

**BYLAWS OF**  
**OCEANSIDE MANUFACTURED HOMEOWNERS ALLIANCE, INC.**  
**April 21, 2023**

**ARTICLE I --- NAME AND PURPOSE**

1. **Name:** The name of the organization shall be: OCEANSIDE MANUFACTURED HOMEOWNERS ALLIANCE, INC. (a.k.a., "OMHA" and hereinafter called "the Alliance") and it shall be organized as a Non-Profit Public Benefit Corporation under the laws of the State of California.
2. **Purpose:** This corporation is organized and operated exclusively for Social Welfare purposes within the meaning of 501 (c) (4) of the Internal Revenue Code.

**ARTICLE II --- POINT OF CONTACT**

1. The mailing address is: OMHA, P. O. Box 642, San Luis Rey, California, 92068. The Board of Directors of the Alliance is granted full authority to relocate said office within the City of Oceanside as it deems necessary.

**ARTICLE III --- MEMBERSHIP**

1. **Eligibility for Membership:**
  - (a) Application for membership will be open to all manufactured homeowners in Oceanside, with the exception of park owners and park management personnel.
  - (b) Application for Voting Membership will not be open to any individual previously removed from office and/or removed from membership by a majority vote of the Board of Directors pursuant to Article IV, Section 11, "Removal for Cause."
2. **Annual Membership:** The annual membership dues are currently ten dollars (\$10.00) per manufactured homeowners' household. Voting rights in Alliance elections are one vote per household. With a majority vote from the Board, the annual membership dues may be changed. Donations may be accepted by members and non-members.

**ARTICLE IV - GOVERNMENT**

1. **Board of Directors:** The Alliance is be governed by a Board of Directors which is responsible for its overall policy and direction, as well as its day-to-day operations. The Board is authorized to delegate responsibility for some of its activities to committees which it may appoint.
2. **Composition and Quorum:** The Board consists of the following five (5) members: President, Vice President, Secretary, Treasurer and Elected Director-at-Large. Three (3) Board members constitute a quorum.

- 3. Compensation:** Board members will receive no compensation other than reimbursement for reasonable expenses as approved by the Board of Directors. Board approval is needed for all expenses exceeding one hundred dollars (\$100) per transaction, per year.
- 4. Term of Office:** All Board members shall serve for a two-year (2-year) term, and are eligible for re-election without restriction.
- 5. Board Elections:** The Alliance elections will be held annually during the combined December Board and General membership meeting. The election for President and Treasurer will be held during the ODD numbered year for the term beginning at the following Board meeting of the even numbered year. The election for Vice President, Secretary and Elected Director-at-Large will be held during the EVEN numbered year for the term beginning at the following Board meeting of the odd numbered year. The election time of year may be changed based on a majority vote of the Board.
- 6. Election Procedures:**
- A. The Board will annually send all members a list of offices for which an election will be held at the combined Board and General Membership meeting held in December. An official Nomination form will be sent to all members outlining the following rules:
- (1) In order to be a candidate, nominate a candidate or vote for a candidate one must be a paid member.
  - (2) The nominator must complete, sign and date the nomination form which will include a summary of the nominee's qualifications. Current Board members running for office will be named and do not need to fill out a nomination form. A member may nominate another member.
  - (3) To qualify for election, a nomination form must be received by the Alliance no later than the November Board meeting. The Vice President, or Elected Director-at-Large, shall verify that the nomination is valid and include it on the official election form.
- B. All candidates for each office will be listed on the official election form.
- C. If there is no opposition to a candidate for office, the election may be decided by "Acclamation" by the Board.
- D. The election will be held at the combined Board and General Membership meeting in December. Each member will be issued an official election ballot/form and shall choose one (1) candidate for each office. A committee of two (2) volunteer members, not seeking office themselves, will tabulate the votes. The candidate for each office with the highest number of votes will be declared the victor. Members will be notified of the results. In the event of a tie vote, the present Board of Directors will hold a meeting of the Board of Directors to determine the outcome of the vote, based on which candidate is best qualified for the office. The winner will be notified.
- E. The newly-elected officers will assume their duties in the month following the elections.

**7. Park Representatives:** This is an appointed position. The President and/or Vice President selects a Park Representative from the volunteer members living within each park, based on the qualifications of the Alliance member. Park Representatives are given a description of the duties and a procedure to follow to carry out their duties. The Park Representative must live in their park and be current in their membership dues. Those person(s) wishing to volunteer for the position must notify the Vice-President prior to November of the current year. In the event of more than one volunteer for each member park, one volunteer may be designated by the Vice-President as Park Representative, and another as Alternate Park Representative. The Alternate may assist the primary Park Representative as needed, and become acting Park Representative in the event that the primary Park Representative is unable to fulfill his/her duties. In the event that a Park Representative resigns or is unable to continue with their duties, and there is no Alternate Park Representative for the member park, the Vice President will appoint a new Park Representative.

**8. Duties of a Park Representative:** A Park Representative is responsible for the dissemination of Alliance information and materials to members residing within their respective parks. Under the direction of the Vice President, a Park Representative shall be the primary recruiter(s) for new members. In order to stay well-informed, a Park Representative and/or their alternate are strongly encouraged to attend Alliance and Board of Directors meetings, be familiar with 16B Rent Control, the Mobilehome Residency Law (MRL) and City park inspections.

**9. Board of Directors Vacancy:** All Board of Directors' positions are voluntary. Nothing binds any Board member to the office except his/her own personal commitment. Should any Board member vacate office before the end of his/her term, for any reason, the Board of Directors, by majority vote, will appoint a replacement for the open position for the remaining term of office. Board members must be given written notice of the impending vacancy. In the event there has been no one nominated to fill the vacant position, the nomination deadline for that vacancy may be extended until the Board reaches out to the general membership in order to fill this position.

**10. Resignation of Board Member(s):** Any resignation by a member from the Board of Directors must be made in writing, directed to the President (or to the Vice-President, in the case of the President's resignation.)

**11. Removal for Cause:** Any member of the Alliance, including, but not limited to, a member of the Board of Directors or a Park Representative, may be subject to removal from office and/or termination of membership from the Alliance in accordance with California Corporations Code Sections 7340-7341, for the following reasons, including but not limited to, as a result of an individual's personal dishonesty, willful or reckless misconduct, breach of fiduciary duties, intentional failure to perform stated duties, willful or reckless violation of any law, rule, or regulation or a member's failure to follow reasonable instructions of the President and/or Board of Directors, or material breach of any provision of these bylaws. The member under consideration for early termination or removal from office will be notified in writing and given the opportunity to appear before the Board to present any contrary evidence or explanation he/she may have. Removal of a Director or Park Representative must be by a majority vote of all Board members.

## ARTICLE V --- MEETINGS

1. **Board Meetings:** The Board of Directors will meet monthly or otherwise as determined by a majority vote of the Board to conduct the business of the Alliance, including, but not limited to, receiving reports from Officers, Directors, Park Representatives, committees and general members, and taking action on those items as required. General members may attend Board meetings; however, anyone wishing to address the Board must have their topic of discussion placed on the agenda by notifying the President of the Alliance at least ten (10) days in advance of the meeting. These meetings will be held on the third (3<sup>rd</sup>) Friday of each month at 10:00 AM. The date and time may be changed as determined by a majority of the Board.

2. **General Membership Meetings:** General Membership Meetings for such purposes as updating members on relevant matters and conducting elections may be held quarterly or otherwise as determined by a majority vote of the Board. Notification of General Membership Meeting dates and times will be sent in advance to all members. Meetings may be held electronically.

3. **Combined Board and General Membership Meetings:** Meetings may be combined, as deemed necessary by the Board. The combined meetings with advance notice will be held on a date determined by a majority vote of the Board of Directors.

## ARTICLE VI --- DUTIES OF THE BOARD MEMBERS

1. **President:** The President will generally oversee the operation of the organization. He/she will schedule the agenda for and preside over all Board and General Membership meetings and should be familiar with legislative matters of importance to the organization, and with the work of any duly-appointed committees. He/she shall also maintain the official archives of the Alliance, including financial and minute records. With the consent of two (2) other members of the Board, the President may convene special meetings at any time, upon 48-hours advance notice.

2. **Vice-President:** The Vice-President will conduct the duties of the President in his/her absence, and shall assume such other duties as requested by the President. He/she will be in charge of membership recruitment, and will direct the efforts of the Park Representatives in those matters. The Vice President will support the Park Representatives through information, meetings and other means of local awareness of events that affect the Manufactured Homeowners. The Vice President will also seek to fill a vacancy in a Park Representative position from among member volunteers from that park.

3. **Secretary:** The Secretary (or in his/her absence, a person officially designated by a majority vote of the Board to assume the duties of the Secretary) will record the minutes of every meeting, without exception. He/she will also maintain the current year Special, Board and General Membership minutes and make copies of these records available to Board members, within seven business days of said meeting, for correction.

**4. Treasurer:** The Treasurer will maintain all financial records of the income and expenditures. He/she will present a report of the current financial standing at all Board and general membership meetings. If the treasurer cannot give the report, he/she shall make current records available to the President, Vice President and Secretary. The Treasurer will prepare checks for payment of all debts. Checks will be available to the designated signers (President and Treasurer) at all times. He/she will be required to be bonded, the expense for which will be paid by the Alliance. At the end of the fiscal year, the Treasurer will submit an audit-like report to a third-party person(s) appointed by the Board, who will submit a computerized report, noting any irregularities, and return the report to the Treasurer. The Treasurer will then give the report to the President to be placed in the official archives. Should the Treasurer leave office, for any reason prior to the end of his/her term, the audit-like process should be implemented within two (2) weeks and prior to the new Treasurer assuming duties.

**5. Elected Director-at-Large:** The main responsibility of the Elected Director-at-Large is to support the Board. Duties are to be determined by the Board and are not fixed, unless stated otherwise. The Elected Director -at-Large position is an elected position. The Elected Director-at-Large will begin his/her term of office at the first Board meeting, following the election date and hold this position for a term of two (2) years.

**6. Alternate Director-at-Large:** The President and Vice President will appoint two (2) alternate Directors-at-Large from the general membership. The main duties are to support the Board. They will have no voting rights as they are not elected by the general membership.

**7.** Board members, upon election, will make a good faith effort to familiarize themselves with local and state laws and agencies dealing with manufactured home living.

## **ARTICLE VII --- OTHER PROVISIONS**

**1. Rules of Order:** All meetings of the Alliance will be conducted in accordance with Robert's Rules of Order, as amended, insofar as those rules do not conflict with any portion of these Bylaws.

**2. Amendments to Bylaws:** These Bylaws may be amended by a majority of the Board of Directors and approved by a vote of two-thirds of the current members present at a general membership meeting. The revised Bylaws will be made available to all members.

**3. Non-Liability of Members:** A member of the Oceanside Manufactured Homeowners Alliance, Inc. will not, solely because of such membership, be liable for any debts, obligations or liabilities of the Alliance.

**4. California Corporations Code:** Nothing in these Bylaws is intended to be in conflict with the California Corporations Code for Non-Profit Mutual Benefit Corporations, Part 3, Chapter 1, Sections 7150 – 7153, Bylaws. Should any conflict arise, then the California Corporations Code cited above shall prevail. Any Bylaw requirement included in the entire California Code for Non-Profit Mutual Benefit Corporations that is not specifically addressed in these Bylaws will also apply.

**5. Availability of Articles and Bylaws:** Pursuant to California Corporations Code § 7160, the Alliance will keep at its principal office, in this state, the original or a copy of its Articles of Incorporation and Bylaws, as amended to date, which will be open to inspection by the members at all reasonable times during office hours. A copy of the Articles of Incorporation and/or Bylaws, as amended to date, will be posted on the Alliance website.

**6. OMHA Dissolution:** In the event that Oceanside Manufactured Homeowners Alliance (OMHA) should be dissolved without a plan of reorganization and all debts are paid, any/all remaining funds in the OMHA treasury shall be donated half to the local Golden State Manufactured Homeowners League (GSMOL) chapter #708 in Oceanside and half to Golden State Manufactured Homeowners League (GSMOL) at the state level.