GOLDEN STATE MANUFACTURED-HOME OWNERS LEAGUE

GSMOL

SERVING HOMEOWNERS SINCE 1962

BYLAWS

Approved January 2026

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ARTICLE I
NAME, PURPOSE, AND OFFICES OF CORPORATION

Name

Section 1.01
The name of this Corporation is: GOLDEN STATE MANUFACTURED-HOME OWNERS LEAGUE, INC.

Purpose

Section 1.02
The specific and primary purpose for which this corporation is formed is to promote the general welfare of California's mobile or manufactured home, (hereinafter referred to as manufactured home) residents.

Principal Office~~s~~

Section 1.03
The principal office~~s~~ for the transaction of the activities, affairs, and business of the Corporation shall be determined pursuant to the majority vote of the Board of Directors, including the need for, or the implementation or continuation of, physical and/or virtual office space.

ARTICLE II
MEMBERS

Available Member Classes

Section 2.01
GSMOL membership shall be available in the following classes
(a) Regular member
(b) Associate Member
(c) Affiliate Member

Member Qualifications

Section 2.02

(a) Regular Member

(1) Manufactured homeowners or residents who reside in a mobilehome park or recreational vehicle (RV) park shall be eligible to become Regular

Members, provided that they reside in the manufactured home, have made application for membership to GSMOL, have paid the required membership fees, and are registered in the GSMOL membership records with a valid membership number assigned.

(2) Any manufactured homeowner or resident who owns any interest in a resident-owned home community, whether by stock ownership or any other form of ownership, and who otherwise qualifies for regular membership as set forth herein, shall be eligible to become a Regular Member.

(3) Mobilehome park owners, park management, and their employees, agents, heirs, and family members are not eligible for membership. This does not apply to a resident who has an ownership interest in a subdivision, cooperative, condominium for manufactured homes, or a resident-owned mobilehome park.

(b)Associate Member

An individual who is supportive of GSMOL's mission and who does not qualify for regular membership status is eligible for Associate Membership. Park owners, management, and their employees, agents, heirs, and family members are not eligible for Associate Membership. Associate Members shall not have any voting rights or privileges.

(c)Affiliate Member

Affiliate Membership shall be available to any manufactured home advocacy group or organization with the approval of a majority vote of the Board of Directors, with one (1) Affiliate Membership for each entity or organization. Affiliate Members shall not have any voting rights or privileges.

Membership in Good Standing

Section 2.03

Those members who have paid the required dues and are registered in the records of the Corporation with a membership number in accordance with these Bylaws, and who are not terminated as defined in Section 2.09, shall be members in good standing.

Membership Records

Section 2.04
The Corporation shall keep records capable of being converted into written form containing the name, address, telephone number, and email address, if available, of each Regular, Associate and Affiliate Member. The records shall also contain information for memberships that have been terminated and shall include the date of termination. Such records shall be subject to the rights of inspection as set forth in Section 2.06 of these Bylaws and as required by law.

Inspection Rights of Members

Section 2.05

(a) Demand

Subject to the Corporation's right to set aside a demand for inspection pursuant to Section 8331 of the Corporations code and the power of the court to limit inspection rights pursuant to Section 8332 of the Corporations Code, and unless the Corporation provides a reasonable alternative as permitted by Section 2.06(c) of these Bylaws, a Regular Member satisfying the qualifications set forth hereinafter may
obtain from the Corporation, as directed by the Secretary of the Corporation, on written demand and tender of a reasonable charge, a list of the names and addresses of all Regular Members as of the most recent record date for which it has been compiled or as of the date of demand.

(1) The demand shall state the purpose for which the list is requested.
(2) The membership list shall be available on or before the later of 10 (ten) business days after the demand is received or after the date specified therein as the date as of which the list is to be compiled.

(b) Members Permitted to Exercise Rights of Inspection

The rights of inspection set forth in Section 2.06 (a) of these bylaws may be exercised by any regular member in good standing, for a purpose reasonably related to such person's interest as a member. An Associate or Affiliate Member shall have none of the rights of inspection described in Section 2.06.

(c) Alternative Method of Achieving Purpose

The Corporation may, within 10 (ten) business days after receiving a demand pursuant to Section 2.05 (a) of these Bylaws, deliver to the person or persons making the demand a written offer of an alternative method of achieving the purpose identified in said demand without providing access to or a copy of the membership list. An alternative method which reasonably and in a timely manner accomplishes the proper purpose set forth in a demand made pursuant to2.05 (a) of these Bylaws shall be deemed reasonable, unless within a reasonable time after acceptance of the offer, the Corporation fails to do those things which it offered to do. Any rejection of the Corporation's offer by the Member making the demand shall be in writing and shall indicate the reasons the alternative proposed by the Corporation does not meet the proper purpose of the demand made pursuant to Section 2.05 (a) of these Bylaws.

(d) Use of Membership List

Without the consent of the Board of Directors, a membership list or any part thereof shall not be:

(1) Used to solicit money or property
(2) Used for any purpose which the user does not reasonably and in good faith believe will benefit the Corporation.
(3) Used for any commercial purpose or purpose in competition with the Corporation.
(4) Rented or sold to or purchased by any person.
(5) Shared with any individual or entity.
(6) If the corporation reasonably believes that the information will be used for a purpose other than one reasonably related to a person's interest as a member, or if it provides a reasonable alternative under Section 2.05, it may deny the member access to the membership list. Anyone who uses the Corporation's membership list in violation hereof, or in violation of Corporations Code Section 8338(a) is liable for any damage that the violation causes to the corporation. Any profit derived as a result of the unauthorized use of the membership list must be accounted for and paid to the corporation. The court may also award exemplary and punitive damages if the violation was fraudulent or malicious.

(7) As used in this section, the term “membership list” refers to the members’ names and postal addresses (cf. Corporations Code 8338€). To protect members’ rights to privacy, access to members’ phone numbers, email addresses and other personal information shall follow the procedures defined in the Information Technology Protocols and Practices. This protocol document shall be kept on file and made available on the GSMOL website.

(e) Inspection of Financial and Meeting Records

Financial reports and minutes of proceedings of the Board of Directors shall be made available upon written demand and tender of a reasonable charge by any Regular Member at any reasonable time.

Non-liability of Members

Section 2.06

No member of the Corporation shall be solely or personally liable for the debts, obligations, or liabilities of the Corporation because of such membership.

Transferability of Membership

Section 2.07

No membership in the Corporation nor any rights in said membership may be transferred.

Termination of Membership

Section 2.08

(a) Causes of Termination

A membership shall terminate the occurrence of any of the following events:

(1) Resignation of a member

(2) Expiration of the period of membership unless the membership is renewed

(3) Failure of a member to pay dues within the period of time adopted by the Board of Directors

(4) Occurrence of any event that renders a member ineligible for membership, or failure to satisfy membership qualifications or engages in an activity that is contrary or detrimental to the goals and objectives of the Corporation as determined by the Board of Directors.

(5) The death of a member.
(6) The dissolution of the corporation or business of an Affiliate Member.
(7) Member's failure to adhere to the Member Code of Conduct based on the good faith determination by the Board of Directors.

(b)Procedure for Termination

(1) If grounds appear to exist for termination of a member under Sections 2.08 (a) or (b) of these Bylaws, the procedures outlined in a policy and procedures document developed by the Membership Committee and approved by the Board will be followed.
(2) Any action challenging the termination of membership must be commenced within 90 (ninety) days after the effective date of notice of the Board's decision.

(c) Effect of Termination

All rights of a Regular or Associate membership in the Corporation shall cease on the expulsion, suspension, termination of such member's membership. Expulsion, suspension, or termination shall not relieve the member from any obligation for charges incurred, services or benefits actually rendered, dues, or fees arising from contract or otherwise. The Corporation shall retain the right to enforce any such obligation or obtain damages for its breach.

Termination of Board Member

Section 2.09

No action may be taken under Section 2.09 to terminate or suspend the membership of a member who also occupies a position on the Board of Directors until that member has first been removed from said position.

Voting by Membership

Section 2.10

A ballot election, according to the procedures determined by the Election Committee and approved by the Board of Directors, shall be held on or before the 15th day of April of each even-numbered year. Notice of the election and all subject matter which is a part thereof will be provided to members not less

than thirty (30) days prior to the proposed date established by the Board of Directors for the election.

Elections

Section 2.11

The ballot shall contain any measures or issues which have been submitted to or drafted by the Board of Directors, and which have been approved by the Board of Directors, and which require a vote of the members for passage or approval. Said measures or issues shall include, but shall not be limited to, the selection of Board Members and proposed Bylaw amendments.

(a) One Vote per Member

Each Regular Member in good standing is entitled to 1 (one) vote. Associate and Affiliate Members shall not be entitled to vote on any matters submitted to a vote of the membership.

(b) Voting Process

The balloting process will be determined by the Election Committee and approved by the Board of Directors as defined in a policy and practices document.

(1) Election of the Board of Directors, proposed amendments to the Bylaws and all other issues requiring a vote of the membership shall occur by written ballot, pursuant to a method of notice, distribution, and tabulation of votes as determined in the sole discretion of the Board of Directors to be fair, impartial, and cost-effective. Member eligibility to vote to be determined pursuant to Section 2.12

(2) Election by acclamation is permitted for unopposed candidates as described in a Board-approved policy and practices document.

(3) Write-in candidates are allowed if there is a nominee listed on the ballot and as described in a Board-approved policy and practices document.

Record Date of Membership

Section 2.12

The Board of Directors shall fix, in advance, a date as the record date for the purpose of determining the members entitled to notice of and to vote. Such record date shall not be more than 90 (ninety) nor less than 10 (ten) days before the date of the deadline for ballot submission.

Tabulation of Ballot Vote

Section 2.13
Tabulation of ballots shall occur as soon as reasonably practicable after the deadline to submit ballots.

Quorum

Section 2.14
A quorum is established by the number of properly marked ballots received in a timely manner from the members who are eligible to vote.
A plurality vote of the quorum is required.

ARTICLE III
BOARD OF DIRECTORS

Number and Constituency

Section 3.01
The Board of Directors, hereinafter referred to as the "Board," shall be composed of the following members of the Board, representing the following respective constituencies:

Board Member	Constituency
President	Statewide
Vice President-Zone A	Northern Inland California
Vice President-Zone A-1	Northern Coastal California
Vice President-Zone B	Central Inland California
Vice President-Zone B-1	Central Coastal California
Vice President-Zone C	Los Angeles, Orange, and San Bernardino Counties
Vice President-Zone D	San Diego, Imperial, and Riverside

	Counties
Vice President-ROC	Member Services, Statewide education on park purchase
Vice President at Large	Statewide
Secretary	Statewide
Treasurer	Statewide

Eligibility

Section 3.02
Members of the Board shall be regular members of the Corporation in good standing, permanently residing in the geographical area of the constituency in which they serve. A candidate for the Board of Directors must be a manufactured homeowner who is a resident in a mobilehome community prior to nomination to the Board of Directors. Immediate family members or registered domestic partners may not simultaneously serve as Directors.

Nominations

Section 3.03
The nomination process will be determined by the Election Committee and approved by the Board of Directors as defined in a policy and practices document.

Election of Board Members

Section 3.04
The membership shall, by ballot vote to be conducted by the Corporation as provided in Section 2.11 (b), elect members of the Board of Directors to serve their respective terms of office as provided in Section 3.04. The President, Secretary, Treasurer, Vice President of Resident Owned Communities, and Vice President at Large shall be elected by a plurality vote. The 6 (six) Zone Vice Presidents shall be elected by a plurality vote of the respective constituency to be represented by the Vice President. Newly elected Board members shall be sworn into office at the next Board meeting. The newly elected Directors shall sign the Leadership Code of Conduct.

Term of Office

Section 3.05
Each member of the Board shall hold office for a term of 4 (four) years, beginning upon the date said member is sworn in at the next Board meeting following an election by ballot, and shall serve until such Board member's successor is elected and sworn in at a duly noticed Board meeting pursuant to the election procedures set forth herein. Board members shall be elected on a staggered basis in which approximately ½ (one-half) of the members of the Board are elected every two years.

Group 1 – President, VP Zone A-1, VP Zone B, VP Zone B-1, VP Zone D, VP for ROP.

Group 2 – Secretary, Treasurer, VP Zone A, VP Zone C, VP at Large

Compensation

Section 3.06
Members of the Board shall serve without compensation. Expenses incurred conducting GSMOL business may be reimbursed at the discretion of the Board.

Powers and Duties

Section 3.07

(a) General Corporate Powers

Subject to the provisions and limitations of the California Nonprofit Mutual Benefit Corporation Law and any other applicable laws, and subject to any limitations in the Articles of Incorporation and Bylaws regarding actions that require the approval of the members, the Corporation's activities and affairs shall be managed, and all corporate power shall be exercised, by or under the Board's direction.

(b) Specific Powers

The Board shall:

(1) Conduct the activities and affairs of the Corporation, and all corporate powers shall be exercised by or under the direction of the Board. The Board may delegate authority to act to any person or committee, provided that the delegated corporate power shall be exercised under the ultimate authority of the Board. The Board may overrule the action or actions of such person or committee at any time by majority vote of the Board.
(2) Determine the methods and procedures for conducting elections within the provisions set forth in these Bylaws and in consideration of the recommendations of the Elections Committee.
(3) Require a majority vote to adopt any proposal concerning a change in corporate policy.
(4) Authorize the creation of Corporation employee positions and independent contractor agreements and approve their selection.
(5) As determined by the Board, review and change as deemed necessary, job descriptions, contract terms, and compensation.

Meetings

Section 3.08

(a) Regular Meetings

Regular Meetings of the Board shall be held in person or virtually as determined by the President. Meetings will be convened at a minimum of once per quarter or more often as the Board shall agree by majority vote.

(b) Annual Meeting

The Annual Meeting of the Board shall be held in January of each year.

(c) Special Meetings

Special meetings of the Board of Directors may be called at any time by the President, presiding Vice President, or by a majority of the Board members, providing that prior notice is given to all Board members. Such notice shall be received no less than 48 hours' prior to the proposed meeting date.

(d) Action Without Meeting

(1) Any action required or permitted to be taken by the Board may be taken without a meeting if all members of the Board individually or collectively consent in writing to such action. Such written consent or consent shall be filed with the minutes of the proceedings of the Board. Such action by

written consent shall have the same force and effect as the unanimous vote of the Board Members.

(2) The Board of Directors may take action without a meeting if an immediate decision is needed prior to the next scheduled Board of Directors meeting. It may be conducted by e-mail vote. The vote must be unanimous, and documentation of the vote preserved in the minutes of the next board meeting. The procedures outlined in a policy and practices document and approved by the Board will be followed.

(e) Open Meetings

All meetings of the Board shall be open to all members of the Corporation with the exception of closed or executive sessions to discuss/vote on matters concerning pending legal proceedings and/or legal issues, personnel matters, real estate or lease negotiations, ~~or the~~ consideration of contract bids or discussion related to the Corporation's legislative agenda.

(f) Voting Procedure

A quorum must be present for a vote to be taken. Each member of the Board, including the President, shall have 1 (one) vote. A majority vote of the Board shall be calculated as 50% of the directors plus one, rounded up to the nearest whole number. For example, a majority of 11 voting directors shall be calculated as 6. A 2/3 majority shall be calculated as 66.66% of the votes cast, rounded up to the nearest whole number. For example, a 2/3 majority of 11 voting directors shall be calculated as 8.

(g) Quorum

A quorum of the Board shall be a majority of the currently seated Board members.

(h) Transactions of the Board

Except as otherwise provided in these Bylaws, or by law, every act or decision done or made by a majority of the Board members present at a meeting duly held at which a quorum is present is the act of the Board, provided, however, that any meeting at which a quorum was initially present may continue to transact business notwithstanding the withdrawal of Board members if any action taken is approved by at least a majority of the required quorum for such meeting.

(i) Conduct of Meetings

The President of the Corporation or, in his or her absence, the acting Vice President, shall preside at meetings of the Board. The Secretary of the Corporation or, in the absence of the Secretary, any person appointed by the presiding officer shall act as Secretary of the Board. Members of the Board may participate in a meeting through use of video conference, telephone conference, or similar communications equipment so long as all members participating in such meeting can hear one another. Such participation shall constitute personal presence at the meeting.

(j) Adjournment

A majority of the Board members present, whether or not a quorum is present, may adjourn any meeting to another time and place. If the meeting is adjourned for more than 24 (twenty-four) hours, notice of the adjournment to another time or place must be given prior to the time of the adjourned meeting to the Board members who were not present at the time of the adjournment.

Vacancies

Section 3.09

(a) At the January meeting of the Board of Directors, a Board Member shall be selected by majority vote to serve as the temporary presiding (acting) officer of the Corporation in the case of death, permanent disability, resignation, removal, or temporary absence of the President to perform the duties of the President. He or she shall, within 10 (ten) days after assuming the temporary role of President, submit to the Board of Directors a ballot for the election of a new President until the unexpired term of the position expires. The ballot shall be prepared only if the absence of the President is to be permanent and shall require a majority vote of the Board of Directors.

(b) When a vacancy in the office of a Zone Vice President occurs, the Regional Manager and Associate Managers of the Zone involved shall submit to the Board of Directors the name/names of qualified persons who have agreed to accept the office. In the absence of a From the name/names submitted, the Board of Directors, by a 2/3 (two-thirds) vote, shall fill the office for the unexpired term.

(c) Any vacancy in the offices of Vice President at Large, Vice President for Resident Owned Communities, Secretary, or Treasurer shall be temporarily filled by appointment of the President subject to a majority vote of the Board.
(d) Persons selected to fill vacancies shall serve until the term of the position expires.

Removal of Board Members

Section 3.10

(a) Removal for Cause

The board shall declare a board position vacant on the occurrence of any of the following events:
(1) The member of the Board has been declared of unsound mind by a final order of the court.
(2) The member of the Board has been convicted of a felony.
(3) The member of the Board has been found by a final order or judgment of any court to have breached duties imposed by Section 7238 of the Californian Corporations Code upon Directors who perform functions with respect to assets held in charitable trust; or
(4) The member of the Board has failed to attend 3 (three) consecutive regular meetings of the Board.

(b) Removal Without Cause

In those instances where a member of the Board has been elected and not appointed, the Board may, without cause, recommend to the constituent membership the removal of said member of the Board by recall vote. A recall recommendation vote shall require a 2/3 (two-thirds) vote of the Board and shall have the effect of suspending the affected Board member until the recall recommendation is voted upon by the appropriate constituent membership. The removal of a member of the Board shall be accomplished by the majority vote of those constituent members voting at a recall election held for that purpose. A recall vote of the membership constituency shall take place within 90 (ninety) days of the resolution of the Board recommending that the Board member be recalled and shall be conducted pursuant to the Election Committee Policies and Procedures. In those instances where a member of the Board has been appointed to fill a vacancy on the Board, the Board may,

without cause, remove that member of the Board by a 2/3 (two-thirds) vote of the Board.

Duties of Officers

Section 3.11

(a)All officers of the corporation shall:

(1) have a legal duty to act in the Corporation's best interest, which includes the duty of care, duty of loyalty, and duty of good faith
(2) be accountable for the corporation's financial and legal compliance
(3) be required to disclose a conflict or potential conflict of interest in any matter coming before the board and be prohibited from voting on any matter in which there is a conflict
(4) follow the Corporation's Leadership Code of Conduct

(b)The President shall:

(1) Direct the activities of the Corporation, supervise the execution of the policies of the Board of Directors, and report results and actions to the Board of Directors.
(2) Preside at all Board of Directors meetings or may relinquish the Chair to a qualified person.
(3) Recommend chairpersons to the Board for approval for the Standing Committees as set forth in these Bylaws.
(4) Be entitled to 1 (one) vote on all matters brought before the Board which require a vote.

(c)Each Zone Vice President shall:

(1) Guide those Regions within the Zone in which he or she was elected.
(2) Identify and recruit members as candidates for Region and Associate Managers and submit for Board Approval
(3) Identify members to represent the Zone on the Legislative Action Team (LAT) or serve as the LAT representative.
(4) Assist with member recruitment activities in their Zone
(5) Prepare monthly Zone reports to the BOD utilizing the accepted format
(6) Perform any other duties as reasonably prescribed by the Board

(d) The Vice President for Resident Owned Communities shall:

(1) Provide preliminary education to all chapters seeking information on acquisition and
(2) Guide existing resident-owned park chapters when requested
(3) Offer GSMOL resources to assist with any park purchase effort.
(4) Monitor the progress of each such effort by residents to purchase their park.
(5) Inform the Board of Directors of progress made.
(6) Perform any other duties as reasonably prescribed by the Board.

(e) The Vice President at Large shall:

(1) Assist the President and the Board of Directors as reasonably directed.
(2) Perform any other duties as reasonably prescribed by the Board.

(f) The Secretary shall:

(1) Record in an accepted format which shall constitute the minutes of the Corporation, the proceedings of all regular and special meetings and Board of Directors meetings.
(2) Record in the minutes of any meeting, all non-unanimous votes of the Board by identifying the vote of each Board member, except with respect to any secret ballot votes or votes taken in executive session. If a secret ballot vote is taken, the minutes must so state.
(3) Provide each member of the Board of Directors with a copy of the minutes of each meeting of the Board via electronic mail within 2 (two) weeks of the meeting date. Minutes of Executive Meetings shall be prepared separately from any other minutes. Keep or cause to be kept, a record of minutes of all meetings of the Board of Directors
(4) Perform any other duties as reasonably prescribed by the Board.

(g) The Treasurer shall:

(1) Be the Chief Financial Officer of the corporation and shall maintain and keep, or cause to be kept and maintained, adequate and correct amounts of the properties, business transactions, and accounts of the corporation. He/she shall be responsible for the financial records of the Corporation, and the books of account shall at all reasonable times be open to inspection by any Director.

(2) Chair Budget Committee meetings. In conjunction with the Committee, develop and present an annual budget, together with justification for amounts, and submit for Board approval at the last meeting before the end of the fiscal year.
(3) Cause a Financial Review or, if determined by the Board, an audit, to be made according to Article VII of these Bylaws.
(4) Oversee the deposit of receipts and the payment of expenditures by the Corporation. The Treasurer shall deposit or cause to be deposited all monies and other valuables in the name and to the credit of the Corporation with depositories designated by the Board of Directors and shall disburse or cause to be disbursed corporation funds as directed by the Board.
(5) Render to the President and the Board of Directors, upon request, an open account of all corporate transactions and of the financial condition of the corporation.

ARTICLE IV
COMMITTEES

Standing Committees

Section 4.01

(a) The Board of Directors may, by majority vote, create one or more Standing Committees. Current information on Standing Committees can be found on the GSMOL website.
(b) The President shall annually recommend all Standing Committee Chairpersons, subject to the approval of the Board of Directors. The Chairperson of each Committee shall appoint and remove members of the Corporation as the other members of the Committee, except the Legislative Committee Chair, who shall be bound by 4.01(i).
(c) Standing Committee Chairperson shall serve in said capacity from the date of their approval by the Board of Directors to the date of approval of the appointment of their respective successors by a majority vote of the Board of Directors. Members of Standing Committees shall serve at the pleasure of the respective Chairpersons of such committees and may be

removed without cause from committee membership by the respective Standing Committee Chairpersons.

(d) Committee Chairs must be Regular Members in good standing. Non-GSMOL members may serve on Committees but will require a 2/3 (two-thirds) vote of the Board of Directors at either a regular Board meeting or by electronic mail prior to appointment.

(e) The Standing Committees shall investigate the subject matter relevant to the Committee and shall make written reports containing recommendations to the Board of Directors at each regularly scheduled meeting or at such other times as the Board of Directors may request.

(f) The Standing Committees shall operate under the direction of the Board of Directors.

(g) The President may be an ex officio member of all Standing Committees except the Election Committee.

(h) The President shall not be Chairperson of any Standing Committee or other Committee.

(i) Within 60 (sixty) days of appointment, Committee Chairpersons whose committees will require funding from the GSMOL treasury shall present a proposed operating budget to the Board of Directors who shall approve or reject.

(j) LAT Committee Membership Requirements: The Chairperson of the Legislative Committee, in order to ensure representation from a broad swath of the corporation, must endeavor to include at least one (1) committee member from each Zone (as defined in Section 6.02), such that every GSMOL Zone is represented on the committee. In the absence of a viable or agreeable committee member in a particular Zone, the current Zone Vice President for the deficient Zone may serve on the committee until such time as a replacement committee member from that Zone can be secured by the chairperson.

Special Committees

Section 4.02

(a) The Board of Directors may create Special Committees for any lawful reason or purpose, or any other committee as needed. The President shall recommend the chairperson with the approval of the Board. Such Special Committee shall cease to exist upon completion of its designated assignment.

(b) The President shall not be Chairperson of any Special Committee.
(c) Within sixty (60) days of appointment, the Committee Chairperson shall present a proposed operating budget to the Board of Directors who shall approve or reject.
(d) The President may be an ex officio member of any special Committee, except the Election Committee.
(e) The Chairperson shall have authority to appoint and remove all members of the Special Committee.

Committee Authority

Section 4.03
A Committee, Standing or Special, makes recommendations to the Board. The Board shall approve or deny the committee's recommendation(s).

Committee Budgets

Section 4.04
The Board of Directors may appropriate any funds necessary to permit each Standing or Special Committee to accomplish its assigned duties by a majority vote of the Board.

Committee Policies and Practices

Section 4.05
Each Committee shall have a Board-approved "Policies and Practices" document, that states the committee's purpose, goals, policies, and practices. This document may be updated at any time as needed by the members of the Committee in question, with the approval of the Board of Directors.

Committee Meetings

Section 4.06
Committee meetings may be held at such times and in such places as are convenient for the chairperson and the members to conduct the business and duties assigned to them. Meetings may be in person or conducted virtually by electronic means.

ARTICLE V
CHAPTERS and SUPER-CHAPTERS

Definition

Section 5.01

(a) A Chapter is an organization of individuals holding membership in the Corporation and approved by the Board of Directors.

(b) An active Chapter requires a minimum of 15 (fifteen) members or 10 (ten) per cent of the occupied spaces in the park when a park is less than 150 (one hundred fifty) spaces, of which at least 3 (three) regular members shall be willing to serve for the 3 (three) or more Chapter offices. "Occupied spaces" shall mean all spaces in the park where a manufactured home, mobilehome or permanent RV is installed on the space, with a homeowner living in the home.

(c) An active Chapter need not be limited to one park but may be a chapter comprised of residents of two (2) or more parks within the same geographical area and within the same GSMOL region.

(d) Chapters comprised of members in 2 (two) or more parks will be known as Super-Chapters and may be formed with an active chapter as the Main Park and the other park(s) as Satellite Park(s); or may be formed with 2 (two) or more parks, none of which has an active chapter. In the second instance, the park with the largest number of members shall be considered the Main Park.

(e) Formation of a Super-Chapter shall follow the procedures set forth in Super-Chapter Guidelines.

Chapter Officers

Section 5.02

(a) All Chapter officers must be members in good standing of the Corporation and be a Regular Member of the Corporation.

(b) Each Chapter shall elect a President, Vice President(s), a Secretary, and a Treasurer. The offices of Secretary and Treasurer may be combined in one office.

(c) Each Chapter will designate a Membership Coordinator and Legislative Contact (LC). These roles may be taken by any of the elected officers or by other members.
(d) Chapter Officers shall receive assistance and guidance from the Regional Manager or Associate Manager.
(e) Chapter Officers shall promote member interest by holding regular Chapter meetings.
(f) Chapter Officers shall inform their membership of all communications received from the Corporation.
(g) Chapter Officers shall be elected by members in good standing as of the date of election.
(h) Chapters are required to have a current listing of Chapter Officers, including Membership Coordinator and Legislative Contact on file with the Corporation.
(i) Chapters will adhere to the policies and practices outlined in the Corporation's Chapter Handbook.

Chapter Bylaws

Section 5.03
(a) Chapters shall adopt Bylaws which shall not conflict with GSMOL Corporate Bylaws.
(b) The Corporation shall make sample chapter bylaws available to each Chapter.

Removal or Suspension of Chapter Officer

Section 5.04
Chapter Officer(s) may be removed or suspended from office as proscribed in the Chapter Handbook.

Chapter Review of Records

Section 5.05
Chapter financial records are subject to a Financial Review as prescribed in the Chapter Handbook.

Chapter Funds

Section 5.06
Chapter funds may be disbursed by the Chapter with the approval of the majority of the Chapter's members and as set forth in the Chapter consistent with its Bylaws. GSMOL may accept funds from the treasury of a Chapter that has become inactive and hold them in escrow until the chapter reactivates or for 1 year, whichever is less. At that time, GSMOL will return funds to the reactivated chapter.

Chapter Meetings

Section 5.07
All Chapter meetings shall be held in accordance with the Corporation's Chapter Handbook.

Suspension or Revocation of a Chapter

Section 5.08
A Chapter may be temporarily suspended by the applicable Zone Vice President or, if none, the Corporation's president, until the suspension is either terminated or sustained by vote of the Board of Directors. A Chapter may be suspended or revoked only by vote of the Board of Directors.

Ability to Sue in Chapter Name

Section 5.10
No Chapter shall have authority to become a named party in any judicial or administrative proceeding without the express prior written consent of the Corporation, which may only be given following deliberation and the approval vote of the Board of Directors.

Chapter Handbook

Section 5.11
Chapter officers shall be guided by the Chapter Handbook. At least every other year, a review of the Handbook shall be undertaken by the Membership and Publications Committees and any needed revisions made.

ARTICLE VI
REGIONS AND ZONES

Regional Structure

Section 6.01
The State of California shall be divided into geographical areas to be known as Regions. The number of Regions and their borders shall be established by the Board of Directors.

Zonal Structure

Section 6.02
The State of California shall be divided into no less than 6 (six) geographical areas to be known as Zones and shall be designated as Zone A (Northern Inland California); Zone A1(Northern Coastal California); Zone B (Central Inland California); Zone B1 (Central Coastal California); Zone C (Los Angeles, Orange and San Bernardino Counties); and Zone D, San Diego, Imperial and Riverside Counties. Each Zone shall be composed of 1 (one) or more Regions.

Zone Vice Presidents

Section 6.03
Each Zone shall be represented by an elected Vice President residing within the Zone who shall serve as an officer of the Corporation and as a member of the Board.

Region Managers

Section 6.04

(a) Each Region may have one or more Region Manager(s) who shall reside in the region and be selected by the Zone Vice President and approved by the Board of Directors.

(b) All Region and Associate Managers shall sign the Leadership Code of Conduct.

ARTICLE VII
BUDGET AND FINANCE

Annual Budget

Section 7.01

The Budget Chairperson shall be responsible for presenting a proposed annual budget to the Board of Directors for adoption by a majority vote of the Board at the last Board meeting prior to the start of the fiscal year. The proposed budget shall include a line-by-line breakdown of anticipated expenses.

Budget Expenditures

Section 7.02

The financial information presented to the Board shall be at each regular meeting of the Board. Expenditures over $500 which are not included in the approved budget need to be approved by the Board.

Audit

Section 7.04

The Corporation will adhere to the current State & Federal nonprofit requirements for audits and financial reports. The financial records of the Corporation shall be reviewed annually by an independent Public Accountant and shall include a review of all income received and expenses incurred by the Corporation during the period being reviewed.

Employee Wages and Benefits

Section 7.05
All matters pertaining to annual salary and benefits of key personnel shall be discussed and voted upon by a majority vote of the Board of Directors in a closed-door executive session. A preliminary report shall be prepared by the Secretary or his/her designee and distributed to the Board of Directors 10 (ten) days prior to any meeting at which the subject is agendized.

Draft or Check Endorsement

Section 7.06
Any officer of the Corporation may be authorized by Board resolution to sign drafts or checks drawn on the accounts of the Corporation. Checks exceeding $5,000 must be cosigned.

Donations

Section 7.07
Donations may be accepted by the Corporation and deposited in the applicable account maintained by the Corporation.

Balanced Budget

Section 7.08
Any budget approved by the Board shall be "balanced," such that projected expenses for the budget year do not exceed projected revenue.

ARTICLE VIII
INDEMNIFICATION AND INSURANCE

Section 8.01

(a) Right of Indemnity

To the fullest extent permitted by law, this Corporation shall indemnify its Directors, officers, Regional Managers, employees, and other persons described in Section 7237 (a) of the California Corporations Code, including

persons formerly occupying any such positions against all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred by them in connection with any "proceeding", as that term is used in that Section, and including an action by or in the right of the Corporation, by reason of the fact that the person is or was a person described in that Section. "Expenses", as used in the Bylaw, shall have the same meaning as in Section 7237 (a) of the California Corporations Code.

(b) Approval of indemnity

On written request to the Board of Directors by any person seeking indemnification under Section 7237 (b) or Section 7236 (c) of the California Corporations Code, the Board shall promptly determine under Section 7237 (e) of the California Corporations Code whether the applicable standard of conduct set forth in Section 7237 (b) or Section 7237 (c) has been met, and, if so, the Board shall authorize indemnification. If the Board cannot authorize indemnification because the number of Directors who are parties to the proceeding with respect to which indemnification is sought prevents the formation of a quorum of Directors who are not parties to that proceeding, the Board shall promptly conduct a ballot vote of the membership pursuant to the procedures set forth in Section 2.20 of these Bylaws to determine under Section 7237 (e) whether the applicable standard of conduct set forth in Section 7237 (b) or Section 7237 (c) has been met, and, if so, a majority of members voting may authorize indemnification.

(c) Advancement of Expenses

To the fullest extent permitted by law and except as otherwise determined by the Board in a specific instance, expenses incurred by a person seeking indemnification under this Article in defending any proceeding defined in this Article shall be advanced by the Corporation before final disposition of the proceeding, on receipt by the Corporation of an undertaking by or on behalf of that person that the advance will be repaid unless it is ultimately determined that the person is entitled to be indemnified by the Corporation for those expenses.

Insurance

Section 8.02
The Corporation shall have the right to purchase and maintain insurance to the full extent permitted by law on behalf of its Directors, Officers, Regional Managers, employees, and other agents, against any liability asserted against or incurred by any Officer, Regional Manager, employee, or agent in such capacity or arising out of the Officer's, Regional Manager's, employee's, or agent's status as such.

ARTICLE IX
PARLIAMENTARY AUTHORITY

Section 9.01
The issue of Robert's Rules of Order currently in use shall govern the proceedings of the Corporation in all matters not otherwise provided for in these Bylaws or the Corporations Code. The parliamentary authority adopted by the Corporation shall be applicable to all Chapter, Regional, and Zone proceedings.

ARTICLE X
AMENDMENTS TO BYLAWS

Review by Bylaws Committee

Section 10.01
All amendments to the Bylaws which are submitted by an individual member or Board member shall be directed to the Bylaws Committee. The Bylaws Committee shall review each such amendment submitted and report its recommendations to the Board of Directors at a Board of Directors meeting.

Amendment

Section 10.02
(a) The approval of an amendment to the Bylaws by a majority of the Board of Directors shall constitute a recommendation to the membership to approve the proposed amendment(s).
(b) A summary of the proposed amendment(s) to the Bylaws shall be shared with members in a timely manner prior to the vote. The full text of the proposed amendment and/or any section with proposed edits shall be posted on the GSMOL website and provided to any member in good standing upon request.
(c) Approval of any proposed Bylaw amendment requires a majority vote of those eligible members voting by ballot conducted in accordance with Article II hereof.

ARTICLE XI
EFFECTIVE DATE OF BYLAWS

Section 11.01
Approved Bylaw amendments shall become effective on the first day of the month following their approval by member vote, unless otherwise provided in the language of the Bylaw amendment measure.


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