

BY-LAWS
MAZAMA COMMUNITY CLUB
(a nonprofit corporation)

I
OFFICERS

1. The officers of the Club shall consist of a President, Vice-President, Secretary and Treasurer who shall be elected annually.
2. Officers shall be elected by a majority of all votes cast in the election.
3. The President shall preside over all meetings of the Club and exercise all powers usually incident to such office. In the absence of the President from any meeting, the Vice-President shall perform all duties incumbent upon the President.
4. The Treasurer shall pay all bills properly presented to her/him, and shall receive a receipt for each bill paid or state upon the check for what the amount was paid, and shall keep the financial books and records of the corporation.
5. The Secretary shall keep minutes of all meetings of the corporation and shall exercise such other powers as are usually incident to such office.

II
DIRECTORS

1. The Board of Directors shall consist of between nine and fifteen directors.
2. Each director shall be elected for a term of three years. Terms of directors shall be staggered. A vacancy on the board may be filled by a majority vote of the directors or by a majority of club members at the annual meeting.
3. The directors shall conduct the business of the corporation, direct the officers and make such decisions and exercise such authorities and duties as are set forth in the Articles of Incorporation, these By-laws, or the laws of the State of Washington.
4. Any director may be removed from office by a two-thirds vote of the membership at any regular or special meeting of the membership. Written notice of a petition to remove a director must be given to said director prior to the date of the meeting at which such removal is to be voted upon. Such notice to the director must state the cause for the proposed removal.
5. A quorum must be present to conduct business. A quorum is defined as greater than 50% of the current board members.

6. A director has no liability to the Club for monetary damages for conduct as a director, except for acts or omissions that involve intentional misconduct by the director.
7. Any member of the board who has a financial, personal, or official interest in any matter pending before the Board that prevents him or her from acting in an impartial manner will offer to voluntarily recuse himself/herself from voting on that matter.

III MEETINGS

1. A regular business and social meeting of the membership, officers and directors of the Club shall be held annually, either at the Mazama Community Club building, or electronically. Two weeks' notice shall be given personally, by email, by electronic transmission or by publication in the local newspaper.
2. Special meetings may be called from time to time by any director. Two weeks' notice shall be given personally, by email, by electronic transmission or by publication in the local newspaper.

IV MEMBERSHIP

1. All who pay the annual membership dues are Members of the Club and are entitled to one vote per household, business or organization. A household is comprised of all individuals residing together at the same address. Membership dues shall be set by the board of directors and are due by April 30th of each year for the following twelve (12) months.
2. Members have the right to vote at the annual membership meeting on candidates for the Board, and on any other items specified by the Board. Each member is entitled to cast one vote on each issue. A majority of those members attending and voting shall be sufficient for approval or denial of each issue.

V CLUB BUILDING

1. Arrangements for use of the building shall be made with the Reservations Officer. The board of directors shall set the rules governing Club building rentals.
2. Club building rent may be waived for meetings for the benefit of the community at large.
3. No minors may rent the Club building, and an adult shall be present at all functions.

VI
AMENDMENT OF BY-LAWS

These By-laws may be amended by a 2/3rds vote of the directors.

ADOPTED this _____ day of _____, 20__

President

Secretary