perpetuate a remote posterity to the memory of the Pilgrim Fathers and Mothers and to transmit the spirit, the purity of purpose, and steadfastness of will of the Pilgrim Fathers and Mothers to those who shall come after us, as an undiminished heritage of liberty and law.

Section 2: To maintain and defend the principle of civil and religious liberty as set forth in the Mayflower Compact, “for the Glorie of God, and honor of our Country,” by means such as observing “Compact Day” each November, at which Meeting the Mayflower Compact shall be read.

Section 3: To cherish and maintain the ideals and institutions of American freedom and to oppose any theories or actions that threaten their continuity.

Section 4: To promote fellowship among members of the Colony and the State Society.

ARTICLE III – ORGANIZATION

Section 1: This Colony is formed to serve the members of the Society of Mayflower Descendants in the State of California, Inc. who are members of the Colony or who are dual members in this Colony.

Section 2: The Colony will adhere to all the objectives of the State Society and the General Society of Mayflower Descendants. The Colony shall adhere to all bylaws, policies, and procedures promulgated by the State Society, and shall comply with all directives of the General Society and/or the State Society.

ARTICLE IV – MEMBERSHIP

Section 1: Every Member of this Colony, without exception, shall be a direct descendant, so proven to the satisfaction of the State Society and the General Society, from a passenger on the ship “Mayflower” in her voyage ending at Plymouth, Massachusetts, in December 1620. Applicants and Members may reside within or outside of the State of California.

Section 2: Anyone who ceases to be a Member in good standing in the State Society (e.g., by reason of resignation, nonpayment of dues, suspension, or expulsion) shall simultaneously cease to be eligible for membership in this Colony.

Section 3: Members in good standing in another Colony are eligible to become “dual members” of this Colony. A “dual member” may only serve as an officer of this Colony if this Colony is the primary Colony of such member.

Section 4: Members are responsible for providing timely notice to the Colony of updated contact information. A member may be expunged by the State Society from membership if the State Society and the Colony are unable to contact the member, after reasonable efforts have been made by both the State and the Colony.

Section 5: Any member, for cause or conduct prejudicial to the interests of the Colony, for any material violation of any conduct rules adopted by the General Society or the State Society, may be suspended, expelled, or otherwise sanctioned by the Colony by a two-thirds vote of the Colony members attending any meeting to approve such sanctions.

Section 6: Prior to any vote to sanction a member, the voting members shall be informed of the charges against the member proposed to be sanctioned and the supporting information. The Colony shall use reasonable effort to keep confidential private information of the member proposed to be sanctioned, and the member proposed to be sanctioned shall use reasonable efforts to keep confidential any private information of any other member.

Section 7: The State Society or the General Society may impose additional or alternative sanctions to those imposed on a member by the Colony.

Section 8: The member proposed to be sanctioned shall be given reasonable notice of the motion to sanction, the grounds therefore, and shall be entitled to be heard prior to the imposition of sanctions. The member shall not be entitled to the equivalent of a trial, may not call witnesses, and may not require production of documents. The member may be represented by counsel only if such counsel is also a member of the State Society, and admitted to practice law in the State of California. A motion to sanction a member shall not be governed by *Roberts Rules of Order* to the extent such *Rules* are in conflict with this Section of the bylaws.

ARTICLE V – NOMINATION AND ELECTION OF OFFICERS

The Executive Board shall have general supervision over the affairs of the Colony, and shall make recommendations to the Colony, as appropriate, and/or call for a vote of the Colony members, on any matter that materially affects the business and operations of the Colony. None of the actions of the Executive Board may conflict with the State Society bylaws or other policies and procedures adopted by the State Society. The Governor, in consultation with the Executive Board, may create committees to carry out specific duties, as appropriate and necessary. The Executive Board shall have authority over the affairs of the Colony in emergency matters between regularly scheduled Colony meetings and shall bring to the general membership such items of business as it deems necessary. The Executive Board shall be subject to the orders of the Colony, and none of the Board's acts shall conflict with a duly held, lawful vote of Colony members.

Section 1: The officers of this Colony shall be chosen from among its members in good standing and shall be as follows: **Elected Officers:** (1) **Governor**; (2) **Assistant Governor**; (3) **Recording Secretary**; (4) **Corresponding Secretary**; (5) **Treasurer**; (6) **Elder**; (7) **Historian**; (8) **Membership Chair**; (9) **Web Master**; and (10) **Delegate to the State Board of Assistants**. **Appointed Officers:** (1) **Hospitality Chair**; (2) **Decorations Chair**; (3) **Education Chair**; and (4) **Parliamentarian**. The Executive Board of this Colony shall be constituted of the said elected officers and appointed officers. The required Colony Officers are **bolded**. In addition, the Governor may appoint an advisor (often the preceding past Governor) or an advisory group.

Section 2: All officers shall be elected and installed at an annual General Meeting in the even-number years, to be held during the month of May, to hold office for a term of two (2) years, or until their respective successors are elected. Each two-year term shall commence at the close of the Annual Meeting at which the officer is elected. The offices of Governor and Assistant Governor are limited to two consecutive two-year terms. The term of any elected officer is subject to early termination for cause, failure to attend Colony meetings, or for continuing failure to carry out his or her duties.

Section 3: A Nominating Committee of three members in good standing shall be elected at the November Compact Meeting of the Colony, preceding the May meeting of the even-numbered years. The Nominating Committee shall report at the February meeting of the even numbered year. No member shall be eligible for any office who has not been an active member of the Colony for at least one year. No member shall be eligible to serve as Governor unless he or she has served as an officer of this Colony for a two-year term.

Section 4: Elections shall be by ballot for each office, only when there is more than one nominee. Before voting for any officer, opportunity must be provided for nominations from the floor, provided the consent of the nominee shall first have been obtained. Should there be only one nominee for each office, the slate may be approved/elected by voice or hand vote of the majority of Members in attendance.

Section 5: An Auditor shall be appointed by the Governor at the May meeting of the even year, when the Treasurer is leaving office, to audit the books before the new Treasurer takes over his/her duties. The Audit will be reported at the next Executive Board meeting and the next General Meeting.

Section 6: In the case of a vacancy in the office of Governor, the Assistant Governor automatically shall become Governor. Vacancies occurring between elections in offices other than Governor, shall be filled by appointment by a majority vote of the Executive Board, to serve until the next regular election.

ARTICLE VI – DUTIES OF OFFICERS AND EXECUTIVE BOARD

Section 1: **The Governor** shall preside at General and Executive Board meetings; shall act at all times as the chief executive officer of the Colony; shall appoint Committee Chairs in consultation with the Executive Board, which shall include, but are not limited to, Hospitality, Decorations, Education and Parliamentarian. The Governor shall attend the California Mayflower State Board of Assistants meeting whenever possible, and shall be an ex-officio member of all committees except the Nominating Committee. Should a committee vacancy occur, the Governor shall appoint a replacement (by a majority vote of the Executive Board). All appointments shall be announced at the next General meeting.

Section 2: **The Assistant Governor** shall, in the absence of the Governor, perform the duties of Governor, shall arrange for the speaker/program for all Colony meetings, and assist the Governor in determining the location of the General meetings.

Section 3: **The Recording Secretary** shall keep the minutes of the Colony and the Executive Board meetings and send copies of these minutes within 30 days after each meeting to the Executive Board for approval. He/she will send the approved minutes of the Colony General Meetings to the State Mayflower Secretary and the Deputy Governor South. The Recording Secretary may assist the Governor in reporting to the State Newsletter Editor.

*Section 4: **The Corresponding Secretary*** shall be responsible for maintaining and keeping current the mailing list of members and prospective members. He/she shall be responsible for publishing and distributing the Colony newsletter to Members and Prospective Members.

*Section 5: **The Treasurer*** shall receive all funds of the Colony and shall deposit them in such bank as designated by the Executive Board, near the Treasurer's home. He/she shall disburse the funds only as directed by a Colony vote or by the Executive Board. In case of the inability of the Treasurer to sign checks, the Governor's signature will be honored. The Treasurer will give a brief financial report at each General Meeting of the Colony and a more complete Annual Statement at the February meeting. The Treasurer will receive reservations and checks from Colony members and guests for Colony General meetings and turn in the official count to the Banquet Manager of the selected venue by the date requested. If needed, the Treasurer will also turn in a list of people attending the meeting one week in advance to the Banquet Manager. The Treasurer will pay the bill for the General Meeting. If not present, he/she should make arrangements in advance, for the Governor to pay the bill.

*Section 6: **The Elder*** shall open and close all meetings of the Colony with a reading or prayer and shall conduct such Memorial Services as the occasion may require. The Elder shall send a Sympathy Card to the family of a deceased member. The Elder shall also report a death or marriage as soon as known to the Mayflower State Membership Chairman and to our Governor and Corresponding Secretary, for a report in our Colony newsletter.

*Section 7: **The Historian*** shall take pictures at Colony meetings for our history books. He/She will forward photos to our Corresponding Secretary for the Colony newsletter, and the CA State Newsletter Editor. He/She will maintain all history books, and advise the Colony of local historical events. The Historian will also serve as Publicity Chairman for our Colony, submitting press releases/articles to news sources, and collecting articles about our Colony. The Historian will update and maintain the colony scrapbooks.

*Section 8: **Membership Chair*** shall contact new San Diego Colony members and invite them to attend our meetings. He/She shall provide Mayflower brochures and application forms for the General Meetings, and answer Prospective Members' questions. The Membership Chair shall work with applicants, the State Membership Secretary, and the State Historian to carry out the goal of increasing the membership of the Society by assisting applicants with their membership applications and reporting the status of Colony applications under Colony review to the State Historian upon request. He/She shall introduce new and transfer members to the membership at the General Meetings and arrange to have their picture taken. He/She shall read the "Roll of Ancestors" at General Meetings.

*Section 9: **The Web Master*** shall create, manage, update and alter the colony website as necessary. All information on the colony website will be available to all Colony Members. General information will be made available to Prospective Members as well as members of

the general public. The Web Master shall obtain written permission (releases) for use of names and/or pictures on the Colony Website.

Section 10: The Delegate to the California Mayflower State Board of Assistants shall attend the State Board meetings whenever possible, and report to the Executive Board and Members, those items that would be of interest. If the Delegate or the Governor cannot attend a Board of Assistants (BOA) meeting, the Governor may appoint an Alternate Delegate for that specific meeting.

- a) In the absence of the Governor at any meeting of the State Society BOA, the Delegate will attend meetings of the BOA whenever possible and vote on behalf of the Colony on any matters brought to the Board for a vote.
- b) If the Governor is also a voting member of the State Society Executive Board, the Delegate will attend BOA meetings along with the Governor whenever possible and vote on behalf of the Colony on any matters brought to the BOA for a vote.

ARTICLE VII – DUTIES OF COMMITTEE CHAIRS AND PARLIAMENTARIAN

Section 1: Hospitality Chair shall arrive at the General Meetings early to greet Members and Prospective Members, and give them their Mayflower nametags. He/She is responsible for storing the nametags and keeping them current and in good condition.

Section 2: Decorations Chair shall select the theme, color, table decorations and napkins for the General Meetings. He/She shall buy or create these decorations and shall be given an annual budget determined by the Executive Board to help pay for supplies. The Decorations Chair may establish a committee to assist with the decorations.

Section 3: Education Chair shall provide educational material and or presentations to local schools on Mayflower history. He/She may assist the Historian in providing articles to local newspapers. He/She may present the annual scholarship applications to children and grandchildren of Members and assist in scholarship fund-raisers.

Section 4: Parliamentarian shall bring the latest edition of “Roberts Rules of Order” to all Colony General Meetings and Executive Board Meetings and he/she shall review and respond to all questions. The Parliamentarian’s ruling is final.

ARTICLE VIII – MEETING

Section 1: Unless otherwise ordered by the Executive Board, General Meetings of the Colony shall be held in November (Compact Day), February and May.

At each regular meeting:

- a) The Pilgrim Roll Call shall be held and shall be recorded by the Recording Secretary.

- b) Minutes of the prior General Meeting shall be reviewed and approved, if not previously approved by the Executive Board.
- c) New members approved by the General Society and elected by the Board of Assistants of the State Society shall be accepted as members of the Colony.
- d) Minutes shall be documented of the General Meetings, including all material matters addressed and any matters voted upon.

Section 2: The General Meeting in May shall also be known as the Annual Meeting and in the even year, shall be held for the purpose of electing and installing new officers.

Section 3: Notice of each General Colony Meeting shall be sent to each member via email, surface mail, social media, and/or other electronic means as is most convenient and cost effective for communicating information to the Colony members.

Section 3: Special Meetings may be called by the Governor, the Executive Board, or may be requested in writing by ten (10) or more Colony Members in good standing. A fourteen-day (14) notice must be given before any such Meeting, specifying the time, place of the meeting, and the business to be transacted. All Executive Board members must be notified of this meeting. The meeting may be held telephonically or by electronic means as set forth in these bylaws.

Section 4: A forty-eight (48) hour notice of an Executive Board meeting must be provided. A quorum of members of the Executive Board must be in attendance before any electronic vote may be conducted. Only the business for which the meeting is called may be transacted. Minutes shall be kept on all in-person and electronic meetings.

Section 5: Ten (10) Members shall constitute a quorum for Colony General Meetings, and four (4) Board Members shall constitute a quorum at Executive Board Meetings.

Section 6: The latest edition of *Roberts Rules of Order* shall govern the Colony in all cases where they are not inconsistent with the bylaws of the General Society, the State Society, or the Colony.

ARTICLE IX – COMMUNICATIONS

Section 1: At the discretion of the Governor or Committee Chair, as applicable, Executive Board Meetings and Committee Meetings may be conducted electronically. Colony General or Special Meetings may be conducted electronically for reasons of health, safety, or legal necessity. Voice or electronic voting at an electronic meeting shall have the same force and effect as voice or paper voting at in-person meetings. In addition, where the bylaws require a signature, an electronic signature may be used in place of a wet signature if otherwise legally permitted.

Section 2: The Governor is authorized to communicate with the State Society on any matter he or she deems material to the proper functioning of the Colony, and shall consult with the Executive Board of this Colony as appropriate or necessary.

Section 3: The Colony may create a newsletter, webpage, Facebook page, or other means of communications with members and the public, subject to the approval of the Executive Board of the content of such communications, and shall endeavor to preserve the privacy rights of the Colony's members. The Webmaster shall obtain approval of the Governor or Executive Board before posting such content.

Section 4: The Governor and/or the Executive Board shall approve all correspondence of communication issued on behalf of the Colony to the membership, the State Society, the General Society, or any third parties. Members are prohibited from using or disclosing the private or confidential information of the Colony or any of its members to any third party, including but not limited to internal documents, contact information, email addresses, or telephone numbers, except with the express permission of such member.

ARTICLE X - DUES

Section 1: The per capita monies received by the State Society shall constitute the annual dues of Colony Members, including Life Members.

Section 2: Colony Members may be expunged from membership in the Colony for failure to pay annual dues to the State Society, as shall be determined by the State Membership Secretary, with prior input from the Colony. The State Membership Secretary's decision is final and binding.

Section 3: Monies other than dues may be raised from Members upon a majority vote of the Executive Board and as approved by a majority vote of the membership at a General Meeting or other Special Meeting. This shall not apply to cash or non-cash charitable contributions to the Colony by any of its Members.

ARTICLE XI - NON-PROFIT STATUS OF THE COLONY

Section 1: In carrying out the objectives of the Colony, the Colony and its members shall adhere at all times to the provisions of Section 501 c (3) of the Internal Revenue Code, and other provisions applicable to the tax-exempt status of non-profit entities.

Section 2: The Colony and its members shall not engage in fund-raising or other activities that may adversely affect the non-profit status of the Colony or the State Society, including but not limited to the sale of merchandise or other items of value to the general public.

Section 3: The Colony shall obtain a valid State Issued Resale License if it wishes to "sell" items to the public or Colony members for a profit, and is responsible for maintaining all required records and paying all required sales taxes. Members shall not engage in any activity that might be deemed a "sale" without the express written approval of the State Society's Executive Board.

ARTICLE XII – AMENDMENTS

Section 1: These bylaws may be amended by a two-thirds vote at any regular General Meeting of the Colony, if the proposed amendment has been submitted in writing to all Members of the Colony at least thirty (30) days before the meeting at which the proposed amendment is to be voted upon. Unless provided otherwise, an amendment to these bylaws shall become effective immediately upon the adjournment of the meeting at which it has been adopted. Any proposed amendment to these bylaws must first be approved by a majority of the Executive Board.

Section 2: Any amendment adopted by the State Society or the General Society that affect these bylaws shall be adopted promptly by the Colony.

ARTICLE XIII – DISSOLUTION

Upon the dissolution of this Colony by such formal action of the Board of Assistants, of the membership of the Colony, or by operation of law or otherwise, the Executive Board shall first provide for the payment of all the outstanding debts and obligations of the Colony, shall deliver all books, records, genealogical papers, and all remaining assets of the Colony into the care, custody or control of the Society of Mayflower Descendants in the State of California, Inc., if it then is in existence, and if said California State Society no longer is in existence, the Executive Board shall turn over all of said items and assets to the General Society of Mayflower Descendants if it is then in existence and is tax exempt under Section 501 c (3) of the Internal Revenue Code, but if it does not have such tax exempt status, to some other educational association having such tax exempt status. No funds, assets or moneys of this Colony shall at any time inure to the benefit of any individual member of the Colony or any other person, nor shall any such funds, assets or moneys be delivered to or divided up amongst said members at the time of dissolution of the Colony, in as much as the property of this Colony is irrevocably dedicated to educational purposes.