
BYLAWS
of
SAN DIEGO COUNTY EMPLOYEES' CHARITABLE ORGANIZATION

ARTICLE I – NAME OF THE ORGANIZATION

Section 1. The name of this organization shall be the San Diego County Employees' Charitable Organization, also known as CECO.

ARTICLE II – MISSION, VISION AND VALUES STATEMENTS

Section 1. Mission Statement: Lend a Hand by providing grants that cultivate opportunities for people and communities to thrive.

Section 2. Vision Statement: A community where generosity transforms lives and builds lasting hope.

Section 3. Values Statement: Commitment to integrity, equity, access, belonging, excellence, sustainability, and upholding the charitable arm of County employees.

ARTICLE III – MEMBERSHIP

Section 1. Membership is open to all employees and retirees of the County of San Diego.

Section 2. Membership is obtained by contributing at least \$52 annually to CECO by way of the following: a biweekly payroll deduction, donation via platform, or one-time annual donation.

Section 3. Membership may be terminated at any time by discontinuing biweekly payroll deduction, donor platform deduction, or one-time annual donation.

Section 4. Membership contribution may be increased or decreased at any time by authorizing a new amount for the biweekly payroll deduction, donor platform, or one-time annual donation.

ARTICLE IV – BOARD OF DIRECTORS, COMMITTEES, AND OFFICERS

Section 1. Board of Directors

- a) The Board of Directors shall be comprised of appointed, volunteer representatives from the County of San Diego departments and the Executive Committee.
 - i. The Executive Committee shall routinely coordinate appointments via the County of San Diego's Chief Administrative Officer and/or Department Directors.
- b) A member of the Board of Directors ("Department Representative") shall serve a two-year term and is encouraged to be a CECO member.
- c) A Department Representative may serve multiple appointments.
- d) Department Representatives shall attend Board of Directors' meetings.
- e) A Department Representative shall be a voting member on CECO policies, grants, and other voting matters.
 - i. Each Department may appoint one Department Representative, who shall receive one vote in CECO voting matters. If a Department chooses to have

additional individuals attend, those attendees may participate only as observers to shadow, listen, or learn, and they shall not receive an additional vote.

Proxy votes shall continue to be honored and may only be exercised by the designated voting member of CECO.

- f) A Department Representative may volunteer to serve on CECO committees.
- g) A Department Representative shall inform department employees about CECO's mission, membership, activities, and grants, in addition to coordinating department fundraising campaign(s).

Section 2. Executive Committee

- a) The Executive Committee shall be comprised of officers and members at-large, with a minimum of seven members and maximum of nine members. One member, upon a majority vote of the Executive Committee, may be a retiree appointment if a County of San Diego retiree is willing and available to serve.
- b) The members of the Executive Committee shall be CECO members.
- c) The Executive Committee shall be elected by the Board of Directors from nominees in the form of a slate vote. All officers shall serve a three-year term. The three-year term will commence on April 1st and conclude on March 31st of the third year.
- d) A member of the Executive Committee shall not be elected to hold the same position for more than two consecutive terms.
- e) The Executive Committee shall manage and direct the affairs of CECO.
- f) The Officers shall be comprised of the President, Vice President(s), Treasurer(s), and Secretary.
- g) There may be Co-Officers for the roles of Vice President and Treasurer.
- h) A vacancy of an Executive Committee member shall be filled for the unexpired term by an eligible person appointed by a majority vote of the Executive Committee.

Section 3. Committee Chairs

- a) CECO shall have standing committees established by the Board to strategize and carry out the mission of the organization.
- b) A Committee Chair shall be a member of the Board of Directors, Executive Committee, or a CECO member.
- c) The Committee Chair shall be responsible for planning and conducting committee meetings and reporting back the Officers to the Executive Committee and, when applicable, the Board of Directors, on all business related to the work of the committee. Any committee plans, recommendations, or proposed actions shall be submitted for review and final approval by the Officers or Executive Committee before being implemented.
- d) A vacancy shall be filled by an eligible person appointed by a majority vote of the Executive Committee or by a member of the Executive Committee.

ARTICLE V – DUTIES OF OFFICERS

Section 1. President

- a) The President shall be responsible for the management and oversight of all functions of the organization.
- b) The President shall be responsible for ensuring that the efforts of the organization are aligned with the mission of the organization.
- c) The President shall develop the agenda for Executive and Board of Directors meetings.

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- d) The President shall call and preside over all meetings of the Officers, Executive Committee and Board of Directors. When directed by a petition signed by at least fifteen members, President shall call a special meeting of the members.
 - e) The President shall report back to membership on all business relative to the work of the organization.
 - f) The President shall serve as the Chair of the Employee Crisis Fund.
 - g) The President shall coordinate the Executive Committee election process.

Section 2. Vice-President(s)

- a) The Vice-President(s) shall assist the President in the management and oversight of all functions of the organization.
- b) The Vice-President(s) shall assist with the development of the agenda for Board of Director meetings.
- c) The Vice-President(s) shall assume the duties and responsibilities of the President in the President's absence or inability to function.
- d) The Vice-President(s) shall help facilitate the Employee Crisis Fund.
- e) The Vice-President(s) shall help facilitate the Executive Committee election process.

Section 3. Secretary

- a) The Secretary shall record and maintain meeting agendas and minutes of meetings of the Executive Committee and Board of Directors.
- b) The Secretary shall be responsible for the retention of meeting minutes.
- c) At the direction of the President, the Secretary shall send notice to the Board of Directors and Executive Committee of the date and place of meetings and upcoming elections.

Section 4. Treasurer(s)

- a) The Treasurer(s) shall be responsible for the proper accounting of the funds of the organization.
- b) The Treasurer(s) shall maintain and be responsible for all financial records necessary to execute their responsibility.
- c) The Treasurer(s) shall properly deposit and disburse funds per the approval of the Executive Committee, Board of Directors, or President, whichever is applicable.
- d) The Treasurer(s) shall provide a financial report to the Executive Committee at its monthly meeting(s) and to the Board of Directors' meetings.
- e) The Treasurer(s) shall be responsible for registering CECO with the California State Franchise Tax Board in order to comply with tax exemption requirements.
- f) The Treasurer(s) shall be responsible for filing annual Federal and State income tax returns with the Internal Revenue Service and California State Franchise Tax Board and be responsive to all other tax related matters as they may occur.
- g) The Treasurer(s) shall be responsible for filing accordingly with the Secretary of State for eligibility to conduct raffles and report annually on conducted raffles.
- h) The Treasurer(s) shall help facilitate the Employee Crisis Fund.
- i) The Treasurer(s) shall help facilitate any financial responsibilities of the CECO Grants Committee.

Section 5. Member(s) at Large

- a) The Executive Committee shall include up to three elected Members at Large, each representing the following roles:

1. Membership Liaison

Supports CECO by assisting with efforts to recruit and engage new members to help
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strengthen overall membership.

2. Communications Liaison

Supports communication and outreach by sharing updates or initiatives using various social media platforms.

3. Events & Activities Liaison

Assists with events and committee activities by contributing to planning, logistics, and overall program support.

- b) The Members at Large may chair committees at the direction of and approval by the Executive Committee. All committee activities will be reported to an identified Vice-President lead as well as the Executive Committee.
- c) The Members at Large may lead projects or activities as approved by the Executive Committee members.

ARTICLE VI – GRANTS

Section 1. Community Grants

- a) The Community Grants Committee shall be responsible for the annual release of the CECO Community Grant Application and Grant Application Instructions.
- b) The Community Grants Committee shall be responsible for the collection and review of grant applications.
- c) The Community Grants Committee shall be responsible for establishing Grant recommendations for Board of Directors consideration.
- d) Any CECO member and/or Department Representative may, in writing, object to the Community Grants Committee Chair or the President to any Grant recommendation. The Community Grants Committee Chair shall announce these objections at the Board of Directors meeting to vote on the Grant recipient recommendations.
- e) All members of the Community Grants Committee shall be CECO members and/or Department Representatives.
- f) Should the CECO Executive Committee identify an individual or organization to serve as the Community Grants Administrator, a Memorandum of Agreement will be established to set forth their role and responsibilities.

Section 2. Employee Crisis Fund

- a) The Employee Crisis Fund (ECF) shall assist eligible County of San Diego employees and retirees. The decision to grant funds is based on the following: available program funding, the applicant's eligibility, the applicant's need, and the circumstances underlying the lack of resources.
- b) The program shall be managed (administered) by the President, Vice-President(s), and Treasurer(s), while working with the County of San Diego's Department of Human Resources.
- c) Allocated funds to the Employee Crisis Fund are proposed by the Community Grants Committee. Should additional funds be needed, the Executive Committee may act via formal vote.
- d) The Employee Crisis Fund administrators shall be responsible for reviewing eligible applicants for financial assistance and making award determinations.
- e) The Employee Crisis Fund administrators shall be responsible for annual review of the Employee Crisis Fund Guidelines and as needed, proposing changes to Executive Committee for approval.
- f) The Employee Crisis Fund administrators shall be responsible for maintaining list of Employee Crisis Fund recipients.

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- g) Should the CECO Executive Committee identify an individual or organization to serve as the Employee Crisis Fund Administrator, a Memorandum of Agreement will be established to set forth their role and responsibilities.
 - h) The Executive Committee, by majority vote, may allocate ECF to address specific emergency disasters. In such cases the Committee may establish a distinct and separate fund as necessary to manage those allocations with its own policy.

ARTICLE VII – MEETINGS AND NOTICES

Section 1. Board of Directors Meetings

- a) The Board of Directors shall have, at a minimum, two mandatory meetings during the calendar year.
- b) Meetings may be in-person, virtual, or a hybrid of in-person and virtual.
- c) When directed by a petition signed by at least fifteen members, the President shall call a special meeting of the members.
- d) Fifty percent plus one member of the Board of Directors shall constitute a quorum for the purpose of transacting new business.
- e) Forty percent plus one member of the Board of Directors shall constitute a quorum for the purpose of transacting any old or carryover business from the most previous Board of Directors meeting agenda where either quorum was not previously established, or the complete agenda was not covered.
- f) A proxy vote (designating another Board Member or Executive Committee Member to vote on one's behalf) may be established should a Board Member not be able to attend a meeting.
- g) A majority vote of the quorum shall be required for the performance of any official act.
- h) Approved minutes of the Board of Directors meetings shall be posted such that they are available to the Board of Directors.
- i) The Board of Directors shall have a formal vote over matters pertaining to approval of the minute order, expenditure of funds, and/or changing policy.
- j) Executive Committee Members shall not be entitled to a Board of Directors vote unless they are also designated as a Department Representative.

Section 2. Executive Committee Meetings

- a) The Executive Committee shall have monthly meetings. Additional meetings may be called at the discretion of the President.
- b) Fifty percent plus one member of the Executive Committee shall constitute a quorum. A majority vote of the quorum shall be required for the performance of any official act. An official act requiring a vote consists of matters pertaining to approval of the minute order, expenditure of funds, and/or changing policy.
- c) Copy of approved minutes of the Executive Committee meetings shall be made available by the President upon request by a Board of Directors representative.

Section 3. Notices

- a) Notice of the Board of Directors meetings shall be sent at least seven calendar days prior to the meeting date.
- b) Notice of the Executive Committee meetings shall be sent at least one calendar day prior to the meeting date.
- c) Community Grant Allocation recommendations shall be disseminated to membership by means and methods authorized by the Executive Committee at least seven calendar days

prior to the meeting to vote on such recommendations.

ARTICLE VIII – BANK ACCOUNTS, FUNDS AND DISBURSEMENTS

Section 1. General Fund Account (Primary Checking Account)

Membership contributions and any proceeds from fundraisers shall be deposited into the General Fund account. The General Fund shall only be expended for purposes of Community Grant allocations and the Employee Crisis Fund.

- a) Community Grant disbursements occur annually after the Board of Directors approves the grants recommended by the Community Grants Committee.
- b) Grant allocations to an organization may be conditional at the recommendation of the Community Grants Committee and approval of the Board of Directors.
- c) Grant Allocation disbursements may only be made to organizations that have tax-exempt status by the Internal Revenue Service and California State Franchise Tax Board, or a bona fide educational institution.
- d) Employee Crisis Fund disbursements occur throughout the year at the approval of the President.

Section 2. Dividends Fund (CECO Administrative Account)

Interest earned from membership contribution shall be deposited into the Dividends Fund. The Dividends Fund shall only be expended as needed for the purpose of conducting CECO business.

Section 3. Money Market Account and Saving Account

Rolled-over savings from sponsors and external grants may be used to support the general fund or dividends fund as needed, provided the fund balance does not fall below \$10,000.

Section 4. Sponsorship Fund Account

Sponsorship donations and grants shall be deposited into the Sponsorship Fund. The Sponsorship Fund shall be expended per grant or sponsorship provisions.

Section 5. Disbursements

Disbursements from accounts shall require authorization of the President and one other Officer. The Vice-President may authorize in the absence of the President.

Section 6. Account Administrators

The President, Vice-President(s), and Treasurer(s) shall be named on the account at a financial institution approved by the Executive Committee. Account type changes shall be approved by the Executive Committee at the request of any of the Account Administrators.

ARTICLE IX – OPERATING/TAX YEAR

Section 1. The operating year for this organization shall be the calendar year January 1 through December 31.

ARTICLE X – RECORD RETENTION

Section 1. Treasury records shall be maintained for a period of five calendar years. The Treasurer is responsible for the maintenance and the retention of these documents. Destruction of documents shall be approved by the Executive Committee.

Section 2. All CECO meeting agendas and meeting minutes shall be maintained for at
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least five calendar years. The Secretary shall be responsible for the maintenance and the retention of these records. Destruction of records shall be approved by the Executive Committee.

Section 3. Grant allocation records shall be maintained for at least five calendar years. The Community Grants Committee Chair shall be responsible for the maintenance and the retention of these records. Destruction of records shall be approved by the Executive Committee.

Section 4. The administrators of the Employee Crisis Fund shall maintain record of the applications and any supplemental information provided for a period of at least five calendar years. Destruction of records shall be approved by the President.

ARTICLE XI – BYLAW AMENDMENTS

Section 1. These Bylaws may be amended only by a majority vote of the Board of Directors.

Section 2. The history of amendments is maintained as a separate document and is available by request to the CECO President.

Section 3. These Bylaws were amended on: September 23, 1987; January 30, 1991; January 9, 2003; November 20, 2007; August 26, 2009; September 10, 2012; February 21, 2013; December 29, 2017; September 25, 2020; September 8, 2022; and **March 18, 2026.**