

**BYLAWS OF
FUNERAL CONSUMERS ALLIANCE
of SAN JOAQUIN COUNTY and the MOTHER LODGE**

Article I – Name, Organization, and Fiscal Year

Section 1. The name of this organization is **Funeral Consumers Alliance of San Joaquin County and the Mother Lode**. It was previously named the San Joaquin Memorial Society and the Funeral Consumers Alliance of San Joaquin.

Section 2. The Funeral Consumers Alliance of San Joaquin County and the Mother Lode, hereinafter referred to as FCASJC&ML, is a non-profit incorporated under the general Non-Profit Corporation Law of the State of California, maintaining its principal office in the County of San Joaquin.

Section 3. The fiscal year of FCASJC&ML shall be October 1 to September 30.

Article II –Purposes

Section 1. The purpose of FCASJC&ML is to advocate and inform members and the general public of increasing choices for death-related services that are simple, dignified, affordable, and more environmentally responsible.

Section 2. FCASJC&ML assumes no legal or financial responsibility for the final disposition of the body remains.

Section 3. The services of FCASJC&ML shall be available to anyone seeking information about options and regulations for death-related services.

Article III - Members

Section 1. Membership is open to any person without regard to race, creed, gender, sexual orientation, or national origin, with a suggested donation of \$35 per adult.

Disabled dependents and minor children of members may be included as FCASJC&ML Family Members at the request of the person joining. Minor children of members, on reaching age 18, must apply individually to remain members.

Section 2. Donations: New and ongoing members will be asked periodically for donations and to volunteer in various ways to support FCA as they are able.

Section 3. Transfers: Persons may transfer membership to or from any similar organization affiliated with the national Funeral Consumers Alliance in the US. A few affiliates may charge a small transfer fee.

Section 4. Conflict of interest exclusion: A person with a direct interest in a commercial enterprise selling funeral merchandise, services, or insurance may join only as an Associate member. Associate members are

not eligible to serve as Board members. They also may not serve in any other position of influence within the organization and may not vote in organizational matters.

Article IV – Members Meetings and Responsibilities

Section 1. An Annual Meeting of the Members shall be held during the month of September at a time and place, or electronic alternative designated by the Board of Directors.

Members shall:

- a. Receive an annual Board report,
- b. Approve next-year goals and budget,
- c. Fill Board vacancies, per Article V, Sec. 1.

Additional nominations shall be accepted from the floor, provided that such nominee is present and agrees to serve if elected.

- d. Elect 2 Members-at-large for the next-year Nominating Committee.
- e. Consider any other business as needed.

Section 2. Special meetings may be called upon the request of twenty-five members of FCASJC&ML or by a majority vote of the Board of Directors.

Section 3. Each member present shall be entitled to one vote; there shall be no voting by proxy. Parliamentary procedure at meetings of the members shall follow Roberts Rules of Order. Members shall vote by mail, or electronic, ballot or at Annual or special meetings.

Section 4. A quorum shall consist of not less than fifteen members.

Section 5. Two at-large members shall serve on a 3-person Nominating Committee to recruit Board candidates by August each year and propose next year's Nominating Committee members.

Section 6. Meeting notices shall be sent not less than 15 days prior to the meeting and include date, time and place, and the topic to be discussed.

Section 7. Financial Contracts between FCASJC&ML and any other entity beyond the current annual budget shall be approved by a vote of the majority of those members present at an Annual or Special meeting.

Article V - Board of Directors

Section 1. Between meetings of the membership, all authority and responsibilities of the FCASJC&ML shall be vested in the Board of Directors.

Section 2. The Board of Directors shall consist of seven to eleven members, the number to be decided by mid-fiscal-year each year by the Board for the following year.

Section 3. Each may serve two three-year terms (total of six years). Such persons shall be eligible for re-election after the lapse of one year. To maintain this pattern, whenever there are more than 3 vacancies, uncompleted terms will be filled for 1 or 2-year terms.

Section 4. For Board vacancies that occur between Annual Meetings, the majority of the remaining Directors shall elect a successor to serve until the next Annual Members Meeting. members will then elect a successor to serve for the unexpired term.

Section 5. A Board quorum shall consist of a majority of the current members thereof.

Section 6. Board responsibilities:

- a. **Nominating process:** not later than the month of May each year, the Board shall appoint a committee of three members. One continuing Board member as chairperson and the other two members shall be members at large.

The Committee shall present a list of nominees, equal to or greater than the number of Board vacancies, by August to be sent together with the notice of Annual Member Meeting.

- b. Create strategies and committees as needed from the community to reach more of the general public with useful information.
- c. The Annual meeting notice, sent by the Board no less than 15 days prior to the meeting, shall include an agenda, Board yearly report, a proposed next-year Board plan and budget, and the Nominating Committee report to fill Board vacancies, for votes of members.
- d. Oversee any hiring of employee(s) and contractors and related responsibilities within the current annual budget.
- e. Oversee Nonfinancial contracts between FCASJC&ML and any funeral director, mortuary, crematory, or cemetery, and modification thereof, shall be effective after approval by a vote of the Board of Directors present at a regularly called meeting.
- f. Serve without pay and no Board member shall be a paid employee of or contractor with the FCASJC&ML.
- g. Each Director shall have one vote and all decisions of the Board shall be by majority vote of the Directors present and voting.
- h. The Board of Directors shall meet at least bi-monthly.

Article VI – Officers

Section 1. Elections: At its first meeting following the Annual Meeting each year, the Board of Directors shall elect from among its members a President, a Vice-President, and a Board Secretary. They shall also elect or appoint a Membership Secretary and a Treasurer, who may or may not be Directors.

Section 2. Officer terms: No Director shall serve as President or Vice-President more than three consecutive years. In the event of any vacancy in any office, a successor shall be promptly elected or appointed by the Board to serve the remainder of the year.

Section 3. The President shall:

- a. Preside at all meetings of the membership and the Board of Directors,
- b. Provide meeting agendas a week prior to Board meetings.
- c. Perform such other duties usually associated with this office or delegated by the Board of Directors.
- d. Appoint two non-board persons to review the books of FCASJC&ML, which audit report shall be

reviewed by the new Board of Directors following the completed review.

- e. The President, with the approval of the Board of Directors may appoint committees to help the Board carry out the purposes and activities of FCASJC&ML

Section 4. The Vice-President shall:

- a. Serve in the place of the President whenever the President shall be absent and shall perform such other duties usually associated with this office or delegated by the President or by the Board of Directors.
- b. If the office of President becomes vacant, the Vice-President shall serve as Acting President until a successor to the President has been elected.

Section 5. The Membership Secretary shall:

- a. Maintain a current roster of members and related communications and data.
- b. Provide mail lists to mailing services as needed for members communications such as periodic newsletters and annual meeting notices.
- c. Record donations as received.
- d. Oversee mailing of a notice of any regular or special membership meeting to each member not less than fifteen days prior to the date of such meeting, specifying date, time, and place, and including an agenda. Electronic communications may substitute for mail notification for all persons who have provided an e-mail address.
- e. Oversee e-mailings to members who have provided e-addresses.

Section 6. The Board Secretary shall:

- a. Keep minutes of all meetings of the membership and of the Board of Directors.
- b. Respond to Board correspondence and report same to the Board as appropriate.
- c. Send out notices, one week in advance, of all Board meetings together with Minutes of the previous Board meeting.
- d. Serve as custodian of corporate records and documents and of such other papers as directed by the Board of Directors.
- e. Fulfill other duties usual to the office of Board Secretary or assigned by the Board of Directors.

Section 7. The Treasurer shall:

- a. Receive and expend all funds and monies of the Alliance or serve as liaison with a non-board Bookkeeper to maintaining such records thereof as are essential to the safeguarding and accounting of such funds.
- b. Provide a report of all income and expenditures to the Board of Directors at each meeting and prepare an annual report for the Annual Meeting of the membership.
- c. With the approval of the Board of Directors, maintain appropriate accounts in a Board-approved commercial bank and/or savings institution.
- d. Prepare a draft budget for the annual meeting related to the proposed next-year Board Plan.

Article VII -Amendments

Section 1. These By-Laws and the Articles of Incorporation of FCASJC&ML may be amended by a two-thirds vote of the members present and voting at any Annual or Special Meeting, provided that the text of such proposed amendment(s) be made available to members, fifteen (15) days prior to the Annual or Special Meeting.

Article VIII – Dissolution

In the event of the dissolution of FCASJC&ML, and after payment of all debts legally due, all assets and property belonging to FCASJC&ML shall be transferred to the Funeral Consumers Alliance (national organization), and/or the Funeral Consumers Alliance of California (state organization) to be used by said organization(s) or transferred by it to another organization sharing the purposes of FCASJC&ML and which is registered as a 501(c)(4) of the Internal Revenue Code.

Adopted 5/23/76

Amended 10/23/77

Amended 10/29/78

Amended 10/26/80

Amended 10/30/83

Amended 10/28/90

Amended 10/04/09

Amended 10/10/10

Amended 6/10/12

Amended 3/22/15

Amended 10/11/15

Amended 9/19/21

Amended 9/25/22