BYLAWS OF
Borzoi Club of Northern California
A California Nonprofit Public Benefit Corporation

Article I - Corporate Name and Provisions

Section 1. Name and Business Office. The name of this corporation is BORZOI CLUB OF NORTHERN CALIFORNIA. The principal office of the corporation for its transaction of business shall be an address designated by the Board of Directors and may be changed at any time by a vote of the Board.

Section 2. General and Specific Purposes: Limitations; Territory; Construction

A. 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 Corporation law for public purposes.

B. The specific purposes of the corporation are to ensure ongoing public benefit from purebred Borzoi dogs through programs and activities:

(1) To encourage and promote the pure-bred Borzoi breed and to do all possible to bring their natural qualities to perfection;

(2) To urge members and breeders to accept the standard of the breed as approved by the American Kennel Club as the only standard of excellence by which Borzoi shall be judged;

(3) To do all in its power to protect and advance the interests of the breed by encouraging sportsmanlike competition at dog shows and all events in which Borzoi participate; and

(4) To conduct sanctioned and licensed specialty shows under the rules and regulations of the American Kennel Club.

Section 3. Limitations. The property of this corporation is irrevocably dedicated to social welfare purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment of provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for either charitable or social welfare purposes, having established its tax exempt status under Section 501(c)(4) as applicable, for the benefit of dogs.

Section 4. Territory. The Club territory, as approved by the American Kennel Club, consists of the following counties: Marin, Sonoma, Solano, Napa, Alameda, Contra Costa, Santa Clara, San Mateo, Yolo and Sacramento. Herein, the territory will be referred to as the San Francisco Bay and Delta Areas.
Section 4. Construction and Definitions. Unless the context requires otherwise, the general provisions, rules of construction, and definitions in the California Nonprofit Law shall govern the construction of these bylaws. Without limiting the generality of the preceding sentence, the masculine gender includes the feminine and neuter, the singular includes the plural, the plural includes the singular, and the term “person” includes both a legal entity and a natural person.

Article II - Membership

Section 1. Eligibility: There shall be four types of membership: Individual, Family, Associate and Lifetime.

(a) Individual – must be 18 years of age or older, in good standing with the American Kennel Club and subscribe to the purposes of the Club, and enjoys all club privileges including the right to vote and hold office,

(b) Family – Open to two or more individuals who must be over 18 years of age residing in the same Household, in good standing with the American Kennel Club and subscribe to the purposes of the Club. A family membership holds two votes despite the number of people of age in the family unit. Only one copy of minutes, newsletter, or any other advantage will be offered.

(c) Associate – individual is entitled to all privileges except voting and office holding. Dues shall be 3/4 that of a Single membership. Associate members are not computed in determining a quorum.

(d) Lifetime – An honorary membership bestowed on those who have been a continuously active member of the club for more than 20 years. In order to continue to vote and hold office, the member must maintain their Single or Family active membership. Lifetime members are not computed in determining a quorum unless they maintain their active member status.

This corporation may refer to persons of Associate class or other persons or entities associated with it as "members," even though those persons or entities are not voting members as set forth in Sections (a), (b) or (d) of these bylaws, but no such reference shall constitute anyone as a member within the meaning of Corporations Code section 5056 unless that person or entity shall have qualified for a voting membership under Section (a), (b) or (d) of these bylaws. References in these bylaws to "members" shall mean members as defined in Corporations Code section 5056; i.e., the members of the class(es) set forth in Section (a), (b) or (d) of these bylaws. By amendment of its incorporation or of these Bylaws, the corporation may grant some or all of the rights of a member of any class to any person or entity that does not have the right to vote on the matters specified in Sections (a), (b) or (d) of these bylaws, but no such person or entity shall be a member within the meaning of Corporations Code section 5056.

Membership shall not be restricted by geographical area of residence. However, the corporation's primary purpose is to be representative of the Borzoi breeders, owners and exhibitors residing in the San Francisco Bay and Delta Areas.

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Section 2. Dues.

Membership dues shall be:

(a) Individual – $20.00
(b) Family – $30.00 or 50 percent more
(c) Associate – $15.00 or 75 percent of active single membership
(d) All membership fees are due on the first day of January. Memberships will be considered as lapsed if unpaid by the first day of March of the same year. A lapsed member may be reinstated if dues and a $10.00 late fee are paid in full by the first day of July of the same year. If no dues have been paid by this date, then the membership is terminated. A terminated member may be reinstated only through the process of election to the membership as defined in Article II.

Section 3. No member may vote whose dues have not been paid for the current year. During the month of November, the Membership Secretary shall mail each member household a statement of dues for the ensuing year.

Section 4: Election to Membership

Each applicant for membership must have attended at least one meeting of the club prior to submission of their application and the date of this meeting must appear on the application. Each applicant for membership shall apply on a form as approved by the Board of Directors and shall provide that the applicant agrees to abide by the Articles and Bylaws of the Borzoi Club of Northern California and the rules and regulations of the American Kennel Club. The application form is available on the club’s website or by sending a self-addressed stamped envelope to the Club’s Recording Secretary and requires the applicant to provide the following: Name and address, telephone number(s), e-mail address (if available), and their occupation and shall be accompanied by the endorsement of two active members of the club. A processing fee in the amount of one year’s membership dues is required at the time of application submission. Once an application for membership is submitted, it shall be read aloud at the next two regular meetings and voted on at the second. All applications are filed with the Recording Secretary and the prospective member’s name(s) will appear in the minutes of the meeting where they were read as mailed to each member 30 days prior to the next meeting. There must be a 2/3 majority of Ayes in order to be granted membership. Voting is by secret ballot.

Applicants shall be notified in writing within 30 days of any action taken by the club by the Recording Secretary in regards to their acceptance or rejection of membership.

Applicants for membership who have been rejected by the club may not reapply within six months after such rejection.

Section 4. Termination of Membership.

(a) By resignation. Any member in good standing may resign from the club upon written notice to the Recording Secretary. Membership dues paid are not refunded.
(b) By lapsing as provided in Article I, Section II 2 (d) of these Bylaws.

(c) By expulsion. A membership may be terminated by expulsion as provided in Article VII of these Bylaws.

Article III - Meetings and Voting

Section 1. Club Meetings.
Meetings of the club shall be held six times per year within the greater San Francisco Bay and Delta areas at such hour and place as may be designated by the Board of Directors. Written notice of each such meeting shall be mailed by the Secretary at least 30 days prior to the date of the meeting. The quorum for such a meeting shall be 20 percent of the members in good standing. E-mail notice may be sent providing the member has written permission granted on file with the secretary.

Section 2: Special Club Meetings
(a) Special club meetings may be called by the President, or by a majority vote of the members of the board who are present and voting at any regular or special meeting of the board; and shall be called by the Secretary upon receipt of a petition signed by five members of the club who are in good standing. Such special meetings shall be held within the Greater San Francisco Bay and Delta area at such place, date and hour as may be designated by the person or persons authorized herein to call such meetings. Written notice of such a meeting shall be mailed by the Secretary at least five days and not more than 15 days prior to the date of the meeting, and said notice shall state the purpose of the meeting, and no other club business may be transacted thereat. The quorum for such a meeting shall be 20 percent of the members in good standing.

(b) Calling Special Meetings: A special meeting called by any person (other than the board) entitled to call a meeting shall be called by written request, specifying the general nature of the business proposed to be transacted, and submitted to the President or Recording Secretary of the corporation. The officer receiving the request shall cause notice to be promptly given to the members entitled to vote, by written notice mailed by the Recording Secretary, stating that a meeting will be held at a specified time and date fixed by the board, provided, however, that the meeting date shall be at least 35 but no more than 90 days after the receipt of the request. If the notice is not given within 20 days after the request is received, the person or persons requesting the meeting may give the notice. Nothing in this section shall be construed as limiting, fixing, or affecting the time at which a meeting of members may be held when the meeting is called by the board. (Reference: California Corporations Code §5511c mandates notice period)

Section 3: Board Meetings
Meetings of the board of directors shall be held six times a year at the same location as the general membership meetings held within the greater San Francisco Bay and Delta area at such hour and place as may be designated by the board. Written notice of each such meeting shall be sent by the Secretary at least five days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the board. Electronic notification may be made providing the board member has a signed authorization form for the use of electronic media filed with the Recording Secretary.
Section 4: Special Board Meetings
Special meetings of the board may be called by the President; and shall be called by the Secretary upon receipt of a written request signed by at least three members of the board. Such special meetings shall be within the greater San Francisco Bay and Delta area at such place, date, and hour as may be designated by the person authorized herein to call such meeting or via tele- or video teleconference at the discretion of the board. Written notice of each such meeting shall be mailed by the Secretary at least five days and not more than 10 days prior to the date of the meeting. Any such notice shall state the purpose of the meeting and no other business shall be transacted thereat. The quorum for such a meeting shall be the majority of the board. Electronic notification may be made providing the board member has a signed authorization form for the use of electronic media filed with the Recording Secretary.

Section 5: Electronic Meeting Announcements, Ballots, and Voting

(a) Announcements. General Membership meetings will be announced by the Recording Secretary via electronic mail or e-newsletter to all members in good standing only if the member has signed an authorization agreeing to this method of communication. All such notices will be accompanied by an agenda as to the business that will be conducted at the meeting; new member proposals, proposed changes to Bylaws, nominated officers to be voted upon, judges selection ballots.

(b) Ballots and voting. No voting by proxy is permitted. All voting shall be limited to active members who are in good standing and who are present at the meeting. All voting for the election of officers, selection of judges and election of new members shall be by written, secret ballot and no oral or by “show of hands,” or other public voting process shall be valid.

Article IV - Directors and Officers

Section 1. Board of Directors. The Board shall be comprised of the President, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer, and two other persons, all of whom shall be active members in good standing. They shall be elected for one-year terms in the office to which elected at the Club’s annual meeting as provided in Article V, and shall serve until their successors are elected. Subject to the provisions and limitations of the California Nonprofit Public Benefit Corporation Law and any other applicable laws, and subject to any limitations of the Articles of Incorporation or Bylaws regarding actions that require approval of the members, the corporation’s activities and affairs shall be managed, and all corporate powers shall be exercised, by or under the direction of the Board.

No more than 49 percent of the persons serving on the board may be “interested persons.” An interested person is (a) any person compensated by the corporation for services rendered to it within the previous 12 months, whether as a full-time or part-time employee, independent contractor, or otherwise, excluding any reasonable compensation paid to a director as director; and (b) any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of such person. However, any violation of this paragraph shall not affect the validity or enforceability of transactions entered into by the corporation.
Section 2. Officers. The Club officers, consisting of the President, Vice-President, Recording Secretary, Corresponding Secretary, and Treasurer shall serve in their respective capacities both with regard to the club and its meetings and the Board and its meetings.

(a) The President shall organize and preside at all meetings of the club and of the Board. The President shall organize the business of the club, prepare the agendas, coordinate the officers, and keep the Board and Club on schedule to meet the obligations of these Bylaws. The President shall have the duties and powers normally appurtenant to the office of President, in addition to those particularly specified in these Bylaws.

(b) The Vice President shall have the duties and exercise the power of the President in case of the President's death, absence, or incapacity.

(c) The Recording Secretary shall keep a record of all meetings of the Club and the Board; have charge of the internal club correspondence, notify members of meetings, notify new members of their election to membership, notify offices and directors of their election to office, keep a roll of the members of the club with their address and carry out such other duties as are prescribed in these Bylaws.

(d) The Corresponding Secretary shall have charge of all correspondence received, send and file correspondence to the AKC, Specialty judges, the Borzoi Club of America and other parties who are not club members; oversees the judges selection process, maintains all contracts made on and behalf of the Club.

(e) The Treasurer shall collect and receive all moneys due or belonging to the Club. Moneys shall be deposited in a bank designated by the board, in the name of the Club. The books shall at all times be open to inspection of the Board and the Treasurer shall report to them at every meeting the condition of the Club's finances and every item of receipt or payment not before reported; and at the last meeting of the fiscal year shall render an account of all moneys received and expended during the previous fiscal year. The Treasurer shall be bonded in such amount, as the board of directors shall determine.

Section 3: Vacancies

Any vacancies occurring on the board or among the offices during the year shall be filled until the next annual election by a majority vote of the members of the board at its first regular meeting following the creation of such vacancy, or at a special board meeting called for that purpose; except that a vacancy in the office of President shall be filled automatically by the Vice-President and the resulting vacancy in the office of Vice-President shall be filled by the board.

Article V - The Club Year, Annual Meeting, Elections

Section 1. Club Year.

The Club's fiscal year shall begin on the first day of January and end on the 31st day of December. The Club's official year shall also begin January 1st and shall continue through December 31st.

Section 2: Annual Meeting
The Annual meeting is held each year following the Fall Specialty Show.

Section 3: Nominations
No person may be a candidate in a club election who has not been nominated. During the month of August, the Board shall select a Nominating Committee consisting of three members and two alternates no more than one of who shall be a member of the Board. It is the duty of the committee Chairperson to call a committee meeting to be held before the end of the third quarter. The Committee shall nominate one candidate for each office and two candidates for the at large positions on the Board. Upon securing the consent of each nominee, the Committee Chairperson shall, in writing, submit the nominations to the Recording Secretary. Additional nominations may be made from the floor at the first regularly scheduled meeting of the fourth quarter by any member in attendance provided that the person so nominated does not decline when his/her name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, his proper nominator shall present the Recording Secretary a written statement from the proposed candidate signifying his/her willingness to be a candidate. No person may be a candidate for more than one position.

A nominating committee can reconvene if an individual selected by the committee resigns, but only if the secretary has not mailed the nominating committee’s report to the members.

In the case of the nominating committee’s slate or the election ballots being mailed late, the club shall extend the due (return) date for the additional nominations or the election ballots by the requisite number of days late.

Nominations cannot be made in any manner other than as provided in this section.

Section 4: Elections

The election for Directors and Officers shall be held at the annual meeting as stated in Article V, Section 2. The Recording Secretary shall distribute via US mail a ballot containing the names of all nominees as provided by the nominating committee (see Article V, Section 3). Directors and officers for the ensuing year shall be elected by secret, written ballot in accordance with Article III, Section 5 (b). The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The nominated candidates for the other positions on the Board who receive the greatest number of votes for such positions shall be declared elected. The vote tally shall be that total of the voters present.

The new board shall take office on the first day of January. Each retiring officer shall turn over to his successor in office all properties and records relating to that office prior to the start of the new term (January 1st.)

Article VI - Committees

Section 1: Standing Committees

The Board my each year appoint standing committees to advance the work of the Club in such matters as dog shows, coursing meets, trophies, annual prizes, membership and other fields which may well be served by committees. Such committees shall always be subject to the final authority of the Board. Special committees may also be appointed by the Board to aid it on particular projects.
Section 2. Any committee appointment may be terminated by a majority vote of the full membership of the Board upon written notice to the appointee, and the Board may appoint successors to those persons whose service has been terminated.

Article VII - Discipline

Section 1. American Kennel Club Suspension. Any member who is suspended from the privileges of the American Kennel Club automatically shall be suspended from the privileges of this Club for a like period.

Section 2: Charges
Any member may prefer charges against a member for alleged misconduct prejudicial to the best interest of the Club or the breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of $50.00, which shall be forfeited if the Board following a hearing does not sustain such charges. The Secretary shall promptly send a copy of the charges to each member of the Board or present them at a Board meeting and the Board shall first consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interests of the breed or the Club, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall fix a date for a hearing by the Board not less than three weeks or more than six weeks thereafter. The Recording Secretary shall promptly send one copy of the charges to the accused member by registered mail together with a notice of the hearing and an assurance that the defendant may personally appear in his/her own defense and bring witnesses if he/she wishes.

Section 3. Board Hearing.
The Board shall have complete authority to decide whether counsel may attend the hearing, but both complainant and defendant shall be treated uniformly in that regard. Should the charges be sustained, after hearing all the evidence and testimony presented by complainant and defendant, the Board may by a majority vote of those present reprimand or suspend the defendant from all privileges of the Club for not more than six months from the date of the hearing. And, if it deems that punishment insufficient, it may also recommend to the membership that the penalty be expulsion. In such cases, the suspension shall not restrict the defendant’s right to appear before his fellow-members at the ensuing Club meeting which considers the Board’s recommendation. Immediately after the Board has reached a decision, its findings shall be put in written form and filed with the Recording Secretary. The Recording Secretary, in turn, shall notify each of the parties of the Board’s decision and penalty, if any.

Section 4: Expulsion.
Expulsion of a member from the Club may be accomplished only at a meeting of the Club following a Board hearing and upon the Board’s recommendation as provided in Article VII, Section 3. Such proceedings may occur at a regular or special meeting of the Club to be held within 60 days but not earlier than 30 days after the date of the Board’s recommendation of the expulsion. The defendant shall have the privilege of appearing in his own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board’s finding and recommendations, and shall invite the defendant, if present, to speak in his/her own behalf if he/she so wishes. The meeting shall then vote by secret ballot on the proposed expulsion. A 2/3-majority vote of those voting at the meeting shall be necessary for expulsion. If expulsion is not so voted, the Board’s suspension shall stand.

Article VIII - Amendments
Section 1. Amendments to the Bylaws may be proposed by the Board of Directors or by written petition addressed to the Recording Secretary and signed by 20% of the active membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board of Directors and must be submitted to the members with recommendation of the Board by the Recording Secretary for a vote within three months of the date when the petition was received by the Recording Secretary.

Section 2. The Bylaws may be amended by a 2/3 vote of the members voting at any regular or special meeting called for the purpose, provided the proposed amendments have been included in the notice of the meeting and mailed to each active member at least 30 days prior to the date of the meeting.

Article IX - Dissolution

Section 1. Dissolution. The Corporation may be dissolved at any time by the written consent of not less than 2/3 of the members. In the event of dissolution of the Corporation other than for the purposes of reorganization whether voluntary or involuntary or by operation of law, none of the property of the Corporation nor any proceeds thereof nor any assets of the Corporation shall be distributed to any members of the Corporation. Upon the dissolution or winding up of the corporation, its assets remaining after payment of provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for either charitable or social welfare purposes, having established its tax exempt status under Section 501(c)(4) as applicable, for the benefit of dogs.

Article X - Order of Business

Section 1. At meetings of the Club, the order of business, so far as the character and nature of the meeting may permit, shall be as follows:

Roll Call
Minutes of last meeting
Report of President
Report of Secretary
Report of Treasurer
Report of Committees
Collection of ballots and tally
Reports of election of officers and Board or other matters to be voted on
Unfinished Business
New Business
Adjournment

Section 2
At meetings of the Board, the order of business, unless otherwise directed by majority vote of those present, shall be as follows:
Reading of minutes of last meeting
Report of Secretary
ARTICLE XI - Parliamentary Authority

SECTION I. The rules contained in the current edition of "Robert's Rules of Order, Newly Revised", shall govern the Corporation in all cases to which they are applicable and in which they are not inconsistent with applicable California law, these bylaws and any other special rules of order the Corporation may adopt.

Article XII. MISCELLANEOUS PROVISIONS

SECTION 1. Indemnification. To the fullest extent permitted by law, this may indemnify its directors, officers, employees, and other persons described in California Corporations Code Section 5238(a), including persons formerly occupying any such positions, against all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred by them in connection with any “proceeding,” as that term is used in that section, and including an action by or in the right of the, by reason of the fact that the person is or was a person described in that section. “Expenses,” as used in this bylaw, shall have the same meaning as in that section of the Corporations Code.

On written request to the board by any person seeking indemnification under Corporations Code section 5238(b) or section 5238(c), the board shall promptly decide under Corporations Code section 5238(e) whether the applicable standard of conduct set forth in Corporations Code section 5238(b) or section 5238(c) has been met and, if so, the board shall authorize indemnification. If the board cannot authorize indemnification, because the number of directors who are parties to the proceeding with respect to which indemnification is sought prevents the formation of a quorum of directors who are not parties to that proceeding, the board shall promptly call a meeting of members. At that meeting, the members shall determine under Corporations Code section 5238(e) whether the applicable standard of conduct has been met and, if so, the members present at the meeting in person or by proxy shall authorize indemnification.

To the fullest extent permitted by law and except as otherwise determined by the board in a specific instance, expenses incurred by a person seeking indemnification under these bylaws in defending any proceeding covered by the above-referenced Corporations Code Sections shall be advanced by corporation the before final disposition of the proceeding, on receipt by the corporation of an undertaking by or on behalf of that person that the advance will be repaid unless it is ultimately found that the person is entitled to be indemnified by the for those expenses.

SECTION 2. Insurance.
This Corporation shall have the right to purchase and maintain insurance to the full extent permitted by law on behalf of its officers, directors, employees, and other agents, to cover any liability asserted against or incurred by any officer, director, employee, or agent in such capacity or arising from the officer’s, director’s, employee’s, or agent’s status as such.
This Corporation shall keep:
(a) Adequate and correct books and records of account;
(b) Written minutes of the proceedings of its members, board, and committees of the board; and
(c) A record of each member's name, address, and class of membership.

SECTION 4. Annual Report
The board shall cause an annual report to be sent to the members and directors within 120 days after the end of the Corporation's fiscal year. That report shall contain the following information in appropriate detail:

a. The assets and liabilities, including the trust funds, of the corporation as of the end of the fiscal year.

b. The principal changes in assets and liabilities, including trust funds, during the fiscal year.

c. The revenue or receipts of the corporation, both unrestricted and restricted to particular purposes, for the fiscal year.

d. The expenses or disbursements of the corporation, for both general and restricted purposes, during the fiscal year.

e. Any information required by California Corporations Code Section 6322 described in these Bylaws. This report shall be accompanied by any report thereon of independent accountants, or, if there is no such report, the certificate of an authorized officer of the corporation that such statements were prepared without audit from the books and records of the corporation.

This requirement of an annual report shall not apply if the corporation receives less than twenty-five thousand dollars ($25,000) in gross receipts during the fiscal year, provided, however, that the information specified above for inclusion in an annual report must be furnished annually to all directors and to any member who requests it in writing.

SECTION 5. Annual Statement of Certain Transactions and Indemnifications.
As part of the annual report to all members, or as a separate document if no annual report is issued, the Corporation shall, within 120 days after the end of the Corporation's fiscal year, prepare and mail or deliver to each general members and furnish to each Directors a statement of any transaction or indemnification (a) in which the corporation, or its parent or subsidiary, was a party, (b) in which an "interested person" had a direct or indirect material financial interest, and (c) which involved more than $50,000 or was one of several transactions with the same interested person involving, in the aggregate, more than $50,000. For this purpose, an "interested person" is either:

(1) Any Director or officer of the Corporation;
(2) Any holder of more than 10 percent of the voting power of the Corporation, its parent, or its subsidiary.
The statement shall include a brief description of the transaction, the names of interested persons involved, their relationship to the Corporation, the nature of their interest in the transaction, and, when practicable, the amount of that interest, provided that, in the case of a partnership in which interested person is a partner, only the interest of the partnership need be stated.

Any indemnifications or advances aggregating more than $10,000 paid during the fiscal year to any officer or director of the pursuant to Corporations Code Section 5238, unless that indemnification has already been approved by the members under Corporations Code Section 5238(e)(2).

CERTIFICATE OF SECRETARY

I certify that I am the duly elected and acting Secretary of BORZOI CLUB OF NORTHERN CALIFORNIA, a California nonprofit public benefit corporation; that these bylaws, consisting of _______ pages, are the bylaws of this corporation as adopted by the board of directors on __________________ 20___ and that these bylaws have not been amended or modified since that date.

Executed on __________________ at __________________, California.

By: __________________________
    Recording Secretary