

BYLAWS WASHINGTON UNIT

**WALLY BYAM CARAVAN CLUB INTERNATIONAL, INC.
AS APPROVED BY THE MEMBERSHIP LAST AMENDED
BY THE BOARD OF TRUSTEES - 03/05/09
Revised 5/1/10; 8/7/10; 9/11/10; 5/3/12**

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NAMES IN THE ORGANIZATION

Section 1. Washington Unit. This organization is a chartered unit of the Wally Byam Caravan Club, International, Inc., and shall be known as the Washington Unit, Wally Byam Caravan Club, International, Inc., and may hereafter be referred to as the Unit. The Unit exists as a nonprofit corporation in accord with the Nonprofit Corporation Act (RCW 24.04; since 1967 RCW 24.03) of the State of Washington and the Unit Articles of Incorporation dated June 18, 1963.

Section 2. General Information. The Washington Unit, Wally Byam Caravan Club, International, Inc. is often referred to as WBCCI, International or the International Club. There are twelve regions in WBCCI which are referred to as regions or a region.

Section 3. Washington Land Yacht Harbor Inc., hereafter known as WLYH, Inc., has been formed as a wholly owned "for profit" subsidiary of the Washington Unit. Its purpose is to own and manage the real property and assets located at 9101 Steilacoom Rd SE, Olympia WA 98513.

These Bylaws prescribe the number, the qualifications, the terms of office, the manner of elections, the time and place of meetings and otherwise set forth the powers, limitations and duties of the Board of Trustees which is often called the Board or Unit Board. Each new Board approves or disapproves policies established by the previous Board and develops new policies as needed.

ARTICLE II -- OBJECTIVES

The objectives of this nonprofit organization are to: (1) encourage and assist in the continued development of the Unit and thus afford fraternization for Airstream recreation vehicle (RV) owners; (2) encourage safe driving; (3) assist in improving the general welfare of the recreational vehicle public through assistance and active participation of all members in building a strong organization to further goodwill toward RV travel; (4) coordinate with and participate in the interests and activities of the International and the Region; (5) cooperate with other RV organizations and Units that are seeking to elevate their standards and ethics; (6) distribute information of an advisory and educational nature that will be of value to members and the RV public;

public and oppose all legislation that is discriminatory and injurious; and (8) encourage government and private agencies to provide more and better RV parks and facilities

ARTICLE III -- MEMBERSHIP

Section 1. Eligibility. An adult who owns a hard sided recreational vehicle manufactured by Airstream, Inc. shall be eligible for membership. (12/7/06)

Section 2. Regular Member.

A. An applicant for membership, upon written application and the payment of Washington Unit and International dues shall be a Regular Member of this Unit and the International Club.

B. Ownership, except as otherwise provided herein, of a recreational vehicle manufactured by Airstream, Inc., as defined in this Article, and the payment of Washington Unit and International dues is prerequisite to retaining membership as a Regular Member.

C. Regular Members, who were in good standing when they sold their recreational vehicle manufactured by Airstream, Inc., may upon request, retain their membership as Regular Members, provided such members do not own another brand of recreational vehicle, except such Regular Members may own another brand of recreational vehicle that is parked in a permanent or semi-permanent location to be used by the members as a vacation facility or as a home.

D. Such Regular Members shall possess all the rights and privileges of the Unit and International Club, including the right to retain their membership number, except those who have relinquished their membership number and are to be reinstated as Regular Members shall be assigned a new membership number by International Headquarters.

Section 3. Affiliate Members. Regular Members of another unit may become Washington Unit "Affiliate Members" by making a written application to the Board and paying Washington Unit dues. Such members shall possess all the rights and privileges of a Regular Member of the Unit except the right to hold office in the Unit, or the right to vote in the selection or election of Unit, Region, or International officers, or the right to vote on any amendment to the International Constitution or to the Washington Unit Bylaws, or the right to vote on the dissolution of the Unit or merger of the Unit with another Unit or the right to vote on any matter brought before the Unit for a vote that would change or alter the "Unit Policies."

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Section 4. Member Support. When an application for regular membership is received by the Washington Unit, the applicant will be contacted by the Unit

Membership Chairman and urged to attend a rally, participate in an orientation to learn about activities planned for the year and goals of the future and learn about safe practices on the road, including safe care and maintenance of their Airstream product.

Section 5. Co-owners. In those cases of co- ownership of a hard sided recreational vehicle manufactured by Airstream Inc., the rights and privileges of membership include the spouses of such owners but collectively, such owners shall possess one vote only except such co-owners who each pay International and Unit dues shall each have one vote. A co-owner is defined as one of two WBCCI members that own a single Airstream Recreational Vehicle. Existing co-owners with more than two memberships on June 25, 2006 are not subject to this provision as long as they maintain continuous membership in WBCCI. (12/7/07)

ARTICLE IV -- DISCIPLINARY PROCEDURES

Section 1. The Unit Board of Trustees or any individual member, hereinafter referred to as the complainant, may file a complaint in the office of the President of the Unit against any other member, hereafter referred to as the accused member, alleging that the accused member has violated the International and/or Unit Constitution, Bylaws, Policy or Code of Ethics, or that he or she is guilty of misconduct at any International, National, or Unit activity or function.

Section 2. A complaint so filed shall be in writing and shall state the date and place of the alleged violation or misconduct and the facts upon which the complaint is based. Upon receipt of any such complaint so filed, the President of the Unit shall refer the same to the Ethics & Grievance (E & G) Committee of the Unit. It shall be the duty of such Committee to mail a copy of the complaint to the accused member and to notify him or her that any defense he or she may wish to assert in his or her behalf may be asserted in the form of a written answer, and that he or she may demand a hearing before the E & G Committee. Any such answer or demand shall be filed or made in writing with or to the Chairman of the E & G Committee. Additional detailed procedures for handling complaints are found in Article V of Bylaws in the International Blue Book and should be referred to as needed.

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ARTICLE V – DUES AND AWARDS

Section 1. Unit Dues. The Annual Unit dues shall be established by the membership of the Unit. The names of Regular Members who fail to pay International and Unit dues before November 1 of the year immediately preceding the year for which dues are payable will not appear in the WBCCI Annual Directory of the International Club for the following year. Dues must be paid, receipted by the Unit Corresponding Secretary, and received at International headquarters before December 31. If dues are not paid in time and received as prescribed above, membership shall be terminated and the names stricken from the register in the Unit and the International Club. If a former member desires to be reinstated within the first year after dropping their membership, they shall pay the delinquent International and Unit dues and continue with no break in their membership; their membership number will be retained. If delinquent for more than one year, they shall pay back dues and retain their membership number if it has not been reissued.

Section 2. Life membership. The Board of Trustees may award life membership in the Washington Unit to any Past President of the Unit and to his or her spouse. Such life membership shall remain valid only while he or she remains eligible for membership.

Section 3. Paid-Up Membership. The Board of Trustees may issue a paid-up Unit membership for a specific number of years to a member of the Unit and to his or her spouse as an award for outstanding service, but only if he or she remains eligible as a member of the Unit and the International Club.

ARTICLE VI -- MEETINGS

Section 1. Quorum. Eight and one-half percent (8 1/2%) of the total Regular membership of the Unit constitutes a quorum for membership meetings. Voting is limited to one vote per membership number of Regular Members, except in the case of co-owner memberships. Each co-owner who pays International and Unit dues has one vote. The President or acting President shall ensure that a quorum is present before each meeting begins. Voting by proxy is prohibited.

Section 2. Annual Membership Meeting. The annual meeting of the membership shall be held during the month of September on the date, time and place as approved by the Board of Trustees. Business meetings of the Unit shall be conducted on Saturdays during rallies held in the months of May, August and September. Special meetings of the membership of the Unit may be called at the discretion of the Board of Trustees or by the Unit membership securing signatures of eight and one-half percent (8 1/2%) of the Regular Members. Written notice of such special meetings, setting the date, time and

newsletter before meetings are held.

Section 3. Voting. Ballots submitted by email, regular mail or facsimile may also be accepted from Regular Members unable to attend regular or special business meetings. The President and Recording Secretary shall ensure no members casts more than one ballot. Votes allowed in this manner should be received by the Unit no later than two (2) days before the regular or special meeting at which a vote is taken. These votes must be kept confidential until voting at a meeting has taken place. (6/2014)

ARTICLE VII -- ORDER OF BUSINESS

A current edition of *Robert's Rules of Order, Newly Revised*, shall govern parliamentary procedures and the conduct of all meetings of the Unit and the Board except when Robert's Rules of Order conflict with the Bylaws of the Unit.

The order of business for **Board of Trustees** meetings shall be as follows:

1. Roll call of Officers and Determination of Quorum
2. Call to Order
3. Reading of Minutes of Last Board Meeting
4. Treasurer's Report
5. Corresponding Secretary's Report
6. Standing Committee Reports
7. Special Committee Reports
8. Unfinished Business
9. New Business
10. Announcements (include dates of future relevant meetings)
11. Adjournment

The order of business for **Membership Meetings** shall be as follows:

1. Roll Call of Officers and Determination of a Quorum
2. Call to Order
3. Invocation
4. Pledge of Allegiance
5. Reading of the Minutes of the Previous Meeting
6. Treasurer's Report
7. Corresponding Secretary's Report
8. Board of Trustees Report
9. Special Committee Reports

- 13. Announcements (include date and place of next meeting)
- 14. Adjournment

ARTICLE VIII-BOARD OF TRUSTEES AND ELECTION PROCEDURES

Section 1. Board of Trustees

A. Board Composition. The Washington Unit Board is composed of a President, a First Vice President, a Second Vice President, a Corresponding Secretary, a Recording Secretary, an Assistant Secretary, a Treasurer, the immediate Past President and two Trustees. (9/11/10)

B. Term of Office. Each Unit officer shall be elected at the Annual Meeting, except that the immediate Past President automatically becomes a full participating member of the Board. All other officers of the Board, except the Trustees, shall serve one year or until a successor is elected and installed. For the year 2010 elections one Trustee will be elected for a one year term and a second Trustee will be elected for a two year term. Thereafter, Trustees shall be elected at the Annual Meeting to serve two-year terms, with such elections staggered so that one new Trustee is elected each year. Of the above officers, only the Recording Secretary, Corresponding Secretary, and the Treasurer may succeed themselves in office if duly elected and installed. An officer shall not be deemed to have served a full term in such office unless said service is for a period greater than one-half (1/2) the term of such office. (9/11/10)

C. Quorum and Voting. Each member of the Board shall have one vote. Six members of the Board shall constitute a quorum. Voting by proxy is prohibited.

D. Election Procedures. Fifteen (15) days prior to the August Unit membership meeting the Nominating Committee (see Article XI, Section 1) submits the names of the candidates it recommends as best qualified for each vacancy on the Board to the President. These names are then published in the next issue of the Washington Sound prior to the annual membership meeting. At the August meeting of the membership and only at this meeting (unless there is no nominee for a vacancy) additional nominations for vacancies on the Board may be made by Regular Members provided the nominees indicate their willingness to serve. In the event there is no nominee for a vacancy at the time of the August membership meeting, the Nominating committee shall continue to seek a nominee for the vacancy and can place a name in nomination up until the time of election. Nominations for the vacant position may also be made from the floor at the annual Membership meeting.

has been duly nominated per office-and in no other situation the President may choose a method of voting other than by ballot.

E. Selection of Delegates to the WBCCI Annual Delegates Meeting: At a Unit Meeting prior to the Annual Delegates Meeting of the Wally Byam Caravan Club International, Inc., the membership shall elect one delegate and one alternate delegate. An Affiliate Member of this Unit who is a Regular Member of a Unit in Region 10 may be appointed if the Unit has no Regular Members who are able to attend the Delegates Meeting. Any vacancy occurring following such selection shall be filled by appointment by the President. The delegate should be instructed with respect of the wishes of the Unit on known matters to come before the meeting. However, the delegate is "uninstructed" on other matters that may be brought before the annual Delegate Meeting. (6/2014)

Section 2. Board Responsibilities. The business and property of the Washington Unit is managed by the Board of Trustees as prescribed in the Articles of Incorporation except for the following:

A. The membership of the Unit will vote for the Directors of the WLYH Inc. Board as described in Article XIII;

B. The membership of the Unit will vote in regards to any extraordinary changes proposed by the Board of Directors of the WLYH Inc.

Section 3. Meetings. The Board meets upon the call of the President or Acting President or upon the call of any five (5) members of the Board. Ten days notice of the time and place of such meeting of the Board shall be given to all members of the Board; however members may waive such notice.

A. Initial Meeting of Newly Elected Board. As soon after election and installation is convenient, but no later than September 30th, the new Board of Trustees must convene a meeting to approve the following items:

1. The Unit Rally, Caravan and Events Schedule for the new fiscal year.
2. The Unit Committee Chairmen and Appointed positions for the new fiscal year.
3. The Unit Professional Services for the new fiscal year. Attorney, CPA and Insurance Agent
4. The Unit Lease Agreement with the WLYH Inc. for the Facilities Use during the new fiscal year
5. The Unit Budget for the new fiscal year
6. Other agenda items as necessary (5/5//12)

B. Annual Shareholder Meeting: The Annual meeting of the shareholder of the Washington Land Yacht Harbor, Inc. (WLYH), the Washington Unit Board of Trustees, will be held in the month of May on the date, time and place as approved by the Board. The primary purpose of this meeting is for the shareholder to elect the directors of the corporation though other issues may be brought forth for a vote of the share holder. A quorum of the shareholder (Board of Trustees) must be present for a decision to be binding. A majority vote of the Unit Board of Trustees at a shareholder meeting is considered as voting all outstanding shares. (12/3/09)

C. Special Shareholder Meetings:

1. Special shareholder meetings may be called by the Unit President on matters that require immediate attention. Only those issues set forth in the meeting notice may be the subject of the vote. Written notice of such a meeting and its purpose shall be delivered to the WLYH Secretary in advance of the meeting. (12/3/09)

2. A meeting of the shareholder, the Washington Unit Board of Trustees, may be called by the WLYH. Written notice of special meetings shall be delivered to the WA Unit Recording Secretary stating the requested date, time place and purpose of the meeting. Notice must be given in accordance with WLYH Bylaw **ARTICLE VI-SHAREHOLDERS, Section 3. Notice of Meeting** and **Section 4. Waiver of Notice**. (See Appendix A)

Section 4. Removal from Office For cause, any member of the Board may be removed from office by two-thirds (2/3) vote of the voting members of the Unit present and voting at a regular meeting, or at a special meeting called for that purpose. Written notice to said member must include the cause and reasons for the removal. The written notice must be delivered to said member of the Board twenty (20) days prior to the date of the meeting at which the vote on the proposal to remove the Board member takes place.

Section 5. Absences Limited. Unexcused absence of a member of the Board of Trustees from three (3) consecutive meetings of the Board shall automatically remove said member from the Board.

Section 6. When Officers are Unavailable. When the President, the two (2) Vice Presidents and a majority of the elected members of the Board plan to be out of the State of Washington or are otherwise unavailable, the President or Vice President in charge, before leaving, shall appoint one of the remaining elected members of the Board to act for him or her in case of an emergency. The appointed acting President is urged to contact remaining members of the Board and/or Past Presidents, if practical, for advice and assistance before taking other than routine action in any specific emergency. Actions taken by the appointed Acting President shall be reported at the next regular meeting of the Board or special meeting called by the incumbent President or Vice President in charge.

If all elected members of the Board plan to be away or are unavailable, the incumbent President or Acting President in charge, before leaving, shall appoint any past elected officer to act in the same manner as above.

Section 7. Succession When Vacancies Occur In the event of death or resignation of the President or the death, advancement or resignation of a Vice President, or the inability of an officer to fulfill the duties of office, the next ranking Vice President (in the order of First and Second) shall succeed thereto. All other vacancies on the Board, except the Immediate Past President are filled by a majority vote of the Board. Persons so elected shall serve until the next annual election.

ARTICLE IX -- DUTIES OF OFFICERS

Officers of the Washington Unit shall perform all duties as prescribed by these Bylaws, the parliamentary authority listed in Article VII and as specifically listed below:

Section 1. The President.

A, The President supervises activities of the Unit and executes all instruments as an agent of the Unit. The President presides over all meetings of the Board and of the membership of the Unit. He or she calls meetings of the membership as necessary. As executive officer, the President enforces the Articles of Incorporation, the Bylaws, the parliamentary authority and the written policies as approved by the Board unless expressly reserved to the Board in the Bylaws (see Article VIII). He or she shall appoint all committee chairpersons and committee members except the Nominating Committee, and shall be an ex-officio member of all committees except the Nominating Committee. He or she shall issue purchase orders to purchasing agents and rally hosts. The President shall appoint a Registered Agent to serve as a contact for the State as defined by applicable Washington State statutes. When Registered Agents change they shall be registered anew with the State.

B. The President shall see that certificates of deposit (CD's), contracts, copies of tax records, records of registration, and similar documents are inventoried by the First Vice President and one other officer in August of each fiscal year. Such inventory records shall include identification as to source, date of maturity and other information necessary for Board decisions and then shall become a part of the minutes of the Unit Annual Meeting. Permanent records and other documents shall be kept in a secure location in Harmony Hall.

Section 2. First Vice President. The First Vice President acts for the President in his or her absence and performs such other acts as the President may direct, or which are usually inherent in the duties of the office of a First Vice President. If a vacancy in the President's office occurs for whatever reason, the First Vice President shall automatically assume the duties of that office. The First Vice President shall prepare a schedule and make arrangements for locations and details for conducting Board and membership meeting, mini-rallies, car-rallies, caravans and other activities and operations as he or she may deem advisable for the year of his or her proposed program. The First Vice President shall make tentative appointments of committee chairpersons and committee members as may be necessary to carry out his or her proposed program. He or she shall be prepared to present to the Board for approval his or her program at the first Board meeting after the annual election of officers. The First Vice President shall attend all business meetings of the Unit and the Board of Trustees.

Section 3. Second Vice President. The Second Vice President acts for the First Vice President in his or her absence; and when a vacancy occurs in the First Vice President's office, he or she automatically assumes the responsibility of that office. The Second Vice President performs other acts and duties as the President may direct or that are inherent in the duties of a Second Vice President. He or she attends all Unit and Board meetings.

Section 4. Corresponding Secretary. The Corresponding Secretary receives and processes Unit correspondence and notifies members of expiration of dues, collects membership dues and issues receipts for same. A general notice going to all members in the *Washington Sound* constitutes such notice to members. The Corresponding Secretary processes completed new member applications received from the Membership Chairperson, maintains Unit membership records, and is responsible for submitting membership applications and records to the International Club. He or she shall perform other duties that the president directs or that are inherent in the duties of a Corresponding Secretary.

Section 5. Recording Secretary. The Recording Secretary keeps and files all records of the Board, including the Bylaws with their amendments as outlined in Article XVI, records the minutes of business meetings of the Board and the Unit and prepares the agenda of the necessary business to be conducted by the presiding officer at Unit and Board meetings. He or she keeps attendance records, including the determination of a quorum, for Board and membership meetings and performs other duties assigned by the President or duties that are usually inherent in the office of a Recording Secretary.

These include the preservation of permanent files and records, to include all material relating to the meetings (agendas, financial reports, corresponding secretary's reports, and any written reports which were submitted to the Board/Membership). Permanent files consist of records of recurring interest. Five years is the normal period to keep most records in the file, after which they shall be extracted and boxed for storage.

Section 6. Assistant Secretary. The Assistant Secretary attends business meetings of the Board and Unit and assists the President during these meetings. He or she prepares notices of the meetings of the Board and the Unit and places them in the *Washington Sound* and on the bulletin boards in Harmony Hall in advance of forthcoming meetings. The Assistant Secretary is responsible for the preparation and distribution of the monthly Unit newsletter called the *Washington Sound* and performs other duties as assigned.

Section 7. Treasurer. The Treasurer shall perform the following duties in addition to those assigned by the President and to others that are inherent in the duties of a Treasurer:

- A. Receive and be accountable for all funds belonging to and due the Unit, including membership dues, and all other moneys received.
- B. Pay all obligations approved in the annual budget as incurred when payment is authorized by one (1) elected member of the Board.
- C. Prepare status of the budget reports and other periodic financial statements and submits them at Board and membership meetings.
- D. Maintain bank accounts on a current basis in depositories designated by the Board.
- E. Maintain an accounting of designated special funds such as Memorial Funds.
- F. Write checks for payment of money for obligations upon evidence of indebtedness which are then signed by the Treasurer or Assistant Treasurer when authorized and by the President, First Vice President or Second Vice President.
- G. Be bonded in an amount and in the manner determined by the Board (Protection against dishonesty, when covered by the Club insurance policy, meets requirements for bonding.)

business meeting of the Unit in September, shall allow closing of the Treasurer's accounting records by an Auditing Committee of three (3) members appointed by the Incoming President.

I. Deliver to his or her successor all books, papers, moneys, keys and other property of the Unit entrusted to his or her care.

Section 8. Assistant Treasurer. The Assistant Treasurer will be a non-voting officer. With the recommendation of the Treasurer, the Board of Trustees will appoint the most qualified person to the office. The Assistant Treasurer will:

- A. Act as principal assistant to the Treasurer, accept assignments made by the Treasurer and shall act for the Treasurer in his or her absence or vacation of position.
- B. Be bonded by the Board in the same manner as the Treasurer.
- C. Return all properties issued to him or her at the end of term of office.
- D. Be authorized by the Treasurer or Board to sign checks to pay notes due or other bona fide expenses in the absence of the Treasurer.

Section 9. Trustees. Trustees of the Board of Trustees attend all meetings of the Board, participate in all deliberations of the Unit and perform additional duties assigned by the President. (9/11/10)

ARTICLE X -- FINANCIAL MANAGEMENT

Section 1. The Budget.

A. Preparation. A budget for the new fiscal year (September 1 through August 31 inclusive) for all activities of the Unit shall be prepared and presented to the new Board of Trustees by a committee of four or more. Designated members of the committee are the President of the Unit, the First Vice President as Chairman and the Treasurer. The chairman may add additional members to provide necessary skills. The budget for the Unit shall be ready for final examination and approval or modification at the first Board meeting in the new fiscal year.

Washington Sound, the Board must operate within the budget's limitations except as permitted in Sections 1 B and 1 C below. The Board shall not use incoming receipts for expenditures that are outside the budget and must otherwise manage budgeted funds within the parameters of these Bylaws. Excess funds not needed for operating expenses may be invested in negotiable instruments.

B. Authorization outside the Budget Limit.

1. Emergency Expenditures. Unit emergency expenditures or other debts may arise unexpectedly in addition to expenses anticipated and authorized in the approved budget. Payments for these emergency expenditures shall be authorized by the Board and ratified at its next meeting. If unforeseen demands exceed the total budget, the Board shall determine the best course of action to take at the time to meet the demand. Authority is granted to the Board to transfer cash or withdraw sufficient funds from the Contingency/Emergency Fund or other unobligated Unit investments, as necessary, to offset the deficit for bona fide emergencies.

2. Government Mandates. Because of the permissive existence of the Washington Unit by State law, the Unit is mandated to abide by all laws of the State, County and other legally authorized government entities. Therefore the Board is authorized to act with prudence and in its best judgment to comply. To recognize the probability of having to finance government mandated expenditures, the Board includes a clause in the budget as follows: "Unforeseen expenditures, caused by legal governmental agencies, are also authorized this fiscal year. Funds may be taken from the emergency funds as prescribed in Article X, Sections 1 B and 1 C of these Bylaws to the extent that these amounts satisfy the needs. In addition, each budget may include authorization for the Board to use whatever funds are available to meet legal governmental demands that require immediate expenditures not otherwise provided for in the budget.

C. Handling Emergencies Within the Budget. To further provide for unforeseen expenses, the Board may authorize transfer of funds from one budget item to another so long as the total budget is not exceeded. If unforeseen demands exceed the total budget, the Board shall act as prescribed in Section 1 B above.

ARTICLE XI - COMMITTEES

The following standing committees may be selected by the President and approved by the Board each year to serve as indicated below except that the President does not select the Nominating Committee (see Section 1 below). Further, the Auditing Committee shall be selected by the First Vice President. The President is authorized to establish ad hoc committees.

Section 1. Nominating Committee. The purpose of the Nominating Committee is to select and present a slate of the best qualified candidates for each vacancy for election by the membership to serve as members of the Unit Board of Trustees. An interview, resume, or other procedures may be used at the discretion of the Committee to assist in determining qualifications.

A. Committee Composition: The committee shall consist of five (5) members. Three (3) members are elected by the membership. The other two (2) members are the last two Unit Past Presidents. The immediate Past President serves as chairperson. If one of the Past Presidents is unable to participate, the next preceding Past President shall be asked to participate, in which case, the most recent Past President shall serve as chairperson.

B. Selection Procedures. The Board shall nominate (3) candidates for the committee prior to the May membership meeting. At the membership meeting, an election is held to select the final three members from three Board nominees and from any nominations from the floor. These final three, plus the two Past Presidents, form the Nominating Committee. The names of the committee members shall then be listed in the next issue of *the Washington Sound* newsletter.

Section 2. An Audit Committee is responsible for making a thorough audit of the Treasurer's records for each fiscal year. The committee makes a clear and concise report to the Board and to the membership in *Washington Sound* following the Annual Meeting. (Article IX, Section 8 H)

Section 3. The Budget Committee: Explained in Article X.

Section 4. A Caravan Committee plans, organizes and obtains leaders for Unit Caravans that are operated or conducted for the Unit within the scope of these Bylaws and the WBCCI Caravan Handbook. It develops a Unit caravan program and coordinates Unit caravan matters with appropriate Region and International committees. It encourages and arranges for caravan leadership training on a local basis and encourages attendance and training at International Caravan Leadership Training sessions.

Section 5. A Bylaws Committee conducts a continuing review and study of the Unit's Bylaws and International Constitution and Bylaws and makes recommendations to the Board for amendments or additions deemed desirable and in the best interests of the Unit. The Committee receives requests from the Board, or from members through the Board, to consider changes that appear to be necessary and, after study, makes recommendations to the Board and eventually to the membership. The Committee makes presentations of its studies and recommendations as called upon by the President of the Board.

Section 6. The Ethics and Grievance Committee investigates and assesses grievances or complaints made by members and makes recommendations to the Board. It follows the procedures and guidelines covered in Article IV. The Committee consists of three (3) or more members.

Section 7. The Family/Youth Committee plans programs to encourage participation of family/youth at Unit functions and it is the liaison between the Unit and the International Family/Youth Committees.

Section 8. The Hospitality Committee receives and welcomes guests and new members at Unit functions. It recommends ways to meet Club members during rallies and social events. Coordinating with the Unit Membership Chairman is encouraged. It coordinates the hospitality at rallies and for member memorial services (12/3/09)

Section 9. The Historical Committee records happenings, actions of people and individuals and other things of interest now and for future members. It maintains historical records of Unit activities with pictures and narrative and prepares the current yearbook and maintains yearbooks of the past.

Section 10. The Legislative Committee studies, advises and recommends legislation in the interest of the Unit and its members. It works in coordination with the International Committee and recommends opposition to legislation that is discriminatory and injurious to the interest of the Club and its members. It coordinates legislative efforts with other RV clubs to the extent practical. This Committee should refer to Article II which contains the objectives of the Club.

Section 11. The Membership Committee is the Unit contact for prospective members and works with the Corresponding Secretary in sending letters of invitation to rallies or meetings and letters of information about joining the Unit. The committee may assign mentors for new members and hold orientation sessions to explain the purpose and objectives of WBCCI and safety/maintenance for the member's Airstream product.

The Membership Committee also works to retain membership by holding Star Ceremonies or other member recognition ceremonies and encourages continued participation in Unit activities.

ARTICLE XII -- GUESTS

Section 1. Visiting Members. Regular Members of other Units and Members at Large, in good standing with the Wally Byam Caravan Club International, Inc., are invited to attend activities of the Unit according to and in compliance with requirements for Washington Unit members.

Section 2. Sponsored Guests. A guest or guests sponsored and invited by a Regular Member in good standing may attend activities of the Unit. Members that sponsor guests pay one extra rally fee for each guest exclusive of parking fee. Children not yet ten years old are admitted free, but the registrar gives to every guest of any age, an identification tag, which indicates the name of the host or sponsor. Guests of all ages must wear identification tags or badges at all Unit sponsored events, whether they be in Harmony Hall or outdoors.

Section 3. Special Invitations.

A. The President's program for the year may include a caravan or rally or combination thereof with a recreational vehicle club not chartered by the WBCCI and it may also include, twice each year, a Buddy Rally or Buddy Caravan or combination thereof to which each Washington Unit member may invite one non-member recreational vehicle family. These programs are approved when the President's program for the year is presented to the Board, but should an opportunity occur later in the President's year he or she may request approval of the Board for insertion of one of these kinds of rallies or caravans in his or her program.

B. The President may include in said officer's yearly program a rally to which non-member owners of hard sided recreational vehicles manufactured by Airstream Inc. may be invited. Approval of the Unit Board and International Board is required.

C. Dates of approved rallies or caravans, as defined in the section above, shall be published in the *Washington Sound*, except that no rallies or caravans may be allowed to conflict with major Unit rallies such as the Crab Feed Rally, the National Potlatch and Salmon Rally, the Autumn Leaf Festival Rally and the annual business meeting rally.

ARTICLE XIII – WASHINGTON LAND YACHT HARBOR INC, a “for profit” subsidiary of the Washington Unit, WBCCI

Section 1. WLYH Directors: The Directors of the WLYH Board are elected by the Board of Trustees of the Washington Unit, which is the parent company. Three Directors are elected each year at a Unit Board meeting held after the Unit Membership meeting in May. The manner in which the Directors are elected is as follows:

A. Nominating Committee: The nominating committee will consist of the same 5 people who are elected at the Unit membership meeting in May (see Article XI Section 1A). After the September annual meeting of the Unit and before April 1 of the following year, this committee will seek 4 or more of the best qualified candidates for the three (3) positions on the WLYH Board. The President of the Board of the WLYH may notify the nominating committee of any outgoing Director's desire to run for a position. An interview, resume or other procedures may be used at the discretion of the committee to assist in determining qualifications of candidates.

B. Selection Procedures: The nominating committee will publish the qualifications of the candidates to be elected to the WLYH Board in the *Washington Sound* no later than April 1. An advisory vote for the election of WLYH Board members will occur at the May membership meeting of the Unit. Further nominations may be made from the floor provided the nominees indicate their willingness to serve. The Unit membership will have an advisory vote for three (3) members whose names will be submitted to the Unit Board of Trustees for election of three WLYH Directors.

Section 2. Removal of Director of the WLYH: A Director of the WLYH may be removed by a two-thirds vote of the Washington Unit Board of Trustees whenever, in its judgment, the best interest of the Unit and/or the Corporation will be served.

Section 3. Board Involvement: Board of Trustees members from the Washington Unit will not be, in any way, actively involved on the Board of the WLYH and Board members from the WLYH will not be, in any way, actively involved on the Board of the Washington Unit. They may not engage in debate or vote on any item of business of the other Board.

Section 4. Corporation Reports: Reports will be made to the Unit at its annual meeting in September. The WLYH President or his/her designee will present a full and complete statement of the business and affairs of the Corporation for the preceding year.

Section 5. Shareholder Meetings. See Article VIII Section 3 Meetings B and C.
(12/3/09)

ARTICLE XIV - LIABILITY

Neither the Unit nor its officers are responsible for the loss of or damage to property or for injury to or death of a person on the premises of any club function. This freedom from responsibility for loss or damage to property applies regardless of whether that property has been received by any member or officer or left upon the premises. (5/3/03)

ARTICLE XV--DISSOLUTION CLAUSE

Section 1. In the event of dissolution of the Washington Unit, Wally Byam Caravan Club, International, incorporated June 18, 1963 under the provisions of the Washington Nonprofit Corporation Act (RCW 24.04, since 1967 RCW 24.03) specific action is required to complete the process. Regular Members in good standing shall, through the Unit President, comply with Article VII, Section 6 (revised by the International Board of Trustees January 20, 1995) of the Bylaws of the International Club, and assign all property and assets of the Unit to a trustee appointed in accordance with the laws governing nonprofit corporations in the State of Washington.

The Trustee will then hold such property in trust until such time as (1) the charter is restored, (2) the Unit is re-organized, or (3) a new charter is issued at which time said property and assets shall be restored or transferred to the newly functioning Unit. The provisions of this section meet the requirements of Section 501 (c)(7) of the Internal Revenue Code.

Section 2. All International Club property shall be returned to the International Club Headquarters.

ARTICLE XVI AMENDMENTS TO THE WASHINGTON UNIT BYLAWS

Section 1. The methods for changing the Bylaws of the Washington Unit are:

A. They may be amended by a majority vote of the Regular Members of the Unit present and voting at a regular or a special meeting provided that the proposed changes have been read and recommended for consideration at a prior meeting of the Board and printed in the Unit newsletter (Washington Sound) for membership consideration at least one week prior to such meeting.

B. The Bylaws may also be amended by a majority vote of the members of the Unit present and voting at a regular or special meeting, provided that the proposed amendments have been submitted to the Unit Board in the form of a petition signed by twenty-five (25) or more members of the Unit. The proposed amendments must then be published in the Washington Sound at least one week prior to such meeting.

C. To expedite and simplify adoption of mandatory amendments directed by the

Wally Byam Caravan Club, International, the Washington Unit Board of Trustees may make such changes to the Washington Unit Bylaws without referral to the membership for approval. This would only apply to changes that are required by the International Constitution. Amendment Changes shall be published in the Washington Sound.

Section 2. All previous Bylaws have been rescinded, and in their place new Bylaws were adopted May 2, 2009 under the provisions of Section 1A above. The Bylaws were rewritten due to the forming of the corporation that will own and manage the Washington Land Yacht Harbor. These Bylaws, with amendments, shall be placed in the Recording Secretary's permanent file. The Unit Recording Secretary's permanent file of Bylaws and amendments shall be retained for five (5) years after which pertinent information shall be extracted, boxed for storage and a new date for review established.

**All revisions made are voted upon by the membership during a meeting at the Washington Land Yacht Harbor, Lacey, WA The dates are on the first page. Updates are allowed without a vote by these Bylaws.
Julia Jowders, Bylaws Chairman

2014-2015
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Washington Unit, WBCC