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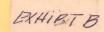
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138TH FALL BOARD OF MANAGERS MEETING OF THE CALIFORNIA SOCIETY, SAR NOV. 1ST AND 2ND, 2013

HOSTED BY THE HARBOR CHAPTER
MEETING LOCATION IS THE

HACIENDA HOTEL AT LAX

525 North Sepulveda Blvd., El Segundo, CA. (One mile south of the Los Angeles International Airport)

FOR ROOM RESERVATIONS - CALL 1-800-421-5900

ROOM RATE IS \$89.00 PLUS TAX PER NIGHT, SINGLE OR DOUBLE OCCUPANCY, IS AVAILABLE THROUGH OCTOBER 15TH, 2013. OVERNIGHT PARKING IS \$8.00 PER DAY. COMPLIMENTARY SHUTTLE SERVICE TO AND FROM THE LOS ANGELES INTERNATIONAL AIRPORT IS AVAILABLE FOR THOSE FLYING IN FOR THE MEETINGS. RESERVATIONS MAY BE MADE BY CALLING THE HOTEL AT 1-800-421-5900. MAKE SURE YOU MENTION THAT YOU ARE ATTENDING THE SAR EVENT WHEN YOU MAKE YOUR HOTEL RESERVATIONS.

MEETING RESERVATION FORM

MAIL YOUR COMPLETED FORM AND PAYMENT TO: THE HARBOR CHAPTER ATTN: KARL W. JACOBS - 402 HILLCREST STREET - EL SEGUNDO, CA 90245-2911

COMPATRIOT: GUEST:	
CHAPTER: TITLE:	
ADDRESS: TELEPHON	
EMAIL:	
ARRIVING: PLEASE CHECK YOUR ARRIVAL DATE:	
Thurs., Oct. 31 \square or Fri., November 1 \square or SA	T., NOVEMBER 2
Are you staying at The Hacienda Hotel? Yes \Box -	No 🗆
MEETING REGISTRATION IS \$140 PER PERSON OR \$150 PER PERSON AFTER OCTOR	
REGISTRATION FEE INCLUDES ALL MEETINGS, FRIDAY, S BANQUET, TAX AND GRATUITY - VEGETARIAN MEALS	
# REGISTRANTS:@ \$140 # LATE REGISTRANTS:	@ \$150 TOTAL:
FRI. LUNCHEON (DELI BUFFET)@ \$3	3
SAT. LUNCHEON (HERB ROASTED CHICKEN)@ \$3	3
SAT. BANQUET (STEAK OR SALMON)@ \$4	5
TOTAL A	MOUNT ENCLOSED:
PLEASE MARK YOUR SATURDAY BANQUET	MEAL SELECTIONS:
NUMBER PEPPER SEARED TOP SIRLOIN STEAK W/ ROAST	
NUMBER HERB CRUSTED SALMON W/ WHITE WINE SHAL	
NUMBER VEGETARIAN MEAL	

FOR MORE INFORMATION, CALL 1-310-562-0614 OR EMAIL KARSAR@EARTHLINK.NET.

SAVE THE DATES

Fall Board of Managers Meeting
November 1st and 2nd, 2013



Location: The Hacienda Hotel at LAX 525 North Sepulveda Boulevard, El Segundo, CA, 90245 Room rate: \$89.00 plus tax per night, single or double occupancy, is available through October 15th, 2013. Overnight Parking is \$8.00 per day. Complimentary Shuttle service to and from Los Angeles International Airport. Reservations may be made by calling 1-800-421-5900. Make sure you mention that you are attending the SAR event when making your Hotel reservations.

Registration fee is set at \$140.00 and includes all business meetings, luncheon on Friday the 1st, luncheon on Saturday the 2nd, and the banquet dinner on the 2nd. In addition, a hospitality room will be open for all from Thursday, October 31 through Saturday evening November 2.

Final details, and the registration form will be posted on-line at www.californiasar.org by May 1st, 2013.

We will be offering an OPTIONAL catered dinner on Friday evening for our out-of-town guests and any officers or members of the California Society who would like to attend.

CASSAR Business meetings are scheduled starting on Friday at 9:00am and will conclude with the Saturday evening banquet.

This Fall Board of Managers Meeting will be hosted by The Harbor Chapter, California Society, SAR.

Questions may be directed to: Karl Jacobs - 402 Hillcrest Street El Segundo, CA 90245-2911 310-322-0727 (home phone) or 310-562-0614 (cell phone) karsar@earthlink.net for email

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Pledge to the SAR

We the descendants of the heroes of the American Revolution, who, by their sacrifices, established the United States of America, reaffirm our faith in the principles of liberty and our Constitutional Republic, and solemnly pledge ourselves to defend them against every foe.

SAR Recessional

Until we meet again, let us remember our obligations to our forefathers, who gave us our Constitution, the Bill of Rights, an independent Supreme Court, and a nation of free men.

California Society Sons of the American Revolution

138th Annual Spring Meeting 1876-2013

Public Service Luncheon



Friday, 12 April 2013

Four Points by Sheraton Ventura Harbor Resort Ventura, California

Awards Program

- Opening -

Presentation of the Colors CASSAR Color Guard

James C. Fosdyck, Commander

Invocation

Rt. Rev. Louis V. Carlson, CASSAR Chaplain

Pledge Allegiance to the Flag

Philip L. Hinshaw, CASSAR Vice-President-Membership

Pledge to the SAR

Terry L. Briggs, CASSAR Genealogist

Introduction of Head Table & Honored Guests

Master of Ceremonies Robert Taylor, Gen Patton Chapter

- Luncheon -

Presentation of awards –

William Bays, Gen Patton Chapter President Keith L. Bigbee, CASSAR President

Public Service Award

Mike Tracy, Mayor, City of Ventura

Outstanding Service Award

Dr. Robert J. Colbern, Colonel, U.S. Army (Retired)

Law Enforcement Commendation Medal

Mrs. Jeri Williams, Chief, Oxnard Police Department

Mark Lorenzen, Chief, Ventura County Fire Department Fire Safety Commendation Medal

Brian Kinsley, Firefighter, Ventura County Fire Department **Emergency Medical Services Medal**

– Closing –

Benediction

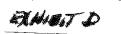
Rt. Rev. Louis V. Carlson, CASSAR Chaplain

SAR Recessional

J. Stephen Hurst, CASSAR Executive Vice President

Retirement of the Colors

James C. Fosdyck, Commander CASSAR Color Guard



Bylaw No. 18 - Standing Committees

<u>Section 1</u>. The President General shall appoint the following Standing Committees: Budget, Ethics, Finance, Handbook, Independent Audit, Investment, Museum Board and Strategic Planning. The duties of these committees shall be such as usually pertain to committees of that nature, except as provided by the following:

- Investment Committee. The Investment Committee is responsible for formulating the **(f)** Investment Policy Statement of the NSSAR and for establishing investment guidelines in furtherance of that statement. The Investment Committee monitors the management of the portfolio for compliance with the investment policies and guidelines and for meeting performance objectives over time. The members of the Investment Committee are fiduciaries of the investment portfolio with respect to all responsibilities allocated to them. The members will discharge their duties solely on behalf of the NSSAR's mission. The Investment Committee is accountable to the Trustees of the NSSAR, the NSSAR Executive Committee and the SAR Foundation Board of Directors, for overseeing the investment of all assets owned by, or held in trust for, the NSSAR's investment portfolio advises the Executive Committee and the SAR Foundation Board concerning investments and investment policy statements for the NSSAR and SAR Foundation funds. The committee is authorized to propose changes in the Investment policy of all funds of the Society and shall notify the Treasurer General, in writing of any such proposal in ample time for him to consider the proposal and to take steps to propose an amendment to Section 2 of Bylaw No. 23.
 - (1) Membership. The Investment Committee shall consist of one (1) chairman and three six (36) members. The responsibilities of the members of this committee require that they have knowledge and expertise investment-related experience in one of the following fields: accounting, auditing, banking, budgeting, finance, financial investment, financial planning, taxation, or other related financial discipline or profession, business, consulting or academia. The Treasurer General is an ex-officio member of the Committee, and cannot vote.
 - (2) Chairman. The President General shall appoint a chairman. The individual appointed as chairman shall be either a current member of the Investment Committee or an individual who has previously served as a member of the Investment Committee. The President General shall appoint one of the members serving on the Investment Committee as chairman for a one (1) year term. The President General may appoint one or more members of the committee to serve as a vice-chairman.
 - (3) Term of Service. The chairman shall serve a three (3) year term subject to annual review by the Executive Committee. The chairman shall be appointed annually. The President General shall appoint one (1) member each year for a three (3) year term.—The President General shall initially appoint six (6) members with two appointees each having terms of one (1), two (2) and three (3) years respectively.

- Thereafter, the President General shall appoint two (2) members each year for a three (3) year term.
- (4) Meetings. The Investment Committee shall meet in person three times a year in connection with meetings of the Board of Trustees. The Investment Committee may meet more frequently as circumstances require and such meetings may be in person or conducted through the use of electronic meeting packages or conference telephone so that each member participating in the meeting can communicate with all other members concurrently. The Investment Committee shall keep minutes of the all meetings and provide reports to the Board of Trustees at least three times per year. A quorum for the transaction of business at any meeting of the Investment Committee shall consist of a majority of the Investment Committee members.
- Investment Policy Statement. The Investment Committee shall (1) prepare an Investment Policy Statement; (2) review the Investment Policy Statement periodically, but not less than annually; (3) ensure compliance with the Investment Policy Statement by NSSAR and retained financial professionals; and (4) recommend any changes to the Investment Policy Statement consistent with the provisions of Bylaw No. 23.
- (46) Losses and Limitations; Compensation. The members of the Investment Committee, the Executive Committee, the President General, and the Treasurer General shall act in good faith in the performance of their respective duties under this section. The President General, the Treasurer General and the members of the Investment Committee and the Executive Committee shall not be personally liable for monetary losses arising from errors in judgment. All Investment Committee members shall serve without compensation and are prohibited from receiving No member of the Investment Committee shall receive any commission, monetary consideration or profit from any such transactions.

EXHIBIT E

Bylaw No. 23 - Fund Management

<u>Section 1</u>. Types of Funds.

- (a) Alexander Hamilton Fund The National Society has created the Alexander Hamilton Fund, a board-designated investment fund. The fund will be invested in accordance with the National Society's Investment Policy Statement and earnings of the fund (defined as income, dividends, and realized and unrealized gains and losses) will be prudently distributed annually to the National Society, based on historical investment returns confirmed by the Investment Advisor and approved by the board of The SAR Foundation. Permanent Fund There shall be created and maintained a Permanent Fund of the Society. The income thereon shall be accumulated and semi-annually added to the principal of the Permanent Fund, provided that any part not to exceed three-fourths of such income may, by vote of a majority of those present and voting at a meeting of the Board of Trustees, be used for the general purposes of the Society. Any part of the principal of such Fund shall be expended only upon the suggestion and consideration of the Executive Committee, approved by a three-fourths vote of those present and voting at a meeting of the Board of Trustees and ratified by a three-fourths vote of the delegates present and voting at the Annual Congress to which such recommendation of the Executive Committee and approval of the Board of Trustees shall be reported. Notice that such a proposal is to be presented at an Annual Congress shall be given in the same manner as an amendment to the Bylaws.
- (b) <u>Special Purpose Funds</u> <u>There shall be created and maintained such Special Purpose Funds as shall be needed The National Society has created Special Purpose Funds to segregate monies received for restricted purposes other than the purposes of the <u>Permanent Fund Alexander Hamilton Fund</u> or the General Operating Fund of the Society.</u>
- (1) The principal of each such Fund shall be identified as a "Special Purpose Endowment Investment Fund," and combined with the Permanent-Alexander Hamilton Fund principal for investment purposes only. The investment income from the "Special Purpose Endowment Investment Funds", plus any income earned from other sources or from donations for operating purposes, shall be deemed to be a separate "Special Purpose Operating Fund" for a specified restricted purpose, and accounted for separately, but may be combined with other Special Purpose Operating Funds for temporary investment purposes until disbursed unless otherwise provided by the instrument trust or bequest pursuant to which the special fund was created.
- (2) Withdrawal of part or all of the principal in a Special Purpose Fund shall be by request of the appropriate committee having authority over the Fund (or the Treasurer General for Special Purpose Funds not under the authority of an appropriate committee, unless otherwise provided), with the concurrence of the President General consistent with the terms of any trust or bequest pursuant to which the Special Purpose Fund was created.
- (3) Neither the principal nor the income of a Special Purpose Fund can be expended for any purpose other than that for which the Fund is established unless such expenditure is

authorized in the same manner as an expenditure of principal of the Permanent FundAlexander Hamilton Fund

- (4) Withdrawal of part or all of the income in the George Washington Endowment Fund, the Howard Horne Award Fund and the Buck Meek Award Fund shall be by request of the appropriate committee having authority over the Fund, with the concurrence of the President General consistent with the terms of any trust or bequest pursuant to which the special fund was created.
- (5) N; notwithstanding the foregoing, no part of the principal of the George Washington Endowment Fund, the Howard Horne Award Fund or the Buck Meek Award Fund shall be expended for any purpose unless such expenditure is (i) authorized in the same manner as an expenditure of principal of the Permanent FundAlexander Hamilton Fund is authorized under Bylaw No. 23, Section 1(a), as in effect when this amendment becomes effective and (ii), in addition, such expenditure shall be ratified by a three-fourths (¾) vote of those present and voting at meetings of the boards of management, or by such name as each may be designated, of at least three-fourths (¾) of the State Societies then in existence as active organizations of the National Society; and provided further that such ratification by each ratifying State Society shall be duly certified in writing to the Secretary General by the President and Secretary of each ratifying State Society within twelve months after the date of the authorization of the expenditure by the delegates present and voting at the Annual Congress; provided further no such expenditure for another purpose shall be contrary to law or the terms of any trust or bequest pursuant to which the fund was created.

Withdrawal of part or all of the income in a Special Purpose Fund shall be by request of the appropriate committee having authority over the Fund, with the concurrence of the President General consistent with the terms of any trust or bequest pursuant to which the special fund was created.

Withdrawal of any monies from any Special Purpose Fund which is not under the authority of an appropriate committee shall be by the authorization of the Treasurer General with the concurrence of the President General, unless otherwise provided in the instrument creating the same.

(c) <u>General Operating Fund</u> — <u>There shall be The National Society has</u> created and <u>maintained</u> a General Operating Fund, which shall consist of the monies used for the operating expenses of the Society as authorized by the current budget. The temporary investment of these funds is controlled by the Investment Committee.

Section 2. Investment Policy

(a) <u>Special Purpose and Operating Funds</u> — <u>The General Operating Fund and any</u> Special Purpose Operating Funds shall be invested in interest bearing checking accounts or savings or similar accounts or certificates of deposit in Federally insured banking institutions (up to the Federally insured maximum), or obligations of the U.S.

Government or agencies of the U.S. Government whose obligations are guaranteed by the full faith and credit of the U.S. Government, or in mutual funds that invest exclusively in obligations of the U.S. Government or agencies of the U.S. Government."

(b) George Washington Endowment Fund, Howard Horne Award Fund and Buck Meek Award Fund – A minimum of fifty percent (50%) of the principal of these Funds, shall be invested in obligations of the U.S. Government or agencies of the U.S. Government whose obligations are guaranteed by the full faith and credit of the U.S. Government, or in mutual funds that are invested exclusively in obligations of the U.S. Government or agencies of the U.S. Government. Up to fifty percent (50%) of these funds may be invested in bonds and/or common stocks approved by the Investment Committee under the "best practices" rule for investment policies. Investment income, income from other sources and donations to be added to principal may be invested temporarily in the same manner as Operating Funds.

(bc) Permanent FundAlexander Hamilton Fund and Special Purpose Endowment Funds -- The -Investment Committee, with the advice and guidance of National Society Staff and outside financial advisors, shall develop and maintain an Investment Policy appropriate for an organization of the type and size of the National Society. Any such Investment Policy, as well as any changes to the Investment Policy, shall be submitted to the Executive Committee, who shall refer the Investment Policy to the Trustees for approval. The Trustees may approve changes to the Investment Policy by a majority of the Trustees present and voting. The Investment Committee shall consult with outside financial advisors and any proposed changes to the Investment Policy shall be accompanied by a recommendation from the outside financial advisors. This Investment Policy must utilize the "best practices" rule. A minimum of fifty percent (50%) of the principal of the Permanent Fund and Special Purpose Endowment Funds, shall be invested in obligations of the U.S. Government or agencies of the U.S. Government whose obligations are guaranteed by the full faith and credit of the U.S. Government, or in mutual funds that are invested exclusively in obligations of the U.S. Government or agencies of the U.S. Government. Up to fifty percent (50%) of the Permanent Fund may be invested in bonds and/or common stocks approved by the Investment Committee under the "prudent man" rule for investment policies. Investment income, income from other sources and donations to be added to principal may be invested temporarily in the same manner as Operating Funds."

(ed) Gifts and Bequests - Gifts and bequests of stocks, bonds or mutual funds may be given to, and received by, the Society. All such gifts or bequests shall be deposited in the Permanent Fundappropriate portfolio of securities managed by the Investment Committee and shall be exempt from the restrictions of Section 2, Subsection (b) regarding the mix of bonds or other securities in the investment portfolio.

Additionally, if the gift or bequest of stocks, bonds or mutual funds is given to the General Operating Fund, George Washington Endowment Fund or to one or more of the Special Purpose Funds, the stock will be deposited in the Alexander Hamilton Fund and the value shall be determined by multiplying the number of shares received by the closing

price listed in the WALL STREET JOURNAL newspaper on the date of receipt. This monetary value of the gift or bequest shall be credited to the account of the designated recipient fund, or funds, General Operating Fund and the Permanent FundAlexander Hamilton Fund shall be debited, or reduced, by the same amount since once it receives the securities.

- (d) <u>Premium Amortization</u>—If a premium is paid in making a purchase, it shall be completely amortized in the shortest practicable period that will not materially affect the distributable income.
- <u>Section 3</u>. The Ray Henshaw National Life Membership Fund. There shall be a restricted fund entitled, "The National Life Membership Fund" (hereinafter called "The Fund") generated by payments made by any member accompanied by an application for enrollment which is in accordance with a published schedule of applicable amounts based on the age of the enrolling member and which has been approved by the Executive Committee. The Fund shall be administered by the Investment Committee in accordance with the provisions of Section 1(b) and Section 2(bc) of Bylaw No. 23, subject to the following:
 - (a) Within 30 days after the end of each fiscal year an amount from income earned from the invested capital of The Fund equal to the total of the National Society dues of the enrolled members as of the end of the fiscal year shall be transferred to the General Operating Fund of the National Society. Excess earned income shall be added to the capital of The Fund.
 - (b) If, at the end of any fiscal year, there is not sufficient income from the invested capital of The Fund to meet the requirements of subsection (a) above, there shall be withdrawn from the principal of the Fund an amount needed to fund the requirements of subsection (a), limited to that year's available principal as shown in the Amortization Table for that yearearnings as defined in Section 1(a). If neither of these amounts is sufficient to meet the requirements of subsection (a) above, the National Society shall accept the total payments for said fiscal year as full payment of that year's National dues. In subsequent years any income earned in excess of that current year's dues shall be applied against the deficiency of the prior year, or years, until the deficiency has been met.
 - (c) Upon the death of an enrolled member his name shall be removed from The Fund's rolls and payment of National dues for such deceased member shall cease.
 - (d) Upon notification from a State Society that an enrolled member has been dropped from membership his name shall be removed from The Fund's rolls and payment of his National dues to the National Society's General Fund shall be suspended until advice is received from a State Society that the dropped member has been reinstated.
 - (e) A list of enrolled members whose deaths have been reported in State Society annual reports shall be prepared after the close of each fiscal year.

- (f) Enrollment in The Fund is available to all members of the Society. All applications for enrollment must come through the State Societies.
- (g) In the event that this Section should be repealed, the payment of National dues of enrolled National Life Members shall continue, as provided herein, until all enrolled members are deceased or have been suspended for ten (10) years, as provided herein. Thereupon, all funds remaining in The Fund shall be transferred to the Permanent FundAlexander Hamilton Fund of the National Society.

EXHIBIT F

Bylaw No. 17 - Executive Committee

<u>Section 5.</u> The President General may call a meeting of the Executive Committee at any time, and shall call such a meeting upon written request of five members thereof. Such meeting may be for a specific time and place or for an electronic conference telephone call-for a specific time. At least ten-five (5) days written notice shall be given of all meetings of such committee: <u>provided, however</u>, that in cases of emergency a written waiver, signed by the person entitled to notice, or a waiver by electronic transmission by the person entitled to notice shall be deemed equivalent to notice.

Bylaw No. 18 - Standing Committees

<u>Section 1</u>. The President General shall appoint the following Standing Committees: Budget, Ethics, Finance, Handbook, Independent Audit, Investment, Museum Board and Strategic Planning. The duties of these committees shall be such as usually pertain to committees of that nature, except as provided by the following:

- (d) Handbook Committee. The Handbook Committee (i) reviews, revises and compiles the official SAR Handbook in accordance with policies approved by the Executive Committee for implementation and (ii) maintains and publishes the latest rules on SAR protocol as well as advises on issues relating to protocol.
 - (4) Duties. The duty of this Committee is to edit, organize, and submit for approval by the Executive Committee the SAR Handbook; to suggest changes, alterations or additions to the Handbook and to keep abreast of any changes in this Handbook that may be made by the National Trustees, the SAR Congress, or the Executive Committee. The Handbook contains the official policies and provides official guidance for the programs and activities of the National Society.

THE CALIFORNIA SOCIETY

OF THE

SONS OF THE AMERICAN REVOLUTION (CASSAR)

CONFLICT OF INTEREST/CODE OF ORGANIZATIONAL CONDUCT

SECTION 1. PURPOSE:

The California Society of the Sons of the American Revolution (known hereafter as CASSAR) is a not for profit, tax-exempt organization. Maintenance of its tax-exempt status is important for both continued financial stability, public and member support. Therefore, the Internal Revenue Service, as well as other regulatory agencies, tax officials and other stakeholders view the policy and operations of the SAR as a public trust, which is subject to scrutiny by and accountable to such authorities as well as its constituents.

Consequently, there does exist between the CASSAR and its officers, trustees, committee chairmen, and the general public a fiduciary duty that carries with it a broad and clear duty to fidelity and loyalty. The officers, trustees, and committee chairmen have the responsibility to administer the affairs in an honest and prudent manner, exercising the best skill, abilities and judgment for the sole benefit of the CASSAR. Those persons who serve in leadership capacities shall exercise good faith in all matters and transactions, and shall refrain from practices that allow personal gain or benefit due to knowledge or influence. The interest of the SAR shall be the priority in all decision and actions.

SECTION 2. PERSONS CONCERNED:

This code and statement is intended for all general officers, trustees, committee chairmen, and others as so determined by the board of managers of the CASSAR. All persons who may influence decisions of the CASSAR may be added at any time.

SECTION 3. AREAS OF POTENTIAL CONFLICT:

Conflicts may arise in relations to officers, trustees, and committee chairmen with any of the following third parties:

- 1. Persons and firms supplying goods and services to the CASSAR
- 2. Persons and firms from whom the CASSAR leases property or equipment.
- 3. Persons and firms with whom the CASSAR is maintaining or plans to maintain a business relationship that involves the sale of real estate, securities, or other property.
- 4. Competing or affinity organizations.
- 5. Donors and others supporting the CASSAR.
- 6. Agencies, organizations, and associations that affect the operations of the CASSAR.
- 7. Family members, close associates and other employees.

SECTION 4. NATURE OF CONFLICT OF INTEREST:

A conflicting interest may be defined as an interest, direct or indirect, with any person or firms mentioned in Section 3. Such interest may arise from the following activities:

- Owning stock or holding debt or other proprietary interests in a third party dealing with the CASSAR.
- Holding office, serving on the board, participation in management, or being otherwise employed or previously employed with any third party who conducts business or intends

to conduct business with the CASSAR.

- Receiving remuneration for services with respect to individual transactions involving the CASSAR.
- 4. Using the time, personnel, equipment, good will or other resources of the CASSAR for activities other than approved activities, programs and functions.
- 5. Receiving personal gifts, professional opportunities or loans from third-party vendors conducting business or intending to conduct business with the CASSAR. Receipt of any gift of cash is prohibited. Gifts with a value of less than \$25 (twenty-five dollars) may be accepted only if the acceptance avoids a discourtesy.

SECTION 5. INTERPRETATION OF POLICY:

The areas of conflicting interest listed in Sections 3 and 4 are examples of potential conflicts and may be expanded as situations dictate. All persons who serve in leadership and critical areas of the CASSAR shall use best judgment to determine any possible conflicts. The CASSAR Chancellor shall be consulted on any question of this policy.

Persons in leadership positions of the CASSAR shall disclose any potential conflict before transactions are consummated. The leadership shall scrutinize all transactions and disclose any activities that are, or have the appearance of, a conflict to the board of managers immediately upon knowledge of such activities.

This policy, once enacted, shall be mandatory for all affected members. Any change of the policy will require a two-thirds affirmative vote of the Board of Managers of the CASSAR. Such vote will occur at the Annual Meeting, or a Board of Managers Meeting.

SECTION 6. DISCLOSURE POLICY AND PROCEDURE:

Transactions with parties with whom a conflicting interest exists may only be undertaken when all four (4) of stipulations are met:

The conflict of interest is fully disclosed.

The person with the conflict refrains from discussion and approval of such transaction.

A competitive bid or comparable valuation exists.

The leadership, executive committee, board of managers, or duly constituted committee determines that the transaction serves the best interest of the CASSAR.

Disclosure shall be made to the CASSAR President (Executive Vice President if the President is the person in conflict) and the Chancellor, who shall bring the matter to the Board of Managers for discussion and resolution.

The duly constituted committee shall determine whether a conflict exists. Further, the constituted body shall determine in a fair, just, and reasonable manner if the approval of such transaction with the disclosed conflict best serves the interest and mission of the CASSAR.

Please circle one: I have I have never been convicted of a felony crime.

I have read and understand the Conflict of Interest/Code of Organizational Conduct.

Name:		
	PLEASE PRINT	SIGNATURE
Title/Position:		Date:

As Adopted at the 134th Spring Meeting of the Membership 18 April 2009

THE NATIONAL SOCIETY OF THE SONS OF THE AMERICAN REVOLUTION (NSSAR)

CODE OF BUSINESS ETHICS AND CONDUCT POLICY

GENERAL

NSSAR is a not-for-profit corporation chartered by an Act of the United States Congress on June 9, 1906. The purposes and objects of NSSAR are declared to be patriotic, historical, and educational, and shall include those intended or designed to perpetuate the memory of the men who, by their services or sacrifices during the war of the American Revolution, achieved the independence of the American people; to unite and promote among their descendants; to inspire them and the community at large with a more profound reverence for the principles of the Government founded by our forefathers; to encourage historical research in relation to the American Revolution; to acquire and preserve the records of the individual services of the patriots of the war, as well as documents, relics, and landmarks; to mark the scenes of the Revolution by appropriate memorials; to celebrate the anniversaries of the prominent events of the war and of the Revolutionary period; to foster true patriotism; to maintain and extend the institutions of American freedom, and to carry out the purposes expressed in the preamble to the Constitution of our country and the injunctions of Washington in his farewell address to the American people.

In an effort to maintain the high standard of conduct expected and deserved by our Forefathers, our Members, and the American public NSSAR operates under the Code of Business Ethics and Conduct outlined below.

COMPLIANCE REQUIREMENTS

All members, employees, and volunteers are required to comply with applicable federal, state, and local laws and regulations and with NSSAR bylaws and policies.

PROHIBITED ACTIONS

No member, employee, or volunteer shall engage in the following actions:

- Authorize the use of or use for the benefit or advantage of any person, the name, emblem, endorsement, services or property of NSSAR, except in conformance with NSSAR policy.
- Accept or seek on behalf of any other person, any financial advantage or gain of other than nominal value offered as a result of the member's, employee's, or volunteer's affiliation with NSSAR.

- Publicly use any NSSAR affiliation in connection with promotion of partisan politics, religious matters or positions on any issue not in conformity with the official position of NSSAR
- Disclose any confidential NSSAR information that is available solely as a result of the member's, employee's or volunteer's affiliation with NSSAR to any person not authorized to receive information, or use to the disadvantage of NSSAR any such confidential information, without the express authorization of NSSAR.
- Knowingly take any action or make any statement intended to influence the conduct of NSSAR in such a way as to confer any financial benefit on any person, corporation or entity in which the individual has a significant interest or affiliation.
- Operate or act in a manner that creates a conflict or appears to create a conflict with the interests of NSSAR and any organization in which the individual has a personal, business or financial interest.
- Retaliate against any member, employee or volunteer who seeks advice from, raises a
 concern with or makes a complaint about fraud, waste, abuse, policy violations,
 discrimination, illegal conduct, unethical conduct, unsafe conduct or any other
 misconduct by the organization, its members, employees or volunteers.
- Operate or act in any manner that is contrary to the best interest of NSSAR.
- Conduct in disseminating via multi-party e-mail, mail, social media or other means, disparaging, maligning, false, or harassing comments or statements concerning compatriots.
- Issuance of circulars, communications or pronouncements regarding the NSSAR purporting to represent official policies of the NSSAR via multi-party e-mail, mail, social media or other means, without the approval of the Trustees, Executive Committee or the Executive Director.
- Misappropriate or convert to personal use the personal or intellectual property of the NSSAR without the approval of the Trustees, or if that authority is delegated, without the approval of the Executive Committee or the Executive Director.

REPORTING RESPONSIBILITY

Each member, employee, volunteer and other stakeholder of NSSAR has an obligation to report in accordance with this Code of Business Ethics and Conduct Policy violations and suspected violations of this Policy.

HANDLING OF REPORTED VIOLATIONS

Violations of this Policy shall be referred to the Ethics Committee for investigation in accordance with NSSAR Bylaw 18, Section 7. The investigation may be instituted by a written complaint or by information brought to the attention of the Chairman or a member of the committee. The committee may request the NSSAR Inspector General or NSSAR Chief Compliance Officer investigate the alleged violation. At the conclusion of the investigation, the committee may hold hearings and take testimony as provided in Robert's Rules of Order.

At the conclusion of the hearing and investigation, the committee may take such action as it deems necessary, or it may recommend disciplinary action to the President General and the Executive Committee. In the event of a recommendation for disciplinary action by the President General and the Executive Committee, the Executive Committee shall review the findings of the Ethics Committee and take appropriate action or no action as the case requires.

The alleged violator may appeal the action taken by the Executive Committee in accordance with NSSAR Bylaw 17, Section 3 by filing notice within thirty (30) days demanding a hearing on the alleged violations before the Executive Committee at a date, time and place which shall be set by the Executive Committee. The alleged violator shall have a further right to appeal any action taken by the Executive Committee to the Board of Trustees at its next regular meeting. Executive Committee action other than expulsion shall be confirmed by a majority vote of the members of the Board of Trustees present. If the action being sought against the alleged violator is expulsion from NSSAR, a two-thirds (2/3) vote of the members of the Board of Trustees present and voting shall be necessary to expel.

Such alleged violator shall have a further right to appeal any action taken by the Board of Trustees to the immediately following Annual Congress. Board of Trustees action other than expulsion shall be confirmed by a majority vote of the delegates at said Annual Congress present and voting. If the action being sought against the alleged violator is expulsion from NSSAR, a two-thirds vote of the delegates at said Annual Congress present and voting shall be necessary to expel.

The NSSAR Bylaws do not provide for "associate members." Chapters and State Societies may have "associates" or "friends" who attend meetings, march in parades with the color guard or generally support the chapter. However, the term "members" is reserved for gentlemen whose documented lineage has been approved by the National Society of the Sons of the American Revolution. A chapter or State Society shall not collect dues from an associate, but may collect the actual cost of printing and mailing a chapter or State Society newsletter.

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50	Gold Country	62	7	2				71	10	61	1	10%	3%
51	51 Santa Barbara	20	1	1			Н	21	9	15		%0	2%
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53 8	53 Silicon Valley	86	20	7	2	1	1	113	10	103	c	30%	8%
54 5	54 Sons of Liberty	88	30	11		П	1	127	15	112	3	20%	13%
55 S	55 South Coast	47	8	9	2	1	1	61	80	53	3	38%	13%
1 99	56 Total	1,386	308	43	13	16	31	1,711	218	1,493	63	78%	3%



Memorandum of Understanding On Protecting The NSSAR's Intellectual Property Rights Setting Forth the Duties and Responsibilities Between The Executive Committee, Headquarters, Merchandise Department and Medals & Awards Committee

Executive Committee

While Congress has granted the Board of Trustees the ultimate right to control our intellectual property ("IP") by the NSSAR Bylaws, it is generally the Executive Committee (EXCOM) that actually exercises that control and oversight. The EXCOM then generally amends the SAR Handbook to affect NSSAR's policies, delegates authority to the Executive Director (ED), sets policies for the Merchandise Department (Merchandise) when necessary, and approves requests for medals and award recommendations from the Medals & Awards Committee (M&A). In addition to approving requests submitted from M&A for medals and awards, the EXCOM also will consider who will manufacture the items, who will sell the items and how the revenue from the sale of those items will be allocated.

It is recognized there may be confusion over who will exercise control over some items not specifically mentioned in this MOU. Where a request is submitted that is not clearly described herein, the EXCOM ultimately will decide such questions and refer them to the proper entity for review. Generally, it is contemplated the ED will exercise control over all materials, media formats, papers or anything required for the normal running of a chapter, state society or a national committee. Merchandise will exercise control over all items manufactured, sold or stocked by Merchandise and by direction of the ED and the Merchandise Committee. M&A will exercise control over all requests for new medals, awards or items considered to be promotional and that are NSSAR related, that are submitted by a national committee, state society or a chapter.

EXCOM also must keep in mind preserving the integrity of NSSAR's brand so that the images are not placed on inappropriate items or placed on items that appear cheap or not in keeping with NSSAR's mission. EXCOM also should keep in mind the approval of national medals and awards is also a business decision because manufacturing items can be expensive, and maintaining inventory for items that do not sell quickly is expensive. Although the Merchandise Committee is not listed as a party to this MOU, it has a valuable role in helping set policies for the Merchandise Department that insure it remains an efficient profit center for the NSSAR.

Headquarters

The ED will be responsible for granting or denying permission to national officers, districts, state societies, chapters and national committees for use of NSSAR's name, logos, insignia or other IP. It is assumed that the ED will grant blanket permission through a written communication for the use of NSSAR's name and logo for SAR-related newsletters and websites, while other less-common uses may require specific permission. Requests for the use of NSSAR's IP on unusual items or in non-traditional methods should routinely be referred to the ED for review.

Items such as challenge coins, lapel pins and other paraphernalia associated with NSSAR events or programs or with a state society or chapter must be submitted for approval to the ED.

Merchandise Department

The Merchandise Department will be responsible for protecting NSSAR's IP with vendors and insuring all contracts with vendors have provisions that protect our IP rights. The Merchandise Department employees work under the supervision of the ED, who will provide them with direction and set policy, along with the Merchandise Committee. When a new request for a medal or award is presented to the M&A from a state society, a national committee or some other requestor, Merchandise must be consulted if it is contemplated that Merchandise will be involved with the production or sale of the medal in any way. State societies who are granted permission to produce a new medal or award will have full responsibility for producing the item, selling the item and will retain all of the revenue from those sales. Items that Merchandise produces and sells under its authority from the Merchandise Committee and ED do not have to be submitted to M&A for approval, nor does the EXCOM need to review and approve those items. However, the EXCOM and the President General may choose to review and exercise control over the policies of Merchandise at any time.

Merchandise is to be a profit center so it must not bear the expense of manufacturing items and then stocking them in inventory where they sit because of little demand. Inventory ties up money plus it requires us to take up valuable storage space in our buildings. The approval of a medal or award should be a business decision in addition to the other considerations M&A normally considers.

Medals & Awards Committee

As set forth elsewhere in this Handbook, the M&A Committee has responsibility for approving any new medals or awards. This includes those for the national society, as well as those for state societies and chapters. If M&A approves a new request, it will submit that new request to the EXCOM for final approval. M&A must insure that all IP rights of the NSSAR are protected in all medals and awards approved by that committee. In the case of national awards that are to be manufactured under a contract with Merchandise and sold by Merchandise, Merchandise will utilize its vendor contract with the requisite language protecting our IP rights. In the case of a state society or chapter which will manufacture the items itself, a written contract must be used with pre-approved language in that contract that protects the IP rights of the NSSAR. Furthermore, either the ED or the Chancellor General must approve each contract to insure the NSSAR's IP rights are protected. If a national award is

approved that will be manufactured by someone other than Merchandise, then a written contract containing the pre-approved language protecting the IP rights of the NSSAR must be used. That contract must be approved by either the ED or Chancellor General.

Whenever M&A considers a request for a new medal, award or item; the requesting entity or person must submit the following information in addition to whatever information M&A already requires; 1) who will pay for the manufacture of the item and if it is Merchandise how much will the item cost to manufacture and what quantity is necessary in the initial order, 2) if Merchandise is to manufacture the item what demand for the item is expected, 3) who is expected to stock and sell the item, and 4) how is the revenue from the sale of the item to be allocated. This information must also be submitted to the EXCOM on any approved requests.