

1 **Section 1: Bylaws**

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3 **SOROPTIMIST INTERNATIONAL OF CHICO, INC.**  
4 SIERRA NEVADA REGION, DISTRICT I  
5 SOROPTIMIST INTERNATIONAL OF THE AMERICAS  
6

7 **BYLAWS**

8  
9 **ARTICLE I**

10 **Name and Territorial Limits**

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12 Section 1. The name of this club shall be Soroptimist International of Chico, Inc.

13 Section 2. The club is located in District I of the Sierra Nevada Region.  
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15 **ARTICLE II**

16 **Purpose**

17 To honor and recognize the values and contributions of women and offer opportunities to  
18 improve the lives of women and girls through awareness, advocacy and action. The mission is

- 19 A. to advance the rights, status and well-being of women and children, especially  
20 girls.  
21 B. to support women and children in our community, in our region, nationally and  
22 abroad.  
23 C. to honor patriotism and love of country.  
24

25 Section 2. No part of the net earnings of any Club shall inure to the benefit of, or be  
26 distributable to, its directors, officers, members, or other private persons, except  
27 that each Club shall be authorized and empowered to pay reasonable  
28 compensation for services rendered and to make payments and distributions in  
29 furtherance of its exempt purposes. Except as otherwise provided by Section 501(h)  
30 of the Code, no substantial part of the activities of any Club shall consist of carrying  
31 on propaganda, or otherwise attempting, to influence legislation. No Club shall  
32 participate in, or intervene in (including the publishing or distributing of  
33 statements), any political campaign on behalf of (or in opposition to) any candidate  
34 for public office. Notwithstanding any other provision of these articles, no Club  
35 shall carry on any activities not permitted to be carried on (a) by an organization  
36 exempt from federal income tax under Section 501(a) of the Code as an  
37 organization described in Section 501(c)(3) of the Code, or (b) by an organization  
38 contributions to which are deductible under Section 170(a) of the Code as being to  
39 an organization referred to in Section 170(c)(2) of the Code.  
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42 **ARTICLE III**

43 **Members**

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45 Section 1. Classes. There shall be three classes of members as defined in the Constitution of  
46 Soroptimist International and Federation Bylaws, article V: 1] regular, 2]  
47 retired/unemployed and 3] embarking. Members who achieved Life status on or

- 48 before July 1, 2001 shall be recognized as Life Members as long as membership is  
49 current.
- 50 Section 2. Chico Life member is a locally authorized class. The guidelines for Chico Life  
51 Members are:
- 52 A. status will be given to members who have been members for 1] 15 years and  
53 have retired or 2] who have been members for 25 years and are still actively  
54 employed.
  - 55 B. they will be considered either "retired/unemployed" or "regular" members by  
56 SIA.
  - 57 C. requests for Chico Life membership shall be made in writing and sent to the  
58 Board before the May meeting for approval.
  - 59 D. members declaring life membership after July 2001 will pay dues in an amount  
60 that will cover the dues remitted to the Sierra Nevada Region and SIA  
61 Federation. They are full voting members of the club.
  - 62 E. may not hold an office.
- 63 Section 3. Privileges of Membership.
- 64 A. Active Soroptimism encourages regular attendance at club and committee  
65 meetings.
  - 66 B. Only an active member in good standing may be elected to or retain office,  
67 serve as a member of the Board, or as a Delegate or Alternate to any  
68 convention, conference or district meeting.
- 69 Section 3. Admission to Membership.
- 70 A. Any member may propose a woman to be considered for membership to the  
71 Membership Committee.
  - 72 B. Prospective members shall be presented to the Board for approval. Eligibility  
73 shall remain in effect until the end of the club year.
- 74 Section 4. Attendance requirements. To be in good standing, hold office and vote, a member  
75 must actively participate in Club activities and meetings. Committee participation  
76 is critical to the success of programs and initiatives.
- 77 A. All active members are expected to participate in least one major fund-raising  
78 activity
  - 79 B. Board members are expected to attend all Board meetings. If unable to attend,  
80 they must notify the President. If more than three Board meetings are missed,  
81 the Board may ask for the member's resignation from the Board
- 82 Section 5. Leaves of Absence. Upon written request, a leave of absence may be granted by the  
83 Board for up to six [6] months and may be extended to a total of twelve [12]  
84 consecutive months. All mandatory fees and dues must be paid by a member on a  
85 leave of absence.
- 86 Section 6. Termination of Membership.
- 87 A. The following shall be reasons for termination of membership:
    - 88 i. Resignation
    - 89 ii. Failure to pay annual dues within 60 days after due date unless prior  
90 arrangements have been made with the Treasurer and President.
  - 91 B. No Membership may be terminated for a reason other than resignation without  
92 an opportunity for a hearing before the Board, after the member has been  
93 given a 30-day written notice of proposed action.
  - 94 C. The board, by a two-thirds vote, may terminate the membership when grounds  
95 exist and are ongoing. The decision of the Board shall be final.

96 Section 7. Reinstatement of Members. A former member of this club in good standing when  
97 membership was terminated shall pay no new Membership fee, provided  
98 reinstatement occurs within one year. Membership dues shall be paid as set forth  
99 in these bylaws.

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101 ARTICLE IV  
102 Officers  
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104 Section 1. Elected Officers.

105 The elected officers shall be President, President-elect, vice-President, Recording  
106 Secretary, Corresponding Secretary, Treasurer, Treasurer-elect, two  
107 Director/Delegates, and two Director/alternate Delegates.

108 Section 2. Term of Office.

109 Elected officers shall hold offices for one year beginning July 1 or until their  
110 successors are elected. They shall serve no more than two consecutive years in  
111 the same office. Director/Delegates may serve two consecutive years as either  
112 Director/Delegate or Director/alternate Delegate.

113 Section 3. Resignation.

114 The resignation of an officer shall be sent to the President who shall present it  
115 to the board of Directors for action.

116 Section 4. Vacancy in Office.

117 A vacancy in the office of President or Treasurer shall be filled by the President-  
118 elect or the Treasurer-elect, who shall be entitled to continue in the office for the  
119 following term. Vacancies in other offices shall be filled as follows: the Board of  
120 Directors shall act as the Nominating Committee and shall report at the next  
121 business meeting or at any special meeting called for that purpose. Nominations  
122 may be made from the floor, and the membership shall elect.

123 Section 5. Indemnification

124 All elected officers shall be insured to indemnify them for their actions and  
125 decisions related to the club.

126 Section 6. Duties.

127 The officers shall perform the duties provided in these bylaws and such other  
128 duties as are prescribed for the office in the adopted parliamentary authority.

129 A. The President shall:

- 130 i. be the chief officer
- 131 ii. direct the conduct of the business of the club
- 132 iii. preside at the meetings of the club and the Board
- 133 iv. appoint all committees unless otherwise provided in these bylaws or in a  
134 motion authorizing a committee with stipulated members
- 135 v. appoint a parliamentarian
- 136 vi. be ex-officio member of all committees, except the Nominating Committee
- 137 vii. be authorized to sign checks
- 138 viii. serve as club Delegate to the Federation Convention when Incoming  
139 President and when attending Region Conference as President
- 140 ix. act as liaison to the Administration, Service, and Awards and Recognition  
141 committees, and may form a leadership team consisting of the President,  
142 President-elect and Vice President

143 B. The President-elect shall:

- 144 i. perform the duties of President in the absence of the President  
145 ii. serve as the club's alternate Delegate to the Federation Convention when  
146 Incoming President-Elect is not attending; or serve as Delegate if the President  
147 is not attending.  
148 iii. act as liaison to the Ways and Means, Home and Garden Show, and Special  
149 Events committees, and be a member of the leadership team, if formed  
150 iv. be authorized to sign checks  
151 v. be responsible, along with the vice-President, for the President's book  
152 vi. coordinate the selection of the location and the cost of lunches for her  
153 Presidential year and sign the lunch contract.
- 154 C. The vice-President shall:  
155 i. preside in the absence of the President and the President-elect  
156 ii. act as liaison to the Program, Publicity and Communication and Membership  
157 Committees, and be a member of the leadership team, if formed  
158 iii. act as Delegate if elected delegates and alternate delegates are not able to do  
159 so  
160 iv. be responsible, along with the President-elect, for the President's book  
161 v. serve as an ex-officio member of the Home Garden and Antique Committee in  
162 order to facilitate continuity with each year's show.  
163 vi. Ensure that District, Region and Federation award applications are submitted  
164 when due.
- 165 D. The Recording Secretary shall:  
166 i. record the minutes for all Board, business and special meetings  
167 ii. be custodian of the permanent records of the club, forwarding all inactive  
168 records to the Archivist  
169 iii. submit to the membership the minutes of the business meetings and  
170 recommendations of the Board  
171 iv. prepare the agendas for the Board and club business meetings as directed by  
172 the President
- 173 E. The Corresponding Secretary shall:  
174 i. Collect and distribute mail; check voice-mail and e-mail as directed by the  
175 President  
176 ii. handle all official club correspondence not properly the responsibility of other  
177 officers or committee coordinators, as directed by the President
- 178 F. The Treasurer shall:  
179 i. oversee all financial matters of the club  
180 ii. be authorized to sign checks  
181 iii. shall invest funds in securities as authorized by the Board  
182 iv. make remittances as required by federation and region procedures  
183 v. pay bills as authorized by the Board and the membership  
184 vi. secure a 501(c) 3 insurance bond for SI Chico. Any member that handles money  
185 for the club or a committee must be bonded. It is preferable to bond the entire  
186 club, if possible  
187 vii. secure a Directors & Officers insurance policy to indemnify Board Members for  
188 actions and decisions related to the club.  
189 viii. secure a Liability Policy for volunteers at Soroptimist events.  
190 ix. submit a written financial report at each club business meeting and Board  
191 meeting, and at other times when requested by the President or the Board.

- 192 x. When the June 30 Legacy Fund statement is received; calculate the amount  
 193 that will be available for the Service and Awards and Recognition Committees.  
 194 xi. Transfer 5% of the Home, Garden and Leisure Show proceeds to the General  
 195 Fund. Then, from the adjusted proceeds, calculate the funds that will be  
 196 available the Service Committee (65%) and the Awards and Recognition  
 197 Committee (35%). Forward information to Board and those Committee Chairs  
 198 by September.  
 199 xii. serve as an ex-officio member of the Administration Committee  
 200 xiii. order Past-President pin in time to present at the installation of new officers  
 201 xiv. arrange for the treasurer-elect or other club member responsible for financial  
 202 data entry to receive S.I. Chico lunches at no charge from the General Fund  
 203 xv. Ensure, with the Club CPA, that all tax returns are filed, including federal  
 204 returns and, in August, California form CT-NRP-1 to the Attorney General  
 205 [Raffles].  
 206 xvi. Ensure that Form 1099 is prepared by January 31, from information provided by  
 207 the Awards and Recognition Committee, and forwarded to the Internal  
 208 Revenue Service.  
 209 G. The Treasurer-elect shall:  
 210 i. become familiar with the duties of the Treasurer  
 211 ii. act as Treasurer in the absence of the Treasurer  
 212 iii. receive and deposit funds  
 213 iv. assist the Treasurer with the duties of the office in order to provide good  
 214 separation of duties for audit and security purposes  
 215 v. be responsible for collection of dues  
 216 vi. be authorized to sign checks  
 217 vii. serve as an ex-officio member of the Administration Committee  
 218 H. The Directors/Delegates shall:  
 219 i. attend and represent the club at the two district meetings and annual regional  
 220 conference  
 221 ii. attend monthly Board meetings  
 222 iii. act as liaison between the membership and Board  
 223 iv. be responsible for selection and purchase of gifts or raffle items for district and  
 224 region meetings  
 225 v. organize and implement program for the recognition of club members

226 *Note: The Parliamentarian is selected and appointed by the President.*  
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228 ARTICLE V  
 229 Nominations and Elections  
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231 Section 1. Nominating Committee.

- 232 A. In January of each year, the President, the Board and the club shall each choose  
 233 one active member for the Nominating Committee. Only one member of the  
 234 committee may be a member of the Board of Directors.  
 235 B. The committee shall nominate one or more candidates for each office.  
 236 C. The committee shall present the slate of nominees at the March business  
 237 meeting. At that time, nominations may be made from the floor. Nominations  
 238 will then be closed.

239 Section 2. Elections. Elections shall be held at the April business meeting. If there is one

240 candidate for an office, election may be by voice. The majority vote of those  
241 present shall elect. The Nominating Committee will act as the Teller's Committee  
242 to count votes and notify the President of the results.

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244 ARTICLE VI  
245 Meetings  
246

247 Section 1. Regular meetings.

248 The club shall meet on Wednesday of each week, except during July and August.  
249 The meeting on the first Wednesday of the month shall be the business meeting.  
250 The last meeting in June may be a business meeting.

251 Section 2. Special meetings.

252 Special meetings of the club membership may be called by the President, and shall  
253 be called upon the written request of at least three active members of the club. At  
254 least 48 hours notice shall be given each member. The business to be transacted at  
255 these meetings shall be limited the items described in the notice.

256 Section 3. Quorum.

257 One-third of the voting members in good standing shall constitute a quorum at any  
258 regular or special meeting. The existence of a quorum should be noted in the  
259 meeting minutes.

260 Section 4. Voting at business meetings.

261 Votes shall be voice votes unless a member requests a paper ballot or a division of  
262 the house.  
263

264 ARTICLE VII  
265 Board of Directors  
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267 Section 1. Composition.

- 268 A. The elected officers, Director/Delegates and Director/alternate Delegates shall  
269 constitute the Board of Directors.  
270 B. The Parliamentarian shall attend the Board and business meetings in an  
271 advisory capacity, and shall not be counted in determining a quorum, or be  
272 entitled to make motions or vote.

273 Section 2. Duties.

- 274 A. The Board of Directors shall:  
275 i. have administrative control over the affairs, funds, and property of the club,  
276 except that of modifying any action taken by the club  
277 ii. authorize payments from club funds within the general (internal) fund  
278 budget  
279 iii. be authorized to approve requests up to \$250 from the General Fund  
280 without the vote of the membership.  
281 iv. act on invitations to membership, requests for change in membership  
282 status, resignations and terminations  
283 v. submit recommendations to the club regarding policies and expenditures;  
284 vi. act on disciplinary matters:  
285 B. Failure of an officer or committee coordinator to perform required duties shall  
286 be cause for removal from the position. The Board shall notify the member of

287 the specific failure, and request appearance before the Board at a specified  
288 time and place.  
289 C. After appearance and reply, or in the event of failure to appear, the Board may  
290 declare the position vacant and nominate or appoint a successor.

291 Section 3. Regular Meetings.

292 Regular meetings of the Board will be held monthly. The President shall determine  
293 the date, time, and place of the meetings.

294 Section 4. Special Board Meetings.

295 Special meetings may be called by the President, or upon the written request of at  
296 least three members of the Board. At least 48 hours notice shall be given. The  
297 business transacted at any special meeting shall be limited the issues described in  
298 the notice.

299 Section 5. When a decision is required before a meeting can be convened, the President can  
300 issue an email ballot to the Board.

301 Section 6. Quorum.

302 A. A majority of the Board of Directors shall constitute a quorum for Board  
303 meetings.

304 B. If a quorum is not present, the Board will defer action to the next business  
305 meeting.

306  
307 ARTICLE VIII

308 Committees  
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310 Section 1. The Standing Committees

311 The standing committees of this club shall include, but not be limited to the  
312 following.

313 A. Service Committee, whose purpose is to promote awareness, advocacy and  
314 action and to recommend the expenditure of Service Funds to the Board and  
315 membership. The Service Committee may recommend to the Board personal  
316 requests for \$100 or less to a maximum of \$500 per year.

317 B. Awards and Recognition Committee, whose purpose is to acknowledge the  
318 outstanding achievements and contributions of community leaders, youth,  
319 businesses and women in the advancement of the status of women. Awards  
320 include the club's various scholarship and recognition programs and the  
321 Soroptimist International of the Americas awards.

322 C. Administration Committee, whose purpose is to ensure that the financial and  
323 organizational status of the club is in compliance with Soroptimist International  
324 laws and procedures.

325 D. Membership Committee, whose purpose is to recruit, educate and retain  
326 members.

327 E. Program Committee, whose purpose is to promote the aims of Soroptimism  
328 sponsor programs that foster members' awareness and enthusiasm, and to  
329 support the community.

330 F. Ways and Means Committee, whose purpose is to support internal fundraising  
331 for club operations. The Committee may, in addition, raise funds for specified  
332 service activities when approved by the Board and the membership. Home,  
333 Garden, and Leisure Show Committee, whose purpose is to plan and  
334 implement the club's major fundraising activity to generate service funds.

- 335 G. Publicity and Communications Committee, whose purpose is to publicize  
336 programs, events and achievements within the club and beyond.
- 337 H. Special Events Committee, whose purpose is to plan annual events including  
338 the retreat, the birthday party, installation and summer barbeque. The  
339 Committee may undertake other events at the request of the President.
- 340 I. Nominating Committee, whose purpose is to prepare the slate of candidates, at  
341 least one candidate for each office, for the Board of Directors. The Committee  
342 consists of 1 member selected by the President, 1 member selected by the  
343 Board and 1 member selected by the membership. [The Parliamentarian is  
344 appointed at the discretion of the President and is not a voting member of the  
345 Board or the membership when acting as Parliamentarian.]
- 346 J. Fundraising Committee, whose purpose is to organize and implement an  
347 additional fundraiser to support the President's theme and or to supplement  
348 the proceeds of the Home, Garden and Leisure Show.
- 349 Section 2. The committees shall operate in accordance with the SI Handbook Section 2:  
350 "Guidelines for Committees." The guidelines of each standing committee shall be  
351 reviewed annually by the committee. Changes are forwarded to the Administration  
352 Committee for discussion and a recommendation to the Board,  
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## 355 ARTICLE IX

### 356 Dues, Fees, Assessments, and Funds

- 357  
358 Section 1. Fiscal Year  
359 The fiscal year shall be July 1 through June 30.
- 360 Section 2. Annual dues and fees
- 361 A. The annual dues and fees are payable before June 30 of each year. Dues are  
362 determined annually by the Administration Committee and approved by the  
363 Board and the membership.
- 364 B. New members shall pay 100% of dues until January 31. On or after February 1,  
365 the amount will be adjusted to 75%, and on or after April 1, the amount will be  
366 adjusted to 50%.
- 367 C. Every new member shall pay induction costs as determined by the Membership  
368 committee, approved by the Board and included in the General Fund Budget.
- 369 Section 3. Assessments  
370 Members may be assessed additional payment as voted upon by the club.
- 371 Section 4. General Fund  
372 Club operation/administrative expenses shall be paid from funds derived from  
373 Membership dues and assessments, and income from external and internal  
374 member fund-raising projects.
- 375 Section 5. Service Funds  
376 Service projects are derived from public fund raising events. Funds raised in the  
377 current club year will be dispersed the following year unless approved by the Board  
378 and Membership.
- 379 Section 6. Check Signatures
- 380 A. Two signatures shall be required on each check drawn from any fund
- 381 B. The President, President-elect, Treasurer, and Treasurer-elect shall be  
382 authorized to sign checks from General (internal) and Service funds



383 C. For those committees with checking accounts, two check signatures are  
384 required; one by President, President-elect, club Treasurer, and one by the  
385 committee coordinator(s) or committee Treasurer. A member shall not  
386 authorize payment to herself.  
387

388 Section 7. Vouchers

- 389 A. All vouchers submitted to the Treasurer must be accompanied by an invoice or  
390 appropriate documentation  
391 B. A copy of the voucher with check number and issue date will be returned to the  
392 committee coordinator by the Treasurer

393 Section 8. Deposits

- 394 A. Club funds shall be counted by two or more people and placed in a completed  
395 receipt voucher envelope  
396 B. The sealed completed receipt voucher envelope will be given to the Treasurer-  
397 elect  
398 C. The Treasurer-elect will verify the money in the envelope and make the deposit

399 Section 9. Investment Funds

- 400 A. All investment accounts are combined into the Legacy Fund. See Club  
401 Guidelines, Section 5: "Legacy Fund" for history, policies and procedures.  
402 B. Original funds include:  
403 i. Faye Bedford Memorial Fund  
404 ii. "Dottie" Locke Memorial Fund  
405 iii. Hester Patrick Memorial Fund  
406 C. The balance in the Legacy Fund must be a minimum of \$75,000. The annual  
407 disbursements from the Fund are calculated from the June 30 Fund balance;  
408 4.5% of the balance is divided, \$2500 to Awards and Recognition to fund the  
409 named awards and \$1500 to fund named Service projects. The balance is  
410 available to the Service Committee on request to and approval by the Board  
411 and the membership.  
412

413 Article X

414 Property  
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416 Section 1. Any equipment or property purchased with club funds on behalf of the club shall be  
417 considered the property of Soroptimist International of Chico. The purchaser shall  
418 file all warranties, registrations, and licenses in the name of S.I. Chico and on a  
419 timely basis. Any available rebates of credits shall also belong to S.I. Chico. In the  
420 event that a particular item is purchased for the use of a specific office holder, it  
421 shall be made available for the use of her successor. Records of warranty  
422 registrations and licensing agreements shall be maintained by the club Treasurer.  
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424 ARTICLE XI

425 Delegates  
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427 Section 1. Federation Convention.

- 428 A. Delegates. The incoming President and incoming President-elect are entitled  
429 to represent the club at the biennial federation convention. The incoming  
430 President shall be the Delegate and the incoming President-elect shall be the

431 alternate Delegate.  
432 B. Reimbursement. The club may pay the expenses of the incoming President and  
433 incoming President-elect to the biennial federation [SIA] convention, in  
434 amounts not to exceed the budget. If inadequate funds exist in the convention  
435 fund to pay for both, the incoming President will be fully covered, not to exceed  
436 the budget, and the incoming President-elect will receive the remaining funds.

437 Section 2. Region Conference.

438 A. Delegates: The 3 [three] voting delegates to the regional conference shall be  
439 the President and two Director/Delegates [three votes]. The President-elect  
440 also attends. The President shall appoint substitute Director/alternate(s), if  
441 needed.  
442 B. Reimbursement. The club shall pay the expenses of the President, President-  
443 elect and two Director/Delegates or Director/alternate Delegates (total of 4) to  
444 the region conference in amounts not to exceed the budget.

445 Section 3. District Meetings.

446 A. Six [6] members shall attend as Club representatives: President, President-elect  
447 and the 4 Director/Delegates or alternate Director/Delegates. The President  
448 may appoint substitutes to represent the Club pro tem.  
449 B. Reimbursement: The club shall pay the district meeting fees of the President,  
450 President-elect, two Director/Delegates and two Director/alternate Delegates  
451 or their substitute (total of 6). If overnight stays are necessary, the club will  
452 fund the cost of two hotel rooms

453 Section 4. Soroptimist Development Training. The club shall pay the expenses of the five [5]  
454 incoming officers: President, President-elect, vice-President, Treasurer and  
455 Recording Secretary. The President may appoint substitutes to represent the  
456 officers that cannot attend. .

457 Section 5. Terms of office.

458 Director/Delegates and Director/alternate Delegates shall serve for one year or  
459 until their successors are elected.

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462 ARTICLE XII  
463 Parliamentary Authority

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The rules contained in the current edition of *Robert's Rules of Order* [current edition] shall be the  
parliamentary authority for all matters not specifically covered in these bylaws, Sierra Nevada  
Region bylaws and handbook, SIA bylaws and procedures, or Soroptimist International  
constitution.

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ARTICLE XIII  
Amendments of Club Bylaws

474 Section 1. These bylaws may be amended by a two-thirds vote at any business meeting of the  
475 club, provided notice of the proposed amendment has been given at the preceding  
476 business meeting.  
477 Section 2. If any amendment to the Soroptimist International constitution, SIA bylaws and  
478 procedures, or Sierra Nevada Region bylaws makes a corresponding amendment to

479 these bylaws necessary, these bylaws shall be amended automatically, without  
480 further action by the club.

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ARTICLE XIV  
Dissolution

Upon the dissolution of the Club, its governing body shall, after paying or making provisions for the payment of all of the liabilities of the Club, dispose of all the assets of the Club exclusively for the exempt purposes of the Club in such manner, or to such organization or organizations organized and operated exclusively for charitable, scientific, literary, or educational purposes which at the time qualify as exempt organization or organizations under Section 501(c)(3) of the Code, as the Club's governing body shall determine. Any assets not so distributed shall be distributed by a court of competent jurisdiction of the county in which the Club's principal office is then located exclusively for the Club's exempt purposes. The use of any surplus funds for private inurnment to any person in the event of a sale of the assets or dissolution of the corporation is expressly prohibited.