



The So Laguna Neighborhood Association

Bylaws of So Laguna Neighborhood Association

ARTICLE I: NAME & OFFICE

Section 1. Name. The name of this corporation is **So Laguna Neighborhood Association**.

Section 2. Office. The principal office for the transaction of the business of the corporation is located in Laguna Beach, California.

ARTICLE II: PURPOSES

Section 1. Social Welfare. This corporation is organized exclusively for the promotion of social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code. **Section 2.**

Specific Objectives. The specific purpose of this corporation is to promote social welfare by advocating for the common good and general welfare of the residents of Laguna Beach, including but not limited to neighborhood infrastructure, environmental standards, and community safety.

Section 3. Advocacy & Political Activity. The corporation may engage in legislative and political advocacy, including supporting or opposing local ballot measures or policies that affect the common good of the South Laguna community, provided such activities are in furtherance of the corporation's social welfare purposes and do not become the primary purpose of the corporation.

ARTICLE III: MEMBERSHIP

Section 1. Eligibility. Membership is open to any person 18 years of age or older who is a resident or property owner within the boundaries of South Laguna. **Section 2. Voting Rights.**

Each member in good standing is entitled to one vote on matters submitted to a vote of the members, including the election of Directors. **Section 3. Dues.** The Board of Directors may establish annual dues. Non-payment of dues may result in the termination of membership as determined by Board policy.

ARTICLE IV: BOARD OF DIRECTORS

Section 1. Powers. The activities and affairs of the corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board of Directors. **Section 2. Number of Directors.** The Board shall consist of at least three (3) but no more than seven (7) directors. **Section 3. Terms.** Directors shall serve a term of two (2) years and may be re-elected for successive terms.

ARTICLE V: OFFICERS

Section 1. Designated Officers. The officers of the corporation shall be a President, a Secretary, and a Treasurer (CFO). One person may hold two or more offices, except that neither the Secretary nor the Treasurer may serve concurrently as the President.

ARTICLE VI: CONFLICT OF INTEREST

Section 1. Purpose. The purpose of this conflict of interest policy is to protect the corporation's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director. **Section 2. Procedures.** Any director or officer with a financial interest in a matter before the Board must disclose all material facts to the Board. Such person shall abstain from voting on the matter and shall not be present during the discussion or vote, except to provide factual information.

ARTICLE VII: INDEMNIFICATION

Section 1. Protection. To the fullest extent permitted by law, this corporation shall indemnify its directors and officers against all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred by them in connection with any "proceeding," as that term is used in the California Corporations Code, arising by reason of the fact that the person is or was a director or officer of the corporation.

ARTICLE VIII: DISSOLUTION

Section 1. Distribution of Assets. Upon dissolution, all remaining assets after payment of debts shall be distributed to a nonprofit fund, foundation, or corporation organized and operated exclusively for social welfare purposes under Section 501(c)(4) of the Internal Revenue Code.

CERTIFICATE OF SECRETARY

I, the undersigned, do hereby certify that I am the duly appointed and acting Secretary of **So Laguna Neighborhood Association**, a California Nonprofit Public Benefit Corporation, and that the foregoing Bylaws constitute the Bylaws of the Corporation as duly adopted by the Board of Directors on March 5, 2026.

Jacob Parson, Secretary



Date: March 5, 2026

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