

**BY-LAWS of the  
LONG BEACH CENTURY CLUB**

The Long Beach Century Club, Inc. is a corporations organized under the general non-profit Corporation Law of the State of California, having the specific and general purpose and powers set forth in its Articles of Incorporation on file in the Office of the California Secretary of State and Office of the County Clerk of Los Angeles County. Except as otherwise provided by Statute or in the said Articles of Incorporation, the following By-Laws, as from time-to-time are amended, are for the conduct and regulation of the affairs of the corporation.

**ARTICLE I  
Objectives/Offices**

**Section 1 – Principal Office.** The Principal office of the Corporation shall be in the City of Long Beach, County of Los Angeles, State of California and shall be designated by resolution of the Board of Directors.

**Section 2 – Purpose:** To appropriate corporate funds to financially support amateur athletic events and activities with substantial ties to or which take place within the City of Long Beach. In those events or activities which take place outside the city, corporate funds may be utilized to support the activity or athlete only if the event, group or individual is primarily identified with the City of Long Beach.

**Section 3 – Distribution of Corporate Funds.**

- (a) The President shall have the authority, within the stated purpose of the Club, to expend funds necessary for the ongoing operation of the Club.
- (b) Requests for funds from the club by groups or individuals shall be submitted in the form prescribed by the Board of Directors.
- (c) Requests for funds up to \$100. The President shall have the authority to authorize the expenditure up to \$100 as long as it meets the established criteria of the Club and does not duplicate a similar request from the same organization within a single year. Duplicate request will require the approval of the Board of Directors.
- (d) Requests for funds between \$100 and \$1,000. The Board of Directors, by an affirmative vote of a majority of the number of officers, may authorize the distribution of funds to a requesting group or individual in the amount of up to \$1,000.
- (e) Request for funds over \$1,000. In addition to Section 3 (d) above, the authorization of the General Membership is required after notification to the body has been given at least one week in advance. That authorization shall be in the form of a majority vote of the members present at any meeting of the Club.

**ARTICLE II  
Membership**

**Section 1 – Classification.** The membership shall be composed of four classes of membership: Regular, Coaches, Corporate and Honorary.

**Section 2 – Regular Membership.**

- (a) The number of regular memberships shall be set by the Board of Directors
- (b) Any person over the age of twenty-one (21) and personally acceptable shall be eligible.
- (c) Each candidate for membership shall be endorsed by five (5) active members in good standing and their properly endorsed application for membership shall be presented to the Board of Directors with the appropriate fee. Upon a vote of at least 7/10ths of the Board of Directors, the applications shall be deemed accepted. Should the membership rolls be filled, the prospective member's accepted application shall be placed on a waiting list for entrance.
- (d) Regular membership shall entitle the holder to all privileges of the Club, including one (1) vote at any meeting of the Club.
- (e) Regular memberships are non-transferable.
- (f) Regular members shall not have property rights of any type of the Club's assets.
- (g) Any regular member may resign their membership by written notice. No refunds shall be given.

**Section 3 – Coaches' Membership.** With the exception of initiation fees noted in Article III, Coaches' memberships shall be the same as Regular memberships.

**Section 4 – Corporation Membership.**

- (a) With the exception of Section 2 (b) above, Corporation memberships shall be the same as Regular memberships.
- (b) Corporate memberships shall designate one individual on behalf of the membership, subject to Section 2 (c) above.

**Section 5 – Honorary Memberships.** With the exception of initiation fees noted in Article III, Honorary memberships shall be the same as Regular memberships. Honorary members shall be elected by a unanimous vote of the Board of Directors and a ¾ vote

of the General Membership present and voting at any meeting. Immediate Past Presidents shall be Honorary members while they hold that status.

**Section 6 – Compensation.** No member shall receive compensation for their services or their attendance at meetings.

### **ARTICLE III Initiation Fees and Dues**

**Section 1 – Initiation Fee.** Except for Coaches and Honorary members, there shall be a one-time initiation fee established by the Board of Directors to be paid by each new member.

**Section 2 – Dues**

- (a) Regular Members. The annual dues shall be set by the Board of Directors.
- (b) Coach and Administrator Members. The annual dues shall be set by the Board of Directors.
- (c) Corporate Members. The annual dues shall be set by the Board of Directors.
- (d) Honorary Members. There shall be no annual dues for Honorary Members.

### **ARTICLE IV Obligations and Discipline**

**Section 1 – Obligations.** The acceptance of membership in the club shall bind each member to uphold all the provisions of the By-Laws and other rules of the Board of Directors and officers within their jurisdiction.

**Section 2 – Discipline.** Members shall be subject to suspension or expulsion for conduct detrimental to the objectives of the Club.

**Section 3 – Suspension or Termination.** Any membership may be suspended or terminated for non-payment of dues or for conduct that, in the opinion of the Board of directors, is detrimental to the best interests of the corporation. Such action shall require a recommendation of a majority of the Board of Directors and an affirmative vote of three-fourths of the members of the Club called to a special meeting. Notice of said meeting shall be given in writing to all members at least fifteen (15) days in advance of any vote.

### **ARTICLE V Meetings of Members**

**Section 1 – Annual Meeting.** The annual meeting of the members shall be held in the month of June or July of each year upon the date, at the hour, and at the place specified by the Board of Directors. At such meeting, the Officers shall be elected, reports of the corporation shall be presented and considered; and any other business may be transacted which is within the powers of the members.

**Section 2 – Weekly Meetings.** The members shall meet at a place designated by the President on a weekly basis every Tuesday at 6:00 P.M., except when Tuesday is a legal holiday.

**Section 3 – Special Meetings.** Special meetings of the members may be called by the President or by a majority of the number of officers of the Board of Directors or on the written request of twenty (20) members. Notice of such special meetings shall be given to the members at least fifteen (15) days in advance of said meeting.

**Section 4 – Voting Privileges.** Members in good standing and personally present at any meeting shall be entitled to vote.

**Section 5 – Quorum.** The presence of twenty-five (25) members at any meeting shall constitute a quorum for the transaction of business.

**Section 6 – Proxies.** Voting by proxy shall not be permitted.

### **ARTICLE VI Officers**

**Section 1 – Number and Length of Service.** The officers of the corporation shall be the President, the President-elect, 1<sup>st</sup> Vice-President, 2<sup>nd</sup> Vice-President, Treasurer, Secretary, Membership, Historian, two Directors at Large and the previous President. The Officers shall serve a term of one year or until their successors are elected. Any vacancy occurring between annual meetings of the Club shall be filled through appointment by the President and affirmative vote of a majority of the members of the number of officers of the Board of Directors.

**Section 2 – Criteria for Office.** No member may assume the position of President until such time as they have been a member for a minimum of four (4) years and have served on the Board of Directors for at least two (2) years.

**Section 3 – Nominating Committee.** The Board of Directors shall annually select or authorize the President to select a nominating committee of five (5) members, at least one of which shall be a former President. Said nominating committee shall be charged with the following duties.

- (a) Nominate the President-Elect to the position of President, or, by a unanimous vote, nominate another member.
- (b) Review the recommendations of the President-Elect for the remaining officers.
- (c) Accept the President-Elect's recommendations by indicating with a majority affirmative vote or amend the President-Elect's recommendation by a 4/5ths vote and present their recommendations to the General Membership.

**Section 4 – Independent Nominations.** Twenty (20) members, by written petition filed with the Secretary, may nominate any member for any office provided such request is presented to the Secretary within fifteen (15) days prior to the distribution of the election ballot. Written notice will then be provided to the General Membership prior to the annual election.

**Section 5 – Other Nominations.** Nominations may be made only as provided above. No nominations may be made at the annual meeting except that the active members present shall have the power to fill any vacancy in any office.

**Section 6 – Elections.** The officers shall be elected annually by the members in such manner as prescribed by the Board of Directors.

**Section 7 – Powers and Duties.**

- (a) President. The President shall be the Chief Executive Officer of the Corporation and shall also serve as Chairman of the Board. The President shall have general supervision, direction, and control of the business and officers of the Corporation. The President shall also have the power to appoint members to represent the Club as required.
- (b) President-Elect. The President-Elect, in the absence or disability of the President, shall perform all the duties of the President.
- (c) First-Vice-President. The First Vice-President, in the absence or disability of the President-Elect, shall perform all the duties of the President-Elect. In addition, the First Vice-President shall serve as liaison to the Long Beach State Athletic Department.
- (d) Second Vice-President. The Second Vice-President, in the absence or disability of the First Vice-President, shall perform all the duties of the First Vice-President. In addition, the Second Vice-President shall serve as liaison to the Long Beach City College Athletic Department.
- (e) Treasurer. The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the financial transactions of the Corporation.
- (f) Secretary. The Secretary shall keep or cause to be kept, a book of minutes, as may be required by the President, of all meetings. The Secretary shall be responsible for the correspondence of the Corporation and the preparation of mailing of all notices of the Corporation.
- (g) Membership. The Membership Chair shall keep or cause to be kept, a roll of members with the name and address of each member.
- (h) Historian. The Historian shall be responsible for keeping and maintaining a pictorial and literary history of the activities of the Corporation. The primary obligation of this office shall be to maintain in the permanent record: photographs, articles and pictures printed in the newspaper concerning the Corporation's activities.
- (i) Directors at Large. The Directors at Large shall represent the interests of the general membership before the Board of Directors.
- (j) Past President. The immediate Past President shall also serve as a member of the Board of Directors.

## ARTICLE VII Board of Directors

**Section 1 – Election.** There shall be a Board of Directors composed of the eleven (11) officers of the Club elected at the Annual Meeting and the previous Presidents. A quorum shall be effectuated by a majority of the officers and immediate past president being present.

**Section 2 – Powers and Duties.** Subject to the limitations of the Articles of Incorporation, of the By-laws, and the laws of the State of California, all corporate powers shall be exercised by and under the authority of the Officers known as the Board of Directors.

**Section 3 – Meetings.** The Board of Directors shall meet at the call of the President or any three (3) members.

**Section 4 – Quorum.** Five (5) members present shall constitute a quorum of the Board.

**Section 5 – Proxies.** Voting by proxy shall not be permitted.

**Section 6 – Removal.** Removal from the Board will be effectuated by the same method as in Article IV, *Section 3*.

## ARTICLE VIII

### **Non-Discrimination**

The Club shall not discriminate against prospective members because of their race, creed, sex, color, or national origin.

### **ARTICLE IX Amendments**

Amendments to these By-Laws may be made at any meeting of the Club by 2/3rds vote of all the votes cast, provided written notice of the proposed amendment shall have been given to all active members at least thirty (30) days prior to the meeting.

**Amended: 6-16-09**

**Amended: 6-21-10**