

HOLLIS COMMUNITY COUNCIL, INCORPORATED BYLAWS

CHAPTER ONE: Membership and Board of Directors

SECTION 1: Membership

All residents of Hollis, AK, who are at least 18 years of age, are eligible to be Members of this Corporation. A resident is someone who is a U.S. citizen, a legal resident of Alaska, lists Hollis as their physical address, and can be verified by any State of Alaska–approved method of verification. Residents who meet these criteria and present the required documents to the Secretary will be simultaneously added to the Membership list.

SECTION 2: Resignation and Termination

All Members may terminate their Membership by submitting their resignation in writing to the Secretary. Electronic resignation will be accepted as proof. If a Member is found to be out of compliance with Section 1 of this Chapter, the Secretary will automatically terminate their Membership and remove their name from the Membership list. Membership may be reinstated once the requirements of Section 1 are met and submitted to the Secretary.

SECTION 3: Membership Audit

All Memberships must be confirmed annually against the current State of Alaska voter list for Hollis. The annual Membership audit will be conducted by the Secretary prior to the September meeting, with results presented and approved by the Board of Directors at that meeting. An alternative Director may be designated by a majority vote of the Board to complete the audit. If the audit is not approved, a Special Meeting must be held before the Annual Meeting to confirm that the Membership complies with Section 1 of this Chapter.

SECTION 4: Directors

All Members are eligible to be Directors. The Board shall consist of seven Directors. No two Directors may reside in the same household, be spouses, or have a parent/child relationship.

SECTION 5: Officers

The Board shall include the following Officers: President, Vice-President, Secretary, Treasurer, and three Directors. Officers will be elected annually by and from the Board.

SECTION 6: Term of Office

Directors shall serve three-year terms unless otherwise provided. To establish staggered terms, the first elected Board shall include:

- Three Members with three-year terms
- Two Members with two-year terms
- Two Members with one-year terms

No Director shall serve beyond their term unless approved by the Board.

SECTION 7: Quorum

A quorum consists of four Directors. Four affirmative votes are required for any Board action.

SECTION 8: Vacancies (One or Two Seats)

Any vacancy on the Board of Directors resulting from resignation or removal shall be filled by a majority vote of the Membership. The vacancy shall be announced at the first Regular Meeting following the official notice of the open seat.

All qualified Members of the community are eligible to fill a vacant seat. Interested Members must either submit written or electronic notice to the Secretary at least ten days prior to the next Regular Meeting, or provide written declaration of their intent to serve at the meeting during which the vacancy is announced.

If two vacancies occur, the candidate receiving the highest number of votes shall fill the seat with the longer remaining term; the next top vote recipient shall fill the seat with the shorter term.

Elected Directors shall serve the remainder of the unexpired term. Voting on vacancies shall occur at the next Regular Meeting. See Chapter 4, Sections 2-5 for information regarding the implementation of an election.

SECTION 9: Vacancies (Three or More Seats)

If three or more Directors resign or are removed at the same time, the Membership shall hold a Special Election to fill all vacant Board positions. The election will take place on the first Tuesday of the month following the official notice of the vacancies.

All qualified Members of the community are eligible to serve, and candidates must submit written or electronic notice to the Secretary at least ten days prior to the Regular Meeting, or provide written declaration of their intent to serve at the meeting during which the vacancies are announced.

Directors elected under this section shall serve the remainder of the unexpired terms. See Chapter 4, Sections 2-5 for information regarding the implementation of an election.

SECTION 10: Removal of Directors

1. Any Director who misses four meetings during the term year may be removed by a simple majority of the Board.
2. A Director may be removed for cause by:
 - a. A petition with signatures representing at least 51% of the Membership, including justification.
 - b. A recommendation from the Board.
 - c. Conviction of a felony.
3. Notice of the removal vote must be provided to the Membership at least ten days in advance.

CHAPTER TWO: Executive Officers

SECTION 1: President

The President is the chief executive officer, overseeing all operations and presiding over meetings. The President shall sign authorized contracts and documents.

SECTION 2: Vice-President

In the President's absence or inability to act, the Vice-President shall assume the President's duties and powers.

SECTION 3: Secretary

The Secretary shall:

1. Maintain a journal of proceedings, record votes, and provide electronic recordings when possible.
2. Standardize and maintain all Corporation forms and records.
3. Keep and affix the Corporation seal as needed.
4. Maintain the Membership roster and conduct the annual audit.

SECTION 4: Treasurer

The Treasurer shall:

1. Manage, deposit, and invest funds as directed.
2. Disburse funds for obligations.
3. Maintain financial records and prepare reports.
4. Chair the Finance Committee and propose a CAP (Community Assistance Program) budget annually.
5. Submit all required reports to the State of Alaska and IRS to maintain 501(c)(4) status.

CHAPTER THREE: Meetings

SECTION 1: Regular Meetings

The Regular Meetings will commence on the 2nd Tuesday of every month at 1900 hours. The meeting location shall be held at the Hollis Fire Department / Community Hall unless an alternate date is voted on by the majority of the Board. Meetings are open to the public and will be conducted in a fashion for the betterment of the community. When questions during a meeting arise, "Robert's Rule of Order" shall be referenced as an operational guideline.

SECTION 2: Special Meetings

May be called by the President or any three Directors, or by a petition from 10% of the Membership. Meetings must be publicly noticed at least 24 hours in advance in three prominent locations. All Directors will be notified orally or by electronic means at least 24

hours in advance by the person(s) calling the meeting. Only agenda items listed in the notice may be discussed or voted on.

SECTION 3: Order of Business

- A. Membership sign-in
- B. Call to order
- C. Approval of prior minutes
- D. Director reports
- E. Committee reports
- F. Unfinished business
- G. New business
- H. Community announcements
- I. Adjournment

SECTION 4: Membership Vote

Any motion may be brought by a Member or Director and voted on by a simple majority of the Members present. Voting will be by a show of hands unless otherwise specified.

SECTION 5: Administrative Procedures

The Board shall follow established administrative procedures, which may be changed by a resolution passed by four affirmative votes.

CHAPTER FOUR: Elections

SECTION 1: Election Notice

Expiring Board terms will be announced at the September meeting. Elections are held at the Annual Meeting. Special Elections may be called per Chapter One, Section 6. A minimum of 15 days' notice is required.

Notices must include the election type, date, time, location, available choices, the participation requirements, and be posted in at least three prominent locations.

SECTION 2: Ballots

Ballots will be on plain white paper, prepared by the Secretary, and available 14 days before the election. They must be posted in the same locations as the election notice. Proxy ballots must include a sealed envelope, voter registration card copy, and written permission to vote by proxy.

A proxy ballot must be received in a sealed envelope, with a copy of the Member's voter registration card attached on a separate piece of paper, and with written permission for another Member to cast the vote. Once the Secretary confirms the Membership of the proxy ballot, the ballot is to be detached and placed in the ballot box. The Member's name is to be recorded as a proxy in the Membership roster for the election.

SECTION 3: Voting Procedures

The Secretary shall check the Member's name on the Membership list. If the Member's identity is questioned at the time of voting, they must provide proof of their identity. This shall be a government issued document or identity card. It can include a Corporation, school, and employment photo identification. When a person is verified that they are eligible to vote in the election, they shall sign the Membership roster in the space provided. Voters should be provided an area with privacy to cast their vote. This area shall be reasonably vacant in which a Member is comfortable in casting their vote without the influence of other Members. If a Member feels an area is inadequate in providing privacy, they shall immediately notify a Director in charge of the election. The Director will create a private area within reason so the Member can cast their vote. Voting shall be only by secret ballot. Ballot must be marked in pen, after a ballot is marked, it's to be deposited in the ballot box.

SECTION 4: Ballot Tallying

Ballots will be opened and counted in front of the Membership. The total number of ballots must match the number of verified voters, including proxies.

SECTION 5: Certifying the Election

Election results will be certified at the next Regular Meeting. The nominee(s) with the most votes are elected. Results will be posted by the Secretary in three prominent locations.

CHAPTER FIVE: Financials

SECTION 1: Contracts

The Board may authorize officers or agents to enter into contracts on behalf of the Corporation.

SECTION 2: Checks and Drafts

All financial instruments must be signed by the Treasurer or Purchasing Agent and follow Board-approved procedures.

SECTION 3: Deposits

Funds shall be deposited in banks or institutions selected by the Board.

SECTION 4: Gifts

The Board may accept contributions, gifts, bequests, or devises for the Corporation's use.

SECTION 5: Purchases and Bids

Purchases must be approved by the Board. Routine purchases under \$300 (e.g., fuel, office supplies) are exempt. Large projects (e.g., road work) require a bid process and public posting. Bids will be opened at the next Regular or Special Meeting.

SECTION 6: Grants

No grant funds may be applied for without a vote of the Membership at a publicly noticed meeting.

CHAPTER SIX: Committees

SECTION 1: Committee Formation

The Board of Directors may create committees as needed. A Chair of the committee shall be designated by the Board of Directors. The Chair may designate other Members to be seated on the committee and delegate their responsibilities. Reports of the committee shall be made to the Board and Membership. All financial business of a committee must be approved by the Board of Directors.

SECTION 2: Finance Committee

Chaired by the Treasurer and including at least three other Members. The primary responsibility of the committee is to prepare audits and propose an annual budget and to present them to the Board for approval.

SECTION 3: Standing Committees

1. Annual Fire Department Fundraiser
2. Harris River Picinic Area
3. Fourth of July Celebration
4. Cemetery

Standing Committees may be created or dissolved by the Board with Membership approval.

CHAPTER SEVEN: Books and Records

The Corporation shall maintain complete financial records and Board meeting minutes. All records may be inspected by any Member or their authorized agent at a reasonable time for a proper purpose.

CHAPTER EIGHT: Fiscal Year

The fiscal year shall begin on July 1 and end on June 30 of the following year.

CHAPTER NINE: Annual Meeting for Elections

The Annual Meeting shall be held on the first Tuesday in October and publicly noticed in at least three prominent locations. Nominations for Directors are taken at the September meeting. An Annual Meeting must always be held to allow for write-in candidates.

CHAPTER TEN: Amendments – Proposal & Ratification Process

SECTION 1: Submission of Proposed Amendment

The Bylaw Committee or any Member may propose an amendment to these Bylaws. All proposed amendments must be submitted in writing and presented at a Regular Meeting to the Board of Directors. At that meeting, the proposer shall summarize the proposed amendment, and the Board and Membership may ask questions to clarify its intent and scope. The proposed amendment shall be recorded in the minutes of the meeting.

SECTION 2: Referral to the Bylaw Committee

Upon submission, the Board shall refer the proposed amendment to the Bylaw Committee for review and drafting. The proposer shall be invited to participate in committee discussions to ensure the original intent of the proposal is accurately reflected. The Committee shall prepare a draft amendment and any supporting rationale deemed necessary.

SECTION 3: Committee Report and Draft Presentation

At the next Regular Meeting following the referral, the Bylaw Committee shall present the draft amendment to the Board and Membership for review and discussion. Board and Members may provide feedback and request clarification. The Committee's draft amendment shall be included in the meeting agenda.

SECTION 4: Board Approval

At the next Regular Meeting following the Committee's presentation, the Board of Directors shall vote on whether to approve the draft amendment for submission to the Membership. Approval requires a simple majority vote by the Board. If the Board approves the draft amendment, a motion will be made to bring the amendment to the Membership for ratification. The final Committee draft shall be included in the meeting agenda.

SECTION 5: Membership Ratification

If approved by the Board, the proposed amendment shall be presented to the Membership for ratification at the next Regular Meeting. Ratification requires a simple majority vote of the Members present and voting. The Board-approved draft shall be included in the meeting agenda.

SECTION 6: Effective Date and Distribution

Unless otherwise stated in the motion to adopt, any amendment to these Bylaws shall take effect immediately upon ratification by the Membership. The Board shall ensure that the revised Bylaws are distributed to the Board of Directors and made accessible to the Membership no later than the next Regular Meeting. The ratification vote and the adopted amendment shall be recorded in the minutes.

HISTORY OF APPROVED REVISIONS TO BYLAWS:

- Board approved May 12, 2026 and Membership ratified July 14, 2026 to change Chapter 10: Amendments to outline clearer process for amending Bylaws.
- Board approved May 12, 2026 and Membership ratified June 9, 2026 to correct the basic grammar, punctuation, formatting and redundancy inaccuracies, no content was changed.
- Board approved April 14, 2026 and Membership ratified May 12, 2026 to change Chapter 1, Section 8 and add Section 9 regarding Board Vacancies.
- Changes approved June 14, 2016.