

BYLAWS

CALIFORNIA DIVISION

UNITED DAUGHTERS OF THE CONFEDERACY

**BYLAWS OF THE CALIFORNIA DIVISION
UNITED DAUGHTERS OF THE CONFEDERACY®
Revised October 7, 2023**

Corporation

The California Division - United Daughters of the Confederacy® was incorporated under California Non-Profit Public Benefit Corporation Law on June 12, 1997. The terms "Division" and "California Division," and the acronym "UDC," shall refer to this organization in all instances throughout these bylaws.

Article I. Name

The name of this organization shall be: CALIFORNIA DIVISION UNITED DAUGHTERS OF THE CONFEDERACY.

Article II. Objects and Purposes

This corporation is a non-profit public benefit corporation organized under the California Non-Profit Public Corporation Law.

Section 1. Purpose

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under such law.

Section 2. Specific Purpose

The specific purposes of this corporation, as approved by *Section 501(c)(3)* and *Section 509(a)(2)*, of the *Internal Revenue Code*, are benevolent, charitable, educational, historical, memorial, and patriotic.

Article III. Membership

Section 1. Eligibility for Membership

Those eligible for membership are women at least sixteen years of age who are lineal or collateral blood descendants of men and women who served honorably in the Army, Navy, or Civil Service of the Confederate States of America, or gave Material Aid to the Cause. Women who were adopted are eligible only through the bloodlines of a biological parent.

Section 2. Admission to the Organization

Admission to membership in the United Daughters of the Confederacy® (or "General") shall be by invitation through a Chapter.

Section 3. Categories of Membership

The four categories of membership shall be Members in Good Standing, Associate, Honorary, and Honorary Associate.

- A. *Members in Good Standing (Members)* shall be those members whose names appear on the list mailed with per capita tax/fee to the Treasurer General and the General Business Office. (*See Standing*

Rules for per capita tax/fees.) The term “Members” in these Bylaws shall refer to this category of individuals.

- B. *Associate Members* shall be those women age 16 or older who are ineligible for membership in good standing, but who have shown an interest in being identified with the United Daughters of the Confederacy®. They shall have the privilege of attending all meetings but may not vote or hold any elective office in a Chapter or the Division.
- C. *Honorary Members.* A Chapter may confer, according to its bylaws, Honorary Membership on one of its own members or on a member of another Chapter. If a Chapter confers Honorary Membership on one of its own members, it shall count her toward its membership strength and grant her all membership rights and privileges. If a Chapter conveys membership on a member of another Chapter, it shall not count her toward its membership strength, grant her voting rights, nor elect/appoint her as an officer, chairman, Delegate, or Alternate. An Honorary Member shall remain current in payment of General and Division per capita tax and Chapter dues in her home Chapter or she shall be dropped from membership in the Organization and lose her Honorary Member status.
- D. *Honorary Associate Members* shall be those men or women whom the Division desires to honor in recognition of outstanding service. The number of Honorary Associate members at the Division or Chapter level shall not exceed three. The qualifications for those to be honored by the Division shall first be presented to the Executive Committee for approval, following which they shall be elected by vote of the assembly at the Division Convention. The requirements of the General Organization shall be followed for the election of any individual as an Honorary Associate Member.

Section 4. Confederate Ancestor

- A. No Confederate ancestor who took the Oath of Allegiance prior to April 9, 1865, shall be eligible to be used for application for membership. If further proof of Confederate service is available, thereby nullifying the Oath of Allegiance, the ancestor shall be considered for approval.
- B. Applicants for membership shall furnish documented proof of relationship to a qualifying ancestor as defined in *Paragraph A* of this Section, and which shall accompany all applications.
- C. Historical proof of eligibility shall be obtained from sources established by the United Daughters of the Confederacy as published on the application forms.

Section 5. New Member Applications

- A. *Process.* An applicant for membership shall submit *Original Membership* application forms, appropriate fees, and documented proof of her lineal or collateral descent from an eligible Confederate

ancestor, and shall be accepted according to rules established by the General Organization and published in the *General Registrar's Manual*. (See *Standing Rules for Fee Schedule*.) The application shall bear endorsing signatures of two Chapter members to whom the applicant is personally known. If the application is approved by the General Organization, the applicant shall be registered, and a membership certificate issued. The date of the Registrar General's signature on the application is the member's registration date.

- B. *Children of the Confederacy*. A current or former member of the Children of the Confederacy shall join a Chapter of the UDC by transfer rather than by the *Original Membership* application process in *Paragraph A*, above. (See *Standing Rules for Fee Schedule*.) The transfer procedure shall be according to rules established by the General Organization and printed in the *General Registrar's Manual*.

Section 6. Supplemental Applications

After a member is registered, she may file additional application(s), known as *Supplemental Membership* application(s), on her other eligible Confederate ancestor(s). Lineage approved on an *Original Membership* or a previous *Supplemental Membership* application does not need to be duplicated. A *Supplemental Membership* application shall be handled in the same manner as *Original Membership* application, according to rules established by the General Organization and printed in the *General Registrar's Manual*. (See *Standing Rules for Fee Schedule*.)

Section 7. Additional Fees

Chapters may add a minimum fee, payable to the chapter, to the cost of new member and supplemental applications, for printing, postage, etc. No other fees or personally payable amounts shall be collected from applicants. Any reimbursement of expenses incurred for processing the application must be submitted to the appropriate Division or Chapter officers for approval and paid out of Division or Chapter funds.

Article IV. Changes in Membership Status

Section 1. Transfers

- A. Upon invitation by a Chapter, a member may transfer from one Chapter to another by completing the transfer procedure according to the rules established by the General Organization and printed in the *General Registrar's Manual*.
1. If her General per capita tax has been paid as determined by the UDC Business Office, she may be transferred without payment of additional General per capita tax for the membership year. The receiving Chapter shall collect applicable Division per capita taxes, transfer fees, and dues.
 2. If her General per capita tax has not been paid, as determined by the UDC Business Office, she may be transferred and the receiving Chapter shall collect General and Division per capita taxes, transfer fees, and dues.

- B. When a transfer has been approved by General by August 31, the transferred member shall be included in the receiving Chapter's voting strength and shall be eligible to be a Delegate or Alternate of the receiving Chapter.
- C. A transfer shall be issued only to a designated Chapter and shall be presented within six months. An applicant shall apply to the Division Registrar for a transfer if she is refused one by her Chapter. (See *Standing Rules for Fee Schedule*.)

Section 2. Transfer from Disbanding Chapter

Upon invitation by a Chapter, members of a disbanding Chapter whose General per capita tax status is current (as determined by the UDC Business Office) may transfer their memberships without payment of transfer fee provided the transfer is accepted within the current membership year, i.e., September 1 through August 31, according to rules established by the General Organization and printed in the *General Registrar's Manual*.

Section 3. Terminations of Membership

- A. *Resignation.* A member whose General per capita tax status is current may resign her membership in the Organization by sending written notification to her Chapter President. The resignation must be immediately reported in writing by the Chapter Treasurer to the Division Treasurer, who shall immediately report it in writing to the UDC Business Office. The resignation is effective on the date the notice is received by the UDC Business Office.
- B. *Dropped.* A member whose General per capita tax has not been received by the Treasurer General by August 31 is dropped from membership in the Organization. (Also see *General Bylaws Article III Section 3 Membership. C. Suspension of Membership.*)
- C. *Termination of Interest.* Any interest of a member in the property of her Chapter, her Division, or the General Organization shall immediately end upon termination of her membership.

Section 4. Reinstatements to Membership

- A. *Reinstatement to Former Chapter.* A former member, whether she resigned in good standing or was dropped due to nonpayment of General per capita tax may, upon invitation, have her membership reinstated in her former Chapter by payment to said Chapter of the current year's General per capita tax, a reinstatement fee, plus any other applicable Division and Chapter fees, according to the rules established by the General Organization and printed in the *General Registrar's Manual*. (See *Standing Rules for Fee Schedule*.)
- B. *Reinstatement to another Chapter.* A former member, whether she resigned in good standing or was dropped due to nonpayment of General per capita tax, may upon invitation, have her membership reinstated into a Chapter other than her former one by: 1) payment to the receiving Chapter of the current year's General per capita tax, and a reinstatement fee, plus any other applicable Division and

Chapter fees; and 2) submission of a transfer form and transfer fees according to rules established by the General Organization and printed in the *General Registrar's Manual*. (See *Standing Rules for Fee Schedule*.)

Article V. Per Capita & Appropriations

Section 1. Per Capita

On its organization, and before each succeeding January 31, each Chapter shall pay into the Division Treasury the General and Division per capita tax/fees for each of its Members, which shall be remitted pursuant to *Article VI, Section 5(F)(8)*. (See *Standing Rules for Fee Schedule*.)

Section 2. Contributions

Chapter Treasurers and Committee Chairmen shall remit all contributions to the Division Treasurer by January 31, including all contributions for special activities, and the ongoing work of General and Division, so that a record may be kept of all funds originating in the California Division.

Section 3. Special Funds

Division Special Funds shall be defined as follows: Archival Sleeves, Convention, Convention Musician(s), Division Expenses, Education, Patriotic & Veterans Affairs, President's Expense to General Convention, Division Projects, Division Financial Aid for Members, Yearbook, and such other accounts as are determined necessary by the Division Treasurer, with approval of the Finance Committee.

Article VI. Elected Officers and Duties

Section 1. Officers of the Organization

The Officers shall be: President, Vice President, Second Vice President, Third Vice President, Recording Secretary, Treasurer, Registrar, Historian, Recorder of Military Service Awards, and Custodian of Flags. Collectively, these elected officers shall be known as the Executive Committee, and for purposes of California law, this term shall be synonymous with Board of Directors. (See *Article XI*.)

Section 2. Eligibility for Office

To be eligible for an elected Division office, a candidate must be a current member and have been a member of the California Division United Daughters of the Confederacy for at least two years; should reside in the state of California; have served as a Chapter President; or held the same office in a Chapter for which she is nominated in the Division; or have had comparable experience in another organization or in the business world. Ex-Presidents of the California Division are eligible to hold any elected office in the Division.

Section 3. Term of Office

- A. Officers shall be elected and installed for a two-year term at the Division Convention in even numbered years. The terms of all elected officers shall begin at the close of the Convention at which they were elected. No officer may be elected for a second consecutive term in the same office, with the exception of the Registrar and Treasurer, who may serve a total of four consecutive

years in the same office.

- B. An officer may be elected to that office for the next two-year term, provided she served less than one-half of the unexpired term to which she was appointed to fill a vacancy.
- C. No member may serve as an officer more than two elected terms without a two-year interval, except that a candidate for Division President may be nominated while serving her second term as an elected officer other than President.
- D. In the interests of representation of our membership on the Executive Board, no more than three members from the same Chapter may serve as officers in any given two-year term.
- E. If in any year there is no candidate for any specific office, the incumbent shall serve until a successor has been elected or appointed.

Section 4. Duties of All Officers

All elected officers:

- A. Shall attend all meetings of the Executive Committee (either regular or special), and Division Convention.
- B. May not be appointed to serve as a chairman of any committee or to serve as a Director unless the chairmanship or directorship is directly related to her elected office.
- C. Shall be familiar with the *Officers and Duties* as set forth in the *General UDC Handbook* for that office and the *General UDC Handbook*; maintain the files related to their respective elected offices; and perform all of the duties of their respective elected offices. (*The General UDC Handbook for each officer is available for download, at no charge, at the Members Only section of the General UDC website.*)
- D. Shall maintain updated records and a procedural handbook for all matters relating to her office, to be given to her successor on the day after election and no later than November 1. Each officer shall be responsible for all property entrusted to her. In the event of loss or damage, she shall replace said property.

Section 5. Specific Duties of Officers

- A. **President:** In addition to other duties that may be prescribed elsewhere in these *Bylaws*, this Officer:
 - 1. Must reside in the State of California;
 - 2. Presides over all meetings of the Division Executive Committee; announces the business before these meetings; preserves order; decides all questions of order; and has general supervision over all affairs of the Division;
 - 3. Calls special meetings of the Division Executive Committee according to rules established in these *Bylaws*;
 - 4. Appoints all Appointed Officers, Standing and Special

- Committee Chairmen, except the Nomination & Elections Chairman and Committee, and is an ex-officio member of all committees, except the Nominations & Elections Committees;
5. Appoints Division Directors and directs the Division Recording Secretary to submit them on the annual reporting form, Directors of General Committees, to the Recording Secretary General along with the two other annual reports: Elected Officers Report and Chapters and Chapter Presidents Report;
 6. Fills vacancies on the Executive Committee pursuant to *Article XI*, Section 5, and other vacancies as needed;
 7. Appoints qualified substitutes to act for an absent or incapacitated officer after non-performance of duties for 60 days, or more;
 8. Approves all non-budgeted payments from Division funds;
 9. Holds a key for the Division's Safe Deposit Box;
 10. Orders a financial review of the Treasurer's books in the event of the elected Treasurer's replacement;
 11. Acts as Chairman of the delegation attending General Convention;
 12. Submits a report for the General Convention formulated from reports provided at the Division Convention;
 13. Writes the report of her final year's work, and is recognized as Division President for the purpose of reporting on her final year's work at the General Convention;
 14. Provides a copy of her final year's report to the current Division President, who shall present it on President's Evening in the event the retiring Division President is unable to attend the General Convention.
- B. *Vice President:*** In addition to other duties that may be prescribed elsewhere in these *Bylaws*, this Officer:
1. Must reside in the State of California;
 2. Assists the Division President, and in the Division President's absence or incapacity, acts as the Division President, and discharges the duties of that office, when necessary;
 3. Becomes the Division President in the event of the death or resignation of the Division President;
 4. Processes all orders for UDC Insignia;
 5. Processes applications for the *Stonewall Jackson* and *Winnie Davis Medals*;
 6. Acts as the liaison to the *Judah P. Benjamin General Committee* for the purpose of processing these awards;
 7. Presides at Presidents' Evening for the Division Convention.
- C. *Second Vice President:*** In addition to other duties that may be prescribed elsewhere in these *Bylaws*, this Officer:
1. Chairs the Education and Scholarship Committee;

2. Abides by the *Scholarship Rules* as set forth in the *General Educational Circular*, Guidelines of the *General UDC Handbook* and *Article XV* of these *Bylaws*;
 3. Collects and disseminates information on available Chapter, Division, and General Scholarships. (See *Standing Rule #13* for scholarship details.)
- D. **Third Vice President:** In addition to other duties that may be prescribed elsewhere in these *Bylaws*, this Officer:
1. Supervises the Children of the Confederacy (CofC), California Division, their Directors, and all of the work pertaining to them in the Division.
 2. Reports the work of the preceding year of the CofC, California Division, to the Third Vice President General 30 days before the General Convention;
 3. Serves as Chairman of the Children of the Confederacy Committee for the California Division;
 4. Serves as Registrar of the CofC, California Division.
- E. **Recording Secretary:** In addition to other duties that may be prescribed elsewhere in these *Bylaws*, this Officer:
1. Takes minutes at Division Conventions and all Executive Committee meetings, using a recording device as a backup, if desired;
 2. Maintains the Division's Minute Book and keeps a Roll of the Chapters of the Division with names and addresses of officers;
 3. Keeps the Division's corporate seal; enrolls as a signatory on the checks of the Division under the supervision of the Division President, signing checks only when needed;
 4. Opens all bank and investment accounts as directed by the Division President and the Finance Committee;
 5. Prepares and posts the Official Notice and Call to Annual Convention to the Division website for access by members;
 6. Serves on the Yearbook Committee;
 7. Maintains the *Division Manual of Procedures* (See *Standing Rule 23.*)
 8. Performs all other duties that pertain to this office.
- F. **Treasurer:** In addition to other duties that may be prescribed elsewhere in these *Bylaws*, this Officer:
1. Collects all Division and General per capita tax/fees;
 2. Disburses Division funds as allocated in the approved budget and under the recommendation or direction of the Division President for the current expenses of the Division or pursuant to the *Standing Rules*;
 3. Prepares the annual proposed budget to be submitted to the Executive Committee at the Spring Board meeting of each year, and provides a master copy of the approved proposed budget to

the Recording Secretary for inclusion with the Official Notice & Call to Division Convention;

4. Receives all monies contributed for California Division purposes and funds, and disburses non-budgeted funds to the Chairmen of Committees or persons authorized to receive said money, upon approval of the Executive Committee and Finance Committee, and under the direction of the Division President;
 5. Signs all checks with the Division President for all accounts in the name of the Division;
 6. Deposits all Division funds in investment firms and banks, each of which shall be FDIC- or SIPC- insured. The amount of funds placed in such investment firms or banks shall not exceed the financial institution's amount of insurance coverage;
 7. Informs the Executive Committee of available Scholarship funds that can be awarded;
 8. Remits to the Treasurer General, before March 1 of each year, the appropriate amount of General per capita tax for each member, together with the computer printout listing those members whose per capita taxes/fees or dues have been paid for the ensuing year. (See *Article V, Section 1*, and *Standing Rules for Fee Schedule.*);
 9. Provides the Division Registrar with a copy of each chapter's paid per capita list within two weeks of remittance to the Treasurer General;
 10. Gives reports for all money received and notifies Chapters whenever they are delinquent with their financial obligations;
 11. Submits the reports, books, and vouchers of the Division Treasurer at least two weeks prior to the Division Convention to the chairman of the Financial Review Committee for verification for complete audit report of the Division's financial status;
 12. Is a key holder of the Division's Safe Deposit Box;
 13. Is responsible for the Division's IRS Exemption documents;
 14. Has the authority granted by all chapters of the California Division to handle issues with the *IRS, Attorney General of California* and *Franchise Tax Board* regarding paperwork filed with these entities on the chapter's behalf, although nothing in this paragraph shall be construed to allow the Division Treasurer to have access to any Chapter's assets;
 15. Serves as a member of both the Finance Committee and Yearbook Committee.
 16. Completes and submits the Division's Annual Statement by Domestic Nonprofit Corporation to the *California Secretary of State*.
- G. **Registrar:** In addition to other duties that may be prescribed

elsewhere in these *Bylaws*, this Officer:

1. Receives all applications for membership and supplemental applications, together with appropriate fees, after they have been completed according to *Article III, Sections 5 and 6*; and processes all transfers as requested (*See Standing Rules for Fees.*);
2. Keep up-to-date records of members, dates of their admission, and records on all Chapters and dates of Charter, and is custodian of all files, records, and materials pertaining to this office;
3. Forwards a preliminary list of Members in each Chapter to the Chairman of Credentials & Registration Committee 45 days prior to the Division Convention, and forwards a final list 15 days prior to the Division Convention;
4. Give a complete report of the membership at the Division Convention;
5. Requests Chapters to furnish a statement showing their standings as of August 1, at her discretion;
6. Determines the winners of Membership Awards and present those awards at the Division Convention;
7. Is notified of all resignations, reinstatements, deaths, members dropped for nonpayment of per capita tax/fees or dues and name changes (*See Article XVII, Section 5.*);
8. Serves as the Director of Organization of New Chapters and is responsible for membership development; assists in Chapter Organization, Disbanding, Merging or Declaring a Chapter Defunct as outlined in the *General Registrar's Manual*;
9. The Division or Chapter Registrar may form an application team to assist her in the processing of supplementals. The team members should be trained in the duties of the Registrar. The team may consist of an Assistant Registrar and others. If a Division or Chapter Assistant Registrar is elected or appointed, she may sign supplemental applications. The Division Assistant Registrar may submit them to the Assistant Registrar General.

H. *Historian:* In addition to other duties that may be prescribed elsewhere in these *Bylaws*, this Officer:

1. Directs the work of the Chapter Historians, receives their reports, and prepares a brief statistical report for the Division Convention;
2. Maintains a current inventory of all historical papers of the California Division held in the Division Storage Unit (except those that are required to be maintained by the Division Recording Secretary, Division Registrar and Division Recorder of Military Service Awards) collects from the Chapters and adds to said storage such papers as will add to the Division history;

3. Supervises the work of the following committees: Historical Reference Files and Museum Library and History of the California Division;
 4. Plans and presents, or arranges to be presented, the historical program for Historical Evening during the Division Convention with approval of the Division President;
 5. Promotes interest in a fair and impartial history of the War Between the States;
 6. Process all applications for the *Jefferson Davis Historical Gold or Silver Medals* and the *Sidney Lanier Medal*;
 7. Receives and arranges for judging Historical Essays, Chapter Scrapbooks, Chapter Newsletter, and other items, and presents the awards for these categories at the Division Convention.
- I. **Recorder of Military Service Awards:** In addition to other duties that may be prescribed elsewhere in these *Bylaws*, this Officer:
1. Receives, processes, and approves or rejects all applications for *Crosses of Military Service*, *National Defense Medals*, *Armed Forces Expeditionary Service Medals*, *Pioneers in Space Awards*, *Meritorious Service Awards*, and applicable *Certificates of Appreciation*;
 2. Maintains the Division's files relating to these Medals or Awards;
 3. Bestows all Crosses, Medals, Awards, and Certificates upon qualified individuals at the Division Convention;
 4. Receives reports from the Chairman of the Southern Cross of Honor Committee.
- J. **Custodian of Flags:** In addition to other duties that may be prescribed elsewhere in these *Bylaws*, this Officer:
1. Has charge of all flags, pennants, and related items belonging to the Division;
 2. Work with an Assistant Custodian of Flags, appointed by the President, who resides in the opposite part of the state from where the elected Custodian resides;
 3. Stores and delivers the UDC California Division Flags for all Division functions in her respective part of the state, sharing this responsibility with the Assistant Custodian of Flags;
 4. Serves as the California Director for the Correct Use of the Confederate Flags;
 5. Obtains consent of the Executive Committee prior to loaning the flags for any purpose outside of a California Division function.

Article VII. Appointed Officers

Section 1. List

Appointed officers of this Division may include the Chaplain, Corresponding Secretary, Assistant Custodian of Flags, and Parliamentarian.

Section 2. Appointment

The President shall appoint these officers at her discretion and their information shall be printed in the annual Division Yearbook.

Section 3. Participation with Executive Committee

In compliance with *California Law (AB 1233, 1 Jan 2010)* these appointed officers are not members of the Executive Committee as defined in *Article XI, Section 1*. If invited to attend, the appointed officers shall not be entitled to a vote at any Executive Committee meeting, nor shall their presence be counted to declare a quorum.

Section 4. Parliamentarian

In the event the Division President exercises her right to appoint a member of the California Division to serve as Parliamentarian, that individual shall abide by the latest edition of *Robert's Rules of Order Newly Revised* regarding the duties of the Parliamentarian. The Parliamentarian may not serve as Chairman of another committee.

Article VIII. Honorary President of Division

Section 1. Eligibility

When notified of a vacancy in the office of Honorary President of Division, a Chapter may present a member's name and curriculum vitae to the Nominations & Elections Committee, as a proposed candidate, who must meet the following qualifications:

- A. All nominees shall have been a member of the Division for not less than ten years.
- B. All nominees shall have given outstanding, continuous service to the Division over a period of ten years or more.
- C. All nominees must have served at least one term as an elected or appointed Division Officer, or as a Director or Chairman of a Division Committee, in addition to Chapter Service.
- D. An Ex-Division President is not eligible for the position of Honorary President of Division.

Section 2. Nominees

Names of deserving, qualified candidates shall be submitted to the Nominations & Elections Committee, who shall verify the membership and service requirements of each candidate. The names of those nominees who meet the criteria shall be included on a slate of candidates, together with qualification information, and the Slate shall be included with the Official Notice & Call to Division Convention.

Section 3. Number

There shall be no more than six Honorary Presidents of Division at any one time.

Section 4. Time of Election

Election to fill a vacancy in the office of Honorary President of Division shall take place at the first Division Convention after the vacancy occurs, provided the names and qualifications of the nominees have been included with the Official Notice and Call for the Division Annual Convention.

Section 5. Term of Office

The term of office for an Honorary President of Division shall be for the lifetime of the individual.

Section 6. Maintain status as a Member

An Honorary Division President shall maintain her status as a member in order to retain the title of Honorary Division President.

Section 7. Right to resign

The recipient of this honor shall have the right to resign.

Section 8. Vote

Once elected to the position of Honorary President of Division, said member shall no longer be eligible to serve as an elected or appointed Division officer. Honorary Presidents of Division are not members of the Executive Committee as defined in *Article XI, Section 1*, (reference California Corporations Code, §§ 5210-5260) and shall not be entitled to a vote nor counted in the quorum at any Executive Committee meeting, if invited to attend.

Article IX. Nominations & Elections

Section 1. Election of Committee

Note: If the Division Annual Convention is held as an "Electronic" Convention the procedures outlined in Article XX Electronic Meetings will be in effect.

The Nominations & Elections Committee shall consist of five elected members, who shall serve a two-year term. In election years, the retiring Executive Committee shall elect one of its board members and one other individual to serve on the Nominations & Elections Committee. The three remaining members of this committee shall be nominated from the floor and elected at the Division Convention. No more than one member from each chapter shall be eligible to serve on this committee. The prior consent of each candidate nominated must first be obtained. When more than three candidates are nominated from the floor, election shall be by ballot, and a plurality vote shall elect. Following the election, the Nominations & Elections Committee shall elect its own chairman, who shall also serve as the Head Teller at the Division Convention.

Section 2. Nominations to Office

Any Chapter may propose the name of one of its members, or a member from another Chapter in good standing, who may reside out of the state of California, for nomination to an elected office. Said Chapter shall endorse the member to be nominated for a Division office at a Chapter meeting and send (email acceptable) the name of each nominee, together with a list of the nominee's qualifications and a copy of the Chapter Minutes where said endorsement occurred, to the Chairman of the Nominations & Elections Committee at least 75 days before the Division Convention. Names of all nominees for Division elective offices and any names of nominees for Honorary Presidents of Division, if applicable, may not be presented to the Nominations & Elections Committee prior to January 1 of the election year.

Section 3. Duties of Chairman and Committee Members

In a Division election year and in years when an Honorary President of

Division is to be elected, the Chairman shall notify all chapters in a timely manner that the committee is soliciting nomination for Division Offices. The Committee may also directly solicit individual candidates. The Chairman shall notify all members of the committee of nominations received from chapters and committee members and provide each member a copy of all correspondence received. The Chairman shall review all qualifications of the nominees with all committee members. This Committee as a whole shall determine that each candidate has met the qualifications for each elective office and obtain the consent of each candidate to serve in the appropriate elective office. After doing so, the Committee shall prepare a Slate of Candidates that shall be included with the Official Notice & Call to Division Convention.

Section 4. Preparation & Tallying of Ballots

- A. This Committee shall prepare all ballots for elective offices and blank ballots for additional voting purposes to be used at the Division Convention for voting. A member of the Nominating Committee may be a candidate for an elective office, or a candidate for Honorary President of Division, but may not serve as Head Teller or an Assistant Teller in counting ballots at the Convention when a candidate.
- B. The name of each candidate for the office of Honorary President of Division shall be listed at the bottom of the Slate of Candidates for elective Division office.
- C. The Chairman of the Nominations & Elections Committee shall furnish a sufficient supply of Slate of Candidates to the Recording Secretary for inclusion with the Official Notice & Call to Division Convention 50 days before the Division Convention.
- D. In the event extraordinary circumstances cause Division Convention to be held as an online virtual event pursuant to *Article XX, Section 6*, this Committee shall set up and oversee electronic voting pursuant to *Subsection D. of that Section*.

Section 5. Nominations from the Floor

Nominations may be made from the floor at the Division Convention with the consent of the member being nominated. Each nominee must provide proof of meeting the eligibility requirements for elective office as set in *Article VI, Section 2* of these *Bylaws*. Each nominee shall have the right to address the assembly for a period not to exceed three minutes.

Section 6. Elections

The committee shall be responsible for preparing, distributing, collecting, and counting ballots. When voting by ballot, the Nominations & Elections Committee shall rely on the list of registered Members in attendance at the Convention provided by the Credentials & Registration Committee for the purpose of checking all eligible voters. The number of ballots distributed must correspond with the number of ballots collected; in the event of an electronic vote held pursuant to *Article XX, Section 6*, the sum of the number

of ballots cast plus the number of any ballot links unused must correspond with the number of ballot links distributed. If a member must leave the room during any voting process, she will be required to check-out with the Credentials Desk and will not be readmitted until the balloting is completed.

Section 7. Voting by Ballot

Voting shall be by ballot for all elected officers and Honorary Presidents of Division. Other matters as determined by the chair may also be by ballot vote. The Chairman of the Nominations & Elections Committee shall give the statistical results of the tallied election to the Division President, who shall announce the winner of each office. A majority of votes cast shall elect. In the event there is only one candidate for any elective office, the ballot vote may be dispensed with, and the vote may be by voice vote.

Article X. Division Annual Convention

Section 1. Division Convention

The term Division Convention is synonymous with Annual Meeting, and meets the California non-profit, annual meeting requirement. (See Standing Rule 16(k).) A Division Convention shall be held each year before the 15th of October in Bakersfield, since it lies geographically between Southern and Northern California Chapter locations. When hosting Division Convention in Bakersfield proves too difficult or is financially not feasible, or the agreed-upon facility is not available, then another location shall be presented to and voted upon at the preceding Division Annual Convention. In the event of an emergency, the power is vested in the Executive Committee to change the date and/or place of the meeting. When it is impossible to hold an in-person Division Convention, the annual business of the Division shall be transacted, and Convention events be held, through an online virtual event pursuant to *Article XX, Section 6. Use of Electronic Meetings by Division for Annual Convention.*

Section 2. Quorum

A quorum at any Business Session shall consist of representation from a minimum of 1/3 of the Chapters distributed throughout the Division; five elected officers of the Division; and 1/3 of the members registered for, and present at, the Division Convention.

Section 3. Official Notice & Call to Division Convention

Not less than 45 days before the Division Convention the Recording Secretary shall post the Official Notice & Call to Division Convention on the Division website and shall email members of the Executive Committee, Appointed Officers, Chapter Presidents, Chapter Designated Email Recipient, Division Chairmen and Directors, Ex-Division Presidents and Honorary Presidents of Division informing them of said posting. A courtesy invitation may be extended to all General Officers at the discretion of the Executive Committee. Chapter Presidents shall be responsible for providing the Convention's information to their members in a timely manner. Chapter Presidents may post Division Convention information on their websites.

Chapters must provide a designated Email Recipient in addition to Chapter President.

Section 4. Voting

Every registered member in attendance at the Division Convention shall be entitled to vote on all issues before the assembly. (See *Article IX for voting procedures.*)

Section 5. Expenses

Any member or guest attending the Division Convention shall pay her/his own expenses, except those individuals as set forth in the *Standing Rules*, or unless otherwise recommended by the Executive Committee and duly adopted by a vote of the membership.

Section 6. Reports

Elected Division Officers, Chairmen of Standing and Special Committees, and Chapter Presidents shall provide a written report limited to 200 words for the Division Convention, a copy of which shall be provided to the Division Recording Secretary and the Yearbook Chair in a word processing-friendly format at least a week prior to the opening of Division Convention. (See *Standing Rule 7. Yearbook* for criteria.)

Article XI. Executive Committee

Section 1. Executive Committee

The Executive Committee shall consist of the elected Division Officers, who shall have charge of the general affairs of the corporation and may conduct business of the California Division between the Division Conventions. This body shall have supervision and control over any property, activities, or interests that belong to, or pertain to, the California Division. The Executive Committee may not modify any action taken by the members at any Division Convention. Any debts or liabilities incurred on the Division's behalf must first be voted on and passed by the Financial Committee and Executive Committee, and later ratified by a vote of the membership.

Section 2. Meetings

- A. *Regular Meetings.* Members of the Executive Committee shall attend three regular meetings each year as follows: one held immediately prior to the Division Convention; one held immediately following the Division Convention; and one in a central location the following spring. Should additional meetings be needed, see *B.* below.
- B. *Special Meetings.* The President may call Special Meetings of the Executive Committee at any time. In addition, such a meeting shall also be called at the written request of the majority of the members of the Executive Committee. Special Meetings shall require a minimum of 15 days prior written notice of said meeting. Only that business mentioned in the Notice of a special meeting may be considered at such meeting.

Section 3. Teleconference or Electronic Meetings

Teleconference or electronic meetings may be held at the discretion of the Division President and in accordance with the provisions of *Article XX, Section 2. Use of Electronic Meetings by Executive Committee.*

Section 4. Quorum

A majority of the Executive Committee shall constitute a quorum for the transaction of business.

Section 5. Vacancies

If the office of President becomes vacant, the Vice President shall become President. In the event of a death or resignation of any other member of the Executive Committee, the President shall have the authority to fill the vacancy by appointment, subject to the approval of the remaining members of the Executive Committee. All individuals selected to fill the vacancy of an elected office must first meet the eligibility requirements for that office.

Section 6. Removal from Office

In the event an elected officer must be removed from office due to illness, or because she is unable to perform the duties of the elected office, removal will be decided by the Division President. Any officer who moves from the State of California shall immediately cease to be an officer of the Division. All vacancies in office shall be filled pursuant to the provisions of *Section 5* above.

Article XII. Division Committees and Duties

Note: All Committees may hold electronic meetings if they meet the criteria in Article XX Section 3 Use of Electronic Meetings by Committees.

Section 1. Standing Committees

- A. *List.* There shall be the following Standing Committees: Bylaws, Credentials and Registration, Education and Scholarship, Finance, Financial Review, Grave Markers, Historical Reference Files, Jefferson Davis Highway, Memorial Service, Monuments & Memorial Markers, Music of the Confederacy, Nomination and Elections, Public Relations/Press/Radio/Television/Internet, Southern Literature and Arts, Veterans Affairs Volunteer Service (VAVS), and Yearbook.
- B. *Membership.* With the exception of the Nominations and Elections Committee Chairman and her committee, all appointments are made by *the* Division President and are concurrent with her term of office. All committees shall contain at least three members when practical, unless specified elsewhere in these *Bylaws*. Committee members and chairmen may reside outside the state of California.
- C. *Directors.* The California Division is entitled to Directors as specified in *the General Bylaws*. They are appointed by the Division President and provide copies of their reports to the General Organization and the Division President. They serve as chairman of their respective committees. A Director may reside outside the state of California.

Section 2. Role of Each Committee

- A. **Bylaws.**

1. This committee shall be responsible for all Division Bylaw amendments or revisions submitted to it for consideration or approval.
 2. All submissions must be received by the Division Bylaw Committee Chairman (email acceptable) no later than March 1 and must be typed in a three-column format to include the original Bylaw, the proposed change with rationale, and the Bylaw as amended. Upon receipt of any proposed amendment, an acknowledgement shall be sent to the submitter.
 3. Upon review, proposed amendments or revisions shall be submitted to the General Bylaws Chairman and her committee for review and approval in the format specified by her 65 days prior to being submitted to the Division membership for consideration.
 4. If approved by General, the Division Bylaws Committee shall then submit a copy of the proposed amendments to the Recording Secretary for inclusion with Official Notice & Call to the Division Convention.
 5. Any member or Chapter desiring to submit amendments to the General Bylaws may submit such amendment(s) to the Division Bylaws Committee for review and guidance but is not required to do so.
- B. *Credentials and Registration.*** This committee shall be responsible for Convention registration, collecting registration fees, and providing appropriate badges for all attendees. The Chairman shall prepare the Credentials Report to be read as required by the Convention.
- C. *Education & Scholarship.*** The Second Vice President shall be Chairman of this committee, whose duty is to stimulate interest in the acquisition of Scholarships. The Committee shall interview and select applicants for Division Scholarships and receive, process, and forward to General applications for General scholarships. The Committee Chairman shall inform the Division Treasurer of the recipients and the scholarship they are being awarded. The amount paid for each scholarship is based on the amount approved by the Executive Committee, Financial Committee, and vote of the membership.
- D. *Finance.*** This committee shall consist of the current Division Treasurer and two members who are either Ex-Division Treasurers or members with financial experience and recognized business ability. They shall keep the Division President and Executive Committee informed on financial matters for the Division. The duties of the Committee shall include an annual review of all Division investments, including all Division scholarship funds. This

committee shall, together with the Division President, be authorized to manage Division investments and handle Division bank accounts.

- E. **Financial Review.** This committee, which shall not include the Division Treasurer, shall be responsible for conducting an annual review of the Division Treasurer's financial books and records of the corporation, and shall provide a report on the conditions of the books at the Division Convention. The Executive Committee may choose to have an outside audit or review.
- F. **Grave Markers.** The Chairman of this Committee shall serve as the Division Director and shall encourage Chapters and members to search for graves of Confederate Veterans not marked "C.S.A." or "Confederate States of America". She shall record these graves and mark the same; promote interest in marking the graves of Real Daughters and members with appropriate UDC markers; and shall supervise and assist with the activities of the Memorial Service and Monuments & Memorial Markers chairmen, and with the annual Confederate Memorial Day Observances. When requested, she shall assist Chapters with arrangements for Dedication Programs after any markers have been placed.
- G. **Historical Reference Files.** This committee shall be under the supervision of the Division Historian. It shall collect and preserve historical data of special interest to the California Division, including, but not limited to, keeping an accurate and current record of the History of the California Division. It shall encourage museum curators and librarians to display relics and objects of historical value from the period of the War Between the States. Requests for information or to arrange an appointment to access these materials for research may be made in writing (email acceptable) to the Committee Chairman or the Division Historian.
- H. **Jefferson Davis Highway.** The Chairman of this Committee shall serve as the Division Director and shall work with state and local government agencies to maintain and preserve the five Jefferson Davis Highway markers located within the California State borders, or, in the worst case, to prevent their loss or destruction.
- I. **Memorial Service.** This committee and the Division Chaplain shall arrange and conduct the Memorial Service for deceased members at the Division Convention and shall prepare an accurate annual list of deceased members for submission to the Chaplain General prior to the annual General Convention. This chairman shall report to the Director of Grave Markers.
- J. **Monuments & Memorial Markers.** This committee shall keep a record of memorials and markers which record Confederate history to ensure their care and upkeep. The committee shall locate suitable sites for the erection of new markers in the state of California. The

Chairman of this committee shall report directly to the Director of Grave Markers.

- K. **Music of the Confederacy.** This committee shall encourage the use of Southern music at Chapter meetings and special events, and shall assist in supplying it, when asked to do so.
- L. **Nominations & Elections.** See *Article IX* of these *Bylaws*.
- M. **Public Relations/Press/Radio/Television/Internet.** This committee shall present the objects and purposes of the California Division to the public in a dignified and appropriate manner. They shall also respond to radio, television, print media, and website inquiries related to the organization.
- N. **Southern Literature and Arts.** The Chairman of this Committee shall serve as the Division Director and shall promote interest in the fields of Confederate and Southern literature and arts, including works of nonfiction, fiction, poetry, painting, sculpture, decorative, and folk arts, and the people who produce(d) said works. It shall collect material relating to Confederate and Southern literature and arts for donation to the UDC Memorial Building Library in Richmond, Virginia, and public, school, and foreign libraries and institutions. Chapters shall be encouraged to include Southern literature, poetry, biographies, and arts in Chapter programs.
- O. **Veterans Affairs Volunteer Service (VAVS).** The Chairman and Committee work to increase Division membership support of hospitalized veterans through participation and leadership in volunteer activities. In the event there is no VAVS Chairman, the VAVS Report is to be submitted by the Director of Patriotic Activities.
- P. **Yearbook.** This committee shall consist of three members: the Yearbook Chairman, Recording Secretary, and Division Treasurer. They shall have the authority to edit or revise reports of more than 200 words except for Division President and Division Treasurer. They shall arrange material for the Yearbook; and be responsible for its publication and distribution to members.

Section 3. Convention Committees

The Division President shall appoint a Convention Chairman and a Convention Site Chairman, and such other related committees or chairmen as are deemed necessary to carry out the business of the Convention.

- A. **Convention.** The chairman and her committee shall be responsible for all arrangements and coordinate all activities connected with the Division Convention at least two years in advance, when practical. (See *Division Manual of Procedures*.)
- B. **Convention Site.** This chairman shall investigate and select appropriate sites for the Division Convention, to be submitted to the membership for consideration and vote at least two years in advance, when practical.

Section 4. Special Committees

The Division President may appoint Chairmen of Special Committees necessary for effective administration, and to conduct the work of the Division, including but not limited to the following: Confederate Memorial Day; Genealogical Events; Graves and Markers of Division Ex-Presidents; Newsletter; Division Records Preservation; Ex-Presidents of Division Advisory Committee; Grave Guardian Alliance; Nathan Bedford Forrest Boyhood Home; Marshal; Pages; and SCV Alliance. Chairmen may reside out of the state of California.

Article XIII. Seals and Badges

Section 1. Seal

The seal of the California Division shall be the same as that of the General Organization of the United Daughters of the Confederacy, with the addition of the name of California on its outer rim.

Section 2. Badge

The badge to be worn by the members of this Division shall be the same as set forth in the *Bylaws of the General Organization of the United Daughters of the Confederacy*.

Section 3. Use of "CSA"

The letters "CSA" or Confederate States of America shall be placed by the California Chapters of the United Daughters of the Confederacy on all headstones erected by them over graves of Confederate Veterans.

Section 4. President's Pin & Gavel

The Division President's pin and gavel are the property of the California Division and shall be passed on to each succeeding Division President.

Section 5. California Pin

The California Division Members' Pin shall be circular in design with a background of red and an outline of the State of California in white with the letters UDC superimposed in gold. Two State of California symbols, the Grizzly Bear and the Golden Poppy, shall be superimposed, in gold, on the red background. The pin shall be worn in compliance with the rules of the General Organization. Only California Division members may wear this pin on their official ribbon. The pin may be ordered from the Division Vice President.

Section 6. Printed Materials

The seal or badge shall be used only on printed materials that are for the use of, or to be sold for, the benefit of the Organization. Any other use is prohibited unless specifically granted in writing by the President General and Division President. Placement of any official badge or seal shall be top center or top left on printed materials, and nothing placed higher on the printed page.

Section 7. Wearing of Insignia

Insignia (i.e., pins and ribbons) shall be worn in compliance with rules established by the General Organization in *General Standing Rule 3* and printed in the current Minute Book of the Annual General UDC Convention and the First Vice President's Handbook. They may be worn at Chapter,

Division, or General meetings, functions or events, and on other worthy occasions including member's funerals.

Article XIV. Days of Observance

All chapters of the California Division shall, whenever possible, annually observe the following events: The birthdays of Commodore Matthew Fontaine Maury (January 14); General Robert E. Lee (January 19); General Thomas J. (Stonewall) Jackson (January 21); Confederate Memorial Day (April 26); the birthday of President Jefferson Davis (June 3); UDC Founders Day (September 10); the birthdays of Admiral Franklin Buchanan (September 17); Rear Admiral Raphael Semmes (September 27); and California Division Day (October 7).

Article XV. Scholarships

Section 1. Description

The General Organization and California Division both offer academic scholarships to deserving students who are descendants of eligible Confederates, and who are attending an accredited college or university. California Division awards require attendance at a California college or university. The deadline for submission shall be announced annually by the Division Second Vice President and all applications shall be processed through this officer. The list of California Division scholarships shall be printed in the Division *Standing Rules*. (See *Standing Rule 13*.) The list of scholarships of the General Organization can be found in the General *Standing Rules* and the General *Educational Circular*.

Section 2. Governing Rules and Qualifications

The rules and qualifications are printed in the General *Educational Circular*.

Section 3. Approval of Recipient

Upon approval of a recipient, the Division will send notification to the applicant. At the discretion of the Education Committee, the scholarship funds will be mailed to the student directly, or to her/his college or university containing the scholarship amount for the entire academic year. Scholarships paid to the student shall be limited to reimbursement for tuition, books, or fees. Division scholarships shall be considered gifts to the student(s).

Section 4. Yearbook

The names of all scholarship recipients shall be published annually in the Yearbook in conjunction with the list of available scholarships. (See *Standing Rule 7(j)*.)

Section 5. Establishment

Division Scholarships may be established with a minimum donation as set forth by the Financial Committee. Scholarships may be named in honor of deceased Division members in recognition of their service to the California Division UDC, the name of an eligible Confederate Ancestor or other memorial naming consideration approved by the Executive Committee.

Article XVI. Organization of Chapters

Section 1. Forming a Chapter

A new Chapter may be organized by a minimum of seven women residing in the same geographical location as said new Chapter, provided at least seven of the applicants are new to California Division (See *Standing Rules Fee Schedule*.) A transfer from the Children of the Confederacy is considered a new applicant. Transfers from other Chapters are not counted in the minimum of seven, but their names shall be listed on the Chapter Charter certificate. Chapter Charters shall not be approved by the General Organization during September, October, and November. The charter procedure shall be according to rules established by the General Organization and published in the General *Registrar's Manual*.

Section 2. Name of Chapter

The organizing Chairman or President shall make application for a Charter through the Registrar or other Officer as designated by the General Organization. Said application must be accompanied by information regarding the eligibility of those individuals desiring to become members. Documentation and reasons for the selected Chapter name shall accompany the application and shall be approved by the Division President. If approved, the history and documentation shall be sent to the UDC Business Office for future reference. No Chapter within the Division may have the same name as an existing Chapter within California Division.

Section 3. Procedure

The Division President shall request Charter application blanks from the Recording Secretary General. Membership applications and transfers shall be completed according to *Articles III and IV* of these *Bylaws*. The date accepted by the Chapter shall be left blank. The only endorsement on Page 1 shall be that of the Division President. Five Charter application forms signed by the applicants, and five typed copies with names alphabetically arranged, shall be returned to the Division President, together with membership applications, any transfers (in triplicate), and the appropriate Charter fee, per capita tax/fees, and transfer fees. (See *Standing Rules for Fee Schedule*.) The Division President shall sign the Charter applications, mark the membership applications and transfer "Charter Member," and forward all of them, with fees enclosed, to the Division Registrar. The Division Registrar, after recording, shall mail all papers and appropriate fees to the Registrar General.

Section 4. Approval by General

When the membership applications and transfers have been approved by the Registrar General, the Division President will receive one signed and one typed Charter application for the Division Charter Book. The Division Registrar will receive from the Registrar General two signed and two typed Charter applications, and two copies of all membership applications and transfers. The Division Registrar shall then forward one signed and one typed Charter application, and one copy of each membership application and transfer to the Chapter Registrar.

Article XVII. Duties of Chapters

Section 1. Meetings

Chapters shall be required to hold a minimum of five business meetings per year. In order to hold any meeting by teleconference, a Chapter must follow the procedures in *Article XX. Electronic Meetings, Section 4. Use of Electronic Meetings by Chapters.*

Section 2. Election of Chapter Officers

- A. In an election year, all Chapters in this Division shall elect officers before May 31 and install them before July 1. The elected officers of each Chapter shall be President, Vice President, Secretary, Treasurer, Registrar, Historian, and Recorder of Military Service Awards. Any Chapter may elect additional officers to carry out the Chapter's activities.
- B. Annually, prior to November 1, each Chapter President shall send to the Yearbook Chairman a list containing the following: Chapter Name; Charter Number, an alphabetical list of names, addresses, telephone numbers and email addresses of Chapter Officers; other registered Members in Good Standing; Associate Members; Honorary Members and Honorary Associate Members, together with the Chapter's meeting day, time and place; and the number of registered Members for publication in the Yearbook. This shall be done electronically when practical. On or about 15 November, an order for Division Yearbooks shall be sent to the Division Treasurer accompanied by a check payable to California Division UDC which will include payment for each book ordered. (See *Standing Rules Fee Schedule.*)

Section 3. Chapter Officer Duties

The duties of Chapter Officers can be found in the *General UDC Handbook*, and the *Division Manual of Procedures.* (See *Standing Rule 23.*)

Section 4. Chapter Reports

- A. *Activity Reports.* Each Chapter's program and activities from the preceding year shall be reported annually to the Division Convention by the Chapter President. Reports are to be limited to 200 words and presented in three minutes. Each Chapter President shall be responsible for completing the annual Statistical Report of Chapter Activities, as well as a narrative report.
- B. *Chapter Financial Reports.* The Chapter Treasurer shall be responsible for collecting Chapter, Division, and General per capita from its members, and paying all Chapter debts or expenses from the Chapter treasury. This officer shall be responsible for completing and submitting all reports requested by the date indicated by the Division Treasurer or the General Organization.
- C. *Penalties.* Any chapter failing to submit mandatory financial reports in a timely manner, and thereby causing the Chapter, Division, or General to miss the deadline with federal, state, or General reporting deadlines shall be responsible for all fines and penalties incurred.

Section 5. Changes

All changes in Chapter membership, including name changes, changes of address, transfers out of the Division, deaths, reinstatements, resignations, and those dropped for failure to pay per capita/fees, shall be reported on the published *Change in Membership Status* forms and one copy mailed to the Division Registrar for routing to other appropriate officers. This form may also be filled out electronically on the Division website.

Section 6. Deceased Members

In the event of the death of a Chapter member, a *Change in Membership Status* form must also be submitted to the Division Chairman of the UDC Magazine News, and the Memorial Chairman, notifying them of the death of such member. A list of all deceased Members, Associate Members, Honorary Members and Honorary Associate Members shall be sent to the Memorial Chairman by July 31.

Section 7. Collection of Per Capita Tax/Fee

Each Chapter may provide for Chapter per capita tax/fees according to its own *Bylaws* or *Standing Rules*. It shall be the duty of the Chapter Treasurer to collect both General and Division per capita tax/fees in September of each year for each of its Members and submit payment to the Division Treasurer. The Chapter Treasurer shall return the correct computer printout (from UDC Business Office) of all Members to the Division Treasurer, together with payment of General and Division per capita tax/fees by January 31 of each year and shall provide a separate listing of all Associate Members. These documents shall be accompanied by a check, which shall include per capita tax/fee for each registered Member, as well as other Chapter contributions. (See *Standing Rules for per capita tax/fees.*)

Section 8. Membership in More Than One Chapter

Membership in more than one Chapter in the Division at the same time is prohibited. Honorary membership, however, may be held in another Chapter.

Section 9. Residency

Members of a Chapter may reside in other states, but its elected officers should be residents of the same geographical area where the Chapter is located and near enough to attend in-person meetings regularly. However, if a Chapter meets electronically or hosts hybrid chapter meetings and has active members in good standing residing outside the state of California, that Chapter may allow said member to hold a chapter office.

Section 10. Failure of Chapter to Pay Per Capita Tax/Fee

Any Chapter failing to pay per capita tax/fees on at least seven members for two consecutive years shall be determined to be defunct by the Business Office, and the Chapter's Charter shall be surrendered to the Division President for cancellation. The Division President shall mail notification of the defunct Chapter to the Division Registrar. The assets and records of the chapter shall become the property of the Division and shall be turned over to the Division President within one year. Seven new or former members from

the same geographical area may apply for reactivation of a defunct Charter provided the application is accompanied by the appropriate dues and fees. (See *Standing Rules for Fee Schedule*.)

Section 11. Disbanding a Chapter

- A. *Process.* A Chapter that is in good standing (i.e., is current in its General per capita tax/fee payments on a minimum of seven members), but has ceased to function, may vote to disband provided a minimum 30-day notice of intent has been sent to all members and a majority vote has been voiced.
- B. *Notice of Intent* to disband, including proposed date of disbanding, shall be sent to the Division President accompanied by the original Chapter Charter certificate, all Chapter assets (unless otherwise limited) and records. These shall become the property of the Division.
- C. *Transfers.* Upon invitation by a Chapter, members of a disbanding Chapter whose General per capita tax is current (as determined by the UDC Business Office) may transfer their membership without payment of transfer fee provided the transfer is accepted within the current membership year, i.e., September 1 through August 31, according to the rules established by the General Organization. (See *Article IV of these Bylaws and the General Registrar's Manual*.)
- D. *Final Accounting.* The Chapter Treasurer must file a detailed "accounting" with the Division Treasurer of the final disposition of all Chapter assets, including scholarship funds, within thirty (30) days of completing dissolution. Chapters may allocate their funds to another approved non-profit organization according to the wishes of the chapter members. No funds may be distributed to benefit a member or her relatives. Any funds remaining in any "Chapter" account must be turned over to the Division.

Section 12. Merging Chapters

Chapters wishing to merge shall refer to the *General Bylaws Article XVIII, Section 6* as regards this process.

Article XVIII. Children of the Confederacy

Section 1. Eligibility

Those eligible for membership shall be boys and girls who are lineal or collateral blood descendants of men and women who served honorably in the Army, Navy, or Civil service of the Confederate States of America or gave Material Aid to the Cause. Children may be enrolled at birth. Membership shall cease at whichever of the following events occurs first: adjournment of the CofC Annual General Convention after a member's 18th birthday; marriage; or transfer to the United Daughters of the Confederacy.

Section 2. Chapters

A CofC Chapter may be organized by any UDC Chapter of California Division. A CofC Division may be organized in a state by three Chapters, but upon organization of five Chapters it shall be compulsory. The UDC Third Vice

President shall oversee a CofC Division. In the absence of a CofC Division, Chapters shall be Chapters Where No Division (CWND). CofC Chapters may have Associate Members and Honorary Associate Members, not eligible for membership in good standing, under the same conditions as are required for Associate and Honorary Associate membership of a Chapter of the United Daughters of the Confederacy. (*General CofC Constitution and Bylaws.*)

Section 3. Funds

- A. Funds of the California Division CofC shall be deposited with the California Division Treasurer.
- B. Funds of CofC Chapters may be held by the Chapter Treasurer or may be deposited in the sponsoring UDC Chapter's treasury at the discretion of the sponsoring Chapter.
- C. California Division CofC Chapters shall submit annual financial reports to the Division Third Vice President, no later than August 15 of each year.
- D. In the absence of a CofC Division, Chapters shall submit financial reports as required by the *CofC General Bylaws*.

Section 4. Reports

The Children of the Confederacy, California Division President, shall present an annual report at the Annual UDC California Division Convention. CofC Chapters Where no Division may present Chapter reports at the UDC California Division Convention.

Section 5. Sponsoring Chapter

A Division Chapter sponsoring a CofC Chapter shall be responsible for its routine management. When there is a California Division CofC, sponsoring UDC Chapters shall file an annual report with the UDC Division Third Vice President by August 15 of each year, covering the activities of the CofC Chapter it has sponsored for the preceding year. CofC Chapters Where No Division shall submit reports as required in the *CofC General Bylaws*.

Section 6. Pin & Gavel

The President's pin and gavel of the California Division Children of the Confederacy shall be property of its sponsor (California Division United Daughters of the Confederacy) and shall be given to each succeeding President of California Division Children of the Confederacy, to use during her/his term of office.

Article XIX. Military Service Awards

Section 1. Eligibility

As a Testimonial to the patriotic devotion of certain Confederate Veterans and their eligible descendants, Military Service Awards may be bestowed upon eligible veterans of the military according to rules adopted by the General Organization. (*See General Bylaws, Scholarships and Awards.*) Awards may also be presented to Chapter members for outstanding contributions to the California Division and/or the General Organization. (*See General Bylaws, Scholarships and Awards for list.*)

Section 2. Bestowal

Chapters may bestow Military Service Awards to eligible Veterans at Chapter meetings, special events, or at Division Events. Chapter members may be honored at a Chapter function, or at a Division event with the approval of the Division Board.

Section 3. Responsibility

A total of six (6) Military Service Awards may be bestowed at any Division Convention. (See Standing Rules, Payment of Division Expenses, f. for Fees & Restrictions).

Article XX. Electronic Meetings

Section 1. Types of Electronic Meetings and their General Usage

- A. Electronic meetings are meetings in which multiple people use telecommunications technology of any kind to interact without being physically present together. They are distinct from routine communications involving UDC business or cultural celebration in that they are gatherings for which minutes must be taken and kept whether or not voting takes place or are Division member events. There are two types of electronic meetings, or teleconferences: Meetings in which people do not take part simultaneously (serial participation), such as voting on motions by email over a defined time period; and meetings in which people do take part simultaneously (parallel participation), such as video teleconferencing over the Internet.
- B. Serial participation consensus or email voting meetings may be held by any group within California Division when it is necessary to dispose of an item of business with a vote before the next regular meeting. Particulars for email voting are set forth in the subsequent Sections of this Article.
- C. Parallel participation meetings may be held as deemed prudent, or as required by this Article. The preferred format is an Internet video conference in which screen sharing is enabled for presentations, and in which members who need to do so may participate on a dial-in audio basis.
- D. All rules for electronic meetings will be in effect for participation via electronic media in meetings at which some people are physically present in an assembly and others are participating via electronic media.

Section 2. Use of Electronic Meetings by Executive Board

- A. Executive Committee meetings may be held by teleconference at the discretion of the Division President. Members of the Executive Committee shall each pay their own cost, if any, associated with participating in a teleconference, although the California Division may pay set-up costs or other administrative costs of holding a meeting by teleconference. The Division Recording Secretary shall be responsible for preparing minutes of all meetings conducted via teleconference.

- B. Electronic meetings may only be held if all members of the Executive Committee have access to the service being used.
- C. The preferred format for an electronic meeting of the Executive Committee will be an internet video conference. Links, and dial-in information and passwords, shall be provided in advance to all Committee members.
- D. The Division President may, at her discretion, email a motion on any matter requiring Executive Committee attention between regular meetings to the Executive Committee. Executive Committee members shall have 48 hours from the time of email to debate and vote on such motion. All correspondence regarding the motion during that time shall be sent to all members of the Executive Committee. The Division President shall tally the votes and the Division Recording Secretary shall be responsible for preparing the minutes of all motions conducted via email.
- E. Such Special Rules of Order as are necessary may be adopted by the Executive Committee to facilitate such telephonic or electronic meetings.

Section 3. Use of Electronic Meetings by Committees

- A. Committees may meet electronically under any circumstances should the members so desire.
- B. In the event any Committee matter is not agreed upon by consensus, but a vote is necessary or desired, upon motion made and seconded, the Chair shall call the question by email and voting shall be done by email within 48 hours.

Section 4. Use of Electronic Meetings by Chapters

- A. In the event physical gatherings of the nature of Chapter meetings are prohibited by, or ill-advised because of, extraordinary events, Chapters shall endeavor to meet via internet video conferencing. It is recommended that such meetings shall be hosted on a desktop or laptop computer to ensure that the software, app, or service capabilities can be utilized to their fullest. Links, and dial-in information and passwords, shall be provided in advance to Chapter members.
- B. A Chapter may continue to meet via internet video conferencing if it determines this is desirable to facilitate a high level of participation.
- C. Chapters have the option to conduct necessary business requiring voting between meetings by email sent by the Chapter President to all members eligible to vote, followed by 72 hours from the emailing for discussion, and for voting by email, the results of which will be tabulated by the Chapter President and recorded in extraordinary meeting minutes and distributed to the Chapter members by the Chapter Secretary.
- D. Accurate tabulation of votes during an electronic meeting is the responsibility of the Chapter President or of another member to

whom she has delegated this responsibility for technical reasons. If all members participating appear in one screen, without scrolling, a vote by the customary show of hands will be sufficient. For meetings with greater attendance, the Chapter President may direct members to cast their votes using the chat feature of the videoconference tool.

Section 5. Use of Electronic Meetings by Division for Events

In the event a physical gathering of the nature of the annual Southern and Jefferson Davis Luncheons, or any other such Division-wide gathering as may from time to time be organized, is prohibited by extraordinary events, they shall be held as a videoconference parallel participation event in which screen sharing is enabled for presentations and members who need to do so may participate on a dial-in audio basis. Links, and dial-in information and passwords, shall be provided in advance to registered attendees.

Section 6. Use of Electronic Meetings by Division for Annual Convention

- A. In the event physical gatherings of the nature of the annual Division Convention are prohibited by extraordinary events, Division Convention shall be held as an online virtual event. All expenses for such an electronic Convention shall be borne by California Division. All links but for voting links, and dial-in information and passwords, shall be provided in advance to all registered members, visitors, and guests; electronic voting links shall be provided to all registered members at the commencement of any specific voting time period established pursuant to *Subsection D.* of this *Section*.
- B. The provisions for conducting Convention business of *Article X* shall remain in force. Among the Call Documents posted will be documents outlining virtual convention procedures.
- C. The Business Meeting shall be held as a videoconference parallel participation event in which screen sharing is enabled for presentations and members who need to do so are enabled to participate on a dial-in audio basis. The Credentials Committee, or an appointed electronic meeting coordinator, will monitor attendance (logging in and screen presence) and departures (logging off or dropped connection). A comment directed to the Credentials Committee Chair or meeting coordinator in the meeting chat feature may be required for permission to leave the meeting. A waiting room feature may be used to enable Committee permission to rejoin the meeting after a connection drop.
- D. The procedures for nominations and election of officers of *Article IX* shall remain in force, with the exception that the following shall supersede the provisions of *Section 4.A.* of this *Article*:
The Nominations & Elections Committee shall make use of a program, app, or service that will provide access to an individual electronic ballot to each member eligible to vote and tabulate the results once that ballot is completed and sent. There shall be a specific time period during which votes may be cast, after which the

Committee shall report the results electronically to the Executive Committee.

- E. The voting procedure set forth in *Subsection D.* of this *Section* shall also be used for any other vote by the membership such as *Bylaw* and/or *Standing Rule* revisions.
- F. All Convention content other than activities in real time (those being the Business Meeting and the President's Evening investiture of officers) shall be posted in a secure section of the Division website (the "Convention website") dedicated to Convention content and remain accessible there for a week after Convention is adjourned. Workshops should be prerecorded for posting on the Convention website in advance of the opening of Convention. Rituals and presentations deemed best to be prerecorded, such as the Memorial Service, Military Service Award presentations, and the Historical Evening presentation, shall go live on the Convention website at their regularly scheduled time.
- G. All written reports to be provided for Division Convention pursuant to *Article X, Section 6* of these *Bylaws* shall be posted in this secure section of the Division website at least three days prior to the opening of Convention registration. Minutes of the Granddaughters Clubs shall be provided to the Division Recording Secretary within a reasonable time after each such meeting concludes in order that they may be posted on the Convention website as well.

Article XXI. Fiscal Year

The fiscal year of the Corporation, Division, and Chapters shall be September 1 through August 31.

Article XXII. Parliamentary Authority

The rules contained in the latest edition of *Robert's Rules of Order Newly Revised* shall be the parliamentary authority governing the proceedings of this corporation in all cases to which they are applicable, and in which they are not inconsistent or in conflict with the *Articles of Incorporation of the California Division United Daughters of the Confederacy*, these *Division Bylaws*, the *Standing Rules*, the California Corporation Code, other laws of the State of California, or the *Bylaws* of the parent Organization, United Daughters of the Confederacy, Inc.®, or any *Special Rules of Order* that the corporation may adopt.

Article XXIII. Amendments to Bylaws

These *Bylaws* may be amended or revised in odd numbered years by a two-thirds vote, provided notice of proposed amendments or a revision has been included with the Official Notice & Call to Division Convention at least 45 days prior to the Division Convention. Upon recommendation of both the Division *Bylaws* Committee and the Division Executive Committee, *Bylaws* may be amended or revised as above, in even numbered years. All suggestions for proposed amendments shall first be submitted to the Division *Bylaws* Committee for review, approval, or rejection by March 1,

prior to the Division Convention; and then to the General Bylaws Committee for approval as specified in *Article XII, Section 2, Paragraph A3*. Any amendments to the General Bylaws affecting Historical Proof of Eligibility, requirements for membership, General per capita tax, or other fees imposed by the General Organization, shall automatically change such requirements in the Bylaws of the California Division United Daughters of the Confederacy, its Chapters, and the California Division and/or Chapters of the Children of the Confederacy organizations.

Article XXIV. Dissolution

In the event of voluntary dissolution of this Corporation, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to the parent organization, United Daughters of the Confederacy, Inc.® In the event that the parent organization is unable or unwilling to accept the assets, they shall be distributed to a nonprofit fund, foundation, or corporation organized and operated exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code, and which has established its tax-exempt status under this section. In no event shall any funds or assets inure to a member or individual as specified in Section 501(c)(3) of the Internal Revenue Code, or any amendments or corresponding section of any future Federal Tax Code.

*Bylaws modified by vote of membership at annual meeting in
Bakersfield, California 7 Oct 2023.*
