

RETIRED CITY LIGHT EMPLOYEES ASSOCIATION, INC.

BY-LAWS

(AS AMENDED 9/4/91, 9/1/92, 9/2/98, 5/5/09, 5/3/11, 5/15/12 AND 4/1/13)

ARTICLE I

Membership

Section 1. Membership shall consist of officially retired employees of the City of Seattle who worked at Seattle City Light at the time of retirement, others approved by the Board of Trustees, and surviving spouses or domestic partners of members.

Section 2. All member personal information shall be used only for the purposes of managing the Association and shall not be shared with any person or entity for other purposes.

ARTICLE II

Meetings

Section 1. A general meeting of the membership shall be held each year at a time to be determined by the Board of Trustees. Other meetings of the membership may be called by the Board of Trustees.

Section 2. The Board of Trustees shall meet in January and at other times as determined by the Board.

Section 3. Eight members of the Board of Trustees shall constitute a quorum for doing official business.

ARTICLE III

Elections

Section 1. An Election Committee shall be appointed by the President no later than September 15 and consist of at least two members of the Board and the Corresponding Secretary, who shall act as Chair.

Section 2. The Election Committee shall prepare a list of candidates for the Board. The ballot shall be published in the RCLEA Report.

Section 3. Ballots shall be returned to the Election Committee who shall count same and report the results to the President. The membership shall be notified of the election results in the RCLEA Report. The candidates shall be notified in writing by the Corresponding Secretary of the results of the election.

Section 4. Only dues-paying members shall be eligible to vote. Only dues-paying members are eligible to hold office.

Section 5. Terms of office for the Board of Trustees shall be three years, with five elected each year. The term of office for newly elected Board members shall begin

with the January meeting following the election. In order to ensure new representation on the Board, the maximum number of terms of office for Board members shall be three (3) consecutive terms.

Section 6. Absences from Board meetings may be excused by the President. Any Board member who has had unexcused absences for three consecutive Board meetings may be deemed to have forfeited the office and shall be so notified in writing by the President.

Section 7. Any member of the Board may resign upon written notice to the Corresponding Secretary and acceptance by the Board.

Section 8. Vacancies on the Board of Trustees may be filled by the Board of Trustees.

Section 9. Any officer or member of the Board of Trustees may be recalled upon presentation to the Corresponding Secretary of a written petition signed by not less than 15 dues-paying members for consideration by the Board. Said petition shall set forth the reasons for such recall. It shall become the duty of the Board to vote on the petition and publish the results in the RCLEA Report. A two-thirds vote of all Board members shall be required to ratify such recall.

ARTICLE IV

Board of Trustees

Section 1. The Board of Trustees shall consist of fifteen dues-paying members elected from and by the membership, or filled as authorized by Article III, Section 8.

Section 2. The executive officers, namely President, Vice-President, Corresponding Secretary, Treasurer, and Financial Secretary, shall be elected from and by the Board of Trustees.

Section 3. The President shall appoint, subject to the approval of the Board of Trustees, the appropriate committees to carry on the activities of the Association.

Section 4. It shall be the duty of the Board of Trustees, during the first quarter of the year, to approve an annual budget.

ARTICLE V

Duties of Officers

Section 1. The President shall preside at all meetings of the Board.

Section 2. The President shall submit an annual report to the membership during the first quarter of the year, including all funds received, disbursed, and on hand, together with a report of the accomplishments of the organization.

Section 3. In the absence of the President, it becomes the duty of the Vice-President to act as President pro tem.

Section 4. The Corresponding Secretary shall keep and preserve the minutes of both the Board and the general membership meetings for a period of three (3) years. Such records shall be made available to any dues-paying member at any reasonable time.

Section 5. The Treasurer shall disburse at the direction of the Board, all monies of the Association, and shall keep a record of all financial transactions for a period of seven (7) years.

Section 6. The Financial Secretary shall receive all monies and keep a record of all receipts for a period of seven (7) years. All monies shall be transferred to the Treasurer.

Section 7. If and when the assets of the Association shall exceed an amount as determined by the Board, the Treasurer shall be bonded in such sum as to protect the interests of the Association.

ARTICLE VI

Dues

Section 1. The dues shall be determined by the Board and all monies so received shall be used only to defray the proper expenses of the activities of the Association as determined by the Board of Trustees.

ARTICLE VII

Oath of Office

Section 1. It shall be the duty of the President to administer the following oath of office to the duly elected officers and Board members: "Do you pledge to perform the duties of your office to the best of your ability as prescribed in the by-laws of this Association? If so, answer together, 'I do'."

ARTICLE VIII

Amendments

Section 1. The by-laws may be amended by two-thirds majority of the Board of Trustees. The membership shall be notified of any proposed amendment(s) at least 30 calendar days before such a vote is taken and reasonable means provided to the membership to comment on the proposed amendment(s).

ARTICLE IX

Order of Business

Section 1. All meetings of this Association shall be governed by Roberts' Rules of Order, newly revised.