

**BYLAWS OF THE HOUSE OF CHINA (HOC)
SAN DIEGO, CALIFORNIA**

Article I: Organization

- A. **NAME:** "The House of China (HOC)" is the official name of this organization. Whenever in these bylaws the letters HOC are used, they mean The House of China (HOC). All references to the predecessor name, Hall of China, shall be construed to mean HOC. "Cottage" shall mean the physical structure located in Balboa Park.
- B. **PLACE OF OPERATION:** The HOC is organized and operated within San Diego, California.
- C. **AFFILIATIONS:**
1. HOC is an independent organization from and a member of the House of Pacific Relations (HPR), International Cottages, Inc. The HOC freely associates with the HPR, Inc. and agrees to comply with the Bylaws and Standing Rules of the HPR, and the laws and regulations of the City of San Diego and State of California.
 2. The HOC is an independent organization owing no political allegiance to any foreign entity. The HOC extends friendship and may enter into cooperative relationships to promote the well being of the Chinese and American population in the United States.

Article II: Purpose

- A. **PURPOSE:** The HOC is a non-profit cultural and educational organization created and maintained to preserve, present and promote Chinese and American culture and friendship to the general public and to our membership. The methods used to achieve this purpose may be any or all appropriate methods as planned, organized, approved and delegated to the members and officers of the HOC. These methods may include but are not limited to: open house cultural displays, school children presentations, civic participation, financial contributions, friendship activities.
- B. **IRREVOCABLE DEDICATION:** The HOC is irrevocably dedicated as a non-profit cultural and educational organization. No remuneration or considerations shall be given to any individual or entity for personal gain. Actual and necessary expenses incurred in the performance of official business are allowed and paid. Upon dissolution of this organization, any net remaining assets shall be donated to a recognized non-profit organization of similar purpose.

- C. **NON-DISCRIMINATION:** The HOC does not discriminate against any race, religion, color, creed, gender, national origin or sexual orientation.

Article III: Officers, Member-at-Large, Directors and Duties

- A. **Officers:** The officers of the HOC, who will serve without monetary compensation, will consist of the following positions and any other ex-officio and ad-hoc appointees as necessary.
1. President
 2. Vice President
 3. English Secretary
 4. Chinese Secretary
 5. Treasurer
 6. Member-at-large
 7. Directors
- B. **Duties:** The officers of the HOC are charged to faithfully execute the following duties.
1. **President:** The President, who will also be a director of HOC, calls and conducts all regularly schedule and special HOC meetings; serves as the HOC representative to HPR; represents the HOC in and at various friendship and cultural events; plans and directs HOC programs; appoints committee members as necessary for the good of the organization; serves as ex-officio member on task force.
 2. **Vice President:** The Vice President, who will also be a director of HOC, shall assume the duties of the President in the event the President is unable to perform the office of President and performs all duties assigned by the President.
 3. **Secretary:** The English and Chinese Secretaries, who will also be directors of HOC, each take and maintain minutes of regular meetings and receives and responds to correspondence in the respective language. The English Secretary shall maintain all business and corporate records of this organization. All official records will be in the English language unless source document and required response be in Chinese. The English Secretary shall maintain up-to-date membership records.
 4. **Treasurer:** The Treasurer, who will be an officer and director of HOC, accounts for all funds received by the HOC; disburses funds for all authorized expenditure with proper documentation; prepares financial reports and prepares and files all required state and federal tax reports, and opens and maintains financial account at a financial institute. The

Treasurer may obtain assistance from an accountant, director, officer or member-at-large.

5. Member-at-large: The Member-at-large shall serve to represent the interest and rights of the membership; serves as a delegate to the House of Delegates, HPR; serves as a liaison with the general Chinese and American community; and performs such duties as assigned.

C. Directors

1. Duties: The directors of the HOC, who will serve without monetary compensation, are charged to faithfully execute the following duties.
A director is responsible for managing, planning and carrying out the HOC's mission and protecting and advancing the credibility of the HOC and its members.
2. Number: The HOC shall have not fewer than 5 and not more than 13 directors (collectively, they shall be known as the Board of Directors), with the exact number to be fixed within these limits by approval of the board of directors or the members, if any, in the manner provided in these bylaws. The number may be changed by amendment of this bylaw, or by repeal of this bylaw and adoption of a new bylaw, as provided in these bylaws.
3. Powers: Subject to the provisions of the California Nonprofit Public Benefit Corporation law and any limitations in the articles of incorporation and bylaws relating to action required or permitted to be taken or approved by the members, if any, of the HOC, the activities and affairs of the HOC shall be conducted and all corporate powers shall be exercised by or under the direction of the board of directors.
4. Term: Upon election, each director shall serve for a term specified by Article III, section F, below.
5. Compensation: Directors shall serve without compensation except that they shall be allowed reasonable advancement or reimbursement of expenses incurred in the performance of their regular duties.
6. Meetings: The Board of Directors shall hold regular meetings at least once every three (3) months. Special meetings of the Board of Directors for any purpose(s) may be called at any time by the President, or by at least one-third of the directors. Special meetings shall be held upon three (3) calendar days' notice electronically.

7. **Notice of Meetings:** Regular meetings of the board may be held without notice. Special meetings of the board shall be held upon three (3) calendar days' notice by personally delivered notice, by telephone or by electronic means.
8. **Quorum:** At all meetings of the Board of Directors, a majority of the total number of current Directors shall constitute a quorum for official Board decisions, unless prohibited by applicable laws or by the certificate of incorporation.
9. **Action by Written Consent Without Meeting:** Unless otherwise restricted by the certificate of incorporation or these bylaws, any action required or permitted to be taken at any meeting of the Board of Directors, or of any committee thereof, may be taken without a meeting if the majority of the Board of Directors or committee members, as the case may be, consent thereto in writing or by electronic transmission; and the writing(s) or electronic transmission(s) shall be filed with the minutes of proceedings of the Board or committee.

D. Ex-Officio or Appointed Offices

1. **Program Chairperson:** The Program Chairperson shall plan and carry out cultural and social activities and displays for the cottage and membership utilizing the resources of the HOC and the general Chinese and American community.
2. **Cottage Chairperson:** The Cottage Chairperson shall arrange for the maintenance and physical supply and staffing for the Cottage during prescribed open house hours in compliance with HPR rules. Such other maintenance as deemed prudent and necessary shall be arranged to ensure safe and clean facilities.
3. **Volunteer/Publicity Chairperson:** The Volunteer/Publicity Chairperson shall endeavor to promote friendship and culture, the image of the House of China, membership and volunteerism within the HOC.
4. **Queen:** The Queen serves as ambassador of goodwill and represents the HOC at HPR and civic and friendship activities. The Queen shall be between the ages of 12 and 22 during her reign. The Queen shall be a female of good reputation whose ethnic heritage includes at least one ethnic Chinese grandparent.
5. **Princess:** The Princess(es) serves as an assistant ambassador of goodwill.

E. Financial obligations and debts

1. All financial obligations and debts over \$1000.00 to be owed by the HOC must be approved by the majority of the officers and directors.

2. No officer, member at large or director is authorized to enter into financial contracts valued at more than \$1000.00 on behalf of the HOC without a majority approval of the officers and directors.

F. Terms/Qualifications

1. All officers, directors, and member-at-large shall serve two year terms of office based on a staggered basis. Terms of all officers, directors and member-at-large elected in even-numbered years will end on the following even-numbered year. Terms of all officers, directors and member-at-large elected in odd-numbered years will end on the following odd-numbered year. Elections shall be held annually in October of each year after a 10-day advance notice has been issued by the secretary.
2. All nominees for officers and directors shall be members in good standing at the time of their election and during the term of office.
3. Should an officer or director, other than President, be unable to complete his/her time in office, the President may appoint a replacement or call an election to fill the term of any officer or director unable to complete the officer's or director's the term.
4. The commission of a crime involving moral turpitude by an officer or director or an officer's or director's failure to attend three successive meetings without permission of the President may justify the recall of the officer or director. Such recall shall require 2/3rd affirmative vote of a quorum of the membership after due notice of the recall has been given by the secretary.

Article IV: Membership

- A. Membership: Membership is open to all individuals regardless of race, color, creed, gender, national origins and sexual orientation, whom affirm the stated purpose of the HOC. Members are those who annually contribute to the financial and material preservation of the HOC. The officers and directors of the HOC may also designate individuals who volunteer to the annual operation of the HOC as members. Membership shall be for a 12 month period of time beginning January 1 of each year with the exception of Lifetime and Honorary members.

Lifetime members are those making financial contributions in the amount defined in the Standing Rules. Honorary members are those who satisfy the guidelines found in the Standing Rules.

- B. Dues: Dues will be assessed and collected to maintain the operations of the HOC. Dues amount and membership categories will be annually determined by the officers and directors of the HOC each October for the start of the new year beginning January 1. Said dues amount and

membership categories shall become part of the Standing Rules. Special solicitations may be made to support special projects.

- C. Termination: Membership may be terminated for failure to pay dues, lack of interest, inability to contact member and/or inimical behavior to the stated purpose of the HOC.

Article V: Meetings

Business meetings will be conducted in accordance with Robert's Rules of Order. A business meeting may be called by the President or upon the written request of five current regular members. A business meeting shall be announced 10 days in advance of such meeting date. All business meeting business requires a simple majority of votes of the attendees present at the meeting to authorize HOC action except to recall an officer (2/3rd vote) or to amend these by-laws (2/3rd vote).

A quorum of the membership at a business meeting shall be 5 regular members or 1/10th of regular membership, whichever is larger. A quorum shall be required for the recall of an officer or the amendment of the by-laws. Properly announced and stated business may be conducted by mail ballot or electronically.

Article VI: Amendments

These Bylaws may be amended by a two-third vote of the current membership upon a properly called meeting.

These Bylaws of The House of China (HOC) are approved by:


David Seid, President/Director

Date: 9/20/11


Sally Wong Avery, Secretary/Director

Date: 9/20/2011


Sharon Wong, Treasurer/Director

Date: 9/20/11

Standing Rules

1.0 Membership

1.10 Dues

The 2011 Membership dues level and categories are as follows until amended by the Officers of the HOC

- 1.11 Regular - \$12. Individual member. Entitled to 1 vote.
- 1.12 Family - \$15. Couple or couple with under 18 year of age children. Each individual entitled to 1 vote.
- 1.13 Friend of the HOC - \$25. Entitled to 1 vote.
- 1.14 Supporter of the HOC - \$100. Entitled to 1 vote.
- 1.15 Patron of the HOC - \$250. Entitled to 1 vote
- 1.16 Lifetime member - \$1,000 or exemplary service. Entitled to 1 vote.
- 1.17 Corporate/Organization Member - \$500. Voice but no vote.

1.20 Voting

Dues paying members of the HOC above the Regular category will also be considered regular members but in no case shall an individual have more than 1 vote at a business meeting.

1.30 Honorary Membership

- 1.31. Exemplary Service – Individuals nominated and approved by the general membership for exemplary service may be conferred Honorary Membership.
- 1.32. Diplomatic Corps – the executive of the local diplomatic corps may be granted Honorary membership but shall have no vote unless such person is a regular member.

2. PROPERTY

2.1 Loan

Members and responsible individuals wishing to borrow property of the HOC may do so if the request is reasonable and adequate assurance is provided for the safe, undamaged and timely return of such property. Such property may include tables, cooking equipment, books, etc.

Charge or deposit for borrowing HOC property may be instituted dependent upon circumstances.

3. REVENUE

- 3.1 Cottage Donations – host/hostess should record receipts at the end of the hosting period and forward funds to the Treasurer or other responsible party for deposit in an HOC bank account within 30 days of the collection.
- 3.2 Dues\fees\donations – records shall be maintained of membership dues received, receipts for special events having ticket or admission costs, or donations. Such funds shall be timely deposited to an HOC bank account no later than 30 days from the end of the occurrence. All donations shall be acknowledged by means of receipt, public announcement, printed acknowledgement, or written note. Sums less than \$50 do not require form acknowledgement. No goods or services shall be rendered in consideration of donations.

4. EXPENSES

- 3.1 Regular and recurrent – regular, recurrent and reasonable expenses such as utilities, contract services, 10% donation to HPR may be paid by the Treasurer without advance approval. Other normal expense such as newsletter postage, refreshments, etc. do not require Board approval but the claimant should be authorized to act for the HOC and shall submit receipts for expenses incurred or documentation of payments to be made.
- 3.2 Irregular and special – expenses exceeding \$100 or as revised by the Board of Directors or irregular and special expenses should be authorized by the Board of Directors.

5. AUDIT/REPORT

- 5.1 Biennial audits may be conducted using professional accounting principals.
- 5.2 Reports as may be required by governmental authorities or HPR shall be provided.

6. BENEVOLENCE

Cards, flowers or other tokens of well wishes may be sent to members, friends and greater community experiencing difficulty. Community-wide humanitarian needs may be undertaken by the HOC upon recommendation and approval by the Board of Directors.