

*BYLAWS OF
LAKE CONNOR PARK
A WASHINGTON NON-PROFIT
CORPORATION*

MISSION STATEMENT:

Lake Connor Park's Mission is to provide opportunities to members for enjoying outdoor recreation while ensuring conservation of the natural, scenic, aesthetic and historical values of our park. Stewardship responsibilities are carried out in a way that protects the natural outdoors.

Approved and adopted by the membership - August 17, 2019

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**ARTICLE I
REGISTERED OFFICE**

The location and post office of the registered office of Lake Connor Park, a Washington non-profit Corporation, the "Corporation," shall be: 14320 - 28th Street N.E., Lake Stevens, Washington

98258. For mailing purposes: Lake Connor Park, Post Office Box 158, Lake Stevens, Washington 98258.

DEFINITIONS

1. **Articles of Incorporation.** Hereafter referred to as the "Articles" means the original Articles, with all amendments thereto, under which the Corporation was established and registered with the State of Washington.
2. **Board of Directors.** Hereafter referred to as the "board" means the group of persons vested with the management of the affairs of the Corporation irrespective of the name by which such group is designated in the Articles or Bylaws. The term "director" shall mean one or more of the serving members of the board.
3. **Camping Site.** A membership (space) designated and promoted for the purpose of locating a tent, tent trailer, pickup camper, travel trailer, park model trailer, motor home or other similar unit. No plot plans of LCP exist that accurately specify camping site boundary lines. The authority for the location of site boundary lines rests with the park manager, with final authority held by the board.
4. **Conditional Use Permit.** The original conditional use permits, any addendum, or permit modification of the zoning code variance of Snohomish County.
5. **Dependent.** The person must either be your relative or have lived in your home all year as a member of your household. You must have provided over half of the person's total support, except in the case of State placed foster persons.
6. **Family.** For the purpose of owning a membership, family includes any person who owns a membership in the Corporation or who is a contract purchaser of a membership in the Corporation, together with that person's spouse, companion/significant other, and dependent children or other dependent family members.
7. **Good Standing.** Membership is in good standing when all debts have been paid and there are no outstanding citations pending. Pending citations will prevent the member from voting, running for, or serving on the board if payment of the citation is past due. Citations will not be considered pending if there is an appeal waiting for action from the mediation committee, park manager, or board.
8. **Lake Connor Park.** The name of this organization shall be Lake Connor Park Inc., hereafter referred to as "LCP" or the "Park" and shall mean the land, buildings and improvements owned by the Corporation.
9. **Member.** A member is any person, not less than 18 years of age, or family entity that owns a membership in the Corporation.
10. **Non-Profit Corporation.** Revised Code of Washington, RCW 24.03, is the State law that governs Non-Profit Corporations under which LCP is authorized to function. It includes the term not-for-profit Corporation and states that no part of the income of the Corporation is distributed to its members, directors or officers. Obligations of the Corporation, which include all costs to

maintain the property, taxes, investments obligated to the Corporation and reimbursements to members and directors for services rendered, are not considered distribution of income.

11. **Officers of the Corporation.** In connection with the execution of records submitted for filing with the Secretary of State, "officers" are the president, the vice-president, the secretary and the treasurer.

12. **Relative.** For the purpose of service as a member of the board or an employee, a relative includes a spouse, parent, grandparent, child, grandchild, brother, sister, guardian, companion/significant other, regardless of the status of dependency of any family member. This definition also includes relatives who are considered step, in-law, adopted, half, or any other related term that identifies how persons are related to each other.

ARTICLE II

MEMBERSHIP

1. **QUALIFICATION.** Any person or family who owns a membership in the Corporation or is a contract purchaser of a membership in the Corporation shall be a member of the Corporation.

2. **MEMBERSHIP.** Membership carries with it the right to use an assigned campsite in LCP which use is appurtenant to the right of membership. The right to use an assigned campsite in LCP may not be transferred independent of the transfer of membership in the Corporation. The requirements for membership transfers are further defined in these Bylaws. No individual, family, business or Corporation may own more than three (3) memberships at any given time. No member may stay at LCP for more than one hundred (180) days during the twelve (12) month period specified in the Rules & Regulations unless at a designated permanent site.

3. **MEMBERSHIP BUSINESS MEETINGS.** Membership business meetings shall be held on the third Saturday each month of the year. Meetings shall be held at 10:00 a.m. at the main clubhouse and shall be for the purpose of conducting such business as shall come before the members at that time. Time, date and location for the meetings may be changed, provided that the secretary of the board gives a seven (7) day notice posted on LCP website. Election of directors shall be announced during the annual August general meeting after the mailed, written vote is returned and counted.

3.1. **Conduct of Business at Meetings.** The rules for conducting business contained in the latest version of Robert's Rules of Order, shall govern business meetings in all cases to which they are applicable and in which they are not inconsistent with the Bylaws or Articles of LCP.

3.1.1. **Parliamentarian.** The board may choose to select a member of the Corporation, who is very familiar with Robert's Rules of Order, to act as a parliamentarian during business meetings. The chairperson may ask the parliamentarian for a ruling on Robert's Rules of Order when he or she is unfamiliar

with a specific rule during a meeting. The parliamentarian, as with all members present at the meeting, may not speak until recognized by the chair or as provided by Robert's Rules. The parliamentarian will normally sit next to the chairperson.

3.1.2. **Member Conduct.** Each individual in attendance at membership meetings shall conduct themselves with decorum and demonstrate respectful behavior. Anyone violating this rule of conduct may be removed from the meeting and subject to other actions stated in the LCP Rules and Regulations (Public Behavior/Conduct).

3.1.3. **Quorum.** All business meeting will require five percent (5%) of registered members (one per membership) to be present. At meetings where there are fewer members in good standing present than the quorum requirement no motions may be presented or voted on.

3.2. **New Matters.** For new matters, a motion shall be made in writing for consideration and presented to the members present at the meeting. Such motions shall be given to the board secretary no later than the Wednesday prior to the scheduled meeting.

3.2.1. **Major Matters.** Shall include capital expenditures in excess of thirty-five thousand dollars (\$35,000), or such other matters as may come before the membership business meeting and, at the discretion of the chairperson, it is deemed to be in the best interest of members of LCP to conduct a written ballot to vote on the same.

3.2.2. **Minor Matters.** Shall include all matters which are not deemed to be major matters. Upon the motion and affirmative vote of a majority of the members present at the meeting at which a minor matter is presented, the minor matter will be treated as having been approved and the action expressed in the motion shall be placed into effect. Said minor matters shall not include those issues assigned to a standing committee.

4. **TAPING OF MEETINGS.** Business meetings will be taped by the secretary or their designee. The tapes will be retained for a period of no less than six (6) months. A typed copy of the minutes summarizing the meetings shall be posted in clubhouses and the membership office within ten (10) days after a meeting. Additionally, a typed copy of the minutes shall be placed in a binder and retained as part of the Corporations' official records. Upon request, members may be given a copy or copies of these records. A fee to defray associated costs may be required. Copies of the minutes from the previous business meeting shall be made available at each meeting for attendees.

5. **PRESIDING OFFICER.** The president, or in their absence the vice president, or in the absence of the president and vice president, a chairperson elected by the remaining board members present, shall call the meeting to order and shall act as presiding officer thereof.

6. **SECRETARIAL OFFICER.** The secretary of the Corporation shall act as secretary at all meetings of the members and of the board and in their absence the presiding officer may appoint any member in good standing to act as recording secretary.

7. **ELIGIBILITY TO VOTE.** Each membership in good standing ten (10) days before any meeting shall be entitled to one vote.

7.1. When a membership in the Corporation is held by more than one (1) person, then those persons shall designate a single person to vote on behalf of that membership. Multiple votes for one membership shall not be allowed.

7.2. A majority of the votes cast shall prevail on all issues, where applicable, except as required elsewhere in these Bylaws.

8. **ORDER OF BUSINESS AT MEETINGS.** The conduct of business meetings shall conform, as a minimum, to the following order:

8.1. **Call to Order.** The presiding officer shall call the meeting to order.

8.2. **Reading of the Last Minutes.** The minutes of the last business meeting shall be read to the members. The members may then vote to accept the minutes as read or may move to make corrections before accepting minutes as read. The membership may also vote to waive the reading of the minutes and accept them as published.

8.3. **President's Report.** The president shall report on the current status of the Corporation and may report on any other matters relevant to the Corporation.

8.4. **Treasurer's Report.** The treasurer shall report on current financial status of the Corporation and may report on any other fiscal matters relevant to the Corporation.

8.5. **Other Director's and Park Manager's Reports.** Directors and the park manager shall give their respective reports of interest to the general membership.

8.6. **Committee Reports.** Standing and select committees may report on their activities since the last business meeting. Committees may make a motion at this time on issues referred to them at a previous general meeting, providing the majority of the committee members have voted on such action.

8.7. **Old Business.** Business matters not completed at the last meeting of the Corporation may be discussed.

8.8. **New Business.** New business matters shall consist of new motions, in writing, and presented to the board of directors with discussion to follow after a second is made.

8.9. **Election Results.** Announcement of election results, if any.

8.10. **Open Forum.** This is a question and answer period for members to ask questions of board members, or the park manager, related to issues of interest to the general membership. No motions may be made during this time, and this session will not appear in the minutes of the general meeting.

8.11. **Adjournment.** After all business coming before the meeting has been discussed, addressed and/or referred, the meeting shall be adjourned.

8.12. **Duration.** The membership business meetings shall be for a maximum of two (2) hours and upon motion made and approved by a majority vote of the members then present, the membership meeting may be extended for a period of an additional one-half (1/2) hour.

ARTICLE III

BOARD OF DIRECTORS

1. **BOARD OF DIRECTORS.** The board shall consist of six (6) members who will be elected, or appointed, from the general membership of the Corporation. The board shall be elected on a staggered basis, two (2) new directors elected each year. Each director shall serve for a period of three (3) years.

1.1. Any vacancy that occurs during a director's term shall be filled by appointment by the remaining directors to serve the remaining portion of the term vacated. Appointments shall be made within a sixty (60) day period from the time of vacancy. Directors who voluntarily leave the board and still remain in good standing shall be considered active directors until replaced, either by appointment or election. The member chosen by appointment must qualify in the same manner as Board candidates during an election.

1.2. In the event there are not enough candidates to conduct a ballot for a given year, the board shall unanimously appoint a member, in good standing, to fill the term of the vacant position.

1.3. No relative of a director may be an employee of LCP and may not serve on a standing committee. Select committees are exempt from this rule.

1.4. While serving on the board, Directors may be compensated for their service in the amount of dues for one membership annually. This compensation shall be in the form of a taxable payment and LCP shall report this compensation to the IRS in a similar manner as with employees. Reimbursement for actual expenses incurred in the performance of their duties as directors may be considered.

2. **QUALIFICATIONS.** A member wishing to run for the board must submit a written application, with attached resume, to the nominating committee not later than the June General Meeting of the year in which you apply, and meet the following requirements:

2.1. Be a member in good standing for the past one (1) year as of the June General meeting in the year in which you apply and maintain that status while waiting for confirmation of election as a board member. Late submission of an application will be invalid and not accepted.

2.2. Be willing to act in the best interest of the Corporation and abide by all laws and regulations under which this organization must operate.

2.3. Satisfy the requirements for bonding.

2.4. Have no criminal record based on a background check performed by LCP.

2.5. No citation received that is greater than \$100.00, or a total of three (3) unexcused citations, during the past one (1) year as of June 30th in the year in which you apply up to and including the date in which you may be elected to the board.

- 2.6. Be willing, as an employee or relative of an employee, to terminate employment if you or a relative is elected to the board.
- 2.7. Be willing, as a member or a relative of a member of a potential conflicting committee, to terminate involvement with that committee if you, or a relative, is elected to the board.
- 2.8. A waiting period of thirty-six (36) months since termination as an employee, or removal and/or successful recall as a director, will be required prior to June 30 in the year in which you apply.
- 2.9. To qualify as a candidate for the Board of Directors, a member must be readily able to attend year-round all Board Meetings and General Meetings, in order for the Election Committee to first approve them as a board candidate, and ultimately place their name on an official LCP ballot. It is highly recommended that a board candidate be physically present during said meetings, although, with prior arrangement, attendance by phone or video conference shall satisfy as “attending”.
- 2.10. Due to potential conflict with day to day operations, a caretaker or employee cannot serve on the Board of Directors by election or appointment.

3. **REMOVAL.** A director may be removed from the board for any of the following reasons:

3.1. **Unexcused Absences.** Any board member who is absent from three (3) consecutive meetings of the board without appropriate excuse may be removed by a unanimous vote of the remaining members of the board.

3.2. **Removal by Vote of the Members.** Any director of the Corporation may be removed by the membership.

3.2.1. The initiating members shall prepare a petition for removal, stating the reason for removal, which must be signed by not less than ten percent (10%) of the members of the Corporation who are in good standing, to be considered valid. Copies of the signed petition shall be submitted to the board and the park manager. A separate petition shall be prepared for each board member being considered. Original of the petition shall be retained by the initiating member.

3.2.2. Park management shall review the petition within ten (10) days to confirm that the signers are members in good standing, and there is only one signature per membership. A petition shall contain the printed name and site number of persons signing the petition. Any signature which does not include site number and printed name will not be counted.

3.2.3. The election committee shall send a written ballot within twenty (20) days to members in good standing, who shall have thirty (30) days to vote for or against removal of the director.

3.2.4. When the thirty (30) days have expired the election committee shall count the ballots. A two thirds (2/3) majority vote of the valid ballots returned is required to confirm removal. The complete tally of this vote shall be given to the board and

ethics committee immediately, announced at the next regular membership meeting, and published in the next available edition of the official newsletter; the TTT.

3.3. **Removal for Cause.** Any director who engages in conflict which is not in the best interest of the Corporation may be removed by a unanimous vote of the remainder of the directors. Notification of this removal, without mention of the cause, shall be made to the membership at the following business meeting and in the next available edition of the TTT.

3.4. **Good Standing.** Any director whose membership is not in good standing at any time shall be considered removed from the board.

4. **AUGUST BOARD MEETING.** Immediately after the announcement of directors at the annual August business meeting of members, to ensure a smooth transition the new board shall meet with the outgoing directors for the purpose of organization and secret election of officers. The outgoing directors shall turn over all LCP materials, documents, keys and special key cards if issued to them. The past president will preside at this meeting until new officers are elected, even if this officer is no longer a member of the board.

5. **TIME AND PLACE OF MEETINGS.** Meetings of the board shall be held at Clubhouse #1 and members shall be allowed as observers only. Day, date, time and place shall be posted on all reader boards. The board shall be empowered to call an executive session regarding personnel matters. The executive session shall be closed, and personnel matters discussed shall remain confidential and not disclosed to any member or other individual. Any director who violates the confidential nature of the executive session is subject to immediate removal.

5.1. The board may conduct meetings in other places if deemed necessary, but time, day, date and place shall be posted for the membership.

5.2. In the event of an emergency, or when a quorum is not present at a regular meeting, the president of the board may conduct a meeting through the use of the telephone, providing the directors present hear the conversation of those not present using the telephone. Meeting minutes shall indicate the use of the telephone and which director was contacted by phone.

6. **ADDRESS OF DIRECTORS.** Each director shall register their address with the secretary and notices of meetings mailed to such address shall be valid notices thereof.

7. **QUORUM.** A quorum is four (4) out of six (6) board members present. A majority of votes cast by the board, where a quorum is present, either physically or by telephone, is required to ratify, change or create Rules and Regulations, establish other requirements, regulations, or conduct any other business for the benefit of the Corporation unless another section of these Bylaws requires a different vote. The president does not vote unless to break a tie.

8. **EXPENDITURE LIMIT.** The board is authorized to make capital expenditures when the amount of the expenditure is less than fifty thousand dollars (\$50,000). Capital expenditures for specific projects or equipment in excess of this amount shall be authorized only when approved by a majority of votes cast by the membership via a mailed secret ballot process.

8.1. When purchases or contracts of ten thousand dollars (\$10,000) or more are deemed necessary, the board shall call for three (3) written bids, appraisal or other method of determining true value. Members shall have the right to verify these results.

8.2. The Board of Directors shall notify the Finance Committee prior to capital expenditures above fifteen thousand dollars (\$15,000).

9. **POWER AND DUTIES.** The board's responsibilities and limitations are as follows:

9.1. Adopt and publish Rules and Regulations governing use of sites and LCP facilities, the road system, and adopt such other Rules and Regulations as may be advisable or necessary for the health, safety and welfare of the members of the Corporation and their guests, and to establish penalties for infractions.

9.2. Issue a certificate setting forth that a member's account has been paid in full. Such certificate shall be conclusive evidence that a membership has been paid.

9.3. Procure and maintain adequate liability and hazard insurance on property owned by the Corporation. Umbrella policies for the protection of the officers, directors and volunteers of LCP to the extent that the same is available shall be procured.

9.4. Cause any officer or employee having fiscal responsibilities to be bonded.

9.5. Maintain and pay taxes upon LCP property, and obtain public liability insurance with respect to all Corporation property.

9.6. Respond to proper inquiries from members in good standing in writing within thirty (30) days of receipt.

9.7. Abstain from voting in any situation where there is a conflict of interest or where the director is in a position to profit from the transaction.

9.8. Avoid entering into any contract or purchase agreement that would benefit any serving director or any candidate running for the board.

9.9. Manage the affairs of the Corporation, provide direction for the park manager and conduct quarterly and annual reviews to ensure adequate and proper performance. The park manager reports directly to the president after guidance is provided by the board.

9.10. Hire and fire the park manager and authorize that manager to make decisions as to the employment or dismissal of other employees.

9.11. Manage the affairs of the Corporation and its finances as required by law and ensure that all financial and other reports are provided to Federal, State and County Government agencies as required. Directors may be personally liable for violations of all laws and LCP Bylaws.

9.12. There is a well-established legal principle that states a director or officer owes a fiduciary responsibility to the membership. This means performing their duties in good faith with trust, confidence and candor.

9.13. While selection of members to serve on standing committees will be done internally by each committee, the board may assist by appointing members if such actions are necessary to get the committee up to the minimum quorum requirements. All members of standing committees shall serve at the pleasure of the board and shall have duties and responsibilities as may be fixed by resolution of the board.

ARTICLE IV OFFICERS

1. **OFFICERS.** The officers of the Corporation shall be elected by secret ballot from the board. All officers shall be members in good standing.

1.1. **President.** The president shall have the following responsibilities:

1.1.1. Have served on the board for a period of at least one year during the present term or consecutive terms and shall be the chief executive officer of the Corporation. Consecutive terms allow for a current BOD member to be re-elected and qualify for president.

1.1.2. Serve as the chairperson for all general meetings of the membership and preside at all board meetings.

1.1.3. Have general charge of the business of the Corporation for all deeds, bonds, contracts, and other obligations and instruments authorized by the board to be executed and, along with the secretary, shall sign all certificates of the Corporation.

1.2. **Vice President.** The vice president shall be vested with all the powers and shall perform all the duties of the president in case of the absence or disability of the president and shall perform other duties as directed by the board.

1.3. **Secretary.** The secretary shall have the following responsibilities:

1.3.1. Keep all records of the organization, including committee reports, on file and keep an up-to-date list of the membership.

1.3.2. Sign certified acts of the Corporation to include Rules and Regulations, correspondence and minutes.

1.3.3. Take minutes at business and board meetings, handle correspondence and prepare the agenda for meetings. Originals of minutes shall be filed in the business office and posted at all clubhouse bulletin boards. The secretary must know how to call a meeting to order in the absence of the president and vice president.

1.3.4. Bring to each meeting the minutes, Bylaws, Rules and Regulations, membership list, committee membership lists, meeting agenda, records, ballots and any other necessary supplies.

1.3.5. Bring all correspondence to the attention of the board and respond accordingly as required. The secretary shall keep track of director's terms of service. The secretary shall perform duties incident to the office.

1.3.6. Do not knowingly allow official records to leave the park premises at any time, by any director, member or employee, except for official business with legal authority.

1.4. **Treasurer.** The treasurer shall have the following responsibilities:

1.4.1. Oversee the handling of all monies of LCP and ensure maintenance of a fair and true account of all monies, receipts and disbursements. Maintain routine contact with and oversee the bookkeeper and any outside accounting firms contracted to support LCP.

1.4.2. At meetings of the board and each business meeting of the membership present a statement showing the complete financial status of the Corporation.

1.4.3. There shall be no pre-signed checks by any one person. There must be two (2) director's signatures or one (1) director and the park manager's signature on all disbursements of monies.

1.4.4. The annual budget report for the current year will be posted on the LCP website by February 1st. A notice of the posting will be included in the TTT. Copies of the report will be available in the membership office.

1.4.5. Oversee the functioning of the Finance Committee to ensure that the committee functions per the Bylaws and any applicable board resolution.

2. **STANDARDS.** Officers and directors shall be deemed to stand in a fiduciary (held in trust) relation to the Corporation and shall discharge the duties of their respective position in good faith and with that care, diligence and skill which ordinarily prudent persons would exercise under similar circumstances in like positions when dealing with their own business affairs.

ARTICLE V

DIRECTOR AT LARGE

DIRECTOR AT LARGE. The remaining two (2) directors at large shall be given certain responsibilities as directed by the president. This responsibility does not include taking away the authority of any committee or imply that the director may dictate action by the committee. That authority only rests with the membership through a bylaw change. Specific responsibilities for these directors are as follows:

1. **Committee Coordinator Director.** This director shall:

- 1.1. Oversee the functioning of all committees, except the finance and activities committees, and ensure that committees are functioning per the Bylaws and any applicable board resolutions.
 - 1.2. Attend meetings as appropriate as an ex officio member without voting privileges.
 - 1.3. Act as a liaison between the board and the committee and report committee concerns to the board as requested.
 - 1.4. Provide guidance to the committee as agreed to by the board.
2. **Activities Director.** This director shall:
- 2.1. Oversee the functioning of the activities committee to ensure that the committee functions per the Bylaws and any applicable board resolution and that activities are conducted in accordance with the published activity calendar.
 - 2.2. Attend meetings as appropriate to assist the committee with their function as an ex officio member without voting rights.
 - 2.3. Act as a liaison between the board and the committee and report committee concerns to the board as requested.
 - 2.4. Provide guidance to the committee as agreed to by the board.

ARTICLE VI

AMENDMENT OR REPEAL OF BYLAWS

1. The members of Lake Connor Park interpret the provisions of the Articles of Incorporation which provide that the authority to alter, amend or repeal the Bylaws for the Corporation, or adopt New Bylaws, is vested in the members of Lake Connor Park, and that any future changes to the Bylaws require a two-thirds affirmative vote of those members eligible to vote who return a written ballot by the date deadline indicated.
 - 1.1. As provided elsewhere in these Bylaws, there is one membership at Lake Connor Park (LCP) for each campsite permitted by the Conditional Use Permit for LCP; each membership is entitled to one vote; and multiple votes per membership shall not be allowed.
2. New Bylaws ("New Bylaws") to replace the existing Bylaws are authorized by the Articles of Incorporation, may be recommended by the board of directors for consideration by vote of the members, and shall be voted upon as a whole, i.e., as a single voting proposition in the form of a YES or NO ballot for the New Bylaws as a whole; and may be in a form that entirely replaces the existing Bylaws or that makes changes to them but retains a part or parts thereof.
 - 2.1. The members recognize that proposed changes to a part or parts of the New Bylaws may be related to, dependent upon, and/or reference the existing Bylaws and that it is appropriate for the board of directors, as author of the recommended changes, to determine,

in its discretion, when proposed changes are of such an extent and/or nature that ballot groupings of particular proposed changes are not appropriate and that the proposed changes should instead be presented as New Bylaws for a vote upon them as a whole (i.e. as a single voting proposition).

3. Proposals to alter, amend or repeal ("Bylaw Amendments") a provision or provisions of the existing Bylaws shall be grouped in such voting propositions as the board of directors in its discretion deems to be appropriate, which may be article by article, section by section and/or combination thereof as determined by the board. Bylaws Amendments may include additions to the Bylaws.
4. The Bylaws committee shall solicit input from the membership and the board of directors for New Bylaws and Bylaws Amendments
5. The president shall cause to be announced in official publications of the Corporation, the inclusion of a Bylaws discussion period in the agenda of two (2) consecutive business meetings.
6. The results of these discussions shall be compiled and submitted to the board for review and submission of New Bylaws or Bylaws Amendments to legal counsel for review and recommendations. Final recommended New Bylaws and Bylaws Amendments shall then be prepared by the board of directors for consideration by the general membership.
7. The secretary of the board shall instruct the Elections Committee to mail first class to each member a secret voting ballot containing the text of all proposed Bylaw Amendments and New Bylaws. Members may elect to receive their ballot by other means where the mail may be delayed or not able to be forwarded. This could include electronic transmission, pick up at the membership office or other reasonable means available at LCP. The completed ballot must be mailed back to LCP or placed in the ballot box provided at the membership office. Thirty (30) days will be allowed from the date of mailing, or delivery by other means, for the return of such voting ballots. Explanatory comments justifying the recommended changes from the Bylaws committee and/or board of directors must be included with each mailing
8. At the expiration of the above mentioned thirty (30) day period, the results of the balloting will be announced by the Elections Committee, published in the official Corporation's media and posted in appropriate and conspicuous locations in the Park When approved, such Bylaws Amendments and New Bylaws shall become effective immediately.

ARTICLE VII

COMMITTEES

1. TYPES OF COMMITTEES.

1.1. **Standing Committees.** Are those established in this article with specific responsibilities to advise the board of directors in matters of Corporation law and issues related to holding a membership in this Corporation. No committee may assume any

authority that is held by the board of directors under law, the Article of Incorporation, or these Bylaws.

1.1.1. No family members, spouses or relatives may serve simultaneously on the same Standing Committee.

1.2. **Select Committees.** Are not specified in these Bylaws and are established by the board of directors, or by the membership through a majority vote at a general business meeting.

1.2.1. These committees can be short or long term depending on the services provided. They are not advisors to the board and do not propose policies for the Corporation. Their only purpose is to provide support to the membership in areas such as: activities, member events, security assistance and other volunteer work around the park not assigned to a standing committee.

1.2.2. A select committee maintaining its own funds shall report to the accountant, in writing on a quarterly basis, funds received and expended to include and an end of quarter balance as provided by the bank and updated as appropriate.

1.2.3. Family members and spouses of directors may serve on any select committee so designated.

1.3. All committee members shall be LCP members in good standing. A designated board member shall serve as an ex-officio member of each committee in advisory capacity only, without voting privileges per these Bylaws. All committees shall follow the procedures set forth in these Bylaws and any applicable board resolution. Committees shall elect their chairperson at least once each calendar year by a majority vote of the members present with a required quorum. In order to for the board to validate the actions of committees, all committees shall create and maintain a procedural manual to establish their functions. The board shall approve the manual and any revisions thereto. All committees shall record and maintain minutes of their meetings. Copies of these minutes shall be forwarded to the board secretary in a timely manner – usually not more than one week following the meeting.

1.4. **Committee Member Performance.** Each standing or select committee or the board of directors, by a simple majority vote, may remove a committee member or chairperson who is not representing the best interest of the committee and the Corporation and/or not performing the duties of a committee member per these Bylaws and any applicable board resolutions.

2. **FINANCE COMMITTEE.** This Committee shall consist of at least three (3) members of the Corporation. A quorum of at least three (3) members that meet the minimum qualifications must be present to conduct business either in person or electronically, provided such means allows for clear real-time communication between all members present. In addition to the three (3) members, the treasurer of the board shall serve as an ex officio member with no voting rights. A minimum of three (3) members of this committee must have at least 3 years of experience in some area of financial affairs, i.e., accounting, financial consultant, banking, business self-employment, service on the LCP Finance committee or served as a past member of the board.

- 2.1. Duties of the finance committee shall be to advise the board on mandated projections (budget) of financial affairs; to act as consultants to the board pertaining to large expenditures, emergency or otherwise; to verify that income and expenses maintain budgeted balances; and, in general, oversee the Corporation's financial affairs.
- 2.2. This committee shall also review annual dues increases by the board to ensure there is justification for the increase and the amount being proposed.
3. **ELECTIONS COMMITTEE.** This committee shall consist of at least five (5) volunteer members of the Corporation. The committee is responsible for setting up the ballot box in the membership office and removal of it to count the mailed in ballots, and the following:
 - 3.1. **Nominations.** The elections committee shall solicit members in good standing to run for open Board of Directors positions. Nominations must exceed total positions open by at least one person. All nominations shall be submitted no later than the June General Meeting to this committee. This committee must ensure that all candidates meet the qualifications for serving on the board through specific interviews with each candidate. Election committee staff shall obtain from the Park Manager verification that each board candidate is in good standing (i.e. is current in payment of dues and assessments).
 - 3.2. **Qualifications.** Candidates for the board must understand the qualifications required herein and submit the signed application form with their resume to this committee. Candidates shall be interviewed by this committee to ensure qualifications are met. If a candidate does not meet the qualifications for serving on the board, or for running as a candidate, this committee shall remove the candidate from the ballot prior to mailing to the membership.
 - 3.3. **Ballots.** The committee shall prepare ballots for the nomination of directors and for such other matters as may be presented to the membership for vote by mailed ballot, until such time as electronic voting is in place.
 - 3.4. **Voting for Board Members.** Ballots shall be mailed to members not less than thirty-five (35) days prior to the August business meeting with instructions that the ballots must be returned by the Sunday of the weekend immediately prior to the August annual meeting. All ballots are to be collected and opened after the cut-off only; no pre-counting of ballots will occur. The candidates who receive the most votes will be declared the winners of the election. All ties will be determined by a coin-flip conducted by the elections committee. Ballots shall be delivered as required elsewhere in these Bylaws.
 - 3.5. **Voting for Other Issues.** Voting for major issues may be conducted at any time of the year, and the results shall be announced at the general meeting following the counting of the ballots, and in all LCP official publications. Except as required for bylaw amendments or otherwise required by the Articles of Incorporation, the Bylaws or applicable law as the same now exist or hereafter may be amended; a simple majority of votes cast shall determine the results of voting. The provisions of Article VII.3.3. for providing ballots to members by mail and, upon request of member, by personal delivery, shall also apply under this section.

3.6. **Ballot Process.** The ballot shall be enclosed in the envelope provided which shall be marked with a space for the member's site number and shall include the LCP return address. The ballots may either be mailed to the Corporation or may be deposited in a ballot box which shall be maintained at the membership office. A replacement ballot may be given to a member who did not receive theirs through the mail for any reason. Where a ballot and replacement ballot or ballots have been issued for the same site, the first one received will be counted and any others will be invalid and not counted.

3.7. **Vote Counting.** Park management shall validate that members are in good standing for returned ballots. Once validated the ballot shall be removed from the envelope and placed in the ballot box for later counting after the voting deadline has been reached. At least 2 members shall then tally the votes. The results of the voting shall then be announced at the August business meeting for election of directors, or at the next general meeting after the vote counting takes place for other issues. The actual vote count for each candidate, or for other issues, shall also be announced. A member of the ethics committee (and not be a board candidate) shall be present at the vote counting process to ensure that the procedures required in these Bylaws are followed. Ethics committee members may not count or otherwise participate in the counting of ballots but may observe the counting process.

3.8. **Ballot Counting Delay.** Members should not include checks or correspondence with their ballot. This will not invalidate the ballot but may delay the receipt of monies or information by the park since the ballots are not opened until the voting deadline. If a member's dues are late due to this action the member will be responsible for any late charges assessed.

4. **SITE COMMITTEE.** This committee shall consist of at least five (5) volunteer members of the Corporation. A quorum of this committee shall consist of three (3) members.

4.1. This committee shall inspect sites and make a written report to the park manager who will assure compliance with park's Rules and Regulations. Written reports shall be maintained in LCP files for three (3) years.

5. **MEMBERSHIP APPEALS COMMITTEE.** This committee shall consist of at least seven (7) volunteer members. A quorum of this committee shall consist of five (5) members in order to mediate member problems.

5.1. Disputes between members that cannot be resolved may be submitted in writing to the committee.

5.2. Any member who has been issued a citation by the park-manager or security may have that citation reviewed by the committee.

5.3. The appeals process and procedure shall be set forth in the Rules and Regulations.

6. **BYLAWS COMMITTEE.** This committee and its quorum shall consist of at least five (5) volunteer members of the Corporation. The committee shall have the responsibility to present proposed changes in the Bylaws to the board of directors as specified herein.

6.1. The primary duties of this committee shall be to conduct annual review of the Bylaws and propose necessary changes to the board after soliciting and receiving input and suggestions from the membership and the board of directors in accordance with these Bylaws and the Articles.

7. **ETHICS COMMITTEE.** This committee shall consist of at least one member from each standing committee authorized by these Bylaws. This person shall be selected by a majority of the respective committee based on their willingness to serve in a position of responsibility with integrity and honor. No member with a potential conflict of interest shall attend meetings while that conflict exists. A quorum of this committee shall be three (3) members to vote and conduct business. The committee shall elect a chair AND vice-chair.

7.1. The function of this committee shall be as follows:

7.1.1. To monitor the performance of the board to ensure adherence to Federal, State, and local laws, including LCP Bylaws and other regulations.

7.1.2. To ensure that directors, maintain their standing with LCP as required, and to ensure that they are removed from the board when no longer in good standing.

7.1.3. To ensure that all committees function in accordance with the Bylaws.

7.2. When violations of the Bylaws or State Laws occur, this committee may take the following action:

7.2.1. Advise the board of the violation immediately, in writing.

7.2.2. Announce the violation to the general membership at the next general meeting.

7.2.3. Publish the violation to the membership in the next edition of the TTT.

ARTICLE VIII

DUES, FEES AND ASSESSMENTS

1. **MEMBERSHIP FEES (DUES).** The board may increase the membership fees in January of each year, not to exceed six percent (6% rounded off) of the current dues, to cover increased operating costs but may not be retroactive. A justified increase in excess of six percent (6%) annually must be approved by a majority of votes cast by the membership via a mailed ballot process. The increase shall be based upon projected loan amortization, contract repayments, maintenance and operating reserves, taxes, insurance, and such other necessary and appropriate expenses. The board shall further have the power to propose special emergency assessments subject to membership approval by a majority of the votes cast via a mailed ballot process.

1.1. Dues will be billed on a quarterly basis with invoices mailed to each member. Dues, maintenance fees, special assessments, surcharges and citations will all be due and payable thirty (30) days after the billing date set forth on the invoice and shall be payable by the owner of the membership whether or not the member utilizes the facilities of LCP. The only exemptions from the payment of membership fees shall be for the memberships owned by the Corporation. In the event that a billing is not paid by the due date the following action shall be taken:

1.1.1. Members will be denied access to the park until the full amount owing is paid or other arrangements have been made with park management.

1.1.2. After thirty (30) days from the due date members may be turned over to our collection agency. All costs of collection, including reasonable attorney fees and costs, shall be assessed against the member.

1.1.3. After sixty (60) days from the due date members may be sent a certified letter advising the member of arrearage and, if the arrearage is not brought current within thirty (30) days of the date of this letter, the membership will be forfeited. Members shall have thirty (30) days from the date of this letter to remove all personal property from the membership site. At the end of this thirty (30) day period any personal property left on the membership site shall be impounded.

1.1.4. If the member fails to remove all personal property in the time allotted, impounded property, along with the membership site forfeited, will be available for private sale as provided by law. Upon sale of the membership site and/or personal property, the proceeds, less cost of sale, fees and past due amounts owed to LCP, shall be paid to the delinquent member.

1.2. If a member consistently fails to pay membership fees when due and payable, the board may empower the park manager to require advance payment of membership billings for that membership. If the arrears condition continues to occur the board may revoke that membership.

ARTICLE IX

MEMBERSHIP TRANSFERS

Memberships will be transferred through the LCP Sales Office. The Corporation shall allow transfer of a membership only after a satisfactory site inspection and after dues; fees and assessments have been paid in full. The Corporation may charge a reasonable fee, based on estimated incurred costs, for lot sales as set forth in the Rules and Regulations. The provisions regarding transfer apply to transfer of memberships whether by sale or gift. A transfer fee will not be charged for a bequest.

Repossession of a membership, whether by contract forfeiture or otherwise, will not give rise to transfer fees. However, membership fees must be paid. All new members must fill out a credit application and pass a credit check. There will be a fee for this service.

ARTICLE X ENFORCEMENT

The Bylaws of the Corporation, together with the Rules and Regulations, are in effect for the health, safety, welfare and management of LCP. The Bylaws and Rules and Regulations shall be construed at all times with priority given to these objectives. In the event that the court system must be used for enforcing any of the Rules and Regulations of LCP, then the cost associated with such enforcement, including attorney fees, shall become the responsibility of the member if said member loses in the judgment.

ARTICLE XI PARK COMMUNICATIONS

1. The TTT is acknowledged to be the official LCP publication. No communication will be published that is personally slanderous or libelous.
2. Reader boards at the entrance gates and bulletin boards at each clubhouse shall be updated with activities lists and the latest meeting minutes.
3. LCP shall maintain an official public website.

ARTICLE XII EMPLOYMENT OF RELATIVES

1. Relatives may not be employed in positions where:
 - 1.1. One relative would have the authority to supervise, direct or make effective recommendations pertaining to salary level, promotion, discipline and related employment conditions of the other.
 - 1.2. One relative would be responsible for the audition of the work of the other.
 - 1.3. Circumstances necessarily would place the relatives in a situation of actual or reasonably foreseeable conflict between the interest of LCP and their own interests.
2. When situations arise that require the exclusion of relatives, the individuals involved will make the decision as to which relative shall be terminated.

BYLAWS
OF
LAKE CONNOR PARK


CHANGES VOTED BY MEMBERSHIP AND
APPROVED ON AUGUST 17, 2019



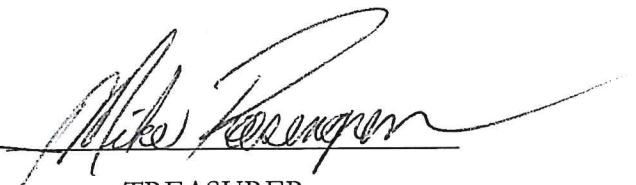
PRESIDENT



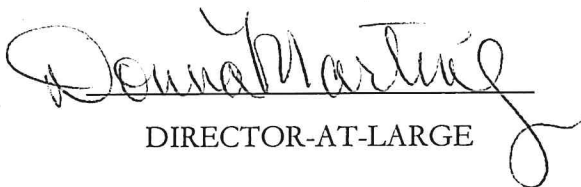
SECRETARY



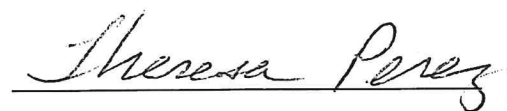
VICE-PRESIDENT



TREASURER



DIRECTOR-AT-LARGE



DIRECTOR-AT-LARGE