

Trails End Bylaws

2022

**Trails End Community Club Inc.
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BY-LAWS

TRAILS END COMMUNITY CLUB, INC.

Article I: Membership:

1. Any owner of property within the boundaries of Township 22N., Range 2 W. Mason County, Washington, Sections 14, 13, 23, 24, 26 (5 sections) shall be eligible for membership, and entitled to a maximum of two (2) votes, one for each spouse or significant other, per membership. Only those present may vote.
2. Membership dues are seventy-five (\$75.00) dollars per year, effective 1/1/20XX, unless changed by a vote of the General Membership. Memberships are valid from January 1st – December 31st (of the current calendar year). Memberships are not prorated based on time of year the membership is paid.
 - a. Membership is based per address and not per person.
 - b. Membership is limited to 6 persons per address for \$75.
 - c. Membership per address is limited to a total of 11 people at an additional cost of \$10.00 per person (for the extra 5 people).
 - d. Families over 11 members have to buy additional memberships.
3. Non-property owners (tenants/guests) living within the 5 sections shall, upon paying their dues, be guest members of the Club, with all Club privileges except the right to vote on property sales or acquisitions.
 - a. Same rules as Item #2 apply.
4. Guest membership dues shall be seventy-five (\$75.00) dollars per year, effective 1/1/2022, unless changed by a vote of the General Membership. Guest members shall be required to follow all Club rules and regulations.
 - a. Same rules as Item #2 apply.

Article II: Termination of Membership:

1. Membership may be terminated for the following reasons:
 - a. Disposal of all property in the 5 sections, or in the instance of guest members, moving from 5 sections
 - b. Violating Club rules while using Club Facilities.

Article III: Rights of Membership:

- 1. The right to vote on all matters brought before the General Membership, except the sale and acquisition of property.**
- 2. The right of members' family and their guests to use Club Facilities, within the restrictions established by Club rules. The use of the Hood Canal Access for the taking of shellfish shall be limited to members and two (2) guests.**
- 3. State Department of Fish and Wildlife regulations shall apply to all those taking fish or shellfish.**

Article IV: Meetings:

- 1. There shall be two (2) general meetings each year, one in mid-year (May, June or July) and the other on a day in November. They shall be held at the Community Building at 2411 E Trails End Drive or other appropriate location as determined by the President.**
- 2. The November general meeting shall be for the purpose of electing Directors and Officers, and the transaction of any business brought before the Club Membership.**
- 3. Special meetings may be called at any time by the Club President, Board of Directors, or twenty percent (20%) of the members eligible to vote. In the case of a special meeting, the only matter that can be discussed, is the reason for the meeting.**
- 4. Conducting meetings by telephone shall only be done by conference call to ensure that all participants can hear all proceedings.**
- 5. A quorum shall consist of those present.**
- 6. All meetings shall be conducted in accordance with Roberts Rules of Order.**
- 7. Members shall be notified by mail, reader board or electronically of all meeting dates - for regular meetings the notification may be delivered at any time. For Special meetings a notification shall be delivered as per the State of Washington Non-profit Corporation Act, Chapter 24.03 Revised Code of Washington (RCW's)**
- 8. For the purposes of these by-laws the terms mail, electronically, and delivered shall mean: the time and date of hand delivery or posting by mail or transmitted electronically to the member's address currently held by the Club on the day of such action.**

Article V: Elections of Officers and Directors:

- 1. The elections shall be held at the annual membership meeting in November. It shall be the first item on the agenda after the Officers' reports.**
- 2. Provisions shall be made to provide a visual posting of all positions and the nominees for those positions.**

3. The successful candidates shall take office on January 1st of the year following the elections.g

Article VI: Sales and Purchasing of Real Estate:

1. Sale and purchasing of real estate shall only be accomplished after being recommended by the Board of Directors and approved by a vote of the owners of property in Township 22N., Range 2 W. Mason County, Washington, Sections 23, 24, 26 (3 sections).
2. A Quorum shall consist of sixty percent (60%) of members in 3 *sections* holding full memberships, returning their ballots, with a simple majority deciding the vote.
3. Ballots, together with a self-addressed, stamped envelope, shall be mailed to each member in good standing on the day of the mailing, at the address in the Club files. Ballots shall have boxes for marking yes, no, or abstain and a signature line. The ballots must be returned to form a quorum.
4. The envelope in which each ballot is mailed in shall be marked with the words "Ballot Enclosed."
5. The ballots shall be tabulated by a quorum of the Board of Directors and published within ten (10) days by written notice to all members.
6. The ballots shall be retained in the Club records for a period of no less than seven (7) years.
7. The Board shall designate a Board Member to sign all contracts pertaining to the sale or purchasing of real estate.

Article VII: Board of Directors:

1. Any Director of the Board of Trails End Community Club shall be a member in good standing of said Club, with automatic removal from the Board the day he or she does not meet this requirement.
2. The business and property of the Trails End Community Club shall be controlled by a Board of 4-6 Directors. Directors of the Board shall be elected for two-year (2) terms with two directors to be elected each year at the annual meeting.
3. All Officers, other than the President and Secretary, may be ex-officio members of the Board during their terms as Officers, however the number of Directors shall never exceed six (6).
4. The President of the Club shall be Chairman of the Board and will vote only in the case of a tie.
5. In case of a vacancy on the Board, the remaining Directors shall appoint a successor to complete the term.
6. Failure of a Board member to attend two (2) consecutive regular meetings is grounds for removal.
7. The Board will approve an annual budget and designate an Officer to sign all formal contracts that are in excess of ten percent (10%) of the annual budget.
8. A quorum shall consist of a majority of the Directors.

9. The Club shall, within its means, indemnify all Directors for actions performed in their Official Capacity, except acts or omissions of the Director finally adjudged to be intentional misconduct, gross negligence, described in our insurance policy or RCW pertaining to non-profit community- based organizations or any transaction with respect to which it was finally adjudged that such Director personally received a benefit in money, property, or services to which the Director was not entitled.

Article VIII: Officers in General:

1. Each Officer of the Trails End Community Club shall be a member in good standing, with automatic removal from Office the day he or she does not meet this requirement.
2. In case of a vacancy in an Officer's position, the Board of Directors shall appoint a successor.
3. Failure of an Officer to attend two (2) consecutive regular meetings is grounds for removal.
4. The Officers of the Club shall consist of a President, Vice President of Ways and Means, Vice President of Grounds, Vice President of Membership, Vice President of Facilities, Secretary, Treasurer and Social Media. The President and Secretary shall hold only one office position and other Officers no more than two. All officers shall be elected for a one year term.
5. In the absence of the President, the succession shall be as follows:
 - a) Vice President of Ways and Means
 - b) Vice President of Facilities
 - c) Vice President of Membership
 - d) Vice President of Grounds
 - e) Treasurer
6. The Club shall, within its means, indemnify all Officers for actions performed in their Official Capacity, except for acts of omissions of the Officer finally adjudged to be intentional misconduct, gross negligence described in our insurance policy or RCW pertaining to non-profit community-based organizations or any transaction with respect to which it was finally adjudged that such Officer personally received a benefit in money, property, or services to which the Officer was not entitled.

Article IX: President:

1. The President shall preside over the Board Meetings, General Meetings of the Membership, and act as Chairman of the Board of Directors.
2. The President shall, at a Board meeting during the months of June or July, solicit the Officers and the Board members and appoint a nominating committee. The nominating committee shall be responsible for canvassing the Officers and those Board members whose term is expiring to determine who is willing to seek reelection and then solicit members at large to fill any vacancies. The results of this action will be provided to the President in a timely manner and will be included

in the letter announcing the annual meeting.

3. The President shall write an article for the newsletter to introduce him/herself and the new Officers and Directors, explain his/her goals for the year and shall include a meeting schedule for that year.
4. The President, or his/her designated representative, shall act as the Liaison between the Club and other community organizations and government agencies.
5. The out-going President shall assure that the Club financial records are audited for his/her term of office by someone other than Board Members or Officers who served during the period being audited.

Article X: Vice President of Ways and Means:

1. The Vice President of Ways and Means shall act as fundraiser for the Club, excluding funds received for dues and rent. He or she has the authority to establish various committees, both social and for fund raisers, and be a liaison between the Board and those committees.
2. The Vice President shall prepare a proposed list of activities and a budget indicating projected income and/or expenditures for each of these events to be presented at the first Board meeting of the year.
3. The Vice President shall have a bank account, which at the beginning and ending of each year shall have debit card tied to the main checking account, which may be utilized to fund activities and fund raising pre-expenses. He/she shall be responsible to the President for the accounting of all funds received and retained or forwarded to the Treasurer for deposit.
4. The Vice President can request extra monies from the Board of Directors, if needed, for an activity.
5. The Vice President shall arrange for publicity for all fund raising events and community activities.
6. The Vice President shall be responsible for maintaining current signatures on the Ways and Means account. Signatures shall be those of the Vice President of Way and Means and an Officer or Board member approved by the Board. Bank statements shall be mailed to the address approved by the Board and may be that of the Club or may be that of the Vice President.
7. The outgoing Vice President shall assure that the financial records are audited for his/her term of office (since all expenditures are now included with the general fund, the audit will be automatically done with all club expenditures).

Article XI: Vice President of Facilities:

1. The Vice President of Facilities shall be responsible to the President for the maintenance, improvements, construction and operations of the Community Club Building and the facilities on the property on which it is located.
2. The Vice President shall have the authority to form committees to perform functions associated

with the operation of the building (cleaning, hosting potlucks, maintaining supplies, building rental, etc.) and be a liaison between those committees and the Board.

3. The Vice President shall be responsible for ensuring that all guidelines, checklists, and the collection of fees are utilized and complied with in each case of Club facilities rental.
4. The Vice President shall be responsible for acquiring bids for major construction projects as requested by the Board.

Article XII: Vice President of Membership:

1. The Vice President of Membership shall be responsible for soliciting and maintaining membership, and acting as provider of general information to Trails End Community Club Members and others.
2. The Vice President shall maintain a current mailing list for all owners of property within the boundaries of 5 sections.
3. The Vice President shall maintain a contact list for all Members of the Club and the date they paid their dues. A copy of this list shall be made available to all Officers at each Board meeting.

Article XIII: Vice President of Grounds:

1. The Vice President of Grounds shall have the authority to form committees to perform functions related to the maintenance of the Club grounds (such as mowing, repairs, picking up litter, etc.) and be a liaison between those committees and the Board.
2. The Vice President shall be responsible for preparing plans and organizing work crews to conduct maintenance, improvements and construction projects.
3. The Vice President shall be responsible for acquiring bids for major construction projects as requested by the Board.

Article XIV: Treasurer:

1. The Treasurer shall be responsible to the President for the recording and depositing of cash receipts, recording and paying of the Trails End Community Club expenses and preparing financial reports for the Board and General meetings.
2. The Treasurer shall create a projected budget and spending plan for the current fiscal year based upon past years' expenditures. The budget shall include projected income and lines for reoccurring expenditures (utilities, supplies, post box rental, etc...). The projected income and expenditures shall balance. The proposed budget shall be presented at the first Board meeting of the year for approval.
3. The Treasurer shall inform the Vice President of Membership when membership dues have been received. The information shall include the members' name and contact information.

4. The Treasurer shall pick up and distribute the Club's mail.
5. The Treasurer shall be responsible for maintaining current signatures on the Club's bank accounts. Bank statements shall be mailed to the Club's current address.

Article XV: Secretary:

1. The Secretary shall record, publish, and be responsible for minutes of regular, special and Board meetings.
2. The Secretary shall oversee custody of the Corporate Seal, which is in the Club's Safe Deposit Box.
3. The Secretary shall prepare correspondences as directed by the President or Board of Directors.

Article XVI: Social Media Assistant:

- 1) The Social Media Assistant will help establish our organization's online presence and brand value by promoting our group/services with videos, photos, infographics or text posts on social media platforms to include:
 - a) Website – www.trailsendcommunityclub.org
 - b) Newsletters
 - c) The Facebook page belongs to Trails End Lake Adults Only. The Club is open to create our own Facebook page if the Board approves it after showing a need to have our own page.
- 2) The Social Media Assistant will plan/develop social media campaigns around scheduled events by crafting compelling contents, posting content across social media accounts, engaging with members, etc.
- 3) The Social Media Assistant will communicate effectively with the board and the club's members and respond to comments on each social media platform as needed.

Article XVII: Historian:

1. The Club Historian shall be appointed by the Board of Directors and shall be responsible for the preservation of Club Memorabilia.
2. The memorabilia shall be in a designated location in the Community Building.

Article XVIII: Club Funds:

1. The fiscal year of the Club shall be from January 1st through and including December 31st and all financial records shall so reflect.

2. Funds of the Club shall be deposited only in checking and savings accounts in a banking facility approved by the Board. Withdrawal shall be by checks signed by the President, Treasurer, or by other Officers or Board member authorized by the Board of Directors.
3. Reserve funds, those funds carried forward from prior years excess including funds in the Club's account, certificates of deposit or other instruments of investment purchased utilizing those funds, shall be reported as reserve funds and shall not be included in the current year's budget.
4. The Board of Directors shall have authority to expend reserve funds to the extent required to protect Club property and assets.
5. The reserve funds shall be maintained at a minimum balance equal to the sum of: the amount of deductible of the insurance policy and the working capital set forth in the annual budget of not less than five percent (5%).
6. Any member purchasing an item(s) or service(s) for the Club, with the anticipation of reimbursement, shall have prior approval of the Officer who has responsibility for the project where this item will be used, must provide to the Treasurer or Vice President of Ways and Means a paid receipt indicating the cost of the item.

Article XIX: Electronically Transmitted Communications:

1. The Club may use electronic transmission to deliver to the members all items of correspondence which otherwise would be mailed.

Article XX: Corporate Seal:

1. The Corporate Seal shall bear the inscription: "Trails End Community Club Inc. Corporate Seal, 1966, Washington." The Corporate Seal shall be the responsibility of the Secretary and kept in the Club's Safe Deposit Box.

Article XXI: The By-Laws:

1. These By-Laws may be replaced or amended in part by the Membership at a general or special meeting.

Article XXII: Superseding Previous By-Law:

1. The By-Laws shall supersede any previous By-Laws or Amendments approved by the General Membership.
2. The foregoing By-Laws were duly adopted at a regular/special Membership Meeting of the Trails End Community Club on the 14TH of December, 2022.

Board of Directors President and Officers

Robert Elliott - DIRECTOR

Robert Elliott – President

Sue Provato

Sue Provato – Ways & Means

Gene Boisseau

Gene Boisseau – Facilities

John Provato

John Provato - Grounds

Connie Black

Connie Black – Membership

Karen Jordan

Karen Jordan – Treasurer

Lindsay Davis

Lindsay Davis – Secretary

Steve Thompson

Steve Thompson – Director

Teresa Elliott

Teresa Elliott -- Director

Attested December 14, 2022
DECEMBER 14TH, 2022