

TAHOE DONNER GREEN CLUB BYLAWS

ARTICLE I – NAME

Section 1. The name of this club is the **Tahoe Donner Green Club**.

ARTICLE II – PURPOSE

Section 1. This Club is organized to accomplish the following purposes:

- a. To provide Tahoe Donner residents with environmental education and activities which will enhance and contribute to the environmental health of the general Tahoe Donner area

Section 2. The Club shall be operated exclusively for the purposes enumerated in Section 1 of this Article II and its organization and activities are not designed for, and shall not result in, financial or pecuniary gain or profit the members thereof.

Section 3. Notwithstanding anything contrary set forth herein, use of the Tahoe Donner facilities by the Club and its members shall be in accordance with the Rules and Regulations established by the Tahoe Donner Association.

ARTICLE III – DIRECTORS

Section 1. The Club shall be governed and managed by a Board of Directors consisting of five (5), seven (7), nine (9) or eleven (11) of its Members, who are current Tahoe Donner Association property owners (defined as holders of Tahoe Donner Association amenity-access member identification cards).

Section 2. A Director shall serve a term of two (2) years, or until their successor is elected or the Director resigns. Candidates for election to the Board shall be nominated from among the Club's Members by any Member, including the candidate, him/herself, during a four week period before the annual membership meeting. The terms shall be staggered by alternately electing half of the Directors one year, rounded down, and half the following year, rounded up.

Section 3. A Director may resign for any reason by tendering notice of such to the Board. Immediately upon a Director's loss of Membership status (e.g., is no longer a Tahoe Donner Property owner), his/her Director's seat shall be declared vacant. Vacancies on the Board shall be filled by majority of the remaining Directors appointing any Member of the Club to serve for the remainder of the vacant term.

Section 4 Meetings of the Board shall be held as frequently as is determined necessary by the Board. Special meetings of the Board may be called by the President or any two (2) Directors. A majority of the Directors then serving on the Board shall constitute a quorum for the transaction of business.

ARTICLE IV – OFFICERS

Section 1. The officers of the Club shall be a President, a Vice President and a Treasurer. Said officers shall be appointed by the Board from among the Directors.

Section 2. The President shall preside at all meetings of the Board and of the membership.

Section 3. The Vice President, in the absence of the President, shall preside at all meetings of the Board and of the membership.

Section 4. The Treasurer shall maintain adequate records of, and be ultimately responsible for, all funds and accounts of the Club. All checks issued by the club must be signed by the treasurer and one other officer designated by the Board.

ARTICLE V – MEMBERSHIP

Section 1. The Club shall have one class of membership: Members include those who own residential property within Tahoe Donner and their immediate family members (holders of amenity-access member identification cards).

Section 2. Members shall be entitled to vote at Club membership meetings.

Section 3. Each application for new membership shall be accompanied by payment of the annual dues.

Section 4. Any member who fails to pay annual dues is automatically dropped from membership.

Section 5. Following reasonable notice and an opportunity to be heard, the Board may revoke the membership of any Member whose conduct is determined to be contrary to the best interests of the Club.

ARTICLE VI – FEES AND DUES

Section 1. The Board of Directors shall determine the annual dues.

Section 2. Annual dues shall be payable in advance on or before the first day of July of each year. If such dues are not paid by July 1st, such dues will become delinquent and the member will be deprived of Club privileges.

ARTICLE VII – MEMBERSHIP MEETINGS

Section 1. Meetings of the membership shall be called by the President, the Board, or five percent (5%) of its Members.

Section 2. Notice of membership and Board meetings shall be given to all Members, if reasonably practicable, at least fourteen (14) days in advance thereof.

Section 3. Those Members present at any membership meeting shall constitute a quorum for the transaction of business, provided that at least any two (2) officers or those members who called the meeting are present.

Section 5. The annual meeting of the membership shall be held during June or July each year, at such time and place as may be determined by the Board. Directors shall be elected and the Board shall then appoint officers at the annual meeting.

ARTICLE VIII – COMMITTEES

Section 1. All committees of the Club shall be established, and their members shall be appointed, by the President.

Section 2. The Board shall determine the responsibilities and authority of all committees.

ARTICLE IX – AMENDMENTS

Section 1. These Bylaws shall only be amended by the affirmative vote of at least two-thirds (2/3) of the Members present at a duly called meeting of the membership; notice of the proposed amendment shall be provided in the notice by which the meeting is called.

ARTICLE X – EFFECTIVE DATE

Section 1. These Bylaws shall become effective upon their approval by the Tahoe Donner Association Board of Directors.

Section 2. Amendments to these Bylaws shall become effective upon their approval by the Club's Members and the Tahoe Donner Association Board of Directors.

(Approved by the Board of Directors 1-18-08)