

see note (A) on last page.

ARTICLE I. NAME

The name of this organization is the Funny River Chamber of Commerce and Community Association (FRCCCA).

ARTICLE II. OBJECT

As set forth in the Articles of Incorporation, the FRCCCA is formed to promote and perpetuate the business, commercial, industrial, educational, recreational and civic interests and the promotion of the general welfare and prosperity of the Funny River area and the stimulation of public interests to these ends. FRCCCA endeavors to advance the industry of this community by developing a uniform public spirit so that we may put forth maximum effort in the aid of community and make it more prosperous, beautiful, safer, cleaner, and a better place to live. FRCCCA has a state issued gaming license. FRCCCA is an emergency action center. FRCCCA is a not-profit corporation and the tax basis of FRCCCA is 501(C)6.

ARTICLE III. BYLAWS

These bylaws of FRCCCA will serve as a long-term governing document. At all meetings, Roberts Rules of order shall be used as a guide.

ARTICLE IV. MEMBERSHIP

SECTION 1. MEMBERSHIP AREA

The Funny River membership area is defined as the area described on the Borough 2015 voting map as Funny River 1.

SECTION 2. CLASSES

There shall be five classes of membership: individual, family, business, associate and honorary.

- A. Individual Membership: Any individual over the age of 18 years who owns property or resides in the FRCCCA membership area, makes application and pays the required annual dues, will become an individual member with one (1) vote.
- B. Family Membership: Any two individuals living together who own property or reside in the FRCCCA membership area, apply for a family membership and pay the required annual dues will be members. Two family members who meet the requirements of individual members may vote.
- C. Business membership: Any business, firm, corporation, partnership or association who own or reside in the FRCCCA member area, make application and pays the required annual dues will become a business member. Business members are voting members. Each business must notify the secretary in writing of the name of the person who represents the business entity at the meetings. That person may not vote in any other capacity.
- D. Associate Membership: Individuals not residing in the FRCCCA membership area and would like to participate in activities and functions of the FRCCCA may pay a

membership fee and have all the privileges of activity members except the right to vote.

- E. Honorary Membership: Any person who has rendered a significant service to the community at large may be selected by the Board of Directors for honorary membership and they shall be issued an honorary membership certificate. An honorary member shall have all the privileges of individual or family members, except the right to vote. Honorary membership may be revoked for cause upon a 75% vote of the Board of Directors at any regular meeting of the board or at any special meeting of the board called for that purpose.

ARTICLE V. GOVERNANCE

SECTION 1: OFFICERS:

- A. The officers shall be: President, Vice President, Secretary and Treasurer.
- B. Election and Term of Office: The President and Secretary shall be elected during odd numbered years for a term of two (2) years. The Vice President and Treasurer shall be elected on even numbered years for a term of two (2) years. The election shall occur at the annual meeting of the members. Each officer shall hold office until a successor has been duly elected and qualified or until their death or until they shall resign or shall have been removed in the manner hereinafter provided. Officers must be members in good standing. All elected officers should be willing to serve.
- C. Removal: Any officer or person elected by the membership or appointed by the board may be removed whenever the best interests of the FRCCCA would be served. This removal action requires a quorum at a regular membership meeting or a special meeting called for that purpose and a vote of 75% of the current members in attendance. Any officer or person appointed or elected, who fails to pay their dues by December 31st is automatically removed from office.
- D. Vacancies: A vacancy in any office because of death, resignation, removal, disqualification or otherwise may be filled by the board until the next annual meeting when the term of that position expires.
- E. President: The president shall be the principal executive officer and shall, with the Board of Directors, supervise and control all business and affairs of the FRCCCA. The President shall preside at membership and Board of Directors meetings. The President may sign, with the Board's authorization, any deeds, mortgages, bonds, contracts, and other instruments. Any bills presented to FRCCCA shall be approved by the President. The President shall perform all duties incidental to the office of the President and such other duties as may be prescribed by the Board from time to time. The president shall have monetary bond provided by FRCCCA.
- F. Vice President: In the absence of the President or in the case of death or inability to perform duties, the Vice President shall perform the duties of President. When so

acting, the Vice President shall have all the powers assigned to the President. The Vice President shall perform such other duties as may be required.

- G. Secretary: The Secretary shall keep the minutes of membership and board meetings, see that all notices are duly given in accordance with the by-laws, and be custodian of the ~~FRCCCA~~ records. The secretary shall have duties incident to the office of Secretary and such other duties as from time to time may be assigned by the President.
- H. Treasurer: The treasurer shall have charge and custody of, and be responsible for all funds and securities received and give receipts for monies due and payable from any source whatever and deposit all such monies in the name of ~~FRCCCA~~ in such banks or other depositories. The treasurer shall perform all duties incident to the office of treasurer and such other duties as from time to time may be assigned by the President. The Treasurer shall have monetary bond provided by ~~FRCCCA~~.

SECTION 2. BOARD OF DIRECTORS

A. Definition:

1. The Board shall consist of the four (4) elected officers and the five (5) elected directors. This group is referred to as The Board and all are covered under the Executive and Directors Insurance Policy.

B. Powers:

1. The business and affairs of the ~~FRCCCA~~ shall be managed by its Board. The Board is to act in a conscientious and lawful manner for the benefit of the general membership of ~~FRCCCA~~. The President of ~~FRCCCA~~ shall be the chairman of The Board.
2. The board shall have the following powers:
 - A. To negotiate the acquisition of any real property rights or privileges approved by the general membership.
 - B. To authorize purchase or acquisition of items necessary for the operation of ~~FRCCCA~~.
 - C. To delegate any of the powers of The Board to any standing or special committees or to any officer or agent or to appoint any persons to be agents of the ~~FRCCCA~~ with such powers and upon such terms as they think fit.

C. Directors: The number of directors shall be: five (5).

1. Election of Directors: Two (2) Directors shall be elected during odd numbered Years. Directors shall serve for a two year term. Directors shall hold office Until their successor shall have been elected.
2. Regular meetings: Regular meetings of The Board shall be held on the first Thursday of every month except the annual board meeting shall be held immediately after and at the same place as the annual meeting of the ~~FRCCCA~~.

3. Special Meetings: A special meeting of the Board may be called at the request of the President, or by any three (3) elected Officers and/or Directors. A Board Quorum must be established to hold the meeting.
4. Notice: Notice of any special meeting shall be given to each board member at least three (3) days prior to the meeting. In case of urgency the persons calling the special meeting may give a shorter notice than prescribed by contacting each board member.
5. Quorum: Five (5) or more board members shall constitute a quorum for the transaction of business at any given board meeting.
6. Manner of Acting: The act of a majority of The Board present at a meeting at which a quorum is present shall be the act of The Board.
7. Vacancies: a vacancy in any office or Board of Directors position because of death, resignation, removal, disqualification or otherwise may be filled by a majority vote of the board until the next annual election where the position is up for election.
8. Absenteeism: Any Director who misses three meetings in succession, without a written notice to the President or other designated official, may be removed by a majority vote of The Board. Such vacancy shall be filled as provided in Section 7 above.
9. Removal: Any Director may be removed for good cause presented at any regular membership or special meeting called for that purpose by a vote of 75% of the current members in attendance who are entitled to vote.

SECTION 3. COMMITTEES;

- A. Standing Committees: There shall be the following standing committees:
 1. Audit and inventory
 2. Building
 3. Bylaws
 4. Festival
 5. Gaming
 6. Insurance
 7. Membership/Nominating
 8. Memorial Gardens
 9. Policies & Procedures
 10. Recreation/Playground
 11. Business
- B. The Standing Committees: There must be at least three (3) members in each committee. Any decisions for ~~FRCCCA A~~ must be made by at least two (2) committee members. A current listing of standing committee chairpersons is to be kept posted on the community center bulletin board.
- C. Additional Committees: The President may create such other special committees as the conduct of business may require.
- D. Committee Chairmen and Members: The President shall appoint standing committee chairmen with concurrence of the board and may appoint committee members or leave the appointment of committee members to the selection of the committee chairman.

- E. Authority of Committees: It shall be the function and duty of each committee to investigate and make recommendations concerning the subject matter for which the committee was created. They shall make reports to the Board of Directors. No committee shall make commitments representing FRCCGA on any project without direction of the Board.
- F. Committee meetings: Committee meetings may be called at any time by the chairman of the committee.

ARTICLE VI. MEMBERSHIP DUES

Section 1. Amount: The Board shall determine the annual dues for all classes of membership.

Section 2. Membership dues are due and payable on an annual/calendar year basis beginning January 1 of each year.

Section 3. Only paid up members may participate in meetings and vote. Dues must be paid by the end of the month prior to any vote.

ARTICLE VII. MEMBERSHIP MEETINGS

Section 1. Annual Meeting: The annual membership meeting shall be held on the third (3rd) Saturday in the month of May of each year, at the hour of 7:00 pm, for the purpose of electing Officers and Directors and for the transaction of such other business as may come before the meeting. In the event that such annual meeting is omitted for any reason whatsoever, The Board shall call a meeting to be held as soon as convenient. Any business transacted or elections held on such new date of the annual meeting shall be as valid as if transacted on the original date.

Section 2. Regular meetings: The regular membership meeting shall be held on the second Thursday of each month. *Board mtg. afterward.*

Section 3. Special Meetings: The Board may call special meetings of the membership for any purpose.

Section 4. Minutes and publishing: The Secretary shall record the minutes of each meeting. The Secretary shall then create a summarized version of the minutes and make them available for publishing in the next member newsletter and posting on the bulletin board.

Section 5. Order of Business: The order of business of any regular or special meeting shall be conducted as follows:

1. Acceptance of Agenda
2. Reading and Approval of Minutes

3. Financial Reports and Approval
4. Report of Officers and Committees
5. Old Business
6. New Business
7. Adjournment

Section 6. Place of Meeting: The place of meeting shall be the principal office of the FRCCCA, which is the Community Center.

Section 7. Voting Lists: The Secretary shall maintain a complete list of the current members entitled to vote at each meeting, arranged in alphabetical order with the address of the members. Such list shall be produced and posted at the time and place of the meeting and shall be subject to the inspection of any member during the meeting.

Section 8. Quorum: Any duly organized meeting with at least fifteen (15) voting members will constitute a quorum. The members present at a duly organized meeting may continue to transact business until adjournment.

Section 9. Proxies: No member may vote by proxy.

Section 10. Voting of Member: Each current member present shall be entitled to one vote upon each matter submitted to a vote at a meeting at a meeting of the membership. Associate and Honorary members shall have no vote.

ARTICLE VIII. CONTRACTS, CHECKS AND DEPOSITS

Section 1. Contracts: The Board may authorize any officer or officers to enter into any contract or execute and deliver any instrument on behalf of the FRCCCA and such authority may be general or confined to specific instances. Loans require a unanimous vote of the entire Board.

Section 2. Checks, Etc: All checks, and other orders for payment of money, notes and other evidences of indebtedness issued in the name of FRCCCA shall be approved by the President and signed by the Treasurer and one (1) other designated officer of the FRCCCA.

Section 3. Deposits: All funds not otherwise in use, shall be deposited in a timely manner to the credit of the FRCCCA in such banks or other FRCCCA depositories as The Board may select.

ARTICLE IX. FISCAL YEAR

The fiscal year shall begin on the 1st day of January and end on the 31st day of December in each year.

ARTICLE X. OFFICES

The principle office of the FRCCCA shall be located in the Funny River Community Center, State of Alaska.

ARTICLE XI. BYLAWS AMEMDMENTS

Changes in the by-laws will be submitted in writing to the by-laws committee who will consider the proposed changes and forward the proposed changes and their recommendations to the Board of Directors. The Board of Directors will then present their proposed changes at the annual meeting.

ARTICLE XII DISPLAYS

There will be no plaques, photos or similar items honoring or mentioning individuals or groups placed in or on the buildings or grounds with the exception of the memorial garden plaques, pictorial history of Funny River and those existing prior to 5-11-2013.

ARTICLE XIII POLICIES AND PROCEDURES

Through committee action, a written plan shall be developed regarding the routine and day-to-day operation of FRCCCA and the Community Center. This plan shall be kept posted on the Community Center bulletin board. Suggested changes to this plan by members shall be submitted in writing to the standing Policies and Procedures Committee for review. Committee recommendations will then be forwarded to The Board for their review and implementation, or, in the case of any significant change, be presented at membership meeting for a vote. The Policies and Procedure Committee shall meet periodically, and at least annually to review, plan and update as needed.

ARTICLE XIV DISSOLUTION

Upon dissolution of FRCCCA all debts owed shall be paid from financial assets. Any remaining assets and/or real property shall be distributed for educational and/or charitable purposes that are recognized as non-profit.

Note A: As of 9/27/2017, the Funny River Community ^{Association} withdrew from this organization and formed as a separate 501(c)3 nonprofit organization, Alaska Business License / Entity #10069418. Amended and adopted 5/21/16 M. Pitts