

## **BY-LAWS OF THE LAKE ROESIGER COMMUNITY AND BOAT CLUB, INC.**

**Rev. 2023**

**1. CLUB NAME** - The name of this non-profit organization registered with the State of Washington shall be "Lake Roesiger Community and Boat Club, Inc.

**2. PURPOSE** - The purpose of this club shall be to safeguard amenable living and recreational conditions on and around the lake, to promote safety in all water activities, to promote ecosystem health in and around the lake, to serve as a forum for discussion of problems which may arise, and serve as an active group to work toward their solution.

### **3. MEMBERSHIP**

- A) The powers of the club to achieve its purposes are vested in the general meeting(s) called and conducted as provided in these bylaws, including the amendment of these bylaws.
- B) Only such authority as is delegated to the executive board or other organizational units in this club's governing documents is recognized. All remaining authority is retained by the club membership.
- C) Membership shall be open to all persons owning or renting property within the Lake Roesiger watershed, including shared interest parcels or fronting on the perimeter of the county roads: West Lake Roesiger Road, Lake Roesiger Road, Middle Shore Road, West Shore Loop Road, Tulloch Road, Lake Roesiger Drive, Gemmer Road, 233rd Avenue SE, 239th Avenue NE, Frank Monson Drive, and 4th Place NE.

### **4. DUES**

- A) Dues are \$40 per year (per parcel). Each parcel shall be entitled to two votes.
- B) Dues are payable on May 1.

### **5. FUNDS**

- A) Checking and or Savings Accounts shall be held only in Federally Insured Banks.
- B) Treasurer shall be the authorized signer, one other officer also in the event of emergency.

**6. AUDITING** - Annually a committee/resident will audit Treasurer's books.

### **7. MEETINGS** -

- A) At least three general meetings will be held during the year. If feasible, all general meetings will be announced in a communication sent to all members prior to May 1. Additional meetings may be called by the President, decided in a meeting by request in writing signed by five members. No meetings shall be held for which advance publicity cannot have reasonably been expected to come to the attention of a majority of members.
- B) Notice of any general meeting shall be provided by mail or electronic means, as permitted by state law, to all [voting] members at least 14 days in advance of the date of the meeting.
- C) Quorum at any meeting shall consist of ten percent (10%) of membership as of the first meeting of the year. Except for election of officers, voting by proxy or absentee ballot shall not be permitted.
- D) Minutes shall be kept by the Secretary and made available to the members via email and/or posting on the club website or social media platforms.

- E) Notwithstanding anything to the contrary in these bylaws, general and executive meetings of members may, at the discretion of the Board, be held by electronic conference communication, including teleconference and/or virtual conference using a platform that permits all members to participate in such meeting and allows for each member to speak and hear each other, and to cast votes as applicable. An individual member who attends such electronic conference shall be deemed personally present at the meeting. The board is not responsible for a member's inability to connect due to issues with technology connections or inability to use audio or video function during an electronic conference meeting.

## **8. OFFICERS AND ELECTIONS**

- A) The club officers (hereafter referred to as the Board) shall be a President, 1st Vice-President, 2nd Vice-President, Secretary, and Treasurer, each elected for a term of 2 years. The officers shall commence on September 1 and continue until their successors assume office. Officers shall be limited to a continuous maximum of two consecutive two year terms.
- 1) The President shall preside at all meetings, and act as representative of the club to external organizations or entities. The President may delegate duties to others as needed.
  - 2) If, for any reason, the President is unable to function in his office, the 1st Vice President will assume the office of President.
  - 3) If, for any reason, the President and 1st Vice President are unable to function in the office, the 2nd Vice President will assume the office of President.
  - 4) The Secretary shall record the minutes of all meetings of the Board and general assembly, maintain records of meetings, oversee the maintenance of membership lists, provide for the safekeeping of all official contracts and records of the LRCBC, including making any required government filings, publish notices of scheduled meetings, activities and other bulletins, to the members through email to the email addresses provided by the club member, and with the media administrator(s) via other media outlets. Notice through standard post may be mailed at the request of the member and as approved by the Secretary.
  - 5) The Treasurer shall manage cash flow, pay and record bills, select a bank and reconcile statements, accept dues and maintain a membership record.
  - 6) If any office is vacated, a replacement until the time of the next general meeting will be selected by vote of the Board.
  - 7) The Board shall be responsible for all business between general meetings of the club, including authorizing budgeted expenses, and authorizing, soliciting, or appointing individuals or committees for specific or general tasks. The Board may delegate responsibilities to various committees and individuals per these Bylaws, or as deemed prudent.
  - 8) At least annually the Board will make a formal report to membership on membership and finances, including audit results, activities undertaken during the previous year, and a proposed budget for the upcoming year.
- B) Any or all of the officers may be removed for cause by vote of the members or by action of the Board. Officers may be removed without cause only by vote of the members.

## **9. COMMITTEES**

### **A) Standing Committees**

#### **1. Executive**

This committee, consists of the current officers (the Board), the immediate past president, and the Chief of Lake Roesiger Fire Department (ex-officio). The chairpersons of the various

committees, the media administrator(s), and club historian may also be included as requested by the Board. The executive committee assists the Board in conducting the business of the club.

**2. Nominating**

The nominating committee, consisting of one or more persons appointed by the Board, will present a slate of candidates to the membership preceding the general meeting in which an election occurs. Additional nominations will be solicited from the floor at each such meeting.

**3. Audit**

The audit committee, consisting of one or more persons appointed by the Board, will audit the club finances.

**4. Boating and Water Safety**

This committee shall consist of members of the club who are actively interested in boating activities, and who personally represent the various parts of the lake system and the different age groups participating in such activities. The Board shall solicit and appoint members to this committee, preferably for a two-year term to provide continuity. The committee shall elect a chairperson. This committee will be responsible for annually marking the water ski course and promoting other aspects of boating and water safety, including monitoring early season lake levels to recommend if wake intensive activities should be temporarily curtailed.

**5. Community Relations**

This committee shall consist of members of the club, representative of a cross section of interests and of locations on or around the lake. The Board shall solicit and appoint members to this committee, preferably to a two-year term to provide continuity. The committee shall elect a chairperson. The committee shall maintain liaison with other groups such as the County Commissioners, The Lake Roesiger Volunteer Fire Department, and the County Park Administration. It will work with the media administrator(s) to maintain the club website with timely and relevant information, and provide announcements. It will receive suggestions or complaints about betterment of or problems involved in and around the lake, and bring it to the attention of the membership with suggestions for action where appropriate. The committee will interface with Snohomish County to promote ecosystem health in and around the lake.

**B) Additional Roles**

**1. Media Administrator(s)**

The Board shall solicit and appoint one or more members of club to manage the digital and social media accounts of the club through maintaining and updating the club's on-line presence including notices of meetings, minutes of past meetings, and any other information deemed important by the Board.

**2. Historian**

The Board shall solicit and appoint a member of the club to serve as its Historian. The Historian shall collect and maintain a digital archive of items of historical interest to the Lake Roesiger Community and Boat Club. This would include founding, legal, and historical documents, club membership forms, meeting minutes and notes, volunteer lists, key contacts, formal correspondence, and other helpful information. The historian shall assist in the orientation of new club officers.

**10. Parliamentary Procedures**

"Robert's Rules of Order" latest edition shall be the governing parliamentary law of this club.

## Summary of Changes

**2. PURPOSE** – add “to promote ecosystem health” to purpose

**3. MEMBERSHIP** – add “powers of the club is in its membership” clause, delete separate “classes of membership”, correct road designations and expand to include area covered by surcharge.

**4. DUES** – align dues with membership revision.

**5. FUNDS** – minor grammar correction only.

### **7. MEETINGS** –

- A. clarify “general” membership meetings vs. Exec Comm or Board meetings,
- B. delete the “controversial” business clause and replace it with media notification option,
- C. redefine quorum as 10% of members, and bar absentee/proxy voting except of officer elections
- D. add media options for meeting minutes distribution
- E. add ability to cast votes to electronic conference meeting

### **8. OFFICERS AND ELECTIONS** – add term limit for officers,

- A.1. replace most “President” responsibilities with “Board” responsibilities,
- A.4. add government filings to Secretary responsibilities, add alternate media option
- A.6. add process for replacement of officers
- A.7. clarify Board responsibility for club business
- A.8. clarify Board responsibility for reporting to membership (ideally an “Annual Report” that could be published prior to the first meeting of the year).
- B. add process for removal of officers

### **9. COMMITTEES**

- A.1. delete “President” responsibility & make committee chair and additional persons meeting attendance at the discretion of the Board
- A.2. & A.3. add description of Nominating and Auditing committees
- A.4. delete number of members (acknowledge volunteering), add note about curtailing wake surfing.
- A.5. delete number of members (acknowledge volunteering), add note to work with media admin(s), and Snohomish County for ecosystem health.
- B.1. add Media Administrator(s), allowing for separate roles for webmaster vs. Facebook, vs. whatever else (and acknowledge volunteering). Softened original language.
- B.2. add Historian role with note to help with orientation of new officers

**11. INDEMNIFICATION** –not included pending decision on language and confirmed cost of insurance per RCW.4.24.670.