

**BYLAWS
OF
GREATER HANSVILLE COMMUNITY CENTER**

**Mission
Dedicated to enriching life in the Greater Hansville Communities**

ARTICLE I

Objectives

- manage and maintain the Greater Hansville Community Center (GHCC) facilities
- facilitate and encourage the use of the GHCC facilities
- support community nonprofit organizations
- provide community communications to Greater Hansville residents
- develop a sustainable funding basis for the community center facilities and activities
- foster community relationships
- provide and encourage participation in community events for all age groups
- promote community educational and cultural development efforts
- provide emergency shelter during a natural disaster and/or times of need.

**ARTICLE II
MEMBERS**

Section 1. Any person, upon payment of annual dues, shall become a member of the GHCC. Businesses and nonpolitical organizations may become members upon approval by the GHCC Board of Directors (the Board) and payment of their dues.

Section 2. The GHCC Board shall recommend the amount of the annual dues at the annual meeting, at which time the GHCC membership shall vote on the approval of the annual dues. If the membership fails to approve a proposed dues change, the dues shall remain at the existing amount.

Section 3. Membership renewal notices shall be sent to existing GHCC members each year. The annual dues shall be payable January 30 each year. Those members whose dues have not been paid within 90 days from the date of renewal notice shall be re-solicited but will be dropped from membership if they do not respond to the 2nd notice.

ARTICLE III MEETINGS

Section 1. Meetings of the membership shall be held as ordered by the membership as noted in Section 3 below, or the Board. The time and place of all meetings shall be determined by the Board.

Section 2. The annual meeting shall be held in November for the purpose of electing officers, receiving reports of officers and committees, and for any other business.

Section 3. Special meetings may be called by the President or by written request of 10% of the membership of the GHCC. The purpose of the meeting shall be stated in the call.

Section 4. Notice of all meetings shall be forwarded by the President not less than 15 days before such meeting. The manner in which notice is given shall be determined by the Board.

Section 5. Decisions of the GHCC membership shall be by simple majority vote of the attendees at the annual meeting.

ARTICLE IV OFFICERS

Section 1. The officers of GHCC shall be a President, a Vice-President for Programs and Events, a Vice President for Rummage Sale, a Vice President for Fund Development/Membership, a Vice President for Community Affairs, a Treasurer, a Secretary, and up to four Directors. The Past President shall be an ex-officio (non-voting) member. These officers shall perform the duties prescribed by the Articles of Incorporation, Washington State and federal laws relating to non-profit corporations, these Bylaws, and the decisions of the Board.

Section 2. At the July Board meeting, a Nominating Committee of three or more members of the GHCC shall be appointed by the Board. It shall be the duty of the Nominating Committee to nominate a candidate for each office to be filled. To be eligible for President, the nominee must have served on the Board for a minimum of 1 year. Each of the Vice-Presidents shall be considered to be nominated to become President. The Nominating Committee shall report its recommendations in October. Before the election, which shall take place at the annual meeting in November, additional nominations from the membership for Board members shall be permitted.
Amended 11/2016.

Section 3. At each annual meeting in November, the officers shall be elected to serve a designated term. The designated terms for President, Vice Presidents, Secretary, Treasurer and Directors shall be one year.

Section 4. Terms of office shall begin on January 1 of each year.

Section 5. If the office of President becomes vacant, the Nominating Committee will convene and determine which of the Vice Presidents should be elevated into the role; that designee will be confirmed by the Board and shall fill out the remainder of the term. If any other office becomes vacant, the Board will determine a replacement who shall fill out the remainder of the term until a replacement shall be elected at the next annual meeting. If the Past President is unable to serve, the position will remain vacant until the following January 1. Absence from 3 successive meetings without notice to the Secretary or President will be considered as a resignation and the position will be filled per the procedures described above.

Section 6. All officers shall be members in good standing. Only one member of a household may be a Board member at any one time.

Section 7. "All checks, drafts and other instruments of indebtedness or financial obligation of GHCC shall be signed by the Treasurer, President or Secretary. Checks payable for an amount greater than \$2,500 require two signatures by those authorized." *Amended 11/2016.*

Section 8. The Board, by a two-thirds majority vote, may suspend any officer from further activities in that officer's official capacity. While the officer is suspended his/her position shall be deemed vacant and shall be filled as set forth in Section 5 of this Article. At the next meeting of the GHCC membership, the membership shall vote on removing said officer from office. Removal shall require a two-thirds majority vote of those members present. If the GHCC membership does not remove the officer from office, the officer's suspension shall expire and the officer shall be reinstated immediately without further action by the Board or GHCC membership. The decisions of the Board and GHCC membership under the authority provided by this section shall be binding and final upon the officer. No officer shall have any right to relief under any local, state or federal law with respect to the decisions made and actions taken under this section.

Section 9. The GHCC membership may remove any officer from office at any meeting authorized by these bylaws. Written notice of the proposed removal shall be submitted to the Board, the GHCC membership, and the officer in question no less than seven days prior to the meeting at which removal is to be considered. Removal shall require a two-thirds majority vote of those members present. The decisions of the GHCC membership under the authority provided by this section shall be binding and final upon the officer. No officer shall have any right to relief under any local, state or federal law with respect to the decisions made and actions taken under this section.

ARTICLE V EXECUTIVE BOARD

Section 1. The President and Vice Presidents of GHCC shall constitute the Executive Board.

Section 2. The President shall be the Chair of the Executive Board.

Section 3. The Executive Board shall have general supervision of the affairs of GHCC between the regular meetings, fix the time and place of the regular meetings, make recommendations and perform such other duties as are specified in these bylaws. The Executive Board shall be subject to decisions of the GHCC membership made by majority vote at a meeting authorized by these bylaws. Any such decision of the GHCC membership shall be binding on and supersede any inconsistent act or decision of the Executive Board.

Section 4. The Executive Board members shall set a time and place for scheduled Executive Board meetings. Special meetings of the Executive Board may be called by the President or by any three members of the Executive Board.

Section 5. The Executive Board shall report regularly to the GHCC membership on its activities.

Section 6. A majority of the Executive Board members shall constitute a quorum of the Executive Board. Decisions of the Executive Board shall be by simple majority vote.

ARTICLE VI CONFLICT OF INTEREST

“All members of the GHCC Board must act with the best interest of the organization in mind and not for his/her own personal benefit or the benefit of another person or organization. Conflict of interests or potential conflicts of interests should be avoided. In the event that a conflict of interest is unavoidable, the conflict should be disclosed to the board and the director with the conflict should abstain from the discussion and vote. GHCC board members are prohibited from entering into any transaction that involves the flow or transfer of income or assets through or away from the corporation for the benefit of anyone associated with the corporation.” *Article added 11/2016.*

ARTICLE VII COMMITTEES

“The Executive Board shall have the authority to create and dissolve standing and special committees. Standing committees are as follows: the Finance Committee, which primarily meets to develop the annual budget, the Nominating Committee, the Endowment Advisory Committee and the Scholarship Committee. Other Committees may be formed and dissolved by the GHCC board on an ad hoc basis.” *Amended 11/2016*

ARTICLE VIII. PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern GHCC in all cases to which they are applicable and in which they are not inconsistent with these bylaws, any special rules of order GHCC shall adopt, and any local, state, or federal laws applicable to GHCC.

ARTICLE IX ENDOWMENT FUND

An endowment fund, for the purposes of providing sustainability to the GHCC facilities and programs, shall be administered by the GHCC Board in compliance with the Endowment Fund Policy Statement dated September 4, 2013, appended to these bylaws.

ARTICLE X AMENDMENT OF BYLAWS

These bylaws may be amended by a majority vote of the members present at any regular or special meeting of the GHCC. Revised: November, 2016; December 2013; January, 2009; February, 1996; November, 1994; April, 1994; April, 1989; March, 1977.