

**LAKE FOREST PARK CIVIC CLUB BYLAWS
OCTOBER 2008 (REV)**

Through-out this document, any reference to the masculine shall also mean the feminine; “He” shall mean “He or She”; “His” shall mean “His or Hers”.

ARTICLE 1. OBJECT AND DEFINITIONS

1.1 The purpose for which this Corporation is formed is to govern the affairs and property as described within the statutory warranty deed attached to the “Constitution” of the Civic Club of Lake Forest Park establishing a Corporation formed in Lake Forest Park, King County, Washington. The Civic Club of Lake Forest Park may hereinafter be referred to in an abbreviated form as the “LFPCC”.

1.2 Definitions. Unless otherwise specified, all terms shall have the same meaning in these Bylaws as such terms have in the Constitution. The terms “Trustees” shall refer to members of the Board. The term “GAAP” accounting refers to an accounting system within compliance with Generally Accepted Accounting Principles (GAAP). Membership-at-large shall refer to both Regular and Associate Members. Directors shall refer to the Trustees of the Board.

1.3 Form of Association. The Association shall be organized as a non-profit Corporation under the laws of the State of Washington and shall be known as the Civic Club of Lake Forest Park, an Owners Association.

1.4 Notice. Notice can mean notification to membership by one or more of the following: email list of record, written correspondence, posting on the website, newsletter, posting on the club bulletin board. For material changes affecting these Bylaws, the notice to the Regular Members will be by at least email and written correspondence. Notice to the Board of Trustees will be by at least email, phone, or written correspondence.

ARTICLE 2. TRUSTEES

2.1 Designation. The Board of Trustees shall consist of twenty-one (21) members, of which four (4) are Officers, one (1) may be the immediate Past President, and sixteen (16) serve as Trustees as follows:

2.2 Officers. The President, Vice-President, Secretary, and Treasurer will serve as members of the Board of Trustees concurrently with their respective office. The immediate Past President shall be a member of the Board of Trustees.

2.3 Term of Office. There will be in addition eight (8) members (or nine (9) in the event the immediate Past President is unable to serve in this capacity) – nominated by the President and/or Nominating Committee – who are owners of property within and reside within the original deeded land area of Lake Forest Park Plat. There will be eight (8) members – nominated by the President and/or Nominating Committee – who are “non-owners” of property within or “do not reside” within the original deeded land area of Lake Forest Park [sic Shoreline]. All nominees shall be subject to confirmation by a vote of the current Board of Trustees. Each Trustee shall serve a term of two (2) years, beginning in even numbered years, unless appointed to fill a partial term.

2.4 Interim Member Appointments. New Trustees shall serve an initial term of up to one (1) year, with renewal for up to one (1) additional year to blend with the next Trustee renewal cycle. Trustees may serve for subsequent two-year terms.

2.5 Additional Provisions of the Board. Trustees are expected to participate to some extent in activities related to the maintenance and operation of the club. These include accepting responsibilities and following through on proposed actions, helping to organize and assist in social functions, helping to plan and oversee capital improvements, repairs, and replacement of club property, and helping with membership related activities such as mailings to members and newsletter preparation/distribution. Trustees are also expected to attend regular meetings of the Board and to cooperate with and support other Board members in club related activities. For planning purposes, a Board member who expects to be absent from a Board meeting should inform the President in advance.

2.6 Removal of a Trustee. Failure of a Trustee to attend monthly meetings regularly, to participate in club sponsored activities, to meet accepted responsibilities, or to demonstrate cooperation and congeniality with other members of the Board, may result in dismissal from the Board of Trustees. Any Board member who perceives this failure may bring it to the attention of the President. The President, in consultation with other Officers of the Board, may ask the Trustee under review to resign. If that Trustee refuses to resign, then the President shall appoint a hearing committee composed of one or more neutral Trustees to investigate the allegations. If the hearing committee, after providing due process to the Trustee under review, recommends to the President that the Trustee under review be dismissed, then that recommendation shall be presented to the Board for a written ballot vote on the dismissal. With the Trustee under review excused from the room, a simple majority vote of the Trustees present shall determine the outcome of the dismissal recommendation.

2.7 Removal of An Officer. Should an Officer of the Board fail to meet the duties of his office, after being given proper notice, he will be under review by the President [or Vice-President in lieu of a President under said review] serving on the hearing committee in addition to at least one other neutral party to investigate the allegations. In the event that this Officer review hearing committee recommends that an Officer of the Board be dismissed from office, and should the Board upon written ballot vote concur with the Officer removal, then said Trustee shall be removed from Officer service but not dismissed from the Board of Trustees. Separate action for removal from the Board of Trustees may be taken following the procedures in Article 2.6.

2.8 Additional Administrative Provisions. The Board of Trustees shall be charged with the orderly operation and management of the Corporation, its property and assets, and such further duties, as are prescribed by the statutes of the state of Washington. The Board shall have sole charge of any trust obligation accepted by the Corporation and perform the same according to the terms thereof.

2.9 Management of Operations. The Board of Trustees may delegate to Officers, committees, members and employees such duties of management of the Corporation as may be prescribed by these Bylaws, or by resolution of the Board. And not inconsistent herewith, it shall hold timely and regular meetings and special meetings at the call of the President, or by five (5) members of the Board. It shall be the duty of the Board to see to the proper functioning of Officers, committees and employees of the club; to see that meetings of the Board of Trustees are held regularly, at times specified with these Bylaws and to do all things necessary to promote the growth, functions and success of this Corporation.

2.10 Charitable Donations. The Board of Trustees is authorized, on behalf of the Corporation, to accept gifts, bequests and donations, which shall be in accordance with the purposes for which the Corporation is organized, and not in conflict therewith.

2.11 Vacancy of Board Member. In the event of the death, resignation, refusal or inability to act, of any elected Officer or member of the Board of Trustees, a successor may be nominated by the President and/or Nominating Committee and voted on at a subsequent meeting of the Board. Vacant positions may be filled, as necessary, using this process at any regularly scheduled meeting of the Board of trustees.

ARTICLE 3. OFFICERS

3.1 President. The President shall be elected for a term of two (2) years. He shall preside at meetings of the Board of Trustees and serve as Chairman of the Board. He shall be the official head of the Corporation with the full authority vested under the statutes of the state of Washington, not inconsistent with the provisions of the Bylaws. He shall appoint all chair/s of standing committees and special committees. He shall be an ex-officio member of all committees. He shall nominate members for any open position on the Board of Trustees. Involuntary dismissal of a Committee Chair from a committee shall be subject to a confirming vote of the Board.

3.2 Vice-President. The Vice-President shall be elected for a term of two (2) years. He shall preside at meetings and perform the duties of the President in the absence of the president, or when requested to do so by the President.

3.3 Treasurer. The Treasurer shall be elected for a term of two (2) years. The Treasurer shall be the custodian of all funds of the Corporation and of all trust funds in the hands of the Corporation. He, or an accounting firm so contracted for such activities by a vote of the Board on behalf of the Corporation, shall keep full and complete books of account, and shall make reports to the members at regular monthly meetings. Accounting on behalf of the Corporation will meet GAAP reporting requirements namely to keep books of account on a "modified cash accrual basis accounting system" on behalf of the Corporation. Funds in the hands of the Treasurer, or accounting firm, shall be deposited in a bank designated by the Board of Trustees and in the name of the Civic Club of Lake Forest Park. Funds shall be subject to withdrawal by the Treasurer and/or President. All club fund expenditures, withdrawals, or checks greater than \$1,000 shall require double signature by the Treasurer and another Board Officer with the exception of utilities, insurance, taxes, pre-approved payroll and payroll taxes and Board approved expenditures. Authorization for emergency related work will be considered a Board approved expenditure. Withdrawals or checks signed by the President must be co-signed by another Board Officer. Investment funds such as Certificates of Deposit (CD's) must have at least two (2) Officers on the account and may be transferred for better interest rates without Board authorization. Investments in all or in part may be transferred into the Corporation operating account at maturity or re-invested. The Board of Trustees may require the Treasurer to furnish a surety bond at the expense of the club. The Treasurer, or accounting firm, shall prepare and file, in a timely way, all employee and other reports required by the state of Washington and the Internal Revenue Service.

3.4 Secretary. The Secretary shall be elected for a term of two (2) years. He shall keep the minutes of the meetings of the Board of Trustees and shall report the same as requested by the presiding Officer. The Secretary shall perform such other duties as may be requested by the President.

3.5 Vacancy of an Office. In the event that an unopposed officer candidate is not elected, the open office is considered vacant and shall be filled by a nomination from the President and/or nominating committee and voted on at a subsequent meeting of the Board. Under these circumstances, the Officer requirement of two (2) years of board service may be waived.

ARTICLE 4. QUALIFICATIONS FOR OFFICE

4.1 Officer Requirements:

4.1.1 Must be an owner of property within, and a resident within the original deeded area of Lake Forest Park, for a period of one (1) year prior to nomination.

4.1.2 Must be a member of the Board of Trustees for a period of at least two (2) years prior to nomination.

4.2 Regular Member Trustee Requirements: Eight (8) Positions (or possibly nine (9); see Article 2.3).

4.2.1 Must be an owner of property within, and a resident within the original deeded area of Lake Forest Park for a period of one (1) year prior to nomination.

4.2.3 Must be at least 18 years of age.

4.2.4 A Regular Member Trustee who moves out of the original deeded area of Lake Forest Park, and who is still an owner of property within the original deeded area of Lake Forest Park may apply to the Board of Trustees for a position as an Associate Member Trustee provided that an open position exists on the Board.

4.3 Associate Member Trustee Requirements: Eight (8) Positions.

4.3.1 A non owner of property, but a resident living within the original deeded area of Lake Forest Park or any person, who resides outside the original deeded area of Lake Forest Park.

4.3.2 Must be at least eighteen (18) years of age.

4.3.3 A vacant Associate Member Trustee position may be filled by a candidate who does not have an Associate Membership. Anyone who is elected to the Board in this capacity is considered to have an Associate Membership that will remain permanent after he has served as a Trustee for the two (2) year term of office.

ARTICLE 5. ELECTIONS

5.1 Officer Nominations and Elections. Elections of Officers of the club shall be held at the regular meeting of the Board of Trustees in the month of October of odd numbered years. The President shall appoint three (3) members of the Board of Trustees, not holding an elective office, to serve as a Nominating Committee. This Nominating Committee shall submit the names of the nominees for the offices of President, Vice-President, Secretary, and Treasurer at the September meeting of the Board of Trustees, at which time, any other eligible Trustee may add his name to the candidate list. The list of all candidates for each office shall be sent to the regular membership at least two (2) weeks prior to the October Board meeting, inviting club members to participate in the vote. Candidates receiving the majority of votes from Trustees and Regular Members in good standing present at the October meeting shall be declared elected. They shall take office immediately. The presiding Officer shall direct the method of voting, and if there is any question of the vote, may direct that the vote be taken by written ballot. The presiding Officer shall announce the results of the vote immediately.

5.2 Trustee Nominations and Elections. Election of Trustees shall be held at the regular meeting of the Board of Trustees in the month of February of even numbered years. Nominations for open positions and/or re-appointments will be made by the President and/or Nominating Committee and submitted to the Board prior to the February meeting. New candidates who want to serve as Trustees on the Board may be appointed by the Board at any regularly scheduled meeting. Before appointment, each candidate is expected to attend at least three (3) Board meetings and may be asked to prepare a written statement for distribution to the Board which describes the contributions he can make by serving on the Board. All nominees shall be subject to confirmation by a vote of the current Board of Trustees and Regular Members in good standing. The nominees shall be excused during Board discussion before the vote is

taken. The presiding Officer shall direct the method of voting, and if there is any question of the vote, may direct that the vote be taken by written ballot. The presiding Officer shall announce the results of the vote immediately.

ARTICLE 6. MEETINGS

6.1 Regular Meetings. Board of Trustee meetings shall be held on the third Tuesday of each month at the time set by the Board of Trustees. Meetings shall be at the clubhouse, or at such other place in the community as may, from time to time, be selected by a vote of the Board of Trustees. It shall be the duty of the Board of Trustees to arrange for a meeting place and to provide lights, heat and custodial service, if not otherwise provided, at the expense of the club.

6.2 Special Meetings. Special meetings may be called by the President or by five (5) members of the Board of Trustees.

6.3 Administration of Meetings. All Lake Forest Park Civic Club members are invited to attend the monthly meetings of the Board. At these meetings, club members may present or discuss club related issues, provided the LFPCC President is contacted in time for the issue to be placed on the agenda.

ARTICLE 7. DUES

7.1 Annual Membership Fees. The amount of the annual dues shall be established by the Board of Trustees, and shall admit the entire family of the member, provided those family members reside within the same household as the member. Students attending school away from home are considered as residing at home.

7.2 Household Membership. Relatives and family members, who do not live in the same household as members, are not included and must submit their own applications for membership.

7.3 Membership Payment. Dues shall be payable on the first day of May each year. Members shall be notified of any change in the dues at least two (2) months prior to the date payable, no later than the first day of March. The Board of Trustees may adjust the dues structure to account for use of special facilities, and/or to allow for improvements and maintenance of such facilities. Members of the Board of Trustees will not be required to pay annual dues during their terms in office.

ARTICLE 8. QUORUMS

To constitute a quorum, a Trustee meeting requires the presence of at least more than half of the current Board Members, which must include at least the President and/or the Vice-President and a majority of Regular Member Trustees. A quorum of the Board is required before any vote is taken.

ARTICLE 9. RULES OF ORDER

The rules contained in the current edition of Roberts' Rules of Order, Newly Revised, shall be the parliamentary authority for the club in all cases to which they are applicable and not inconsistent with the Bylaws and any special rules of order the club may adopt.

ARTICLE 10. VOTING

Any Trustee may make motions at meetings of the Board and may vote on any motion made by another Trustee. Voting may be oral or by written ballot, as directed by the President or by a majority of the Board. With the exception of amendments to the Bylaws (See Article 18), a simple majority vote shall determine the issue. The President shall announce the results of the vote at the meeting in which the vote was taken.

ARTICLE 11. GOOD STANDING OF MEMBERSHIP

Good standing shall be deemed to mean the prompt payment of dues, the adherence to the principles and purposes of this Corporation and good citizenship. Members being disciplined by the Board of Trustees may be deemed not to be in good standing.

ARTICLE 12. MEMBERSHIP

12.1 Regular Member. Any person, who is an owner of property within and resides within a single family house or detached structure located on a single parcel of land located in the original deeded land area of Lake Forest Park, and it shall include a mother-in-law dwelling, cabin, or other detached structure on the property. This definition excludes owner or owners of multi-family property including condominiums, apartments, duplexes, and any and all other property used for commercial use. Any person being of good repute and standing in the community, who has signed an application for membership, paid the current dues, and signified a willingnesswillingness to advance the principles and purposes of this Corporation, shall be admitted to Regular membership and continue therein, so long as he shall be in good standing. Any Regular Member who moves out of the deeded area may transfer immediately to become an Associate Member.

12.2 Dependent Regular Member. Any dependent person, who resides on the same property as a Regular Member and who is directly related to that member, is considered a dependent Regular Member. A dependent person is someone immediately related to the owner, such as any student still living at home, a grandchild, parent, grandparent, or disabled family member.

12.3 Associate Member. All new Associate memberships shall be reported to the Board by the Membership Chair. The conversion of any Regular Member to Associate Member shall be reported to the Board by the Membership Chair. An Associate Member is any person, who is not an owner of property within, but resides within the original deeded land area of Lake Forest Park, or any person who does not reside in the original deeded land area, being of good repute and standing, who has signed an application for membership, paid the current dues, and signified a willingness to advance the principles and purposes of the Corporation, may be admitted to Associate membership and shall continue therein so long as he shall be in good standing.

12.4 Dependent Associate Member. Any dependent person, who resides on the same property as an Associate Member and who is directly related to that member, is considered a dependent Associate Member. A dependent person is someone immediately related to the owner, such as any student still living at home, a grandchild, parent, grandparent, or disabled family member.

12.5 Temporary Associate Member Award. Any Board Member may recommend the award of a temporary Associate Member status to an individual and/or family for a renewable one (1)-year term based upon exceptional volunteer service or work on behalf of the Corporation. The nomination shall be subject to confirmation by a vote of the Board.

12.6 Life Member. Regular and Associate Members may be designated “Life Members” by the Board of Trustees, based upon long time or exceptional service to the Lake Forest Park Civic Club. Lifetime Members are not required to pay annual dues and shall retain all rights granted to Regular Members.

ARTICLE 13. LFPCC GROUNDS RULES

The Board shall publish a new or amended list of grounds rules each year.

Each Regular and Associate Member will be given a list of the LFPCC Grounds rules. A copy of the grounds rules will be posted at the club and copies made available from the Caretaker.

Every person who is present on the grounds, including those using docks and/or swimming areas, must abide by the published LFPCC grounds rules.

The Caretaker of the property will administer the grounds rules on a daily basis. Any grievances, which members feel necessary to discuss, shall be brought to the attention of the Board of Trustees at any Trustee meeting, provided that the LFPCC President is contacted in time for the issue to be placed on the agenda.

ARTICLE 14. BUDGET

14.1 Budget Approval.

14.2 Estimated Expenses. The Board shall be presented an estimation of the Corporation expenses for the next fiscal year by the Treasurer or Budget Committee within 60 days of the February membership meeting. This budget shall include estimated charges for maintenance, repair, administrative, committee, replacement and acquisitions of the Corporation; and shall take into account any expected income and any surplus available from the prior year's operating fund.

14.3 Reserve Fund Expenses. Without limiting the generality of the foregoing but in furtherance thereof, the Board shall create and maintain from regular annual dues a reserve fund for replacement of those building and property elements which can reasonably be expected to require replacement or a major repair prior to the end of the useful life of the buildings or other structures on the property. The Board may estimate these reserve fund expenses. The reserve study, which may be performed by the budget or maintenance committee, will be used to assist in determining the balance and annual contributions to said reserve funds in planning for sufficient funds therein to replace, or perform such major repair, to each building or structure covered by the fund at the end of the estimated useful life of each such element. If the sum estimated and budgeted at any time proves inadequate for any reason, the Board may at any time apply existing reserve funds to pay for such repairs/replacement as necessary. The reserve funds shall then be reviewed prior to the next annual budget for an adjustment to the membership dues in order to avoid such shortfall in the future.

14.4 Budget Ratification. Within 60 days of the February membership meeting the Board shall present a budget for the next fiscal year. If a budget is not presented and approved by a quorum at this meeting, the budget of the previous year shall remain in effect for the next fiscal year. In the event the proposed budget is rejected, the budget last ratified by the Trustees shall be continued until such time as the Board of Trustees ratifies a subsequent budget proposed by the Board.

14.5 Expenditure of Funds. Purchases made for the club shall be upon the authority of the Board of Trustees. Payments for all purchases and/or accounts, bills, wages, or obligations of the club shall be on order of the Board of Trustees and shall be made by check drawn on the bank designated by the Trustees. Funds for a club-sponsored event may be granted by the Board, provided that a request for such funds be made, discussed and voted on at a Regular or Special Board meeting no less than thirty (30) days before the event. The Board of Trustees shall make such rules and regulations as it deems to be proper for the protection of the club.

ARTICLE 15. AUDITING OF BOOKS

The books of account of the Treasurer and Secretary shall be subject to audit at any time, on order of the Board of Trustees. It shall be the duty of the Board of Trustees to appoint an auditor or auditing committee, and the books of account or other records shall be delivered to the auditor by the respective Officers.

ARTICLE 16. COMMUNICATIONS

The Board of Trustees is empowered to communicate with the membership-at-large, which consists of Regular and Associate Members in good standing. With the exception of announcements and updates related to Board-approved social events, all communications to the membership-at-large must be forwarded to the Board before they are sent out. This includes, but is not limited to, the quarterly newsletter, membership renewal and rules on use of the club, and information on the club's website. If no objections are raised by the Board, the communication may then be distributed to the membership-at-large.

ARTICLE 17 INSURANCE

17.1 Property insurance on the buildings, structures, and facilities, which may, but need not include equipment, improvements, and betterments insuring against all risks of direct physical loss commonly insured against. The total amount of insurance after application of any deductibles shall not be less than one hundred percent (100%) of the replacement value or ninety percent (90%) of the co-insured loss at the time the insurance is purchased and at each renewal date, exclusive of land, excavations, foundations, and other items normally excluded from property policies and provide:

17.2 For the indemnification of its Officers and Board and maintain Directors' and Officers' liability insurance;

17.3 Liability insurance, including medical payments insurance, in an amount determined by the Board but not less than One Million Dollars, covering all occurrences commonly insured against for death, bodily injury, and property damage arising out of or in connection with the use, ownership, or maintenance of the property;

17.4 Workmen's compensation insurance to the extent required by applicable laws;

17.5 Fidelity bonds naming the members of the Officers of the Board, the Caretaker and employees in at least an amount equal to twenty-five percent (25%) of the aggregate annual membership assessments plus reserves. Such fidelity bonds shall contain waivers of any defense based upon the exclusion of persons who serve without compensation from any definitions of "employee" or similar expression;

17.7 Insurance against loss of personal property of the Corporation by fire, theft and other losses with deductible provisions as the Board deems advisable;

17.8 Such other insurance as the Board deems advisable including but not limited to boiler and machinery; flood; earthquake; except to the extent that such coverage is not available. The Board is not required to carry insurance which has been waived in writing such as terrorism.

ARTICLE 18. AMENDMENTS TO THE BYLAWS

18.1 Any Regular or Associate Member may suggest changes to the LFPCC Bylaws. This shall be done by submitting proposed amendments in written resolution form to the Board of Trustees at their regular monthly Board meeting. The Board shall discuss each proposed amendment. If the proposed amendment has merit, then the President will designate a Trustee to re-write the amendment if necessary in a form suitable for inclusion in the Bylaws.

18.2 Formal written amendments shall be confirmed or denied at a subsequent regular monthly Board meeting. An amendment must receive at least a two-thirds (2/3) favorable vote by the Board in order to be confirmed. The final vote on each confirmed amendment will be taken at the next Regular membership meeting, provided that the Regular membership has been provided notice of any material changes to the Bylaws contained within the proposed amendment/s at least two (2) weeks in advance. A favorable vote by at least two-thirds (2/3) of the combined Regular membership and Board members present shall pass the amendment.

18.3 All passed amendments to the LFPCC Bylaws shall be fully incorporated into the Bylaws, which will be re-written as necessary and re-dated.

As adopted by the Board of Trustees and Regular Members in attendance at the October 21, 2008, Regular Annual meeting.