



**BY-LAWS**  
**OF**  
**NORMANDY PARK COMMUNITY CLUB**

**Preamble**  
**(Revised 2 October 2006)**

This Club is formed to operate not for profit but for the general welfare of the community of Normandy Park, King County, Washington, and its environs, and to accomplish the following purposes: provide, promote and encourage recreational, social and such other activities in the community of Normandy Park as may tend to promote the physical, moral and educational welfare of the people of said community; to cooperate with other communities in promoting such welfare throughout King County and the State of Washington; to encourage and promote the improvements of properties in the said community with the idea of making said community more attractive and beautiful and to join in any concerted action to effect the same advantages elsewhere; **manage the community beach and Lot A, Plat of Riviera Section, located in Normandy Park for the use and enjoyment of the owners thereof and for members of this club having community rights in said Lot A.**

**1. OFFICES**

The principal offices of this corporation shall be in Normandy Park, King County, State of Washington.

**2. SEAL**

**(Revised 24 June 1981)**

The corporation shall have a seal upon which shall be inscribed the name of the corporation, the year of its incorporation and the words "corporate seal."

**3. MEMBERSHIP**

**(Revised 24 June 1981 and 27 February 1991)**

Any individual owner who is named as grantee on a deed to land, or who is named as a purchaser of land, having community rights in Lot A, Plat of Riviera Section of Normandy Park ("Lot A rights"), becomes a member of this Club by paying annual dues. Voting shall be by secret ballot if requested on any issue presented at membership meetings. Any tenant or renter of real property having Lot A rights, may become a non-voting member of the Club by paying annual dues and by presenting written authorization for such membership from this owner of the real property being rented. The owner of rental property having Lot A rights may authorize Club membership for only one family, irrespective of the number of units owned.

No member shall have more than one vote on any matter, irrespective of the number of lots of real property owned having Lot A rights. If more than two persons together own any parcel of property with Lot A rights, they collectively shall be entitled to cast no more than two votes.

#### **4. MAINTENANCE FEES**

**(Revised 4 October 1993)**

The annual maintenance fees for voting and non-voting members shall be payable by March 1st each year. The amount of the annual fees shall be established by the Board; however, the fees shall not exceed \$50.00 without the affirmative vote of a majority of eligible, voting members attending a general membership meeting.

#### **5. MEMBERSHIP MEETINGS**

Annual membership meetings shall be held a 7:30 p.m. on the first Monday of October at a place to be designated by the Board. Trustees shall be elected by the eligible voting members at the annual meeting. Newly elected trustees will not take office until the first regular Board meeting in January, and their respective predecessors shall serve until the new trustees take office. Regular meetings may be set by a majority of the Board. Special meetings may be set by an officer at the written request of 25 of the members stating the purpose of the special meeting. A quorum for the transaction of business at any meeting is constituted when a minimum of 25 members, including the Board, are present.

#### **6. NOTICE OF MEMBERSHIP & BOARD MEETINGS**

**(Revised 27 February 1991)**

Written or printed notice, stating the place, day and hour of the annual membership meeting and, in case of a special membership meeting, the purpose or purposes for which the special membership meeting is called, shall be delivered either personally or by mail not less than ten nor more than fifty days before the date or the meeting to each member entitled to vote at such meeting.

Three days notice shall be given to Board members of any meeting of the Board. Emergency meetings of the board may be called by the President for any designated purpose as deemed necessary.

#### **7. BOARD OF TRUSTEES**

**(Revised 2 October 2006)**

Each Board member shall be named grantee or spouse of a named grantee of a deed to land having community rights in Lot A, Plat of Riviera Section of Normandy Park. The management of the corporation and the control of its property shall be vested in a Board of Trustees, herein called the Board, consisting of nine members or more. **Changes in the number of trustees shall be approved by the membership.** One-third of the Trustees shall be elected annually for a term of three years. Vacancies shall be filled by a majority vote of the Board to serve the remainder of the unexpired term. The Board shall meet at such time and place as shall be fixed by the majority of the Trustees. A majority of the Board shall constitute a quorum for the transaction of business at such meetings. If a majority of the Board shall severally consent in writing to any action (it is sic) to be as valid as though it had been authorized at a meeting of the Board. The Board may designate, by resolution at a Board meeting, three or more of its number to constitute an Executive Committee which, to the extent provided in said resolution, shall have the authority of the Board in the management of the business of the corporation, provided that a report of such action shall be presented at the next Board meeting. A Board member shall not serve more than two consecutive terms. Trustees shall notify the President, in advance, if unable to attend a Board meeting. If any Trustee shall miss three meetings in one year, without proper excuse, the position shall be deemed vacated.

#### **8. COMPENSATION**

**(Revised 2 October 2006)**

Trustees shall not receive any compensation of their services as Trustee **except as approved by the membership.**

## **9. OFFICERS**

The officers of the corporation shall be President, Vice-president, Secretary and Treasurer chosen by the Trustees from their own number following the annual membership meeting. They shall hold the offices for one year or until their successors are elected. The Board may appoint such other officers and agents as it shall deem necessary, and they shall hold their offices for such terms and shall exercise such powers and perform such duties as shall be determined by the Board.

No salaries shall be paid to any agent of the corporation unless fixed and approved by the Board. Any officer may be removed at any time by vote of a majority of the remaining Trustees. If the office of any officer becomes vacant for any reason, the vacancy shall be filled by vote of the remaining Trustees.

### **9a. PRESIDENT**

The President shall be the chief executive officer and, unless directed by the Board, shall be managing agent of the corporation. He shall preside at all meetings of the membership and board and shall appoint all committees and shall be an ex-officio member of all committees. He shall keep the Board fully informed and freely consult with them concerning the business of the corporation. He shall execute bonds, mortgages, certificates and other contracts requiring the seal.

### **9b. VICE-PRESIDENT**

The Vice-President shall, in the absence or disability of the President, perform the duties and exercise the powers of President.

### **9c. SECRETARY**

The Secretary shall attend and keep records and minutes of all sessions of the Board and meetings of the members. He shall give notice of all meetings of the members and of the Board when required and shall perform such other duties as may be prescribed by the Board or President. He shall keep in safe custody the seal of the corporation and, when authorized by the Board, shall affix the seal to any instrument which requires it and, when so affixed, it shall be attested to by his signature.

### **9d. TREASURER**

The Treasurer shall have custody of the corporation's funds and securities, and he shall keep full and accurate accounts of receipts and disbursements in books of the corporation. He shall deposit all monies and other valuables in the name and to the credit of the corporation in such depositories as may be designated by the Board. He shall disburse the funds of the corporation in such manner and subject to such counter-signatures as the Board from time-to-time shall determine, taking proper vouchers for such disbursements. He shall render to the President and Board at the regular meetings of the Board, or whenever required, an accounting of all of his transactions and of the financial condition of the corporation. He shall give the corporation a bond in such sum as required by the Board. The premium of such bond shall be paid from corporate funds. With Board approval, the Treasurer's role will be assumed by the manager of the Cove. In this case the Treasurer shall serve as comptroller and co-signatures shall be required of all disbursements.

## **10. OFFICER'S ABSENCES**

In the event of the absence of any officer of the corporation, the Board may delegate the powers and duties of such officer by majority vote of the Board.

## **11. NOMINATIONS**

Nominations for the board shall be made by means of a nominating committee appointed by the President and confirmed by a majority of the Board. The nominating committee shall nominate as many members

plus one as there are vacancies to be filled. Other nominations may be made by any member from the floor or by filing the name of the nominee with the Secretary at least 14 days prior to the election. The Secretary shall mail to all members of the corporation a list of the nominees at least three days prior to the election. Each nomination shall require a second.

## **12. VOTING**

Voting for trustees shall be by written ballot. Nominees receiving the highest votes shall be elected at the annual meeting. The President shall appoint a committee of election supervisors who shall conduct and supervise the election, receive the ballots, determine the validity of each ballot and count the ballots. The Secretary shall provide for said committee a list of members entitled to vote.

## **13. COMMITTEES**

The President shall appoint such committees as may be deemed necessary for the conduct of the affairs of the corporation. Each member of such committee shall serve at the pleasure of the President, and each committee created by the President may be dissolved at his discretion. No committee shall take or make public any formal action or make public any resolution or in any way commit the corporation without first having received the approval of the Board.

## **14. ANNUAL REPORT**

The Board shall present at a membership meeting, once each year, a full and complete statement of the business and condition of the corporation.

## **15. AMENDMENTS**

These By-Laws may be amended by 2/3 of the votes cast at any meeting for which the meeting notice shall contain a copy of the proposed amendments.

## **16. RULES OF ORDER**

Robert's Rules of Order, Revised, shall govern the meetings of all members and Board.

## **17. INDEMNIFICATION OF DIRECTORS AND OFFICERS**

Each director or officer of this corporation shall be indemnified by the corporation for all liability, cost expenses, and reasonable attorney fees, incurred by or imposed on behalf of such officer/director in connection with or resulting from any action, lawsuit or proceeding by reason of any act or omission while serving as a director/officer of this corporation, excluding willful misconduct in the performance of such duties as a director or officer. This indemnification shall not be exclusive of other rights to which such director or officer may be entitled as a matter of law.

### **Closing Statements - Existing Bylaws**

The President and Secretary of the corporation do hereby certify that the foregoing is a true, full, and accurate copy of the revised Bylaws of the Normandy Park Community Club, that includes revisions adopted at meetings of the membership and are consistent with the existing revised Articles of Incorporation filed with the Secretary Of State on 7<sup>th</sup> day of November 2005.



**Tim Sorensen, President**



**Kenneth D. Friddell, Secretary**