

Corrected Copy

~~PROPOSED NEW BY-LAWS (A Complete Revision)~~

ODD FELLOWS SIERRA RECREATION ASSOCIATION, INC.  
BY-LAWS 2-9-75

ARTICLE I  
Name and Purpose

SECTION 1.

This Corporation shall be known as the ODD FELLOWS SIERRA RECREATION ASSOCIATION and shall be a non-profit Corporation under the Laws of the State of California.

SECTION 2.

It shall be dedicated to the recreation of the members of all branches of the Independent Order of Odd Fellows desiring to assist in the promotion of such recreation.

ARTICLE II  
Membership

SECTION 1.

1 A member of any duly constituted Subordinate or Rebekah Lodge of the Independent  
2 Order of Odd Fellows, or any Lodge which is a branch of the Independent Order of  
3 Odd Fellows, may become a member of this Association by the purchase of a lot in the  
4 Subdivisions known as "ODD FELLOWS SIERRA CAMP SUBDIVISIONS Nos. 1 and 2" from a  
5 member in good standing or a lot owned by the Association.

SECTION 2.

6 All rights and privileges shall accrue to the new owner(s) so long as his or  
7 her membership and dues in the Order and the Association are kept on a current status.

SECTION 3.

8 All members agree to conform to and abide by these By-Laws and the Rules and  
9 Regulations as adopted and or amended by the Board of Directors, and the membership,  
10 as required.

SECTION 4.

11 All current and future qualifying members, as stated above, shall be automatically  
12 members of "SIERRA PARK SERVICE CORPORATION" and shall be subject to the By-Laws of  
13 that Corporation.

SECTION 5.

1 Each member is entitled to one vote and must be so designated prior to any  
2 Annual Meeting or any Special Called Meeting. Voting must be made in person and  
3 not by proxy or write in. One vote per member regardless of dual membership through  
4 owning of more than one lot. Each member owning a lot or lots is entitled to one (1)  
5 vote in the Association. A jointly held lot or lots ~~entitles only~~ <sup>entitles only</sup> one person of such  
6 joint ownership to one (1) vote. The spouse or Joint tenant of a qualified member may  
vote in place of an absent member with the written permission of the absent member.  
SECTION 6.

7 Twenty five percent (25%) of the voting power shall constitute a quorum for  
8 the Annual Meeting or Special Called Meeting.

SECTION 7.

9 The Annual Meeting shall be held at the Recreation Hall, Odd Fellows Sierra Park,  
10 on the Sunday prior to which Memorial Day is celebrated. A notice of such meeting  
11 shall be sent to each member of this Corporation no less than fifteen (15) days prior  
12 to such meeting.

SECTION 8.

13 A Special Called Meeting may be called by the Board of Directors and notification  
14 of said special meeting shall be sent to each member not less than thirty (30) days  
15 prior to said meeting. The purpose of this meeting must be specified and no other  
16 business shall be allowed.

SECTION 9.

17 Any member whose dues or assessments are delinquent will not be entitled to vote  
18 at any Annual Meeting or Special Called Meeting.

ARTICLE III  
Officers

SECTION 1.

19 Officers of this Association shall consist of a President, Vice President,  
20 Secretary, and Treasurer, who shall be members of the Executive Committee, and  
21 five (5) directors, the nine members constituting the Board of Directors. There may

1 also be, at the discretion of the Board of Directors, a Recording Secretary, who may  
2 be selected by the Board of Directors, in addition to the above named officers. Said  
3 Recording Secretary may or may not be a member of the Board of Directors.

SECTION 2.

4 The Board of Directors shall have the power to combine the offices of Secretary  
5 and Treasurer, should it be deemed necessary for the proper functioning of the duties  
6 of these offices.

SECTION 3.

7 Any member who is eligible to vote in this Corporation is also eligible for  
8 election to the Board of Directors and to the Executive Committee positions or any  
9 other committee appointed by the Board of Directors.

SECTION 4.

10 The President, Vice President, Secretary and Treasurer (or Secretary-Treasurer)  
11 shall be selected from the members of the Board of Directors by the Directors at  
12 their first meeting after the Annual Meeting of this Corporation, and shall hold  
13 office for one year or until such time as their term of office shall expire for  
14 any cause.

SECTION 5.

15 Of the nine directors, three shall be elected at the annual meeting to be held  
16 in 1949 for a term of one year, and three shall be elected for a term of two years  
17 and three shall be elected for a term of three years, and at each annual meeting  
18 thereafter the outgoing directorships shall be filled for terms of three years each.

SECTION 6.

19 Five members of the Board of Directors shall constitute a quorum for any  
20 meeting of the Board of Directors.

SECTION 7.

21 Any ~~officer~~ <sup>Board Member</sup> may be recalled either by a majority of the votes cast at any Annual  
22 Meeting or Special Called Meeting or by a <sup>2/3rds</sup> majority of the entire Board of Directors.

SECTION 8.

a Board Member

1 If ~~an officer~~ is absent from three (3) consecutive regular Board meetings without  
2 due cause the Board of Directors shall declare the office vacated.

SECTION 9.

a Board Member

3 When ~~an officer~~ shall be recalled, his office declared vacated, or shall resign,  
4 his office shall be filled by ~~recommendation of the Executive Committee subject to~~  
5 ~~the approval of the Board of Directors.~~ the first runner-up or succeeding runner-up at the last  
6 Annual Meeting. This appointment shall run until the next Annual Meeting only.

ARTICLE IV  
Duties of Officers

SECTION 1.

7 The Board of Directors shall have charge of all property of this Corporation  
8 and the Executive Committee shall have authority to carry out all orders of the  
9 Board of Directors, when said Board of Directors is not in session.

SECTION 2.

10 The Board of Directors must have the approval of the majority of the members  
11 present at any Annual or Special Called Meeting for disposition, sale or lease of  
12 any portion of the lands owned by this Corporation. This does not include the unsold  
13 lots in Subdivisions Nos. 1 and 2, nor does it include any existing land exchange  
14 previously approved by the membership with the Boy Scouts or any agency of the  
15 Federal Government.

16 ~~For working purposes, to straighten out any boundary disputes or legal problems~~  
17 ~~that may arise, the Board of Directors may make an adjustment of up to and including~~  
18 ~~twenty (20) acres without membership approval, provided 30 days written notice is~~  
19 ~~given to the membership.~~

SECTION 3.

20 The Board of Directors is the governing body of this Corporation. It shall  
21 adopt all Park Rules and Regulations, enter into all agreements, execute the purchase,  
22 or sale thereof, except as described in Section 2 as noted above, negotiate with

1 lodges, individuals, and or corporations, and at all times, when delegating its  
2 power to the Executive Committee, be in complete charge of the property and affairs  
3 of this Corporation.

SECTION 4.

4 The Board of Directors shall meet at their discretion in such places as they  
5 may determine, or as may be determined by the Executive Committee. However, should  
6 any three directors make a request for a meeting, the Executive Committee shall call  
7 such meeting. Any business may be discussed at any regular or special meeting of  
8 the Board of Directors.

SECTION 5.

9 The Board of Directors, or the Executive Committee under its direction, may  
10 employ any person or persons as may be required for the proper functioning of this  
11 Corporation, and shall fix the salaries or wages of all such persons employed.

SECTION 6.

12 The Board of Directors shall establish rates of charges for the use of the  
13 Camp Grounds, Picnic Areas, Recreation Hall, or other such facilities of this  
14 Corporation.

SECTION 7.

15 The Board of Directors shall require the posting of a Surety Bond for the  
16 Treasurer or other responsible person as determined by the Board, in an amount of  
17 not less than \$5,000.00.

SECTION 8.

18 The Board of Directors shall have the power to levy Assessments and or Dues  
19 against the members of this Corporation when voted by a majority of the members  
20 present at the Annual Meeting or any Special Called Meeting of this Corporation.

SECTION 9.

21 The President shall preside at all meetings, see that all rules and regulations  
22 of the Board of Directors, all sections of the By-Laws, and all duties of each  
23 officer and employees are faithfully performed for the benefit of the members of  
24 this Corporation.

SECTION 10.

1           The Vice President shall function for the President in the absence of that  
2 Officer, and shall have all power so delegated to him when so functioning.

SECTION 11.

3           The Secretary shall keep and preserve all records, financial or otherwise,  
4 pertaining to the business of this Corporation. The Recording Secretary shall assist  
5 the Secretary as directed by the Board of Directors.

SECTION 12.

6           The Treasurer shall receive all monies due this Corporation, and deposit the  
7 same to the account of this Corporation, paying it out only on the orders of the  
8 Board of Directors, keeping accurate records of money so received and paid out.

9           The funds of this Corporation <sup>shall</sup> ~~may~~ be kept on deposit in a Commercial Bank or  
10 Savings & Loan Association, both of which must be insured by the Federal Government  
11 or one of its agencies.

12           All checks written must be properly signed by Two (2) members of the Board of  
13 Directors, the President, or Vice President, and the Secretary or Treasurer.

SECTION 13.

14           The Board of Directors shall give a report of their activity and accomplishments  
15 at each Annual Meeting of the members of this Corporation, and a copy placed on file  
16 for future reference. The Financial Committee shall submit a proposed budget for  
17 the coming year. The Books of this Corporation shall be audited at least once each  
18 year and a report given to the membership.

SECTION 14.

19           The Board of Directors shall be charged with the responsibility of working with  
20 the Board of Directors of Sierra Park Service Corporation for the purpose of preserving  
21 and maintaining the properties and possessions of this Corporation for its members.

ARTICLE V  
Lot Ownership

SECTION 1.

1 All sales of lots owned by this Corporation are under the control of the Board  
2 of Directors as specified in Article IV Sections 1, 2, and 3.

3 All purchasers of said lots that are currently members of the Independent Order  
4 of Odd Fellows, or one of its subordinate lodges, and are in good standing that  
5 desire membership to this Corporation shall submit to the Board of Directors proof of  
6 current membership for approval. Sale of lots can be made to any qualified purchaser,  
7 however, membership to Odd Fellows Sierra Recreation Association is restricted to  
8 current members and those qualifying members as specified in these By-Laws under  
9 Article II, Section 1 and 2.

SECTION 2.

10 No individual, husband and wife, or group of persons shall be permitted to  
11 purchase or own more than TWO (2) lots in this subdivision.

12 Each lot owner shall pay an annual assessment per lot for the administration,  
13 maintenance, and improvement of this subdivision, its roads, buildings, water system,  
14 open space areas and recreational facilities. This assessment shall be included with  
15 and become a part of the assessment fee imposed and collected by Sierra Park Service  
16 Corporation.

SECTION 3.

17 Should a member in good standing die, then a member of his family may retain  
18 all rights and privileges of the deceased member in accordance with the Inheritance  
19 Laws of the Courts of the United States. If this successor should sell the property  
20 to a member of the Order, in good standing, the rights and privileges shall follow  
21 to that purchaser upon proof of current membership.

SECTION 4.

22 Should a lot owning member of this Corporation be suspended, leave or for any  
23 other cause be disassociated from the Independent Order of Odd Fellows or its

1 subordinate lodges that member shall lose all rights and privileges of ownership in  
2 this Corporation. In the event of a divorce between husband and wife, the rights  
3 and privileges shall follow the lot ownership as determined by the Courts decision.

SECTION 5.

4 All construction on lots within this Subdivision shall be in conformity with  
5 the California Uniform Building Code, as governed by the County of Tuolumne, State  
6 of California.

SECTION 6.

7 All fees, dues and or assessments levied by the members of this Corporation as  
8 specified in Article V, Section 2, shall be binding upon every lot owner as a legal  
9 and enforceable obligation which is due and payable annually on the 1st day of June,  
10 if not paid by October 1, of that year, shall be delinquent and subject to legal  
11 action to effect collection. The Board of Directors shall direct such legal action  
12 be taken and all costs shall accrue and be collectable from the delinquent member.  
13 If Judgement is not satisfied, a lien shall be recorded with the County Recorder's  
14 Office of Tuolumne County.

15 All rights and privileges may be revoked by the Board of Directors with regards  
16 to membership in this Corporation should the above action be required.

SECTION 7.

17 The Board of Directors may give due consideration to special hardship conditions  
18 upon personal appearance of the delinquent member or his duly authorized representative  
19 at any regular Board of Directors Meeting.

SECTION 8.

20 All lot owning members who are in good standing in both their Lodge and this  
21 Corporation are and will be automatically members of SIERRA PARK SERVICE CORPORATION,  
22 and agree to conform to and abide by the By-Laws of that Corporation, upon its formal  
23 declaration and approval by the regulating agencies of the State of California.



ARTICLE VI  
Amendments

SECTION 1.

1           These By-Laws may be amended by a majority vote of the members present at any  
2 Annual or Special called meeting, provided written copies of such intended amendments  
3 are placed in the Secretary's hand by the By-Law Committee at least thirty (30) days  
4 prior to such meeting. The Secretary shall send notice of such intended amendment  
5 by reference to ARTICLE and SECTION number and stating the changes involved to each  
6 member at least fifteen (15) days before such meeting.

SECTION 2.

7           The Board of Directors shall appoint a By-Laws Committee each year at their next  
8 regular meeting after the Annual Meeting. Any eligible voting member may be appointed  
9 to this Committee, and it shall consist of a minimum of five (5) members.