

Bylaws of Save Columbia CU Committee

INTRODUCTION

These bylaws constitute the code of rules adopted by the Save Columbia CU Committee (also known as SaveCCU) for the regulation and management of its affairs, but shall be preempted by any inconsistent provisions of the Washington Nonprofit Corporation Act (RCW Chapter 24.03) or of its Articles of Incorporation.

MEMBERSHIP

Members: Every person who signed that Petition that the Committee's initial directors and others filed on January 14, 2004, with the secretary of Columbia Community Credit Union, who supports SaveCCU's Platform, and who participates in any meetings or activities of members and supporters of the Committee may be recognized by a majority vote of the Board, as members. Other persons who are members of Columbia Community Credit Union who support the purposes of the Committee expressed in its Articles of Incorporation and in the SaveCCU Platform, wishing to so participate, may also be recognized by the Board as members. A person eligible to be recognized as a member may choose to be a nonvoting supporter instead of being a member with voting rights. Regardless of any other Bylaws provision, any person renouncing their SaveCCU membership may only rejoin the Committee with a two thirds vote of the Board or by a majority vote of the membership.

Rights of Members: Each member of the Committee, having attended at least two previous membership meetings, shall be entitled to one vote on each matter submitted to a vote at a meeting of the members. No member shall be entitled to any dividend or any part of the income of the Committee or to share in the distribution of the corporate assets upon dissolution. Members who provide the Committee with an e-mail address have a right to be notified at least 20 hours in advance of membership meetings.

Membership Meetings: Meetings of the members may be called at any time by two or more of the directors. Any business may be conducted at any meeting of members for which reasonable notice was given to. At the first meeting in January of each year, the members shall elect members of the board of directors.

Notice of Meetings: The directors calling a members meeting shall cause notice, at least 20 hours in advance, to be given by e-mail to each member who has submitted an e-mail address for that purpose. Directors shall attempt to cause members to be given more timely notice, and notice by phone or mail, or both, if resources permit.

Quorum and Procedure: The attendance of 11 members constitutes a quorum for the conducting of business at any meeting of the membership. Meetings, including elections, shall be conducted in accordance with Robert's Rules of Order by the person

designated by the directors (or any other person designated by the members) to preside at the meeting.

DIRECTORS AND OFFICERS

Definition of Board of Directors: The Board of Directors is that group of persons vested with the management of the business and affairs of this Committee subject to the law, the Articles of Incorporation, and these bylaws.

Qualifications: Directorships shall not be denied to any member on the basis of race, creed, sex, religion, or national origin.

Number of Directors: The board of directors will consist of six (6) directors, but the number may be increased or decreased by action of the members at any meeting.

Election and Term of Directors: Directors shall be elected by the members at the first meeting of the membership in January of each year. Directors shall serve for one year and continue until their successors are chosen. Directors may resign by written notice to the other directors.

Meetings of Directors: Directors shall meet in person; by phone conference; with unanimous consent by email; or by any combination of these alternatives, as often as they feel necessary. Any two directors may call a meeting, giving reasonable notice to all other directors. Any director who participates in a meeting waives notice. Two-thirds of the directors shall constitute a quorum, and the consent/vote of at least a majority of the directors then holding office is required for formal action by the board.

Officers: The members or directors may designate members to hold offices for the Committee. Unless more specific duties of the office are prescribed, each officer shall have the authority and shall perform those duties that are customary or implied by the title of their office under the common law of nonprofit corporations.

AMENDMENTS

The bylaws may be amended at anytime by formal action of the directors at a meeting where a quorum is present, but no amendment may affect the rights of the members unless it is approved by vote at a meeting of the members.

PUBLIC STATEMENTS

Authority to make Statements: No person, except one appointed by the Board of Directors or by the vote of the membership, shall be authorized to make any public statements, whether written or oral, purporting to represent the official policy, position, or opinion of this Committee, without first having obtained the approval of the Board of Directors or by vote of the membership.

Limitation on Statements: Any person who is authorized to make any public statement, whether written or oral, purporting to represent the official policy, position,

recommendation or opinion of the Committee, shall first make it clear that he or she is representing the Committee.

I hereby certify that these bylaws supercede any previously adopted bylaws, and were adopted by the Board of Directors and the members of the Save Columbia CU Committee at their meetings held on September 10, 2007.

Secretary
Robert L. Tice

- 1) Amended May 13 and 16, 2006 (Changed membership requirements, ability to re-join requires permission, voting requires attending two meetings, allows electronic votes and meetings. Superseded 2004 Bylaws.
- 2) Amended Sept. 10, 2007 (Changed number of members to qualify as a quorum from 15 to 11, & superseded May 2005 bylaws.)