**Applicability of California Corporations Code**

Section 1: Names the Code

Section 2: Patches the Code into existing Statutes.

Section 3: “Grandfathers In” existing Officeholders.

Section 4: Allows existing legal actions and proceedings to continue uninterrupted.

Section 5: Establishes that there will be General Provisions, Rules of Construction and Definitions for this code.

Section 6: Disassociates the title, divisions, parts, chapters, articles and section headings from the provisions of the code.

Section 7: Allows subordinates of public officers to wield the same power and to execute the duties imposed upon those public officers.

Section 8: Defines “writing” to include things like e-mail and facsimile transmissions. This section, along with Section 20 and Section 21 are paraphrased in the Bylaws.

Section 9: Allows for reference to future changes in the code.

Section 10: Defines “Section” and “Subdivision”.

Section 11: Broadens the spread of tenses; “present tense includes past and future”, etc. This section is included in the Bylaws.

Section 12: Broadens spread of gender; “masculine includes feminine and neuter”. This section is included in the Bylaws.

Section 13: Broadens spread of plurality; “the singular includes the plural”, etc. This section is included in the Bylaws.

Section 14: Specifies that “County” includes “City and County”. This section is included in the Bylaws.

Section 15: Explains the distinction between “Shall” and “May”. This section is included in the Bylaws.

Section 16: Broadens the definition of “Oath” to include “affirmation”. This section is included in the Bylaws.

Section 17: Broadens the definition of “Signature” to include an “X” for people that cannot write. This section is included in the Bylaws.

Section 17.1(a), (b), (c): Allows signatures to be valid on facsimiles sent to the Secretary of State.

Section 17.1(d): Requires that originals of signed documents sent by facsimile to the Secretary of State must be kept for a minimum of five years. This section is paraphrased in the Bylaws.

Section 17.1(e): Allows for the Secretary of State to accept electronic and facsimile submissions.

Section 18: Broadens the definition of “Person” to include corporations.

Section 19: Allows portions of the code to stand alone if other parts of it are found to be invalid. This section is included in the Bylaws.

Section 20: Describes how a corporation can communicate with people electronically. This section is paraphrased in the Bylaws.

Section 21: Describes how people can communicate with a corporation electronically. This section is paraphrased in the Bylaws.

Sections 100-3503: Relates to “C” corporations and “Flex-C” corporations.

Section 5000: Names the law.

Section 5001: Describes the ephemeral nature of the law.

Section 5002: Describes what parts of the law these general provisions apply to. Part 2 applies to Non-Profit Corporations, Part 3 applies to Non-Profit Mutual Benefit Corporations, and Part 4 applies to Non-Profit religious Corporations. EarthSTORM will be governed by Part 2.

Section 5003 (a)(1): Describes the application of the provisions in this part. 5003(a)(1) applies to EarthSTORM.

Sections 5003(a)(2), (3), (4),(5): Describes the application of the provisions in this part. These subdivisions are moot because Section 5003(a)(1) applies.

Section 5003(b): Prevents the enactment of this law from interfering with the operation of corporations that were established before the law took effect. This section does not apply to EarthSTORM, since EarthSTORM was established after the law took effect.

Section 5003(c): Continues the liability for corporations that existed before the law took effect. This section does not apply to EarthSTORM, since EarthSTORM was established after the law took effect.

Section 5004: Allows corporations to be sued as described in the Code of Civil Procedure.

Section 5005: Allows provisions of the Code of Civil Procedure to attach corporate property.

Section 5005.1(a): Describes different things that a corporation may insure for or insure itself against. The corporation may not insure itself for Workmen’s Compensation.

Section 5005.1(a)(1): The corporation may insure itself against any tort liability.

Section 5005.1(a)(2): The corporation may insure an employee against errors and omissions.

Section 5005.1(a)(3): The corporation may insure an officer, director or volunteer against errors and omissions.

Section 5005.1(a)(4): Insure itself against any loss arising from physical damage to motor vehicles owned or operated by the corporation.

Section 5005.1(a)(5): Insure itself against the loss of or damage to property of every kind.

Section 5005.1(b)(1),(2): Describes “risk pooling” requirements. This issue is moot for EarthSTORM, the Bylaws specifically prohibit joining any “risk pool”.

Section 5005.1(c): EarthSTORM is not authorized by law to insure, contract for or provide payment for any part of a claim against an employee for punitive or exemplary damages. This is prohibited in the Bylaws.

Section 5005.1(d),(e): Specifies additional requirements for “risk pool”s. This issue is moot for EarthSTORM, since participation in a “risk pool” is prohibited in the B y-Laws.

Section 5005.1(f): Describes application of section. This section does not apply to EarthSTORM, since it does not provide health or human services without a hospital (although it will probably be an IRS 501(c)(3) corp).

Section 5006: Describes where to look up the fees that the Secretary of State charges to file instruments by or on behalf of a corporation. While these fees apply to EarthSTORM, there is no need to mention them in the Bylaws.

Section 5007: Describes how to file a Certificate of Correction with the Secretary of State.

Section 5008(a): Describes some issues regarding filing of instruments with the Secretary of State and when they become effective. While EarthSTORM is effected by this, there is no need to write it into the Bylaws.

Section 5008(b): Describes some issues regarding refiling of rejected instruments with the Secretary of State. While EarthSTORM is effected by this, there is no need to write it into the Bylaws.

Section 5008(c): Describes how an instrument filed with the Secretary of State which specifies a delayed effective date may be revoked by corporate action. This issue will be moot for EarthSTORM’s initial filing, but may possibly become pertinent in the future; It doesn’t seem necessary to write it into the Bylaws.

Section 5008.5: Describes issues surrounding improper payment to Secretary of State (ie. ‘bad checks’). This is not appropriate to write into the Bylaws.

Section 5008.6(a),(b),(c),(d): Describes ramifications of failure to file statements required under Section 6210 and failure to file them in a timely manner. This is not appropriate to write into the Bylaws.

Section 5009: Broadens definition of “mailing”.

Section 5010: Assuming that Members of EarthSTORM are authorized to vote on matters, “majority” means “a majority of the votes that ae entitled to be cast”. This will be written into the Bylaws in detail.

Section 5011: Pertains to voting rights associated with securities. This does not apply to EarthSTORM.

Section 5012: Provides definition of “financial statements”. This will be written into the Bylaws.

Section 5013: Defines “independent accountant”. This definition will be paraphrased in the Bylaws.

Section 5014: Additional voting considerations. Applies to Mutual Benefit Corporations, but not EarthSTORM.

Section 5015: Additional information regarding the corporation sending messages. This information is paraphrased in the Bylaws.

Section 5016: Allows for notices and reports to be included into a newsletter, magazine or other organ, and the notices or reports are construed to have been sent when the newsletter, magazine or other organ is sent. Also allows for one mailing of the newsletter, magazine or other organ to households where multiple members reside; notice or report is construed as being delivered to all members at that address. These issues are paraphrased in the Bylaws.

Section 5030: Defines “Acknowledged”, and refers to Civil Code Section 1180, et seq. While this may apply to an act by EarthSTORM or its officers, it doesn’t seem worthwhile to include in the Bylaws.

Section 5031: Defines “affiliate” and “affiliated”. This doesn’t apply to EarthSTORM, but it might in the future (if we establish sister corporations or subsidiaries, etc.).

Section 5032: Defines meaning of the phrases “Approved by the Board” and “By Approval of the Board”. This will be paraphrased in the Bylaws.

Section 5033: Defines meaning of the phrases “Approved by a Majority of all Members” and “By Approval of a Majority of all Members”. This will be paraphrased in the Bylaws.

Section 5034: Defines meaning of the phrases “Approved by the Members” and “By Approval of the Members”. This will be paraphrased in the Bylaws.

Section 5035: Defines “Articles”. This will be paraphrased in the Bylaws.

Section 5036(a),(b),(c): Defines “Authorized Number”. This will be paraphrased in the Bylaws.

Section 5037: Expands the definition of “bylaws”. It may be that there is no need in the Bylaws for self-reference, however, if there is, this expanded definition will be paraphrased in the Bylaws.

Section 5038: Defines “Board”. This will be included in the Bylaws.

Section 5039: Defines “business corporation”. Because of the ambiguity left unresolved in the statutes, this phrase will not be used in the Bylaws.

Section 5039.5: Expands definition of “Chair”: This is paraphrased in the Bylaws.

Section 5040: Defines the term “Chapter”. If this term is used in the Bylaws, it will probably have a different definition.

Section 5041: Defines the term “Class”. In place of the term “Class”, the Bylaws use the term “Category”.

Section 5043: Defines the phrase “Common Share”. This does not apply to EarthSTORM.

Section 5044: Defines “Constituent Corporation”. This might apply if EaerthSTORM is ever merged with or into another organization.

Section 5045: Defines the term “Control”. This definition is included in the Bylaws.

Section 5046(a),(b): Defines the term “Corporation”. This definition is paraphrased in the Bylaws.

Section 5046(c),(d): Defines the term “Corporation”. These definitions do not apply to EarthSTORM.

Section 5047: Defines the term “Directors”. This definition is paraphrased in the Bylaws.

Section 5047.5(a): Finding and declaration by the California State Legislature stating that unpaid volunteers are important and should be protected. While this may apply to EarthSTORM, there is no reason to include it in the Bylaws.

Section 5047.5(b): Indemnifies unpaid officers and directors of non-profit organizations against negligent acts and omissions under certain circumstances. While this may apply to EarthSTORM, there is no reason to include it in the Bylaws.

Section 5047.5(c): Provides exclusions to the indemnity provided by Section 5047.5(b). While this may apply to EarthSTORM, there is no reason to include it in the Bylaws. Instead, these exclusions will be used to guide the formation of the EarthSTORM Policy Manual.

Section 5047.5(d): Specifies which types of corporations are covered by this part of the law (EarthSTORM’s type is covered). There is no reason to mention this In the Bylaws, the appropriate parts of the law are paraphrased as needed.

Section 5047.5(e): Exempts corporations which have liability insurance against this type of claims against Officers and Directors. If the organization’s annual budget is less than fifty thousand dollars ($50,000), then they must carry a minimum of five hundred thousand dollars ($500,000) worth of liability insurance against this kind of act, or else the minimum is one million dollars ($1,000,000) if the budget is larger.

Section 5047.5(f): Specifies that payment of actual expenses to Officers and Directors for their attendance at meetings and for the execution of their corporate duties shall net be considered “compensation”.

Section 5047.5(g): Officers, Directors, Employees, Agents and Servants of the Corporation are exempt from the indemnification provided by the law in the instances of negligent acts or ommissions.

Section 5047.5(h): Specifies that the law provides no indemnification for organizations that refuse to allow membership, provide services or provide benefits based on a person’s political affiliation, age, sex, race, color, religion, ancestry, national origin, disability, medical condition, marital status or sexual orientation. This is specified in the articles of incorporation, the Bylaws and the policy manual.

Section 5047.5(i): Specifies that indemnity is not provided to any volunteer director or officer who receives compensation from the corporation in any other capacity, including (but not limited to) employee. While this may cover people associated with EarthSTORM, it doesn’t need to be mentioned in the Bylaws. Instead, it will help guide the development of the Policy Manual.

Section 5048: Defines “Disappearing corporation”. This will be added to the Bylaws.

Section 5049: Defines “Distribution”. This is paraphrased in the Bylaws.

Section 5050: Defines “Domestic corporation”. This will be added to the Bylaws.

Section 5051: Defines “Filed”. This will be added to the Bylaws.

Section 5052: Defines “Foreign business corporation”. This does not need to be in the Bylaws.

Section 5053: Defines “Foreign corporation”. This does not need to be in the Bylaws.

Section 5054: Defines “Incentive and benefit plans”. This does not need to be in the Bylaws. If, in the future, the organization wishes to provide such a plan to the officers and/or employees, the definition can be added to the Bylaws with the addendum that provides the details of that plan.

Section 5055: Defines “Liquidation price” and “liquidation preference”. These terms do not apply to a non-profit corporation.

Section 5056: Defines “Member”. This is paraphrased in the Bylaws.

Section 5057: Defines “Membership”. This is paraphrased in the Bylaws.

Section 5058: Defines “Membership certificate”. This does not apply to EarthSTORM.

Section 5059: Defines “Nonprofit mutual benefit corporation” and “mutual benefit corporation”. These do not apply to EarthSTORM.

Section 5060: Defines “Nonprofit public benefit corporation” and “public benefit corporation”. This applies to EarthSTORM, and is paraphrased in the Articles of Incorporation.

Section 5061: Defines “Nonprofit religious corporation”. This does not apply to EarthSTORM.

Section 5062: Defines “Officer’s certificate”. It has not yet been determined if this will be used in the Bylaws.

Section 5063: Defines “On the certificate”. This does not apply to EarthSTORM.

Section 5063.5: Defines “Other business entity”. This will be paraphrased in the Bylaws.

Section 5064: Defines “Parent”. This will be paraphrased in the Bylaws.

Section 5064.5: Defines “Parent party”. This doesn’t apply to EarthSTORM.

Section 5065: Defines “Person”. This will be paraphrased in the Bylaws.

Section 5067: Defines “Preferred shares”. This doesn’t apply to EarthSTORM.

Section 5068: Defines “Proper county”. EarthSTORM’ s “proper county is “Contra Costa, California”.

Section 5069: Defines “Proxy”. This will be paraphrased in the Bylaws.

Section 5070: Defines “Proxyholder”. This will be paraphrased in the Bylaws.

Section 5071: Defines “Shareholder”. This doesn’t apply to EarthSTORM.

Section 5072: Defines “Shares”. This doesn’t apply to EarthSTORM.

Section 5073(a): Defines “Subsidiary”. It isn’t likely that this will be used in the Bylaws.

Section 5073(b): Defines “Subsidiary”. This doesn’t apply to EarthSTORM.

Section 5074: Defines “Surviving corporation”. This will be included in the Bylaws.

Section 5075: Defines “Vacancy”. This will be included in the Bylaws.

Section 5076: Defines “Verified”. This will be paraphrased in the Bylaws.

Section 5077: Expands the definition of “Vote”. This will be paraphrased in the Bylaws.

Section 5078: Defines “Voting power”.

Section 5079: Defines “Written” and “in writing”. This will be paraphrased in the Bylaws.

Section 5080: Defines “Written ballot”. This will be paraphrased in the Bylaws.

Section 5110: Names the law.

Section 5111: Allows for the formation of Nonprofit Public Benefit Corporations.

Section 5120(a): States that one or more persons may incorporate by executing and filing Articles of Incorporation.

Section 5120(b): States that when no Directors are named in the Articles of Incorporation, the Articles of Incorporation shall be signed by the Incorporator.

Section 5120(c): States that the corporate existence begins upon filing of the Articles of Incorporation and exists perpetually, unless terminated by law (which could be due to a ‘Sunset Clause’, dissolution or court order, etc.).

Section 5120(d),(e): Applies to the Secretary of State of the State of California.

Section 5121(a),(b),(c),(d),(e),(f),(g): Apply to previously-existing unincorporated associations.

Section 5122(a): Prohibits the Secretary of State from filing articles of incorporation that includes a name in which “bank”, “trust”, “trustee” or related words appear if they haven’t got a certificate of approval from the Commissioner of Business Oversight. This probably doesn’t apply to EarthSTORM.

Section 5122(b): Prohibits the Secretary of State from filing Articles of Incorporation with names that are similar enough to existing corporations so that the public could be misled. The Secretary of State’s business name database shows one company that might be a conflict: “S.T.O.R.M. Services, Inc.”

Section 5122(c): Allows an applicant to reserve a corporation name. EarthSTORM is not likely to do this.

Section 5130: Specifies what sort of information must be included in the Articles of Incorporation.

Section 5131: Allows the Articles of Incorporation to specify limits to the purpose or powers of the corporation.

Section 5132(a): Specifies provisions which may be included in the Articles of Incorporation. The organization is established to exist in perpetuity. The remainder of this section does not apply to EarthSTORM, since it is not a subsidiary of any other organization.

Section 5132(b): Proclaims enforceability (such as between parties) of any lawful agreements.

Section 5132(c): Specifies additional provisions that may be set forth in the Articles of Incorporation.

Section 5132(c)(4): Allows for the provision in the Articles of Incorporation for an external person or agency to approve in writing any amendment to the Articles of Incorporation, or to the Bylaws, or any repeal of such an amendment. This will not be included into the Articles of Incorporation or into the Bylaws.

Section 5133: Declares that the official paperwork, when submitted to the Secretary of State, and certified by the Secretary of State, act as evidence that the corporation was formed and does exist.

Section 5134: Since no Initial Directors are named in the proposed Articles of Incorporation, this section gives the Incorporator(s) the authority to do whatever is necessary in order to launch the corporation. While this gives the Incorporator the authority, I think it is courteous to ask the folks that attend the Formative Meeting to acknowledge or ratify the authority of the Incorporator to appoint three “Directors Pro Tempore”, which can then conduct the Inaugural Meeting.

Section 5140: Specifies what powers the corporation may exert. These will be paraphrased in the Articles of Incorporation and in the Bylaws.

Section 5141(a): Describes issues surrounding the involuntary dissolution of the organization.

Section 5141(b): Describes the validity of contracts that the Board may enter into. This power has been paraphrased in the Articles of Incorporation.

Section 5142: Applies to a charitable trust.

Section 5150: Relates to voting, gives the Board the authority to adopt, amend or repeal the Bylaws but protects Member rights. This section has many levels of indirection and is rather confusing, but parts of it will be implemented in the Bylaws, parts of it will be implemented in the Articles of Incorporation and parts of it will be ignored (either because they don’t apply or we don’t want to operate that way).

Section 5151: Relates to the number of Directors; how to determine the numbers of Directors; how to change the number of Directors; calling, notification, holding and conducting meetings (whether the meetings are for Members, the Board or for committees); voting and conducting mail ballots; qualifications, duties, compensation for and tenure of Directors; the time of elections for Directors;, requirements for a quorum for Directors’ and committee meetings; specifications for maintaining the membership roster; how reports and financial statements shall be made to Members; setting, imposing and collecting dues, assessments and admission fees; admission, withdrawal, suspension and expulsion of Members and provisions for emergency Board meetings. This section is extensive, has many levels of indirection and can be hugely confusing. Most of what appears here will be implemented either in the Articles of Incorporation or the Bylaws.

Section 5152: Allows for the organization to have delegates and designates what rights, authorities and responsibilities they may have. This is not implemented in the Bylaws.

Section 5153: Allows for the organization to have delegates vote by chapter or geographic regions. This is not implemented in the Bylaws.

Section 5160: Requires the organization to keep a current copy of the Articles of Incorporation and the Bylaws at the principal office of the organization and to allow members to inspect the documents during reasonable times during office hours; also requires current copies to be made available upon written request when the organization does not maintain an office in the State of California. This will be paraphrased in the Articles of Incorporation and the Bylaws, and both of these documents should probably be published on the web site.

Section 5210: Requires that each corporation have a Board of Directors; allows management of the organization to be handled by others. This is paraphrased in the Bylaws.

Section 5211: Specifies who may call for a meeting of the Board of Directors; permits regularly scheduled meetings of the Board of Directors to be held without notice; specifies length of time required for notices of special meetings of the Board of Directors; prohibits bylaws from dispensing with notifications of special meetings; allows a notice or waiver of notice of meetings of the Board of Directors to omit the purpose of a regular or special meeting; allows for the organization to omit notices to a Director that has provided a waiver of notice, has provided consent to holding the meeting, has provided an approval in writing of the minutes of the meeting (whether before or after the meeting) or who has attended the meeting without protesting (at the beginning of the meeting or before the meeting) the lack of notice to that Director; specifies that the waivers, consents and approvals shall be included with the minutes of the meeting or otherwise be made a part of the corporation’s records; allows a majority of the Directors present at a meeting (whether there is a quorum or not) to adjourn any meeting to another time and place; if adjourning for more than 24 hours, notification of the meeting is to be given to Directors that did not attend the adjourned meeting; allows the Board of Directors to meet anywhere specified, whether the place is specified in the notice, or in the Bylaws or by the Board; allows Directors to attend meetings without being physically present, but specifies restrictions; specifies what constitutes a quorum for the Board; describes what constitutes an act of the Board; allows for business to continue of a quorum is established, the people leave and the qualifying number is reduced below the threshold needed for a quorum; allows action by the Board via unanimous consents is there are at least enough Directors on the Board to establish a quorum; prohibits “interested directors” and “common directors” from issuing consents in certain circumstances; mandates that each Director shall have one vote; prohibits Directors from giving a proxy to another Director; broadens these conditions to include the incorporators and committees of the Board. These are paraphrased in the Bylaws.

Section 5212: Allows for the creation and staffing of committees; prohibits the committees from exercising certain authorities; requires an audit committee if the organization has to file with the Attorney General and receives more than $2,000,000 in gross revenues;

Section 5213: Describes the structure of the organization, allowed and prohibited overlapping of offices and directorships; requires compensation for President to comply with California Government Code Section 12586(g). Most of this is paraphrased in the Bylaws (President isn’t compensated, so the citation is omitted from the Bylaws).

Section 5214: Describes signature authority. This information is specified by paraphrase in the Bylaws.

Section 5215: Specifies that certain records are evidence of the adoption of Bylaws, amendments, etc. and that they show that such meetings were held. This is paraphrased in the Bylaws.

Section 5220: Describes the election of Directors. This is paraphrased in the Bylaws.

Section 5221: Describes how the Board can remove of a Director for cause. This is paraphrased in the Bylaws.

Section 5222: Describes how Members can remove any or all Directors without cause. This is paraphrased in the Bylaws.

Section 5223: Describes how a Court can remove a Director for cause. This is paraphrased in the Bylaws.

Section 5224: Allows for Resignation of Directors. This is paraphrased in the Bylaws.

Section 5225: Allows for a court to appoint a Provisional Director to act as a tie-breaker. This is paraphrased in the Bylaws.

Section 5226: Requires that the resignation of the sole Director of the organization be a notification to the Attorney General. This is paraphrased in the Bylaws.

Section 5227: Requires that 49 percent of the board not be employees within the past 12 months, prohibits nepotism. This is paraphrased in the Bylaws.

Section 5230: Provides for duties of a Director applying regardless of whether the Director gets compensated, specified that California Probate Code Section 16000 (et seq.) doesn’t apply to Directors. This information is paraphrased in the Bylaws.

Section 5231: Describes the duties of a Director. This is paraphrased in the Bylaws.

Section 5232: States that the duties of a Director also apply to the election, selection and nomination of Directors. This is implied in the Bylaws.

Section 5233: Prohibits “Self-Dealing” except under certain circumstances. This is paraphrased in the Bylaws.

Section 5234: Prohibits “Directors in common”, except in certain circumstances.

Section 5235: Allows Directors to set compensation of Directors. This is not included in the Bylaws, since the Directors are not compensated.

Section 5236: Prohibits loans to Officers and Directors, except under certain circumstances. This is paraphrased in the Bylaws.

Section 5237: Establishes liability for Directors that authorize a distribution of the organizations assets or lend or make loan guarantees.

Section 5238: Defines “Agent” and “Proceeding”, expands definition of “Expenses”; allows for indemnification of persons that acted in good faith on behalf of the organization. This is paraphrased in the Bylaws.

Section 5239: Defines “Volunteer”, “Compensation” and “Executive Officer”. Prohibits liability to a third party for a volunteer Director or volunteer Executive Officer provided that the act or omission was within the scope of their duties, the act or omission was performed in good faith, and not reckless, wanton or grossly negligent or covered by certain types of liability insurance. This is paraphrased in the Bylaws.

Section 5240: Provides the Board of Directors with the authority to, under certain circumstances, invest the organization’s funds. This is paraphrased in the Bylaws.

Section 5241: Places the authority and duty of the Board, when making investments for the organization) in a position subordinate to the courts and the Attorney General. This is omitted from the Bylaws.

Section 5250: Gives the Attorney General the authority to snoop on and change the organization if needed. This is omitted from the Bylaws.

Section 5260: Requires the organization to avoid becoming a “private foundation”. This is paraphrased in the Bylaws.

Section 5310: Allows for the organization to accept Members; allows the Board of Directors to act on items that Members would vote on if there were Members. This is partially paraphrased in the Bylaws and partially ignored (since it doesn’t apply).

Section 5311: Allows for the organization to charge membership dues or to not charge for them, as the organization decides; such decisions must be specified in the Articles of Incorporation or in the Bylaws; gives the Board of Directors the authority to set membership dues. This is handled in the Bylaws, but the Bylaws do not cite this section as an authority, the derivation of authority is assumed.

Section 5312: Prohibits a person from holding multiple memberships unless they are Members in more than one class (or under other specified circumstances). This is paraphrased in the Bylaws. The part that specifies circumstances where multiple persons can be considered “one Member” is circumvented in the Bylaws, because of the membership structure that is described there, so is the issue of being a Member of multiple classes.

Section 5313: Allows for the organization to accept any person as a Member, except as provided in the Bylaws. The only prohibition stated in the Bylaws is that previously-expelled Members cannot re-join.

Section 5320: Prohibits transfer of membership or membership rights by Members (whether for consideration or not); requires Membership rights to cease upon death or dissolution; exempts equity in cooperative housing. This is paraphrased in the Bylaws (except for the exemption, which is ignored because it does not apply to this organization).

Section 5330: Authorizes the Organization to have multiple classes with different rights, privileges, preferences, restrictions and conditions for those classes. This is paraphrased in the Articles of Incorporation and in the Bylaws.

Section 5331: Requires that all classes of membership have the same rights, privileges, preference, restrictions and conditions (except as provided in the Articles of Incorporation or the Bylaws). Because the structure for memberships (and the associated rights, etc. for each class of membership) is specified in the Articles of Incorporation and in the Bylaws, the Organization is in compliance with this section.

Section 5332(a): Broadens the definition of “Members”. It is not clear if this applies to this organization.

Section 5332(b): Allows the organization to benefit, serve or assist non-members in exchange for consideration determined by the Board of Directors (or as is authorized in the Articles of Incorporation or the Bylaws). This is paraphrased in the Bylaws.

Section 5340(a): Allows for Members to resign from the Organization. This is paraphrased in the Bylaws.

Section 5340(b): Requires withdrawing Members to pay whatever they owe to the Organization even if they resign from the organization. This is paraphrased in the Bylaws.

Section 5340(c): Allows that memberships granted for a period of time shall expire when that time has elapsed, except when the membership is renewed. This is paraphrased in the Bylaws.

Section 5341: Specifies the procedures that are required for Members to be suspended or expelled. This is paraphrased in the Bylaws.

Section 5342: Specifies the required procedure for eliminating any class of membership or eliminating all members. This is paraphrased in the Bylaws.

Section 5350: Prohibits liability of Members for the debts, obligations and liabilities of the organization; disallows liability for anyone unless they apply and consent to join this organization. This is paraphrased in the Bylaws.

Section 5351: Allows a Member to opt out of membership dues by resignation except where contractually liable for them. This is circumvented in the Bylaws, because the Bylaws specify a Membership Contract.

Section 5352: Prohibits creditors from applying Membership liabilities towards amounts due the Creditors unless a court orders it; allows creditors to sue for unpaid dues; requires that membership dues paid to creditors be recorded as paid against the amounts the Member owes the organization. This is ignored by the Bylaws, since anything a court would have to say in the matter would supersede whatever is written into the Articles of Incorporation or the Bylaws. Basically, whatever we say about this situation doesn’t matter, what matters is what the court orders us to do.

Section 5353: reinforces the rights and remedies that creditors and Members have against any promoter, Director, Officer, or Member of the organization that gets them involved with fraud or illegalities practiced upon them by the issue or sale of memberships (which won’t happen) or securities. This is ignored in the Articles of Incorporation and the Bylaws, because what’s written there has no significance compared to what a court would order in this matter.

Section 5354: Specifies that persons in a position of fiduciary responsibility for a Member (such as executor, administrator guardian, trustee, receiver or representative) shall not be personally liable for any obligation the Member owes the organization, but the funds held by such persons are liable. This is ignored in the Articles of Incorporation and in the Bylaws, since we collect dues up front the situation isn’t likely to ever occur.

Section 5410: Prohibits distribution of the organization’s assets except to purchase membership in a limited-equity housing cooperative. This is paraphrased in the Bylaws, except for the stated exception (which doesn’t apply to this organization).

Section 5420: Specifies liabilities of persons receiving distributions from organization; describes who can institute suit to recover distributions; allows defendants to narc off others that were involved. This is paraphrased in the Bylaws.

Section 5510: Allows Members to be represented via electronic transmission at meetings; requires Bylaws to state frequency of regular meetings of Members; specifies conditions whereby court can intervene and force a meeting of Members; specifies who can call special meetings of Members; allows meetings of Members to be conducted in whole or in part by electronic transmissions. The parts of this that are appropriate are paraphrased in the Bylaws, the rest are being ignored.

Section 5511: Describes requirements for notifying Members about meetings (and in some instances, about delivering Reports). This is paraphrased in the Bylaws.

Section 5512: Describes requirements for a Quorum of Members, specifies what can and cannot be accomplished without a Quorum. This is paraphrased in the Bylaws.

Section 5513: Allows for Members to conduct business by ballot. This is paraphrased in the Bylaws.

Section 5514: Specifies some aspects of ballots and proxies. This is paraphrased in the Bylaws.

Section 5515: Allows a court to intervene in certain circumstances. This is ignored in the Bylaws, since the Bylaws have no control over this issue.

Section 5516: Allows for Members to conduct business by Consent. This is paraphrased in the Bylaws.

Section 5517: Specifies acceptance or rejection of names on ballots, consent, proxies and waivers. This is paraphrased in part and in part ignored because it doesn’t apply to this organization.

Section 5520: Recognizes that differently sized organizations need different requirements for nominating Directors; requires that nominations and elections of Directors procedures be reasonable. This is paraphrased in the Bylaws.

Section 5521: Describes some ways that a Director can be nominated if the organization has more than 500 Members. This does not apply to this organization, but one of the methods is implemented in the Bylaws.

Section 5522: Specifies that the organization’s Articles of Incorporation or the Bylaws shall set a date for the close of Nominations if the organization has more than 5,000 Members. Specifies that Nominees be allowed reasonable time in which to communicate with the Members. Allows the Board to declare that those nominated and qualified have been elected in the event that there are no more nominees than Directors to be elected. These do not apply to the organization (although they may apply in the future, as the membership base increases).

Section 5523: Requires equal space and prominence in election materials for all nominees if the organization pays to distribute the election materials; nominee must use it for a purpose reasonably related to the election; applies to organizations with 500 or more Members. These do not apply to the organization (although they may apply in the future, as the membership base increases).

Section 5524: Allows Nominees to request election materials be sent to the Members (conditions apply). This is paraphrased in the Bylaws.

Section 5525: Declares that any civil or criminal liabilities resulting from the distribution of election materials provided to the organization by a nominee shall be the liabilities of the nominee, not the organization; allows the organization to refuse to distribute the election materials if the organization feels the materials would subject the organization to criminal or civil liabilities. This is paraphrased in the Bylaws.

Section 5526: Prohibits expenditure of corporate funds to support the election of a nominee after there are more nominees that seats to be filled on the board. This is bypassed in the Bylaws via a prohibition against any expenditure to support nominees.

Section 5527: Allows legal action to challenge election, appointment or removal of any director; requires that it be commenced within nine months of the election, appointment or removal; presumes that any election, appointment or removal is valid after nine months (except in the case of fraud). Tis is ignored in the Articles of Incorporation and in the Bylaws, since it is within the jurisdiction of the courts, not the organization.

Section 5610: States that each Member is entitled to one vote. This is paraphrased in the Bylaws, and the exceptions are avoided because of the way that the various classes of membership are structured.

Section 5611: Allows the Bylaws (or, if it’s not stated in the Bylaws, then the Board of Directors) to fix, in advance, a record date to establish eligibility of Members to vote at a subsequent meeting. Since no record date is fixed in the Bylaws (and should not be fixed by the Board), the law requires that members in good standing at the close of business on the business day before the Notice of Meeting is sent shall be entitled to vote at the meeting; allows entitled Members to remain entitled if the meeting is adjourned to a different time or place; this approach also applies to business and elections conducted by ballot. This is paraphrased in the Bylaws.

Section 5612: Specifies voting requirements for the situation wherein one membership is held by multiple persons. This is circumvented in the Articles of Incorporation and the Bylaws because of the structure of the classes of membership.

Section 5613: Specifies matters relating to Proxies. This is paraphrased in the Bylaws.

Section 5614: Prohibits the enforcement of voting agreements and voting trust agreements. This is paraphrased in the Bylaws.

Section 5615: Authorizes and describes the duties of Inspectors of Elections. This is paraphrased in the Bylaws.

Section 5616: Authorizes “Cumulative Voting” for Director. This is prohibited in the Bylaws, which require no more than one vote for a nominee.

Section 5617: Allows for lawsuits to challenge the validity of elections; allows the Superior Court to review the election; requires notice to the Attorney General of such suits, allows them to intervene; allows the court to order new elections or appointments, etc. This is omitted from the Articles of Incorporation and from the Bylaws because it is the jurisdiction of the courts, not the organization.

Section 5710: Specifies conditions and requirements for some kinds of legal action against the organization. This is omitted from the Articles of Incorporation and from the Bylaws because it is the jurisdiction of the courts, not the organization.

Section 5810: Discusses provisions related to amending the Articles of Incorporation. This is paraphrased in the Articles of Incorporation.

Section 5811: Allows changes to the Articles of Incorporation If no Directors were named in the original articles, if no directors have been elected and the organization has no Members. This will not apply after the Inaugural Meeting, before that, the Articles of Incorporation can be changed (and re-filed if they have already been filed).

Section 5812: Specifies that (except for specific situations) amendments to the Articles of Incorporation must be approved by the Members and by the Board of Directors. This is paraphrased in the Articles of Incorporation.

Section 5813: Allows a class of Membership the right to vote (even if they are disenfranchised) on amendments to the Articles of Incorporation or the Bylaws, if the amendment materially and adversely affects the rights of that class in a manner different from any other class. This is paraphrased in the Articles of Incorporation and in the Bylaws.

Section 5813.5: Discusses how an amendment to the Articles of Incorporation might change the organization from a Nonprofit status to some other type of corporation. This issue is not addressed in the Articles of Incorporation or in the Bylaws.

Section 5814: Requires that amendments to the Articles of Incorporation be filed with the Secretary of State. This is paraphrased in the Articles of Incorporation.

Section 5815: Pertains to amendments made before the initial election of Directors. This is not mentioned in the Articles of Incorporation or in the Bylaws, because it is something the Incorporators need to know about, but no one after the organization has been inaugurated needs to know.

Section 5816: Specifies the style of the certificate of amendment. This is paraphrased in the Articles of Amendment.

Section 5817: States that filing of a certificate of amendment is what changes the Articles of Incorporation; that filing also may change, reclassify, or cancel any memberships that may be effected. While this is outside of the control of the organization, in pragmatic terms it happens the other way around; the Articles of Incorporation are changed, then the Secretary of State is notified by the organization. These issues are not mentioned in the Articles of Incorporation or in the Bylaws.

Section 5818: Allows for temporary corporations to extend their effective lifespan. This does not apply to this organization.

Section 5819: Provides that the organization may amend the Articles of Incorporation and then file the entire Articles of Incorporation as “Restated Articles of Incorporation for EarthSTORM”, etc. This is not likely to affect the organization.

Section 5820: Provides that amending the Articles of Incorporation doesn’t change any of the requirements or limitations the organization was previously operating under; allows the organization to ask the Attorney General whether a proposed amendment would be or might be opposed by the Attorney General. These are not mentioned in the Articles of Incorporation or in the Bylaws.

Section 5910: Allows for any mortgage, deed of trust, pledge or other hypothecation of all or any part of the organization’s property (real or personal) for the purpose of securing the payment or performance of any contract or obligation may be approved by the Board of Directors. This is paraphrased in the Bylaws.

Section 5911: Allows the organization to sell, lease, convey, exchange, transfer, or otherwise dispose of all or substantially all of the organization’s assets and explains the circumstances whereby it’s ok. Allows the Board of Directors to abandon such transfers if the Board decides that’s the prudent thing to do. Also permits these transactions to be in exchange for consideration, whether cash, property or equity in a corporation (or a combination of these). This is paraphrased in the Bylaws.

Section 5912: Allows for a certification by the Secretary of a deed or other instrument of conveyance. This is paraphrased in the Bylaws.

Section 5913: Requires the organization to notify the Attorney General if it plans to dispose of substantially all of the organization’s assets. This is paraphrased in the Bylaws.

Section 5914: Only applies to organizations that operate health facilities.

Section 5915: Only applies to organizations that operate health facilities.

Section 5916: Only applies to organizations that operate health facilities.

Section 5917: Only applies to organizations that operate health facilities.

Section 5917.5: Only applies to organizations that operate health facilities.

Section 5918: Allows the Attorney General to adopt regulations over disposal of assets for health facilities.

Section 5919: Only applies to organizations that operate health facilities.

Section 5920: Only applies to organizations that operate health facilities.

Section 5921: Only applies to organizations that operate health facilities.

Section 5922: Only applies to organizations that operate health facilities.

Section 5923: Only applies to organizations that operate health facilities.

Section 5924: Only applies to organizations that operate health facilities.

Section 5925: Allows the Attorney General to adopt regulations over health facilities.

Section 5930: Only applies to organizations that operate acute care facilities.

Sections 6010 through 6022: States requirements for notifications regarding mergers of organizations. This is paraphrased in the Bylaws by implying that the Board of Directors will need to check the current laws at that time and comply with them before merging with another organization.

Section 6110: Refers to reorganization of corporations; References Sections 1400 through 1403; substitutes the definition of “Member” for the definition of “Shareholder”; substitutes “this part” for “this division”. This is paraphrased in the Bylaws.

Section 6210: Specifies requirements for filing Articles of Incorporation with the California Secretary of State. This information is paraphrased in the Articles of Incorporation.

Section 6211: Describes how an agent for service of process may resign. This is paraphrased in the Articles of Incorporation.

Section 6212: Requires filing a declaration of replacement if the Agent for Service of Process dies, resigns, etc. This is paraphrased in the Articles of Incorporation.

Section 6214: Requires the organization to make certain business records available to the county Assessor if the Assessor requests them. This is paraphrased in the Articles of Incorporation.

Section 6215: Prohibits fraud & cover-up. This is paraphrased in the Bylaws.

Section 6216: Allows the Attorney General to act if it knows of a violation of Meetings, Voting, Records, Reports or Rights of Inspection. This is not mentioned, because it is outside of the jurisdiction of this Organization.

Section 6310: Requires all records to be available for inspection in written form. This is paraphrased in the Articles of Incorporation.

Section 6311: Provides that an inspection of documents may be made in person, by agent or by attorney; expands the definition of “inspect” to include “make copies or extracts”. This is paraphrased in the Articles of Incorporation.

Section 6312: Extends the right of inspection to subsidiaries of this organization. This is ignored, since there are no subsidiaries to this organization.

Section 6313: Prohibits the rights of members (regarding meetings, voting, records, reports and inspection of documents) from being overridden by the Articles of Incorporation or the Bylaws. This is ignored in the Articles of Incorporation and the Bylaws.

Section 6320: Requires the organization to keep correct books and records of account; minutes of the proceedings of the members, the Board of Directors and committees appointed by the Board and the Membership Roster. Also requires the organization to maintain those records in written form or in a form that is easily converted to written form. This is paraphrased in the Bylaws

Section 6321: Requires annual report to be made to Members within 120 days of end of fiscal year; allows reports to be made more frequently (if Member meetings are scheduled more frequently than once per year); allows report to be distributed electronically; specifies required details; provides exemptions.

Section 6322: Requires notification to the Directors and the Members if there was any trades with interested parties that totaled a minimum of $50,000 or if there was any indemnification of Directors or Officers that totaled a minimum of $10,000. This is paraphrased in the Bylaws.

Section 6323: Allows the Superior Court to force the distribution of the annual financial report. This is outside of the jurisdiction of the organization and is therefore ignored in the Articles of Incorporation and in the Bylaws.

Section 6324: Requires compliance with Government Code, Sections 12580-12599.8. This is paraphrased in the Bylaws.

Section 6325: Requires the Organization to provide (upon written request) the results of any particular vote of Members (including the breakdown of “Yes”, “No” and “Abstain” votes), (if the Members voted for Directors, then) the number of votes cast for each Nominee, vote tallies are to be broken down by class of Membership. This is paraphrased in the Bylaws.

Section 6330: Specifies the circumstances under which Members may obtain the Membership Roster; this Organization will attempt to protect the privacy of the Members by providing an acceptable alternative (which is an approved exemption in the code). The acceptable alternative is stated in the Bylaws.

Section 6331: Discusses the legal maneuvering that can happen if the Organization doesn’t provide the Membership Roster when demanded. This is ignored by the Bylaws, since the Bylaws implement an acceptable alternative. Part of this Section allows this Organization to seek injunctive relief and damages for misuse of the Membership Roster.

Section 6332: Allows the Superior Court to limit or restrict the right of Members to demand the Membership Roster. This is outside the Jurisdiction of the Bylaws.

Section 6333: Requires that the Organization’s accounting books, records and minutes of proceedings be made available to any Member on written demand. This is paraphrased in the Bylaws.

Section 6334: Provides the Directors with the right to inspect and copy any of the accounting books, records and documents of any kind, as well as the right to inspect physical property owned by the Organization. This is paraphrased in the Bylaws.

Section 6335: Allows a Member to petition the court to delay an election if the Organization delays acting on the request to distribute campaign materials. This is outside of the jurisdiction of the Bylaws.

Section 6336: Allows the Superior Court to get involved if the Organization doesn’t comply with a lawful demand for inspection of the books or records. This is outside of the jurisdiction of the Bylaws.

Section 6337: Specifies penalties for non-compliance of demands to inspect the books and records. This is outside of the jurisdiction of the Bylaws.

Section 6338: Prohibits misuse of the Roster of Members. This is paraphrased in the Bylaws.

Section 6410: Discusses Service of Process upon the Organization. This is outside the jurisdiction of the Articles of Incorporation or the Bylaws.

Section 6510: Specifies how to file a complaint for involuntary dissolution. This is paraphrased in the Bylaws.

Section 6511: Allows the Attorney General to bring an involuntary dissolution action against the Organization. This is outside of the jurisdiction of the Bylaws.

Section 6512: Allows the court to break a deadlocked Board of Directors by appointing a Provisional Director. This is outside of the jurisdiction of the Bylaws, but there have been some accommodations made for this event.

Section 6513: Allows the court to appoint a receiver if it feels the need. This is outside of the jurisdiction of the Bylaws.

Section 6514: Allows the court to issue decrees and orders to help dissolve the Organization. This is outside of the jurisdiction of the Bylaws.

Section 6515: States that the proceeding for winding up involuntarily begins when the court orders it; requires the Board of Directors to cooperate once begun, requires the Organization to discontinue its activities (except to the extent that those activities are necessary to winding up its affairs); requires notification of dissolution proceedings to be mailed to each Member. This is paraphrased in the Bylaws.

Section 6516: Specifies what the court can do during involuntary dissolution proceedings. This is outside of the jurisdiction of the Bylaws.

Section 6517: Describes rights of creditors during involuntary dissolution proceedings. This is outside of the jurisdiction of the Bylaws.

Section 6518: Describes the statements that must be included in a court’s order stating that the affairs of the organization have been duly wound up. This is outside of the jurisdiction of the Bylaws.

Section 6519: Requires that the Court notify the Secretary of State. This is outside of the jurisdiction of the Bylaws.

Section 6610: Describes what may trigger a voluntary dissolution of the Organization. This is paraphrased in the Bylaws.

Section 6611: Specifies form of notification to the Attorney General regarding election to wind the Organization up and dissolve it. This is paraphrased in the Bylaws

Section 6612: Allows the Organization (prior to the distribution of any assets) to revoke its voluntary election to wind up and dissolve. This is paraphrased in the Bylaws.

Section 6613: States that the procedure for winding up begin on the adoption of the resolution (whether by the Board, the Members or both, etc.); authorizes the Board to continue acting to wind up and dissolve the organization (even after the filing of the Certificate of Dissolution); requires that the organization shall cease conducting business as an organization, except to finish whatever business is necessary to finish the affairs of the organization. It also requires the Board to mail written notification of the winding up and dissolution of the organization to all Members (unless they voted to dissolve the organization), to all known creditors of the Organization and to the Attorney General. This is paraphrased in the Bylaws.

Section 6614: Allows the Superior Court of the County of Contra Costa to step in and take over the voluntary dissolution of the Organization if it is petitioned by the Organization, the Authorized Number of Members, three or more creditors or the Attorney General. This is outside of the jurisdiction of the Bylaws.

Section 6615: Requires the Board to file a statement of dissolution, specifies what should be stated on it. Other requirements are made for the Attorney General. This is paraphrased in the Bylaws, or ignored as being outside of the jurisdiction of the Bylaws.

Section 6616: Requires dissolution of ephemeral organizations that outlive their articles without extending their life span. This does not apply to this Organization.

Section 667: Allows the Board of Directors to petition the Superior Court for an order declaring that the organization is duly wound up and dissolved; allows the court to issue a show cause order to anyone claiming to be a creditor or the Attorney General or anyone else with a claim for a reason that the organization should not be dissolved. Some of this is paraphrased in the Bylaws, the remainder is outside of the jurisdiction of the Bylaws.

Section 6618: Specifies how the Organization shall notify creditors and what items need to be stated in that kind of a notification. This is paraphrased in the Bylaws.

Section 6710: Specifies the powers and duties of the Directors and Officers after commencement of Dissolution. This is paraphrased in the Bylaws.

Section 6711: Allows vacancies on the Board to be filled during dissolution. This is paraphrased in the Bylaws.

Section 6712: Allows interested parties to petition the Superior Court to discover who the directors are or to appoint Directors to wind up the business of the Organization. This is outside of the Jurisdiction of the Bylaws.

Section 6713: Allows the Organization to distribute assets even before all of the debts and liabilities have been paid or provided for, so long as all debts and liabilities have been paid or provided for. If the dissolution is voluntary, the Organization must wait until the claims resolution period has ended; if the dissolution is involuntary, the Organization will have to wait until the court says it is ok. This is paraphrased in the Bylaws.

Section 6714: Allows a person, corporation or the government to secure payment of debt or liabilities. This is paraphrased in the Bylaws.

Section 6715: Requires the Organization to return, transfer or convey any property it holds under conditional ownership. This is paraphrased in the Bylaws.

Section 6716: Requires distribution of any remaining assets to be made by decree of the Superior Court. This is paraphrased in the Bylaws.

Section 6717: Allows distributions to be made in cash, property or securities; allows distribution to be made in a single transaction or in multiple transactions over time.

Section 6718: Provides for escheat to the state. Part of this is paraphrased in the Bylaws, the remainder is outside of the jurisdiction of the Bylaws.

Section 6719: Discusses the ability to recover distributions that were unlawful. This is outside of the jurisdiction of the Bylaws.

Section 6720: Discusses what the Organization is still allowed to do even after dissolution. This is outside of the jurisdiction of the Bylaws.

Section 6721: Allows legal action against persons receiving distributions prior to dissolution; discusses service of process or summons against the Organization; discusses why the Organization might continue to exist even after dissolution. This is outside the jurisdiction of the Bylaws.

Section 6810: Discusses penalties related to failure to file Articles of Incorporation (or the appropriate updates to that) and the exceptions to the penalties. Tis is outside the jurisdiction of the Bylaws.

Section 6811: Discusses culpability and penalties for fraud and deceit when making unlawful distributions. This is outside of the jurisdiction of the Bylaws.

Section 6812: Discusses culpability and penalties for fraud and deceit when making inaccurate reports about the Organization’s financial condition. This is outside of the jurisdiction of the Bylaws.

Section 6813: Discusses culpability and penalties for fraud and deceit when violating fiduciary duties. This is outside of the jurisdiction of the Bylaws.

Section 6814: Discusses culpability and penalties for fraud and deceit when providing public officials or investigators with fraudulent documentation. This is outside of the jurisdiction of the Bylaws.

Section 6815: Claims broad powers to prosecute. This is outside the jurisdiction of the Bylaws.

Section 6910: Requires foreign corporations to comply with certain laws. This does not apply to this Organization.

Section 12580:   Title. This is not referenced in the Bylaws.

Section 12581: Application. Parts of these sections (Sections 12580 through 12599.8) apply to this organization.

Section 12581.2: Defines “Solicitation” and “Soliciting”. This is paraphrased in the Bylaws.

Section 12582: Defines “Trustee”. This is paraphrased in the Bylaws.

Section 12582.1: Defines “Charitable Corporation”. This is paraphrased in the Bylaws.

Section 12583: Exempts certain organizations from filing requirements. This is not covered in the Bylaws.

Section 12584: Authorizes the Attorney General to establish and maintain a register of charitable organizations. This is not within the purview of this organization’s Bylaws.

Section 12585: Requires notification be made to the Attorney General within 30 days of when this organization receives present interest in (real or personal) property. This organization will need to request the appropriate form(s) and documentation required for filing. This is paraphrased in the Bylaws.

Section 12586: Requires this organization to file periodic reports pertaining to the holding of property for charitable purposes; provides exceptions; requires audited financial statements in some cases, requires those to be made available within a time limit, requires the Board to appoint an Audit Committee in some circumstances, and specifies the duties and responsibilities of that committee; allows for an executive compensation committee. This is paraphrased in the Bylaws.

Section 12586.1: Establishes penalties for failure to comply with these regulations. These penalties are outside the jurisdiction of the Organization’s Bylaws.

Section 12586.2: Establishes how the collected penalties may be used. This is outside of the jurisdiction of the Organization’s Bylaws.

Section 12587: Allows the Attorney General to produce additional rules and regulations. This is outside the jurisdiction of the Organization’s Bylaws.

Section 12587.1: Establishes a fund that the State of California can use. This is outside of the jurisdiction of the Organization’s Bylaws.

Section 12588: Authorizes the Attorney General to investigate transactions and relationships. This is outside of the jurisdiction of the Organization’s Bylaws.

Section 12589: Authorizes the Attorney General to issue orders that are effectively Subpoenas. This is outside of the jurisdiction of the Organization’s Bylaws.

Section 12590: Authorizes the Attorney General to, under certain circumstances, provide the register, instruments and reports be available to public inspection. This is outside of the jurisdiction of the Organization’s Bylaws.

Section 12591: Asserts the authority of the Attorney General to enforce compliance. This is outside of the jurisdiction of the Organization’s Bylaws.

Section 12591.1: Establishes penalty for fraud; authorizes the Attorney General to issue Cease and Desist Orders for violations of these regulations; may suspend the organization’s right to operate; may apply for temporary or permanent injunctions; allows the Attorney General to do other things; provides those that are accused with certain rights and protections. This is outside of the jurisdiction of the Organization’s Bylaws.

Section 12591.2: Allows those that are accused of violations to provide assurance of voluntary compliance with the regulations. This is outside of the jurisdiction of the Organization’s Bylaws.

Section 12592: Asserts application of law over attempts to thwart it. This is outside of the jurisdiction of the Organization’s Bylaws.

Section 12593: Requires certain probate documents to be filed with the Attorney General. This is outside of the jurisdiction of the Organization’s Bylaws.

Section 12594: Requires officers, agencies, boards and commissions to file lists of applicants for tax exemption with the Attorney General. This is outside of the jurisdiction of the Organization’s Bylaws.

Section 12595: Indicates how the law should be construed. This is outside of the jurisdiction of the Organization’s Bylaws.

Section 12596: Gives the Attorney General a ten year deadline to act against trustees if there is a cause of action. This is outside of the jurisdiction of the Organization’s Bylaws.

Section 12597: Awards investigation costs, court costs, etc. to Attorney General if they prevail in court. This is outside of the jurisdiction of the Organization’s Bylaws.

Section 12598: Asserts the authority of the Attorney General. This is outside of the jurisdiction of the Organization’s Bylaws.

Section 12599: Defines “Commercial fundraiser for charitable purposes”; specifies regulations pertaining to commercial fundraisers for charitable purposes. This doesn’t apply to this organization, which is a “Charitable Corporation”.

Section 12599.1: Defines “Fundraising counsel for charitable purposes”; specifies regulations pertaining to fundraising counsels for charitable purposes. This doesn’t apply to this organization, which is a “Charitable Corporation”.

Section 12599.2: Defines “Commercial coventurer”; specifies regulations pertaining to commercial coventurers. This doesn’t apply to this organization, which is a “Charitable Corporation”.

Section 12599.3: Allows charitable corporations to void contracts with commercial fundraisers for charitable purposes or fundraising counsels. This doesn’t apply to this organization, because the Bylaws prohibit contracting with anyone for the purpose of fundraising.

Section 12599.5: Specifies the size of the bond required for registration or renewal of registration under section 12599(b). This doesn’t apply to this organization, which is a “Charitable Corporation”.

Section 12599.6: Specifies a variety of prohibitions regarding this organization and other fundraising organizations; prohibits misrepresentation. This is paraphrased in the Bylaws.

Section 12599.7: Specifies length of time for recordkeeping for commercial fundraisers for charitable purposes. This doesn’t apply to this organization, which is a “Charitable Corporation”.