

**Bylaws of
SAUVIES ISLAND BOOSTERS COMMUNITY ASSOCIATION**

ARTICLE I. PURPOSE

Purpose: To preserve and uphold the interests of residents of Sauvies Island and to promote an environment of prosperity for Island businesses.

ARTICLE II. MEMBERSHIP

Section 1. Board Qualifications. Any individual having at least two years' residence on Sauvies Island or within its Multnomah Channel boundary.

Section 2. Membership Qualifications. Must be a resident or a business owner on Sauvies Island living on the island itself or on the houseboats on either side of Multnomah Channel. The Sauvies Island Community Group shall not discriminate against individuals or groups in any of its policies, recommendations, or actions.

ARTICLE III. FISCAL YEAR

The fiscal year of this community association shall begin on the first day of January of each year and shall end on the last day of December of each year.

ARTICLE IV. MEMBERSHIP MEETINGS

Section 1. Annual Meeting. The annual meeting of the members of this community association shall be held within its membership area at such point, and on such day and hour in April of each year, as shall be determined annually by the Board of Directors. The election of officers shall be held at this meeting. This shall be an Open Meeting in accordance with ORS 192.410-192.710.

Section 2. Special Meetings. Special member meetings may be called by the President of the Board, or the Secretary shall call such a meeting. (Article VII, Sec. 3c also applies.) These shall be Open Meetings in accordance with ORS 192.410-192.710.

Section 3a. Special Meeting Notices. Written, printed, or verbal notice may be used, and no minimum time shall have to pass, provided that at least four (4) Directors attend such meeting. A good faith attempt must be made to contact all members. If it can be shown that such good faith attempt was not made, all

responsibility or liability for business conducted shall be borne by those casting votes at such a special meeting.

Section 3b. Regular Membership Meeting Notices. Written, printed, or verbal notice stating the place, date, and hour and, if applicable, any new or unusual business to be conducted, shall be given to each member personally or by mail not less than ten (10) days or more than thirty (30) days before the meeting. If mailed, the notice shall be deemed given when deposited in the U.S. Mail and addressed to the member at the address as it appears on the records of the corporation, with postage thereon paid.

Section 3c. Committee Meetings. Meetings of members appointed by the President or by a vote of the members to work on special projects may be held at any time the appointees see fit. If any official business needs to be conducted as a result of such meetings, Section 2 and Section 3a of Article III of these By-laws apply. These shall be Open Meetings in accordance with ORS 192.410-192.710.

Section 4. Quorum. Six (6) members present shall constitute a quorum for the transaction of business at a regularly called meeting of the community association.

Section 5. Voting. At any member meeting each member shall be entitled to one (1) vote.

ARTICLE V. DIRECTORS - OFFICERS

Section 1. Directorate. The business and affairs of this community association, with the exception of revising the Articles of Incorporation, these Bylaws, shall be managed by a board of seven (7) directors. Initially, the directors will be the elected officers (president, vice president, secretary, treasurer) and three (3) members appointed by the President. At the meeting where these By-laws are adopted, the four (4) elected officers shall be designated to serve a term of one year; three (3) directors shall be appointed by the president, initially one (1) for one year and two (2) for two years. The terms thereafter shall be for two (2) years.

Section 2. Board Vacancies. Any vacancy on the Board of Directors, other than by expiration of term, shall be filled by affirmative vote of a majority of the remaining directors. A director elected to fill a vacancy shall be elected for the unexpired portion of the term of his/her predecessor in office.

Section 3. Board Meetings. Regular or special meetings shall be held in the State

of Oregon. Board meetings shall be called by the President at such time and place as he/she shall specify. Effective notice shall be given for all meetings.

Section 4. Quorum. Four (4) Board members shall constitute a quorum.

Section 5. Board Compensation. No officer or board member shall receive a salary from this community group.

ARTICLE VI. DUTIES OF DIRECTORS

Section 1. Conduct Affairs.

- a. The Board of Directors shall establish the operating and other policies, generally conduct the business and affairs of the community association, and make the necessary rules and regulations, not inconsistent with law, of these Bylaws.
- b. A membership can be canceled by either party in writing, notifying the other party prior to a meeting of this association that membership is to be terminated, without cause, by a vote of the Board.

Section 2. Bonds, Insurance, and Depository. The Board shall designate one or more depositories for funds of or in possession of this community association and specify proper safeguards for handling funds, including person(s) authorized to sign checks and vouchers.

ARTICLE VII. DUTIES OF OFFICERS

Section 1. The President shall:

- a. Preside over all meetings of the members and of the Board of Directors.
- b. Call all meetings of the Board.
- c. Serve as judge of elections.
- d. Perform all duties usually required of an executive and presiding officer.

Section 2. Vice President:

In the absence or in the event of the disability of the President, the Vice President shall serve in his/her stead.

Section 3. The Secretary shall:

- a. Keep the minutes of the meetings of the members and the Board of

- Directors.
- b. Maintain the membership roll.
 - c. Call special meetings of the members upon receipt of petition from ten (10) percent of the members.
 - d. Serve as custodian of all property of the community association.
 - e. Accomplish correspondence that may be at the direction of the President and/ or Vice President.

Section 4. The Treasurer shall:

- a. Within ten (10) days after the close of each month, reconcile the community association records with those of the depository.
- b. Be held responsible for the integrity and completeness of all accounting.
- c. Receive and disburse all funds of the community association. Any disbursement over twenty-five dollars (\$25) shall be approved by the Board of Directors.
- d. At each annual meeting, make a full report on the business and financial status of the community association.
- e. Compile such other reports as may be required by law or requested by the membership or the Board of the Directors.

ARTICLE VIII. MEMBER CAPITAL

Funds needed for any specific purpose of common interest to the Sauvies Island Community Group shall be collected on a volunteer basis from the membership and shall be receipted as a donation to a non profit organization. Tax ID #93-1005328.

ARTICLE IX. OPERATION METHODS

All operations of this community association shall be conducted at cost and without profit to the community association as such.

ARTICLE X. ACCOUNTING - AUDITING

This community association shall have installed such system of accounting as to permit conducting business in an orderly and prudent manner and shall have its books and records audited annually by a three- (3) member auditing committee appointed by the President. The books shall be audited prior to the annual (April)

meeting.

ARTICLE XI. GRIEVANCES

Any person or organization adversely affected by a decision of the Executive Board shall submit a written complaint to the Executive Board within thirty (30) days after the date of the decision.

Within fifteen (15) days of receipt, the complaint shall be reviewed at a special meeting of the Executive Board. No later than seven (7) days prior to this meeting, the complainant shall be notified in order that the complainant may attend the special meeting.

The Executive Board shall resolve the complaint or take appropriate action to effect its resolution within sixty (60) days of the special meeting. The Executive Board shall advise the complainant of its determination within seven (7) days of the determination.

ARTICLE XII. AMENDMENTS

These Bylaws may be amended by a majority affirmative vote of those members present at any annual meeting or at any special meeting, provided the substances of the amendment shall have been sent in writing to all members ten (10) days before the meeting.

CERTIFICATE OF ADOPTION

We, the President and Secretary respectively of Sauvies Island Boosters Community Association, hereby certify that the foregoing draft of six(6) pages constitutes a full and true copy of the Bylaws as amended of said community association and as adopted by the members thereof in session at Sauvies Island on November 15, 2001.

A copy of these Bylaws will be maintained at the Office of Citizen Involvement in Multnomah County, Oregon (Document #234868).

Kari Eggers, Secretary

Dave Koenneke, President