

THE SEQUOIANS, INCORPORATED BYLAWS

The following Bylaws supersede all previous Bylaws of The Sequoians, Incorporated, and they incorporate all subsequent revisions adopted by the membership.

PREAMBLE

It is the intent of these Bylaws to conform to the principles to which this organization subscribes. We believe in the essential wholesomeness of the human body and regard it as neither an object of shame nor a subject for degrading exploitation. We believe that sunlight and air are vital to human life and wellbeing and that the exposure of the entire body to these elements is desirable at such time and in such places as are fitting and proper for that purpose. We believe that we are entitled to enjoy the benefits of such exposure without interference as long as we do not unwarrantably offend our fellow citizens. In addition, this organization considers it our responsibility to insure the freedom, the privacy, and the anonymity of every individual member.

ARTICLE I – NAME

Section 1: The name of this nonprofit corporation shall be The Sequoians, Incorporated (hereinafter called the “Club”). It may also be referred to as “Sequoians Clothes-Free Club” for promotional and advertising purposes.

Section 2: The Club is and shall remain a chartered club of the American Association for Nude Recreation, Incorporated (“AANR”) and the American Association for Nude Recreation, Western Region (“AANR West”), and shall adhere to AANR and AANR West principles and standards.

ARTICLE II – DEFINITIONS

Section 1: Adult: An individual who has reached the age of eighteen (18) or who has reached majority age according to the laws of the state of California.

Section 2: Board: The Board of Directors of the Club is comprised of the Executive Officers and Directors as defined in these Bylaws.

Section 3: Club: The Sequoians, Incorporated, including the real property as defined in these Bylaws.

Section 4: Fund: Monies allocated for a special purpose.

- a. **General Fund:** A Club financial account used for the day to day running of the Club.
- b. **Special Projects Fund:** A Club financial account used for major Club capital expenses and for maintaining existing Club infrastructure.
- c. **Water Fund:** A Club financial account used primarily for the purchase of water and secondarily for water projects.

Section 5: Improvements: Unless otherwise defined, all of the facilities of the Club that are permanently attached to the ground, including but not limited to buildings, tanks, pools, fences, and utilities, etc.

Section 6: In Good Standing: A member who is not under disciplinary probation, suspension or termination; and is not delinquent with any financial obligations to the Club as determined by the Treasurer, or upon a majority decision of the Board upon an appeal of the Treasurer's ruling.

Section 7: Policies and Procedures: A set of rules and procedures adopted by the Board or General Membership to implement the principles set forth in these Bylaws and to govern the Club's day to day operation. (Hereinafter called "P&P's")

Section 8: Member: An individual who has met all the requirements for membership in the Club as stated in these Bylaws and the Club's P&P's.

Section 9: General Membership: Consists of the Full members of the Club.

Section 10: Officer Of The Day: A member of the Board or a Board designee who oversees daily activities and seeks to ensure a pleasant recreational experience for members, guests and visitors when the Club is open during Open Season.

Section 11: Probation: The period in which a person's membership may be terminated at any time by a 2/3 majority of the Board.

Section 12: Disciplinary Probation: Temporary probation period of a member who has violated the Bylaws and/or the P&P's and/or a Board motion.

Section 13: Property: Unless otherwise defined, signifies real property as described in the Deed, i.e. "South one half (1/2) of the Northwest Quarter of Section 2, Township 2 South, Range 2 West, as shown in the Official Record, County of Alameda, State of California."

Section 14: Infrastructure: The basic facilities, services, and installations needed for the functioning of the Club, such as roads, communications systems, water, septic, power lines, and all existing facilities.

Section 15: Termination: When a person is divested of his/her membership by resignation or a decision of the Board or general membership as prescribed in the Bylaws and P&P's.

ARTICLE III –MEMBERSHIP

Section 1: All levels of membership in the Club shall be open to any adult of good character who applies for membership into this organization in the manner prescribed in the Bylaws and the P&P's.

Section 2: There shall be four (4) levels of membership in the Club. The types of memberships and the rights, benefits, privileges and limitations for each level of membership are described in these Bylaws and in the Club's P&P's. All memberships are subject to Board approval as described in the P&P's.

- a. **Full members** are co-owners of the Club and have voting rights, may hold any elected office or committee positions, may hold a lot lease and may be a resident member. Full members are not subject to gate fees. Full members in good standing shall be entitled to use the facilities of the Club at any reasonable time. Full members are subject to a twelve (12) month probation period upon the effective date of becoming a full member, during which time membership may be terminated by the Board. Resident members are Full members who reside on the Club grounds.
- b. **Associate members** have visited the Club during Open Season a minimum of three (3) days as a Prospective member, AANR Visitor or Guest. Associate members are not co-owners of the Club, do not have voting rights, shall not hold any elected office, shall not hold lot leases, shall not be resident members, are subject to gate fees for the use of the common grounds area, are not subject to assessments, have no limitation of the number of visits they may make during the Club's Open Season and are subject to a continuing probation period, during which time membership may be terminated by the Board.
- c. **Student Associate members** are subject to the same conditions and restrictions of Associate members except they are granted a 25% reduction in Associate member dues. Unless specifically noted otherwise, all references to "Associate member" in these Bylaws and P&P's shall include Student Associates. Student Associate membership is conditional upon providing proof of current full-time college enrollment, taking a minimum of 8 units per semester; proof submitted annually. Conversion to Full or Associate membership is required when college enrollment ends.
- d. **Millennial members** have visited the Club during Open Season a minimum of three (3) days as a Prospective member, AANR Visitor or Guest and have never been a Full member. Millennial members are no co-owners of the Club, do not have voting rights, shall not hold any elected office, shall not hold not leases, shall not be resident members, are not subject to gate fees for the use of the common grounds and are not subject to assessments. Millennial membership is limited to persons between the ages of eighteen (18) and thirty (30) years of age and they are limited to making (10) visits during the Club's Open Season. They are subject to a continuing probation period, during which membership may be terminated by the Board.

Section 3: Associate and Millennial members may apply for Full membership at any time. A Board vote is required to confirm Full membership conversion. The respective Associate and Millennial member must be in good standing and not currently under

disciplinary action to be considered as a Full member. The Board reserves the right to deny membership conversion to anyone at any time. Full members may convert to Associate membership. Full members may not convert to Millennial membership.

Section 4: The combined total of Associate, Student Associate and Millennial memberships may not exceed a percentage of the total membership as specified in the Membership section of the Club P&P's.

Section 5: Full, Associate and Millennial membership may be terminated by the Board for nonpayment of invoices or for violations of the Club's Bylaws and/or P&P's.

Section 6: Dues shall be paid as prescribed in the Bylaws and P&P's by all members in an amount determined by the membership at any regularly scheduled or Special General Membership meeting called for that purpose. The implementation date of dues shall be determined by the General Membership present in the meeting.

Section 7: Gate Fee rates for Associate members shall be set in the P&P's. All other fees for all levels of membership shall be paid in such amounts and at such times as specified in the appropriate section of the Bylaws, P&P's and Lot Leases.

Section 8: Life membership may be granted by the Board in recognition of extraordinary services provided to the Club by a longtime Full member. A Life member does not pay dues or gate fees, but may vote, hold office and a lot lease.

Section 9: Memberships are nontransferable.

ARTICLE IV – EXECUTIVE OFFICERS

Section 1: The Executive Officers of the Club shall be President, Vice-President, Rules, Treasurer, and Secretary. These five (5) officers comprise the Executive Committee.

Section 2: Only Executive Officers may be added as signatories on Club bank accounts. Two signatures shall be required on all Club checks. Only Executive Officers are authorized to sign official documents regarding the business of the Club.

ARTICLE V – THE PRESIDENT

Section 1: The president shall be the Chief Executive Officer of the Club. He/she shall have general charge of the business of the Club, and he/she shall be charged with the responsibility for and have the authority to enforce the rules and regulations of the Club.

Section 2: The President shall preside as Chair at all general membership and Board meetings. The President shall have no vote at Board meetings unless to break a tie or when the Bylaws or the P&P's call for a two-thirds (2/3) majority or six of nine (6/9) vote on any matter before the Board.

Section 3: The President shall supervise the dispatch of duties of each member of the Board and Club employees.

Section 4: The President, as a signatory on all Club bank accounts, is authorized to sign checks and pay any legitimate debt incurred by the Club. All debts paid require an invoice or other documentation verified and initialed by a second Board member.

ARTICLE VI – THE VICE-PRESIDENT

Section 1: The Vice-President shall preside over the operations of the Club in the temporary absence of the President. He/She shall also preside over general membership and Board meetings in case of such absence.

Section 2: The Vice-President shall ascend to the Presidency if the post is vacated for any reason; he/she will then serve as President until a new President is elected at the next general membership meeting.

Section 3: The Vice-President shall attend to the public relations and advertising duties of the Club. He/She is responsible for maintaining contact with similar organizations, publications, the press, and keeping the membership informed as to occurrences and trends in the parent and allied organizations. He/She shall maintain good public relations with the local press and the general public and shall be responsible for placing advertisements in the various news media for the purpose of promoting membership and advertising various Club events.

Section 4: The Vice-President may sign documents in the absence of the President. The Vice-President, as a signatory on all Club bank accounts, is authorized to sign checks and pay any legitimate debt incurred by the Club. All debts paid require an invoice or other documentation verified and initialed by a second Board member.

ARTICLE VII – SECRETARY

Section 1: The Secretary shall be The Sequoians, Incorporated certifying officer as defined by the American Association for Nude Recreation.

Section 2: The Secretary shall handle all correspondence pertaining to his/her office and ensure that a record of all meetings and other proceedings is properly kept and maintained. The Secretary shall insure that copies of minutes of all meetings are forwarded to the Board and made available to members. He/She may appoint a recording secretary approved by the Board.

Section 3: The Secretary, as a signatory on all Club bank accounts, is authorized to sign checks and pay any legitimate debt incurred by the Club. All debts paid require an invoice or other documentation verified and initialed by a second Board member.

ARTICLE VIII – TREASURER

Section 1: The Treasurer shall oversee all financial transactions of the Club, maintain all bank accounts, prepare any required financial reports, prepare an annual budget, supervise the collection of monies due and the payment of monies owed, supervise the office managers, keep complete and accurate financial records and report to the Board and the general membership on finances.

Section 2: The Treasurer is responsible for verifying that all bills and invoices are correct. The Treasurer, as a signatory on all Club bank accounts, is authorized to sign checks and pay any legitimate debt incurred by the Club. All debts paid require an invoice or other documentation verified and initialed by a second Board member.

Section 3: The Treasurer may appoint an assistant treasurer, and may appoint such other assistants as he/she deems necessary to assist him/her in the performance of his/her duties. Said appointments must be approved by the Board.

Section 4: In the event the office of Treasurer is vacated as a result of death, disabling illness, resignation, recall or impeachment, the Board shall appoint Rules or another qualified person as interim treasurer to serve until the next general membership meeting. At the vacancy of the office, the outgoing Treasurer shall surrender all books and other Club property pertaining to his/her office to the Board.

ARTICLE IX – RULES

Section 1: Rules is responsible for and authorized to monitor and enforce the rules and regulations of the Club as contained in the Bylaws and the P&P's. He/She is also responsible for and authorized to monitor and enforce any rule or regulation contained in a Board motion. He/She shall keep order at all meetings, in accordance with Robert's Rules of Order, Revised.

Section 2: Rules will serve as liaison officer to the membership. He/She will present ideas, suggestions, complaints, etc., from the members to the Board and/or the appropriate committee chair.

Section 3: Rules is responsible for Club fire and security precaution and enforcement. Rules shall conduct a regular inspection for conditions which may result in fire, flood, and/or mudslide hazard and report such conditions to the Board at once, with recommendations for corrective action. Rules is responsible for providing reasonable security against trespassers and vandalism.

Section 4: Rules may sign checks and documents in the absence of the President and Vice-President. Rules, as a signatory on all Club bank accounts, is authorized to sign checks and pay any legitimate debt incurred by the Club. All debts paid require an invoice or other documentation verified and initialed by a second Board member.

ARTICLE X – BOARD OF DIRECTORS

Section 1: The Board shall consist of nine (9) Full members of the Club, including Executive Officers, elected by the membership of the Club at the October General Membership meeting for two (2) year terms.

Section 2: The Board shall constitute the governing body of the Club and shall have the overall responsibility for the efficient and proper operations of the Club within the framework of these Bylaws and the P&P's.

Section 3: The Board shall pass the financial budget for each year by January of each new year. If there is no approved budget by the conclusion of the March Board meeting the Board and its officers must provide verbal and written notice to the General Membership identifying reasonable and good cause for any such delay. It must include the anticipated date the budget will be approved. Failure to provide reasonable and good cause will restrict the Board from spending on any items other than recurring utility, taxes, insurance and permit fees until a budget is passed.

Section 4: Any monies spent from the general fund for any purpose other than property or building maintenance and/or normal operating costs unless authorized at a general membership meeting shall be approved by the Board. All monies spent from the Special Projects fund, unless authorized at a general membership meeting shall be approved by the Board.

Section 5: The Board shall have the authority to expend a sum not to exceed five thousand dollars (\$5,000.00) on a non-budgeted item.

Section 6: Assessments of up to one hundred dollars (\$100.00) per year may be levied by Board action for specific purposes as approved by a two-thirds (2/3) majority vote of the Board. Any assessments in excess of one hundred (\$100.00) per year shall be determined by the membership at a general membership meeting. All assessments must be paid before dues are accepted. Associate and Millennial members are not subject to assessments.

Section 7: The Board, through the President, shall make a report of Club activities, prospects, future plans, and proposed operations at the general membership meetings.

Section 8: The Board of Directors shall have the authority to compile and keep current a list of Policies and Procedures (P&P's). These may be amended or deleted by a two-thirds (2/3) vote of the members present at any general membership meeting.

Section 9: Recall of a Board member may be initiated by a Full member upon presentation to the Board of a petition signed by at least one third (1/3) of the voting members of the Club requesting such recall. Upon receipt of the petition, the Board shall call a Special General Membership meeting to be held not less than thirty (30) days or more than sixty (60) days from the date of receipt of the petition. At the Special General

Membership meeting called for this purpose a quorum shall consist of two thirds (2/3) of the voting members of the Club, and the recall petition must be approved by two thirds (2/3) of those members present. The Board member whose recall is petitioned will have a fair and full opportunity to address the members prior to any vote on the petition.

Section 10: Impeachment of a Board member may be instituted by a three-fourths (3/4) vote of the remaining eight (8) members of the Board. If the Board votes for impeachment, the officer charged may then answer the specific charges, after which the Board shall vote whether or not to sustain the charges. If the charges are sustained by a three-fourths (3/4) vote of the eight (8) remaining members of the Board, the Board member is immediately relieved of his/her duties and the Board position is vacant. The Board may fill the vacant Board position by majority vote only until the next General Membership meeting, at which time the membership present, by simple majority vote, will decide whether or not to sustain the action of the Board. The membership shall then elect an interim Board member until the next general election. If the membership fails to sustain the action of the Board, the Board member impeached shall resume his office and duties.

Section 11: If, at any time between General Membership Meetings, a vacancy on the Board should occur for any reason, such vacancy shall be filled by a Board appointment in accordance with these Bylaws. Term of office of an appointed Board member shall expire at the following general membership meeting, at which time a vote of the members present shall elect a member to fill the remainder of the unexpired term.

Section 12: In addition to five (5) Executive Officers, the Board shall consist of four (4) Directors who will individually chair the following committees: Membership, Social, Legal, and Grounds. Each Director may hold regular committee meetings and report committee plans and progress to the Board at regular monthly meetings. All Board members report to the Board as a whole.

Section 13: If any member of the Board fails to attend three (3) consecutive meetings of the Board without a prior excused absence by the President or Vice-President, the Board shall declare the office vacant and appoint an interim replacement in accordance with these Bylaws.

Section 14: At each meeting of the Board, the Treasurer shall certify that all Board members present are currently in good standing. If any member of the Board fails to be in good standing, he/she may participate in the meeting but shall have no vote on any matter before the Board.

Section 15: The Board is specifically empowered to enforce the Bylaws; the P&P's and Board motions. Any member who believes another member has violated a provision(s) of the Bylaws, P&P's or a Board motion shall submit such allegation in writing or email to Rules. Rules shall be responsible for an investigation and decide whether the allegation will be submitted to the Board for further consideration, forwarded to the Grievance Committee, or dismissed. If the matter is submitted to the Board for further consideration

the Board shall meet in Executive Session and hold a closed hearing to include the member alleged to have committed the violation, the member who made the allegation and any other persons it considers material. If a closed Executive Session is called, the member alleged to have committed the violation shall be notified by registered mail or hand delivered notice not less than fifteen (15) days prior to said hearing. The member shall have full opportunity to present his defense by testimony, evidence, etc. If for any reason Rules is not able to carry out his/her responsibilities the President or his/her Board member designee shall do the investigation.

Section 16: If the Board finds there has been a violation of the Bylaws. P&P's or a Board motion, it may, by a six of nine (6/9) vote; order such disciplinary action as is deemed necessary. The disciplinary action may include, but not be limited to the following:

- a. Reprimand the member either verbally or in writing with reprimand placed in the member's file.
- b. Place the member on disciplinary probation for a fixed length of time.
- c. Suspend the member for a fixed length of time, which includes disciplinary probation.
- d. Termination of membership.

Section 17: If the decision of the Board is any action other than to reprimand a Full member the member may file a written notice of appeal with the Board. (For Associate and Millennial members, the Board's decision is final with no right of appeal. Only Full members have the rights set out in Section 17, 18 and 19.) Such notice of appeal must be delivered to the Board, to the attention of the President, by registered mail not more than thirty (30) days from the date of the Board's decision. If the notice of appeal is not received within the allotted time the decision of the Board shall stand.

Section 18: If a notice of appeal is filed, the Board shall call a special general membership meeting to hear the charges and all sides of the issue. The decision of the members present, by a majority vote, shall be final.

Section 19: The Lot Lease Agreement of a member who is placed on disciplinary probation may remain in effect. If a member is suspended, however, he/she shall be denied use of the lot for the duration of the suspension. If a resident member is suspended, that member is denied access to or use of the grounds except for their own residence and the shortest route to or from it for the duration of the suspension.

Section 20: If any member is formally accused of a felony crime in a civilian or military court, membership is immediately suspended without prejudice pending resolution of the case. If the felony charges result in an acquittal or dismissal of the charges, all membership rights and privileges are immediately restored. If the felony charges result in a conviction, the member's membership is immediately terminated.

Any prospective member, whether a former member, or otherwise, on or after the one-year anniversary of the successful completion of sentence, including termination of

parole or probation status, or at any time if the conviction is reduced to a misdemeanor, can apply for Full membership. The Board will process the membership as it normally processes memberships, with the following exceptions:

- a. The Board will reconvene in an Executive Session with the prospective member present, and will question him / her as needed, including about the felony and items related to it.
- b. The Board will then reconvene in open session for voting on the membership. No discussion of the felony shall occur during the open session. The Board will then vote on the application. To be accepted as a Full probationary member, the Board must have 6 affirmative votes. The President is allowed to vote in this situation.

Section 21: Members of the Board of Directors shall serve as Officer of the Day (OD) on a rotating basis during Open Season. At a Board member's request, the Board may vote to assign the duty to a designated Full member. Specific duties and responsibilities of the OD are defined in the P&P's.

Section 22: No immediate family member of any employee of the Club may serve on the Board.

ARTICLE XI – MEETINGS

Section 1: The general membership meetings of the Club will be held semi-annually in April and October. The normal business of the October general membership meeting will include the election of officers. At both the April and October general membership meetings the voting necessary in matters pertaining to Bylaws and/or P&P's will occur. The date, time, and place for these meetings will be the second Sunday in April and October at 1:30 p.m. on the Club grounds. In the event the second Sunday is a holiday, the meeting will be held the following Sunday at the same time and place. The Board shall be empowered to reschedule a general membership meeting within the months of April or October consistent with Club activities, or for good cause, and the membership shall be given thirty (30) days' notice of such change. The quorum for any general membership meeting (semi-annual or special) shall be the number of full members present.

Section 2: Special general membership meetings may be held at any time necessary for any purpose as specified in these Bylaws and may be called by the Board on its own motion. The Board, upon being presented with a petition containing the signatures of at least one third (1/3) of the total voting membership, shall call a special general membership meeting. Notice will be sent by the Secretary to all members stating the date, time, and place of the special general membership meeting at least fifteen (15) days prior to any such meeting and the reasons for holding such meeting will be stated on said notice.

Section 3: Meetings of the Board will be held at least once a month except December and immediately following each general membership meeting. The time and place for these

Board meetings will be prescribed by internal procedures adopted by the Board following an election of new members to the Board. At the Board meetings immediately following a general membership meeting, if newly-elected Board members are joining the Board, the Executive Committee will inform them concerning their separate duties and responsibilities. The Board shall notify the membership of any special board meeting called.

Section 4: All meetings of the Board shall be open to discussion and questions by members on all motions with the exception of closed Executive Sessions. In the intervening time between Board meetings, Board members may communicate with each other in person or via email, however no matter that requires a Board motion shall be voted upon until there is an opportunity for discussion and questions by members at the next Board meeting.

Section 5: The Board may only meet in closed Executive Sessions to discuss matters of alleged Bylaw and/or Policies and Procedures violations, matters of potential or pending litigation, matters dealing with the employment of Club personnel and matters dealing with member's financial situations.

ARTICLE XII – ELECTION OF OFFICERS

Section 1: The general membership meeting in October shall be the election meeting of the Club, and at said meeting elections will be held by secret ballot to fill the vacancies for the expired terms of Board offices and the Grievance Committee. On odd-numbered years (e.g. 2021, 2023, 2025) the President, Secretary, Rules, Social and Legal shall be elected on separate ballots. On even-numbered years (e.g. 2020, 2022, 2024) the Vice-President, Treasurer, Grounds and Membership shall be elected on separate ballots. Candidates for Executive Offices must be Full members in good standing in the Club for at least two (2) years. Candidates for the remaining Board positions must be Full members in good standing for at least one (1) year.

Section 2: The President shall appoint three (3) election judges from volunteers among the members present to supervise the election, count the ballots, and report to the membership the results of said balloting.

Section 3: Elections will be held in the following order for the vacant offices:

- a. President
- b. Vice-President
- c. Secretary
- d. Treasurer
- e. Rules
- f. Grounds
- g. Legal
- h. Membership
- i. Social
- j. Grievance Committee.

Section 4: The balloting, tallying, and announcement of the results of the voting for each office shall be concluded before proceeding to the next office. Vacancies on the Grievance Committee shall be filled on one ballot.

Section 5: The President shall entertain a motion that the ballots be recounted after the judges announce the results of the voting.

- a. If a motion is carried to recount the ballots, the President shall appoint three (3) alternate judges from the membership, and they shall report their conclusions.
- b. The ballots shall be sealed in the presence of the membership and placed in the custody of the Treasurer for a period of not less than thirty (30) days.

Section 6: Nominations shall be made from the floor at the election meeting at any time prior to the closing of nominations for that office. Nominees not present at the meeting shall have submitted their acceptance in writing to the Board thirty (30) days prior to said General Membership meeting.

Section 7: No two (2) members who are husband and wife or who live as domestic partners may simultaneously serve, run for election, or be appointed by the Board.

Section 8: At any election each Full member present who is in good standing shall have one vote. No member may carry a proxy for another member who is not present.

Section 9: All newly elected officers shall take office at the inboard meeting immediately following the General Membership meeting.

ARTICLE XIII – MEMBERSHIP CHAIR

Section 1: The Membership Chair is charged with the responsibility of screening and processing all applications for membership in the Club in accordance with the Bylaws and P&P's. The Membership Chair is also responsible for securing new members for the Club and scheduling all the Board members to serve as Officers of the Day.

ARTICLE XIV – LEGAL CHAIR

Section 1: The Legal Chair shall review suggested changes and/or additions to the Bylaws to determine proper legal wording and content, additions and revisions to the P&P manual, and the proper publishing and distribution to all members of these documents. Questions of a parliamentary nature and all legal matters pertaining to the Club shall be referred to the Legal Chair for resolution. The Legal Chair is responsible for preparing and signing lot leases and enforcement of county regulations. The Legal

Chair may make clerical changes, such as but not limited to revision dates, spelling corrections and renumbering, as required while doing rewrites.

ARTICLE XV – SOCIAL CHAIR

Section 1: The Social Chair is charged with the responsibility of planning, supervising and obtaining the necessary supplies for all social and fundraising events and/or activities of the Club.

ARTICLE XVI – GROUNDS CHAIR

Section 1: The Grounds Chair is responsible for the care of Club property and buildings. The caretaker, under the direction of the Grounds Chair, is responsible for the care of the swimming pool, hot tub, Club water system, propane and for the care of other athletic facilities, the lawn and lanai, picnic and barbecue areas and overnight campsites.

ARTICLE XVII – COMMITTEES

Section 1: Special Committees may be created by the Board for a special purpose and for a limited duration. The Board shall set the purpose and duration of the committee and the President shall appoint the committee members and chair. The Board may change the committee chair and composition by majority vote. The committee shall report to the Board and has no authority for action independent of the Board.

ARTICLE XVIII – RULING DOCUMENTS

Section 1: The Club Bylaws shall take precedence over all other ruling documents within the corporation and shall always prevail in case of conflict.

Section 2: In all matters pertaining to parliamentary procedure, unless covered by its Bylaws or P&P's, this organization shall be governed by Robert's Rules of Order, Revised.

Section 3: These Bylaws shall conform to the standards set by AANR and AANR West. In the case of a conflict between these Bylaws and those of AANR and AANR West, the Board shall review the conflict for possible amendment of the Bylaws.

Section 4: All matters concerning grounds and improvements within the Club property shall conform to the County of Alameda codes and requirements.

ARTICLE XIX – AMENDMENTS

Section 1: The general membership of the Club has the power to amend or repeal any of these Bylaws and/or adopt new Bylaws. In order to adopt new Bylaws or to amend or repeal any existing Bylaw, a copy of the new Bylaws or the amendment or notice of appeal to an existing Bylaw must be received via e-mail by each member in good

standing not less than fifteen (15) days prior to the general membership or special general membership meeting at which the vote is to occur. The proposed new Bylaws, amendments, or repeal of existing Bylaws will be mailed to members who request them, and posted in the office 15 days prior to meeting. The new Bylaws or the amendment or revocation of any existing Bylaw shall pass with a two-thirds (2/3) majority vote of the members present at the general membership or special general membership meeting.

Section 2: Bylaw amendments shall be restricted to the annual membership meetings in April and October unless so requested by two thirds (2/3) of the Board, or by presentation to the Board of a petition signed by at least one third (1/3) of the membership requesting such action.

ARTICLE XX – DISBANDMENT

Section 1: It is specifically made part of these Bylaws that this organization cannot be disbanded unless all of the members unanimously so agree, and if one (1) member desires to continue this organization, it will continue in existence.

Section 2: No part of the Club property shall be sold, transferred, or exchanged unless all of the members unanimously so agree. If one (1) member does not agree, such sale, transfer, or exchange, shall not be made.

Section 3: Assenting/opposing votes in writing to Sections 1 and 2 above shall be accepted only if they bear the notarized signature of the member. Said votes must be kept on file by the Secretary for a minimum of sixty (60) days. Written notice of at least fifteen (15) days must be given to all members of said proposals defined in the sections above by the Secretary.

Section 4: No section of this Article may be amended nor repealed except by a unanimous vote of every Full member in good standing.

ARTICLE XXI – LOT LEASES

Section 1: No member of the Club may hold two (2) or more lot leases simultaneously except in the following circumstances:

- a. A member who holds a lease on a non-residential camping lot and who wishes to change lots may lease a new one and hold the lease of the original lot for up to one hundred twenty (120) days, for the purpose of divestiture of the personal property and improvements on the lot. Original leases expiring before the end of one hundred and twenty (120) days shall be extended on a pro rata basis only until one hundred twenty (120) days past the execution date of the new lot lease.
- b. A member who holds a lease on a residential lot and who wishes to change lots may lease a new one and hold the lease on the original lot for up to one (1) year, for the purpose of divestiture of the personal property and improvements on the lot. Original leases expiring before the end of one (1)

year shall be extended on a pro rata basis only until one (1) year past the execution date of the new lot lease.

- c. A member who qualifies under Section 1, paragraph (a) or Section 1 paragraph (b) shall be responsible for any fees applicable to both leases until one lease is relinquished.
- d. The Board, for good cause, may, by two thirds (2/3) majority vote, extend the time limits specified in paragraphs (a) and (b) to an amount of time that can no more than double the specified time limits.

ARTICLE XXII—CLUB POSSESSIONS AND IMPROVEMENTS

Section 1: All Club possessions are restricted to use within the Club property, and no such Club possession or official document shall be removed from the property without the permission of the Board.

Section 2: Any and all articles donated to the Club shall become the sole possession of the Club and cannot be reclaimed at any time.

Section 3: The Board may not sell, transfer, or exchange any Club owned possessions or improvements except as follows:

- a. Possessions or improvements with a value of less than \$4,100.00 by a majority vote of the Board.
- b. Possessions or improvements (excluding structures) with a value of more than \$4,100.00 by a majority vote at a general membership meeting.
- c. Structures, including but not limited to the office, recreation hall, rest rooms, and outbuildings, with a fair market value or over \$4,100.00 without a two-thirds (2/3) majority vote of approval at a general membership meeting.

ARTICLE XXIII – CLUB ELECTRONIC MEDIA

Section 1: The Club shall maintain an official web site on the World Wide Web with the domain name “Sequoians.com.” The Board shall appoint a webmaster to oversee the web site and work under the direction of the Vice-President on communication and public relations. The web site shall be used to promote the Club, promote nude recreation and inform the members of Club news, events and other important information.

Section 2: With Board approved security measures, the web site can be used to provide members with the required information for Board or general membership meetings, including special meetings.

Section 3: The Club shall maintain an official email address for general communication. The Board may maintain other email addresses as needed for special purposes.

ARTICLE XXIV—GRIEVANCE COMMITTEE

Section 1: A Grievance committee consisting of seven (7) Full members in good standing shall be elected by the membership to serve a term of one (1) year at each October general membership meeting. The person who receives the majority vote shall be deemed Chairman of this committee.

Section 2: A Grievance Committee is available to settle differences between members that do not involve violations of the Club's Bylaws or Policies and Procedures. The Grievance committee will consist of seven (7) Full members of the Club not holding any other office in the Club, elected at a General Membership meeting for terms of one year. Interim vacancies to the Grievance Committee shall be filled by the Board to complete the term of the vacated position(s).

Section 3: Members should do their best to settle their disputes amongst themselves. However, when sincere efforts at equitable solutions have failed, the Grievance Committee is called upon. First, the Grievance Committee will act as a mediator, getting the aggrieved parties to sit down and discuss the matter informally and attempt to settle the dispute. If this fails, the matter should be brought before Rules, who may settle the matter or present it to the Board.

Section 4: When a person brings a grievance to the Chairman of the Grievance Committee, the Chairman will choose three (3) members of the Committee, at random, to hear the grievance. Both the person initiating the grievance and the person who the grievance is against can then each reject up to two (2) of the selected members. After each rejection, it is up to the Chairman to replace that member with another one of the seven (7).

Section 5: If a grievance is withdrawn or retracted by the complainant, notice of withdrawal must be given in writing to the Grievance Chair.

ARTICLE XXV – FUNDS

Section 1: There will be three funds managed with separate budgets of the Club. These funds shall be:

- a. General Fund
- b. Special Projects Fund
- c. Water Fund

Section 2: Other funds may be added for specific purposes, under constraints listed elsewhere in these Bylaws and P&P's.

Section 3: Income for the General Fund shall be from all Club sources of revenue except those designated to fund the Special Projects Fund and the Water Fund.

Section 4: Income for the Special Projects Fund and Water Fund shall be from separate fees levied on all members, at rates specified in the P&P's.

Section 5: Money in the Special Projects Fund shall be used to pay for designated infrastructure repair and maintenance as well as major Club capital expenses. The monies in this fund shall be carried forward, year, to year.

Section 6: General Fund monies may be moved into the Special Projects Fund by a majority vote of the Board.

Section 7: Any Special Projects Fund fee associated with Resident and non-Resident site holders shall apply as follows:

- a. For Resident site holders it will apply to everyone residing on the site;
- b. For non-Resident site holders it will apply to one lease holder only.

Section 8: Special Projects Fund projects will be managed by the Grounds Chairperson or any member designated by the Board.

Section 9: A five (5) member committee will be responsible for prioritizing projects to be submitted to the Board for funding by the Special Projects Fund.

- Three (3) members will be appointed by the resident members prior to the October Board meeting on even-numbered years.
- Two (2) members will be appointed by the Board at the October Board meeting on even-numbered years.
- The five members will vote and select a Chair.
- Committee members shall server two (2) year terms, commencing at the October General Membership meeting on even-numbered years.
- No member of this committee may be a Board member and a minimum of two (2) of the five (5) members must be non-residents.