

Newport Hills Community Club, Inc.

Motion to amend the Bylaws: July 17, 2007

I, Steve Kunkel, move to amend the Bylaws as follows:

Article II Membership and Dues

Section 2. Any such household or family may become a member of the Club by paying the annual membership dues any time after ~~January 1st~~ April 1st of any year and shall remain a member through March 31st of the following year.

Article IV Duties and Responsibilities of the Board of Directors

(See Board of Directors and Members Information Handbook for additional details)

Section 4. The Treasurer

D. The Treasurer's accounts shall be reviewed during the first thirty (30) days of each ~~fiscal calendar~~ year by the Audit Committee consisting of at least two Board Members appointed by the President.

Section 5. Trustees shall serve their respective Areas by maintaining communications between the Club and neighbors in their respective Areas, assisting with the annual membership drive and attending at least one General Membership meeting each quarter. They may also recruit "Block Captains" to help with these duties.~~distributing newsletters, collecting membership dues and attending Monthly and General Membership Meetings.~~

Section 6. The Officers of the Club Shall prepare a budget for the forthcoming year and present it for the approval of the General Membership at the ~~first~~ March General Membership Meeting following their election. The budget shall be no greater than 90% of the projected income for the coming year with a 10% Contingency Fund. The Contingency Fund shall be used for any item not in the budget subject to approval by the Board of Directors at a Monthly Board Meeting.

Section 7. The Board of Directors shall meet each month and shall act as representatives at large for the Membership. They shall review and decide what action to take on all matters of business that come before them at Board Meetings. They shall review all proposed amendments to the Bylaws and make recommendations to the membership. Policy positions and actions taken by the Board of Directors in dealing with governments and entities external to the Club shall be timely published on the website and in the Newsletter.

Article V Meetings

Section 1. ~~“Board of Directors Meetings~~General Membership Meetings” shall take place each month, ~~except March and October~~. These meetings may be referred to as “Board Meetings”.

~~Section 2. “General Membership Meetings” for entire Membership shall occur in March and October.~~

Section 3. “Executive Board Meetings” shall take place when scheduled by the President for Officers of the Club only.

Section 4. “Special Meetings” may be called by a majority of the Board of Directors or by ten (10) or more members submitting a written request to any member of the Board of Directors.

Section 5. The Board of Directors shall attend all ~~Board Meetings~~, General Membership Meetings and Special Meetings. Committee Chairpersons shall attend all ~~Board Meetings~~, General Membership Meetings and Special Meetings when needed.

Section 6. ~~Board of Directors Meetings~~, General Membership Meetings and Special Meetings are open to all Members.

Section 7. Executive Meetings, Retreats, Committee Meetings and other such meetings shall be scheduled and held as needed by the President, Officers and Committees.

~~Section 8.~~ Section 2. Times and places of all ~~Board Meetings and~~ General Membership Meetings shall be determined by the incoming President, posted on the Club’s website and published in the Newsletter.

Article VI Club Business and Voting

Section 2. Any business may be transacted at any ~~Board Meeting or~~ General Membership Meeting according to the following Sections of this Article.

Section 4. The nature of business at ~~Executive Special Meetings and other meetings~~ shall be limited to that specified in the call of such meeting.

Section 9. In all other voting matters, a majority vote of those Club members voting will decide the issue by voice or a show of hands at the discretion of the presiding Officer.

Section 10. At ~~Board of Directors~~ General Membership Meetings, a quorum (those eligible to vote) shall consist of the incumbent Board of Directors (Officers and Trustees) in attendance at the meeting.

Article VII Nomination, Elections, Vacancies and Terms

Section 1. Officers and Trustees shall be elected by ballot at the ~~last~~ October General Membership Meeting of each year. Officers shall serve for (1) one year beginning in January. ~~Trustees shall serve for (2) two years.~~ Trustees for “even” numbered areas shall be elected for two years of service beginning in January of “even” numbered years. Trustees for “odd” numbered areas shall be elected for two years of service beginning in January of “odd” numbered years.

Article IX Amendments to Bylaws

Section 1. Proposed amendments to these Bylaws shall be first approved by the Board of Directors and then submitted to the General Membership for approval.

Section 2: Proposed amendment(s) shall be submitted by any Member of the Board of Directors for approval in writing to the Board of Directors and shall also be read during a ~~Board Meeting~~ General Membership Meeting. After the reading, any minor corrections and/or editing shall be noted. If approved, with noted minor corrections and editing, the edited version of the proposed amendments shall be submitted in writing and shall also be read at the next General Membership Meeting. If approved at this meeting, the proposed amendments shall be posted on the website and published in the next Newsletter. ~~and comments~~ Comments from the Membership shall be considered by the sponsor of the amendment(s) up to 30 days before the next General Membership Meeting. ~~after which the sponsor may modify the amendment(s) at his/her discretion.~~ The sponsor shall then submit the final version of the proposed amendment(s) in writing at the next General Membership Meeting where they shall ~~again~~ be read and acted upon after the reading.

Section 2. Voting for amendments shall be in accordance with Article VI, Section 6.

Add the following Article XII as follows:

Article XII Indemnification of Board of Directors

Section 1. Each member of the Board of Directors (Officers or Trustees), now or hereafter serving the Club, shall be indemnified and otherwise held harmless by the Club against all liabilities, judgments, awards, costs and expenses, including attorney fees, incurred in any proceeding to which he or she may be a party or become involved by reason of being or having been a Director (Trustee or Officer of the Club).

Section 2. In such cases where the Director is guilty of willful misfeasance or intentional misconduct, including but not limited to acts constituting fraud during the performance of prescribed duties or acted outside the scope of authority granted by the Membership, no right of indemnification exists. Further, such right to indemnification shall not apply if the amount of any judgment or settlement is payable to the Club itself.

Section 3. The foregoing right of indemnification shall be construed in accordance with the applicable laws in the State of Washington.

To establish an official Mission Statement and an official Statement of Objectives for the Newport Hills Community Club by adding Article XIII to the Bylaws as follows:

Article XIII Mission Statement and Statement of Objectives

Section 1. The Club's Mission Statement shall be published with each Club newsletter and placed at the top of the front page as follows:

"Mission Statement: The Newport Hills Community Club is a volunteer neighborhood organization that serves its membership by publishing news and information, by acting as a forum for issues that pertain to our area, by supporting and taking positive action towards community improvements and promoting regular social events throughout the year for all residents who receive this newsletter. Visit our website for a complete description of the Club's mission and objectives."

Section 2. The Club's Mission Statement and a Statement of the Club's Objectives shall be published in the Club's Handbook and posted on the Club's Website as follows:

"Mission Statement: The Newport Hills Community Club is a volunteer neighborhood organization that serves its membership by publishing news and information, by acting as a forum for issues that pertain to our area, by supporting and taking positive action towards community improvements and promoting regular social events throughout the year for all residents who receive the Club's newsletter."

"Statement of Objectives:

1. To publish a newsletter and maintain a website for distributing news and other information that may be useful and/or interesting to our membership.
2. To provide a forum for discussing and expressing opinions about issues that may challenge the positive aspects of living in this area for individuals and/or for the area as a whole.
3. To help our individual members find the most effective way(s) to act and/or react to issues that challenge their individual quality of life, especially when an issue arises that may improve the quality of life for some residents at the expense of others.
4. To be involved with local schools, churches, police and fire departments, city government, and businesses to monitor and report information about education, youth activities, crime, fire prevention, disaster preparedness, parks, streets, sidewalks, utilities, land use, park activities and commerce within our area.
5. To promote social activities by sponsoring community events such as but not limited to:
 - a. The Spring Egg Hunt
 - b. The 4th of July Picnic
 - c. The Cool Car Show
 - d. The Santa Claus Tour
 - e. Holiday Lights Contest
 - f. Volunteer Appreciation Dinner"

According to the current Bylaws this motion to amend the Bylaws will be submitted in writing and read at the October General Membership Meeting. If approved at that meeting the motion will be posted on the Website and comments from the Membership will be considered. Then this motion will be

presented again at the March 2008 General Membership Meeting and acted upon there before these changes can take effect.