

**BYLAWS OF
STANISLAUS HUMANISTS, INC.**

(As amended August 28, 2018)

BYLAWS OF THE STANISLAUS HUMANISTS
(Amended August 28, 2018)

ARTICLE 1 - NAME

Section 1.1 - Name of Chapter

The name of this organization will be **Stanislaus Humanists, Inc.**, (“Stanislaus Humanists”) the duration of which is perpetual.

Section 1.2 - Non-Profit Status

Stanislaus Humanists is a chartered chapter of the **American Humanist Association** (“AHA”), and, as such, is organized and operated exclusively as a charitable organization within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended.

Section 1.3 - Distribution of Assets on Dissolution

Upon dissolution, the assets of the organization remaining after payment, or provision for payment, of all debts and liabilities, shall be distributed to the AHA or its successor in interest. If AHA has dissolved without successor, the remaining assets will be distributed as the Board of Directors decides to any 501(c)(3) or non-profit organization which promotes humanistic, ethical culture, or scientific purposes.

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ARTICLE 2 - PURPOSES

Section 2.1 - AHA Chapter

Stanislaus Humanists will function as a chapter of the AHA. Stanislaus Humanists hereby incorporates by reference AHA's Humanist Manifesto III. AHA's Humanist Manifesto III is attached to these Bylaws as [Exhibit 1](#).

Section 2.2 - Promote Humanist Groups

Stanislaus Humanists will promote and assist the development of Humanist organizations and groups within Stanislaus County and adjacent areas.

Section 2.3 - Promote Human Welfare

Stanislaus Humanists will further the purposes of Humanism; will promote the inherent dignity of humanity and each individual; will promote human rights; and will strive to eliminate violence and war and will promote tolerance and peace.

Section 2.4 - Social Justice; Democracy

Stanislaus Humanists will strive for justice; will promote projects and endeavors which do good for others; will advocate democratic principles; and will affirm and promote that ethics stem from human reason and responsibility.

Section 2.5 - Science-Informed Policies

Stanislaus Humanists will promote the wise use of technology and science; will strive to improve the quality of living; and will promote and teach the understanding of science, and in particular, evolution.

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Section 2.6 - Meetings; Public Outreach

Stanislaus Humanists will hold Humanist meetings; will provide for the education of Humanists and the general public; will promote the freedom of association; will sponsor, organize and promote educational events related to Humanist issues for members and the general public; and will publish Humanist literature and newsletters.

Section 2.7 - Promote Expressive Freedoms

Stanislaus Humanists will promote the freedom of speech and the press; will promote religious freedom; and will promote artistic, scientific, and cultural freedom.

Section 2.8 - Counseling; Ceremonies

Stanislaus Humanists will provide counseling in matters of ethics and human relationships; will provide ceremonies for marriage and other rites of passage; and will promote and strengthen the family and other positive human relationships.

Section 2.9 - Other Activities

Stanislaus Humanists will engage in any other activities which are consistent with the principles of Humanism.

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ARTICLE 3 - BOARD OF DIRECTORS

Section 3.1 - Board of Directors

The business of Stanislaus Humanists shall be managed by a Board of Directors (“The Board”). Each Director shall be a current Member of Stanislaus Humanists. In the event that they are not current, they shall be given 60-days grace period to pay their dues. The Board shall meet at least four times a year in January, April, July, and October. Special meetings of the Board can be called by the Chair or by three Directors, provided each Director is given 48 hours notice of the time and location of the meeting and if it will be in-person or telephonic. There shall be nine Directors constituting the Board. A quorum will be defined as at least one half of the number of Directors, excluding any vacant seats.

Section 3.2 - Board Meeting Procedures

Meetings of the Board of Directors shall proceed under *Robert's Rules of Order* as specified in [Section 7.8](#) of these Bylaws. No business can be decided without a quorum of Directors present unless absent Directors have waived notice of that meeting by written consent.

Section 3.2.1 - Call for Agenda Submissions

Fifteen days in advance of the regular Board Meeting, the Chair shall make all reasonable effort to contact each and every Director to ask for submission of motions and items of expense to be discussed at the meeting.

Section 3.2.2 - Agenda Packet

Three days before the Board Meeting, the Chair shall send an Agenda Packet with the schedule of discussion, a financial statement, and all documents pertaining to motions or reports that have been submitted to the Chair for discussion.

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Section 3.2.3 - Majority Vote by Email

In the event that issues arise that need to be resolved prior to a regular meeting, those items may be emailed to the Directors and voted on prior to the meeting. The phrasing of the emailed motion must be exactly the same to each Director. For expenses under \$300, there is no need for unanimous consent; a simple majority of Directors shall decide the motion. For items or expenses over \$300 or anything pertaining to amending these Bylaws, unanimous consent shall be required.

Section 3.3 - Director Election & Office Terms

Directors shall be elected for a three-year term. At each Annual Meeting, three Directors seats will be open for vote by the Membership. The seat of any Temporary Director will also be put to vote. Also, any Director whose office has ended before completion of that Director's term will also be put to vote and filled by the Membership's majority vote.

Section 3.4 - No Consecutive Office Limit

Directors may serve successive terms without limitation.

Section 3.5 - Vacancies; Temporary Directors

Vacancies shall be filled by appointment by the majority of Directors at any Board Meeting. The temporary Directorship will continue until the Annual Meeting, during which a Director will be elected to fill the remainder of the term.

Section 3.6 - Notice of Absence; Excessive Absence

A Director shall notify the Chair or Secretary of any anticipated absence from a regularly scheduled meeting. Any Director having three (3) unexcused absences within a twelve month period may be subject to removal by a majority vote of the entire Board.

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Section 3.7 - Removal & Replacement of Director

A Director may be removed by a majority vote of the Board for behavior contrary to the best interests of the Board, Stanislaus Humanists, or the American Humanist Association. The Board shall move with all deliberate speed to replace the vacancy with a Temporary Director.

Section 3.8 - Reimbursement; Compensation

Any Director, Officer, or Member may be given reasonable compensation for expenses of meetings or other duties approved by the Board.

Section 3.9 - Only Board Can Legally Bind Corporation

No Director or Officer shall have the power to bind Stanislaus Humanists to any contract or to pledge its credit or incur any other liability or obligation without prior authorization by the Board.

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ARTICLE 4 - OFFICERS AND THEIR DUTIES

Section 4.1 - Officers Elected by Board

The Board shall elect officers of the organization at the first meeting following election of the Board at the Annual Meeting.

Section 4.2 - Chair

The Chair shall chair or designate the chair of all meetings of the Board and membership, supervise the business and affairs of the organization, and prepare an agenda for such meetings in coordination with members of the Board. The Chair and the Secretary shall sign all contracts and instruments authorized by the Board. The Chair, with Board approval, shall appoint committees and committee chairs as deemed necessary for the effective functioning of the organization.

Section 4.3 - Vice-Chair

The Vice-Chair shall perform the duties of the Chair in the Chair's absence, inability, or refusal to serve. The Vice-Chair shall perform such other duties as may be assigned and serve as ex-officio (non-voting) member of committees appointed by the Chair.

Section 4.4 - Secretary

The Secretary shall keep the minutes of the meetings of the Executive Committee and Board and provide notices required by the By-Laws. The Secretary shall be custodian of all instruments, documents and history of the organization and perform such other duties as may be assigned by the Board and the Chair. The Secretary shall notify members of impending membership expiration and shall update and maintain membership and mailing lists.

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Section 4.5 - Treasurer

The Treasurer shall have charge and custody of and be responsible for all funds. The Treasurer shall supervise the receipt and giving of receipts for moneys due and payable to the organization from any individual or other source. The Treasurer shall establish and maintain a record of the income from all sources. The Treasurer shall present an accounting of receipts and expenditures at regular meetings of the Board and, if requested by the Board, present an annual financial report to the membership at the Annual Meeting. The Treasurer is authorized to pay for organizational expenses such as taxes, rents, insurance, etc. without prior board approval but is required to provide a notification to Chair, Vice Chair and Secretary that expenses are being paid prior to payment. The Board has the option of appointing a non-Director as Treasurer or hiring a non-Member.

Section 4.5.1 - Annual Financial Review

The board of directors resolves that there shall be an annual review and examination of the financial records, accounts, business transactions, accounting practices, and internal controls. The review shall be performed within three months of the end of the fiscal year by a committee consisting of a person or persons approved by the board of directors.

The current treasurer and past treasurer should be present at this review and provide and present all of the pertinent information requested by the review committee. The board of directors shall provide a formal review guide for the financial review committee to conduct this process.

Section 4.6 - Previous Officers Advisory Capacity to Board

The officers of the immediately preceding calendar year may also serve as an ex-officio members of the Board but shall only attend in an advisory capacity.

ARTICLE 5 - COMMITTEES

Section 5.1 - Board May Create Committees

The Board may create volunteer committees deemed necessary to accomplish the purposes of the organization.

Section 5.2 - Nominating Committee

The Nominating Committee shall consist of the three Board members elected the previous year. The Nominating Committee shall prepare a slate of nominees for Board positions. Each year a new slate of nominees will be presented at the Annual Meeting. Nominations from the floor at the Annual Meeting will be accepted if the individuals have agreed to serve if elected. The Nominating Committee will also recommend a slate of officers at the first meeting of the newly elected Board.

Section 5.3 - Advisory Council

The Board may appoint a non-voting Advisory Council to serve without the requirement of Board meeting attendance. The Council will act in an advisory capacity on matters related to state level policies and operations.

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ARTICLE 6 - MEMBERSHIP

Section 6.1 - Non-Discrimination

Membership in the organization shall be voluntary and unrestricted with regard to race, gender, sexual orientation, disability, color, ethnicity or national origin. However, any religious affiliations currently held by the applicant may be considered by the Board to ensure that the applicant is substantially in agreement with Humanist principles as stated in AHA's Humanist Manifesto III, which is attached to these Bylaws as [Exhibit 1](#).

Section 6.2 - Dues; Commitment to Humanism

Those desiring membership are expected to pay dues as set by the Board and agree to support the general philosophy of Humanism as described in [Article 2](#) and [Exhibit 1](#), attached.

Section 6.3 - Voluntary Withdrawal; Expulsion

Membership may be withdrawn at any time by the member. A majority of the full Board may expel a member for behavior contrary to the best interests of the organization at a meeting where the member is invited to present defense under rules and procedures set by the presiding officer.

Section 6.4 - Membership Dues; Right to Attend Regular Board Meetings

Membership shall run from February 1 to January 31. Members shall be notified of any regular Board Meeting, and Members shall have the right to attend regular Board Meetings and be recognized to speak by the Chair. Members who are current as of December 31 shall be certified by the Secretary and shall have the right to run for Board positions, nominate Board candidates, and vote for the Board at the Annual Meeting. Regular membership dues for individuals will be \$24 per year; membership for domestic couples will be \$36 per year. There is

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provision for hardship cases, including but not limited to an applicant whose income is below poverty level. In such hardship cases, the Board will accept \$10 or some labor or service as payment for a full year dues.

Section 6.5 - Motions Presented to the Board by Members

Any current Member may present a Motion to the Board for consideration at the coming Board Meeting. The Member shall deliver the Motion and supporting documents to the Secretary or Chair at least seven days before the Board Meeting at which it is to be discussed. To expedite the Board's consideration of the Motion, the Motion documents shall include: (1) the **Motion**; (2) an **Argument Supporting the Motion**; and (3) and **Documents Supporting the Argument**.

Section 6.5.1 - The Motion

The Motion should begin with the words "The Stanislaus Humanists Board of Directors resolves...." or some similar phrase. The Motion should be stated clearly and specifically in such a way that the Motion can be voted for or against on its own terms.

Section 6.5.2 - Argument Supporting the Motion

Attached to the motion should be an argument explaining to the Board why it should adopt the motion and explaining alternative amendments that are agreeable to the Member presenting the Motion. The argument should be no more than one letter-sized page, single spaced.

Section 6.5.3 - Documents Supporting the Argument

If the argument cites to facts, theories, or conclusions that cannot readily be found online, the Member making the Motion should provide documents supporting those facts, theories, or conclusions.

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ARTICLE 7 - ANNUAL AND SPECIAL MEETINGS

Section 7.1 - Annual Meeting

The annual membership meeting for the purpose of electing the Board of Directors, and such other business as may be necessary, shall be held each year in January at a time and place set by the Board.

Section 7.2 - Notice of Annual Meeting

Notice of date, time and place shall be given to eligible members at least thirty (30) days before the meeting. Notice shall be verbal at a regularly scheduled meeting and/or written.

Section 7.3 - Eligibility to Vote

Eligible voters shall be those whose dues are current as of the date of the annual meeting.

Section 7.4 - No Proxies

There shall be no proxy voting. However, the Board may provide a voting procedure for members who are unable to attend the Annual Meeting.

Section 7.5 - Quorum for Annual Meeting

A quorum for business at all membership meetings shall be 10% of current members.

Section 7.6 - Documents Provided with Notice of Annual Meeting

Agenda for the Annual Meeting may include: a) Verification of Quorum; b) Secretary's proof of due notice; c) Election of Directors. The agenda may also include the following: Reading and acceptance of any unapproved minutes of prior meetings; Reports of the Chair and other officers; Financial report of the Treasurer; Committee reports; Old or unfinished business; New

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Business.

Section 7.7 - Special Meetings of Membership

Special meetings of the membership shall be called by the Chair, or by two (2) members of the Board, or by written request signed by 20% of current, dues-paying members. The Chair and/or Secretary shall notify the membership of the meeting and the proposed business thirty (30) days in advance.

Section 7.8 - Parliamentary Procedure

Roberts' Rules of Order shall govern all the business meetings of the organization. A simplified set of rules and diagrams, attached as [Exhibit 2](#), will be available at all meetings.

ARTICLE 8 - AMENDMENTS

Section 8.1 - Amendments

These Bylaws may be amended, altered, or repealed, and new Bylaws may be adopted by a simple majority of the Board, or by a vote of the members entitled to vote at the annual meeting, provided notice as specified in [Article 7](#) has been given.

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EXHIBIT 1 - HUMANIST MANIFESTO III

HUMANISM AND ITS ASPIRATIONS

Humanist Manifesto III, a successor to the Humanist Manifesto of 1933

Humanism is a progressive philosophy of life that, without supernaturalism, affirms our ability and responsibility to lead ethical lives of personal fulfillment that aspire to the greater good of humanity.

The lifestance of Humanism—guided by reason, inspired by compassion, and informed by experience—encourages us to live life well and fully. It evolved through the ages and continues to develop through the efforts of thoughtful people who recognize that values and ideals, however carefully wrought, are subject to change as our knowledge and understandings advance.

This document is part of an ongoing effort to manifest in clear and positive terms the conceptual boundaries of Humanism, not what we must believe but a consensus of what we do believe. It is in this sense that we affirm the following:

Knowledge of the world is derived by observation, experimentation, and rational analysis. Humanists find that science is the best method for determining this knowledge as well as for solving problems and developing beneficial technologies. We also recognize the value of new departures in thought, the arts, and inner experience—each subject to analysis by critical intelligence.

Humans are an integral part of nature, the result of unguided evolutionary change. Humanists recognize nature as self-existing. We accept our life as all and enough, distinguishing things as they are from things as we might wish or imagine them to be. We welcome the challenges of the future, and are drawn to and undaunted by the yet to be known.

Ethical values are derived from human need and interest as tested by experience. Humanists ground values in human welfare shaped by human circumstances, interests, and concerns and extended to the global ecosystem and beyond. We are committed to treating each person as having inherent worth and dignity, and to making informed choices in a context of freedom consonant with responsibility.

Life's fulfillment emerges from individual participation in the service of humane ideals. We aim for our fullest possible development and animate our lives with a deep sense of purpose, finding wonder and awe in the joys and beauties of human existence, its challenges and tragedies, and even in the inevitability and finality of death. Humanists rely on the rich heritage of human culture and the lifestance of Humanism to provide comfort in times of want and encouragement in times of plenty.

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Humans are social by nature and find meaning in relationships. Humanists long for and strive toward a world of mutual care and concern, free of cruelty and its consequences, where differences are resolved cooperatively without resorting to violence. The joining of individuality with interdependence enriches our lives, encourages us to enrich the lives of others, and inspires hope of attaining peace, justice, and opportunity for all.

Working to benefit society maximizes individual happiness. Progressive cultures have worked to free humanity from the brutalities of mere survival and to reduce suffering, improve society, and develop global community. We seek to minimize the inequities of circumstance and ability, and we support a just distribution of nature's resources and the fruits of human effort so that as many as possible can enjoy a good life.

Humanists are concerned for the well being of all, are committed to diversity, and respect those of differing yet humane views. We work to uphold the equal enjoyment of human rights and civil liberties in an open, secular society and maintain it is a civic duty to participate in the democratic process and a planetary duty to protect nature's integrity, diversity, and beauty in a secure, sustainable manner.

Thus engaged in the flow of life, we aspire to this vision with the informed conviction that humanity has the ability to progress toward its highest ideals. The responsibility for our lives and the kind of world in which we live is ours and ours alone.

Humanist Manifesto is a trademark of the American Humanist Association
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EXHIBIT 2 - SIMPLIFIED RULES OF ORDER

Stanislaus Humanists
Simple Business Meeting Guidelines

Substantive Motions Must Be Seconded

A motion or agenda item can be:

1. seconded then discussed;
2. seconded by having two sponsors; or
3. not discussed because no one seconded the motion.

Clarification & Points of Order (Not Seconded)

At any point in discussion, a member may request information or clarification of the motion or the member can ask that a point of order be recognized.

Amending Motions (Seconded)

At any point in discussion, a motion may be made to amend the motion (add/strike language or split the motion). *If seconded, the amendment is discussed and voted.*

1. If the amendment is not accepted, discussion proceeds with the original motion.
2. If the amendment is accepted, discussion proceeds with the amended motion.

Sending Motion to a Committee (Seconded)

At any point in discussion a member may move to refer the motion to a committee to discuss and report back or to refine the motion. *If seconded, the motion to send to committee is discussed and voted.*

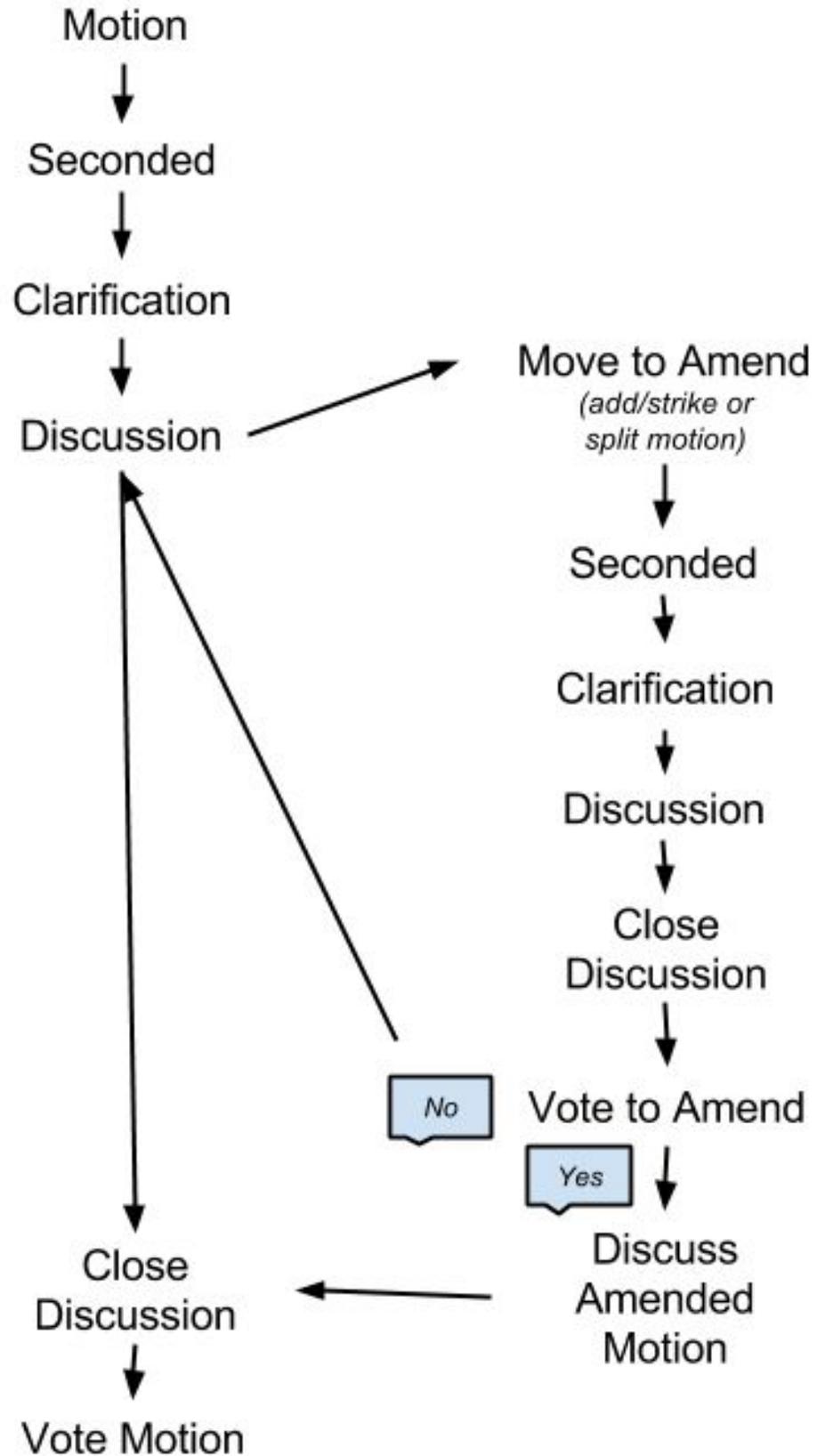
Moving to Close Discussion (Not Seconded)

At any point in discussion, a member may “call the question” or move to close discussion. No second is needed. The Chair takes a quick vote on whether to close discussion.

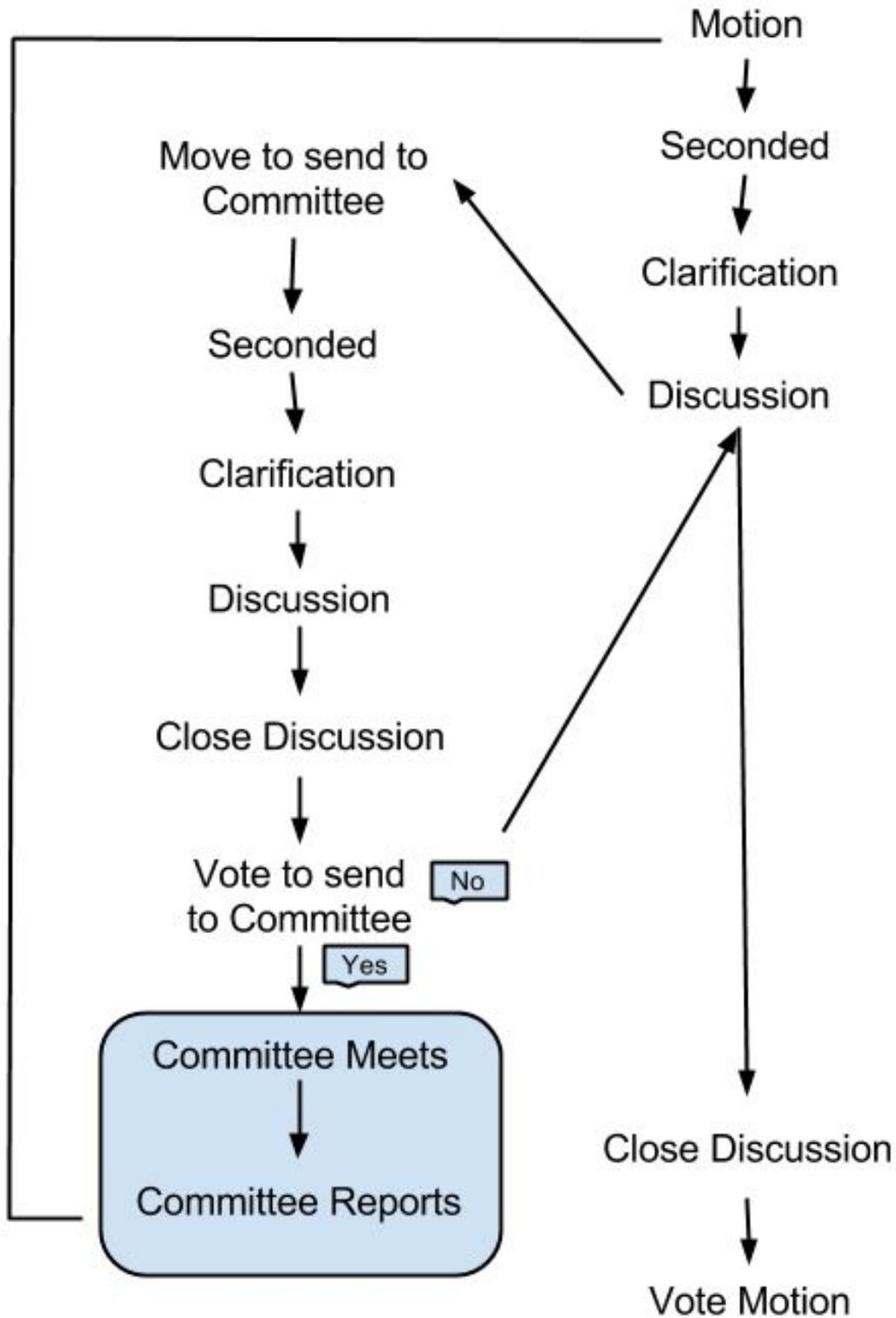
Voting on the Final Motion

If the vote closes discussion, the Chair asks for a vote on the motion.

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Section 2.6 - Meetings; Public Outreach

Section 2.7 - Promote Expressive Freedoms

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