

BY LAWS OF
THE FALL CITY COMMUNITY ASSOCIATION, INC.

ARTICLE I - NAME

SECTION I

This organization shall be known as the Fall City Community Association, Inc.

ARTICLE II - PURPOSE

SECTION I

The purpose of the Association, a nonprofit charitable 501(c) (3) (EIN 91-1633241) organization, is to provide an opportunity for members to contribute to the community of Fall City. The association's mission is to increase collaboration, facilitate communication and build community in the Fall City area.

ARTICLE III - MEMBERSHIP

SECTION I

There are three types of memberships:

- A. Voting Membership: Voting Membership shall be limited to persons who live or work or own a business or own property within the membership area (see Section IV for membership map). Their dues are \$30 per calendar year.
- B. Non-Voting Associate Membership: Available to any individual, including those outside the membership area, has all the regular membership benefits with the exception of holding an office, or the right to vote-Their dues are \$20 per calendar year.
- C. Lifetime Membership. The Association reserves the privilege of awarding a "Lifetime Membership" which carries all of the rights and privileges of regular members.

SECTION II

Membership in the Association is confirmed by receipt of dues and completed membership form received by one of the officers or online at www.fallcity.org. Membership is on an individual basis. Membership can be assigned to a position, e.g., the president or his/her designee from another organization functioning within the boundaries of FCCA membership.

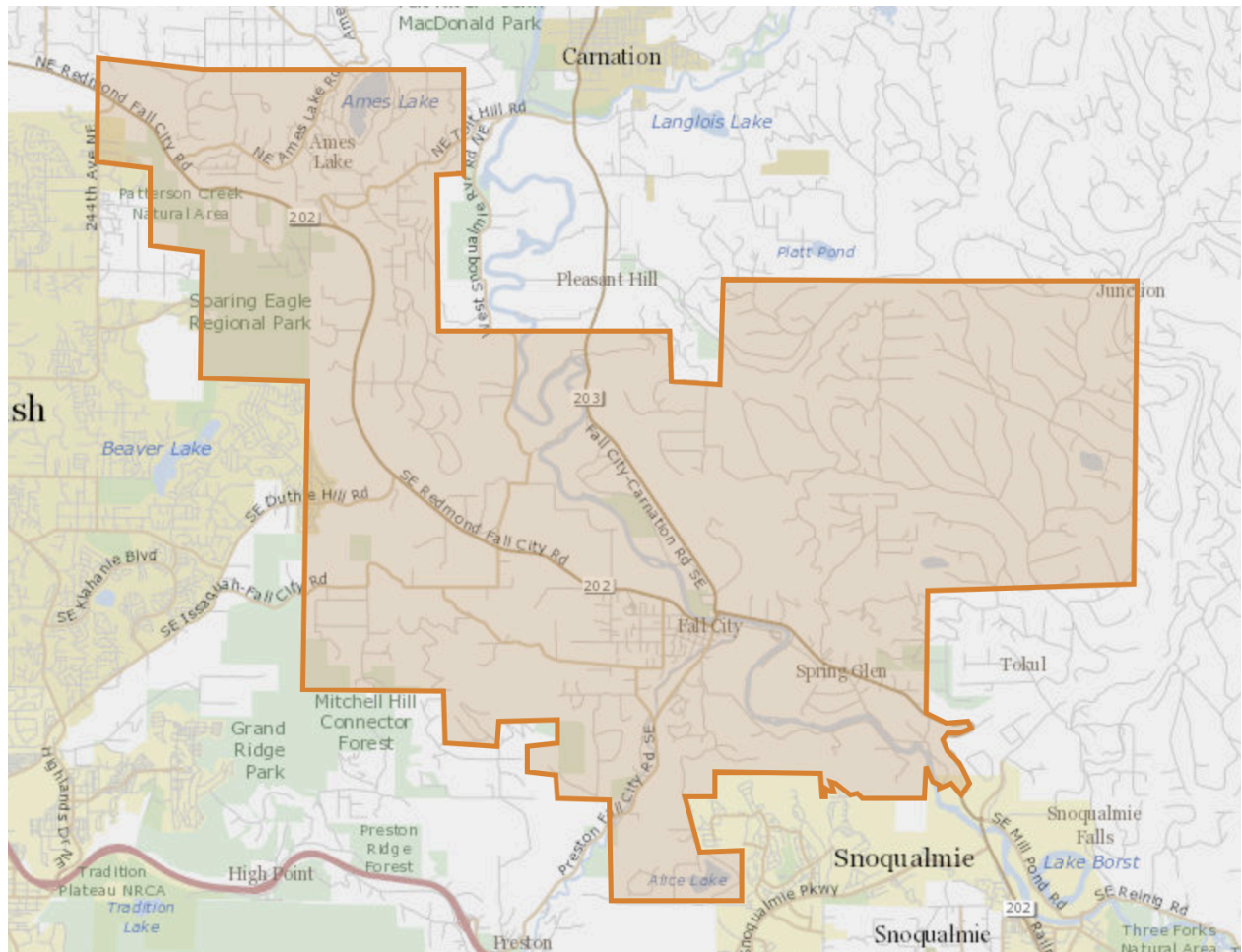
(See Article III, Section I A.)

SECTION III

After the membership form has been completed and dues paid, an officer will announce the new member to the group at the next regular meeting, and the new member will be eligible to vote at the following meeting.

SECTION IV

The membership area is defined by the map on exhibit A.



ARTICLE IV - OFFICERS

SECTION I

The officers of the association shall be President, Vice-President, Treasurer, Recording Secretary, and Corresponding and Membership Secretary elected from membership.

SECTION II

All officers shall enter upon their official duties on January 1, after election each year, and shall

serve for a term of one (1) year. Vacant positions can be filled on an interim basis by the President with the approval of a majority of the remaining officers. A vacant president position can be filled on an interim basis with the approval of a majority of the remaining officers.

SECTION III

The duties of the officers shall be as follows:

- A. The President shall be the executive officer and shall assemble agendas, conduct orders of business and preside at all meetings of the Association. The President will sign documents on behalf of the Association and represent the FCCA at a variety of meetings.
- B. The Vice-President, in the absence of the President, shall preside at all meetings of the Association. The Vice-President supports the President in the facilitation of meetings and is responsible for FCCA equipment and assets.
- C. The Treasurer shall receive all funds paid to the Association, deposit them in the official depository, and disburse the same as authorized by the Association. The Treasurer will prepare the Association's annual budget, provide quarterly budget updates, file annual Federal and State tax reports, file annual non-profit Corporation report and filing fee, etc. The Treasurer provides a financial year-end review in December, conducts the yearly financial meeting, and provides the membership with a forecasted and proposed budget for the coming year.
- D. The Recording Secretary shall keep the records, minutes of all meetings, and perform such other duties as usually pertains to that office on behalf of the FCCA.
- E. The Corresponding and Membership Secretary shall be responsible for managing the membership, contacts, monitoring the general email account and preparing correspondence on behalf of the association.

ARTICLE V - VOTING

SECTION I

Only those, whose dues are paid prior to a motion, are eligible to make, second, or vote on a motion. Officers, other than the President, may vote on all issues. The President will vote to break a tie. In the case of new member voting eligibility, refer to Article III Membership.

SECTION II

Nine persons of the voting members of the Association shall constitute a quorum.

SECTION III

At any time two or more voting members may delay the vote on any motion until the next regularly scheduled meeting. This delay in voting will be invoked only once per issue. Only members present when the delay rule is invoked can request an absentee ballot if they know they will be absent for the next meeting.

SECTION IV

To ensure participation regardless of physical location, voting members may cast their votes

through a secure online platform.

ARTICLE VI - MEETINGS

SECTION I

This Association shall hold regular meetings on such days and at such time and place as shall be determined by the members. All special meetings shall be approved by a majority of officers and all the paid members shall be notified by email 48 hours in advance.

SECTION II

The Pledge of Allegiance, a moment of silence, and the review and approval of the prior meeting's minutes will begin each meeting.

SECTION III

The rules contained in the Henry M Robert III, William J Evans, Daniel H Honemann, and Thomas J Balch, Roberts' Rules of Order Newly Revised, 10th Edition, shall govern the Association in all cases where they are not inconsistent with these bylaws and any special rules of order the association may adopt.

ARTICLE VII - ELECTION OF OFFICERS

SECTION I

At the October and November membership meetings, the President will notify the membership of the upcoming annual officer election to take place at the December meeting. The President will also announce any officers willing to continue in their position, along with the vacant officer roles.

SECTION II

At the December membership meeting, departing officers will announce nominations for their vacant position. Additional nominations may be made from the floor.

SECTION III

Immediately following the closure of nominations voting shall be by secret ballot.

Section IV

Elections take effect January 1st. Terms of office shall be as specified in Article IV, Section II.

ARTICLE VIII - MONEY

SECTION I

The annual dues for memberships are due by the first meeting in January each year.

SECTION II

Revenue from sources other than those defined in this article may be raised as determined by the officers and members. All FCCA sponsored fund-raisers are required to allocate 20% of net proceeds to the Association to be held in reserve for member approved operating expenses. When the Association's annual net income exceeds expenses, the balance will be transferred to the Associations unrestricted investment.

SECTION III

Annually, at the January meeting, the Board will announce to the membership a special annual financial meeting to take place during the first quarter to review the previous year-end financials and draft the current year's projected operating budget. A review by a qualified, independent reviewer of the previous year's budget will be conducted during this time.

SECTION IV

Any two officers of the Association shall be designated to countersign all checks and access bank account information. If necessary, the membership can designate alternative or additional financial representatives by vote.

SECTION V

At the February meeting, the Treasurer will present the previous year's year-end financials, proposed annual operating budget and net unrestricted funds (see section VII) amount for the coming year for approval and adoption by the membership.

SECTION VI

On a yearly basis, up to 20% of the Associations net unrestricted funds (see section VII) will be available for projects and investments as determined by the membership. In January, the board will poll the membership and committees for funding needs in the coming year. Between the financial review and the end of the first quarter, the board will present a proposed spending plan to the membership for vote.

SECTION VII

The net unrestricted funds is determined by the Treasurer using the following formula: (Total available cash) - (4 years of operating expenses + dedicated committee funds, grants, and other restricted funds). This amount is presented to and voted on by the membership at the February meeting (see Section V).

SECTION VIII

Restricted donations and gifts will be reviewed by the officers and presented to the membership for approval at the following meeting.

ARTICLE IX - AMENDMENTS

SECTION I

Proposed amendments and revisions shall be presented and discussed at least two meetings prior to being voted upon. A two-thirds majority of members voting is required for passage.