

**RESTATED ARTICLES OF INCORPORATION  
OF THE  
CALIFORNIA SOCIETY OF THE  
SONS OF THE AMERICAN REVOLUTION**

The entire text of the articles of incorporation of THE CALIFORNIA SOCIETY OF THE SONS OF THE AMERICAN REVOLUTION, a California Nonprofit Public Benefit Corporation, as amended, are restated in accordance with the California Corporations Code to read as follows:

**INTRODUCTION**

This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Law for public purposes.

**ARTICLE I**

The name of this corporation shall be “The California Society of the Sons of the American Revolution.”

**ARTICLE II**

The purposes for which this corporation is formed and the powers which it shall have in addition to those enumerated under the provisions of the laws of the State of California, applicable thereto are as follows:

**1.** The purposes and objects of this Society are declared to be patriotic, historical and educational, and shall include those intended or designed to perpetuate the memory of the men who, by their services or sacrifices during the war of the American Revolution, achieved the independence of the American people; to unite and promote fellowship among their descendants; to inspire them and the community at large with a more profound reverence for the principles of the government founded by our forefathers; to encourage historical research in relation to the American Revolution; to acquire and preserve the records of the individual services of the patriots of the war, as well as documents, relics and landmarks; to mark the scenes of the American Revolution by appropriate memorials; to celebrate the anniversaries of the prominent events of the war and of the American Revolutionary period; to foster true patriotism; to maintain and extend the institutions of American freedom; and to carry out the purposes expressed in the preamble of the Constitution of our country and the injunctions of Washington in his farewell address to the American people.

2. To own, acquire, hold and dispose of real and personal property to be used in the furtherance of the work of this corporation.
3. To contract, convey and take gifts, bequests and devises of real and personal property.
4. To have such powers to do and perform any and all acts necessary or advisable in conformity with the objects and purposes of this corporation, to the same extent and capacity as possessed by an actual person, whether enumerated in the laws of the State of California or in these articles, or which may be properly implied therefrom.

### **ARTICLE III**

The principal place of business of this corporation shall be in the State of California. The street address shall be as filed annually with the Secretary of State according to the provisions of Corporation Code 6210, operative January 1, 1980. Designation of the agent for the purpose of service of process and designation of the corporate officer responsible for filing the annual form prescribed by the Secretary of State shall be as provided in the Bylaws.

### **ARTICLE IV**

The governing board of this corporation shall be designated as the "Board of Managers" elected in accordance with the bylaws and shall consist of the elected officers of the society and an elected representative from each chapter of the society, as provided in the bylaws.

### **ARTICLE V**

There shall be no capital stock issued by this corporation. The members of this corporation shall consist of such persons as may be elected as such under provisions of the bylaws of this corporation, and shall be limited to male persons who are citizens of good repute in the community, who are the lineal descendants of an ancestor who, at the time of the last known service, demonstrated loyalty to and rendered active service in the cause of the American independence, either as an officer, soldier, seaman, marine, militiaman, or minute man in the armed forces of the Continental Congress, or of any of the several Colonies or States or as signer of the Declaration of Independence, or as a member of the Committee of Safety or Correspondence, or as a member of any Continental Provincial, or Colonial Congress or Legislature, as a foreign national of, but not limited to, France, Germany, Poland, Spain, Sweden, or Switzerland who rendered service in the cause of American Independence, or as a recognized patriot who performed actual service by overt acts or resistance to the authority of Great Britain, provided, however, that no person advocating the overthrow of the Government of the United States by use of force or violence shall be eligible for membership in the Society.

Membership in this corporation shall not be transferable.

#### **ARTICLE VI**

Actions of the membership of this corporation shall be taken at any regular or special meeting of the membership of this incorporation by voting delegates representing the membership and chosen through and by local chapters or other subdivisions of this corporation. Every member of this corporation shall be entitled to one (1) vote in selecting such voting delegate or delegates from his chapter or other subdivision of this corporation. The bylaws shall provide for such voting delegates according to the requirements of Corporations Code Sections 5132 and 5133, operative January 1, 1980. No voting by proxy by or for any member of this corporation shall be permitted in any matter pertain to elections or other business of this corporation or of any local chapters or other subdivisions of the California Society of the Sons of the American Revolution.

#### **ARTICLE VII**

The property rights interests of the members shall at all times equal and are not assignable, either by voluntary act or by operation of law.

#### **ARTICLE VIII**

This corporation shall have perpetual existence.

#### **ARTICLE IX**

In accordance with the provisions of the California Corporations Code 9913, operative January 1, 1980, this corporation elects to be governed by all of the provisions of the California Nonprofit Public Benefit Corporation Law not otherwise applicable to this corporation under sections 9910-9927 of the Corporations Code.

#### **ARTICLE X**

Any member of this Society of whatever class or category who, by conduct disloyal to the ideals or prejudicial to the interests of the Sons of the American Revolution, shall have rendered himself unworthy of the membership therein, may be disciplined up to and including suspension, termination or expulsion, by a three-fifths vote of the Board of Managers provided that such recommendation is made after Hearing by a three-fifths vote of a Committee of Inquiry consisting of the most senior Past President able and willing to serve, the President, the most senior Vice President able and willing to serve, or, if two are of equal seniority in office, one of them chosen by lot, and two Presidents of Chapters other than those of the aforementioned three members of this Committee. The President shall appoint the committee members within these constraints.

A motion passed by the Board of Managers or by a Special or Annual Meeting of the Membership or an executive decision by a majority of the elected officers of this Society

shall be authority to call a Committee of Inquiry. The accused shall be given fifteen days prior notice of the Hearing with the reasons therefore. He shall have an opportunity to be heard, orally or in writing, by the Committee prior to their decision and not less than five days prior to any Board of Managers vote on the Committee's recommendation. Any member thus terminated or expelled shall from the date of such action by the Board of Managers cease to be a member of this Society or of any of its Chapters or to hold any rights or privileges connected with such membership including any interest in activities, properties or funds of the Society or any of its Chapters except that any member terminated or expelled according to the provisions above shall within sixty days of the date of such actions have the right to file with the Secretary of the Society an appeal for reversal of the decision by the next Annual or Special Meeting of the Membership and the decision of such meeting shall be final.

#### **ARTICLE XI**

An appointed Bylaws Committee shall prepare the language for any proposed amendment to the Bylaws. The chapters of this society shall be given notice of such proposed amendment at least 30 days prior to a meeting of the membership at which the amendment shall be put to vote. An affirmative vote of two-thirds of the chapters of this society present and eligible to vote, represented by the chapter president or his designated alternate, shall be required for approval.

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The foregoing is a true and accurate restatement of the Articles of Incorporation endorsed for filing by the California Secretary of State on November 30, 1984, with assigned California Corporations Number C-0137972, and of the amendments thereto as follows: Amendment One dated July 19, 1986; Amendment Two dated April 2, 1988; and Amendment Three dated April 21, 2018. These articles and amendments thereto were duly approved by the board of managers and received the required vote of the chapters represented by the presidents (or their designees).