

**BYLAWS OF  
SKAGIT WIDOWED SUPPORT SERVICES**

**ARTICLE I - NAME**

**1.1 The name of this Corporation is Skagit Widowed Support Services (SWSS). It is a non-profit, non-denominational, charitable Corporation organized to provide educational and community-oriented activities under the laws of the State of Washington.**

**ARTICLE II – PURPOSE**

**2.1 The purpose of Skagit Widowed Support Services is to provide a comprehensive program specific to the problems of the widowed. The program provides:**

- a. Supportive sessions to assist the widowed in dealing with grief.**
- b. Assistance with practical problem-solving for identifying and utilizing community resources.**
- c. Assistance with personal problem-solving with an emphasis on helping the widowed with social readjustment.**

**ARTICLE III MEMBERSHIP**

**3.1 Qualifications: Members of Skagit Widowed Support Services shall be individuals, partnerships, and corporations having interest in the purpose of the Corporation.**

**3.2 Types of Membership:**

- a. Member: An individual who supports Skagit Widowed Support Services by paying annual dues.**
- b. Sponsoring member: A member who, in addition to paying annual dues, makes an annual donation of \$100 or more. A list of sponsoring members will be published in the newsletter.**
- c. Corporate Sponsor: A person or group donating \$100 or more annually to support Skagit Widowed Support Services activities. A list of corporate sponsors will be published in the newsletter.**

**ARTICLE IV – CORPORATE AUTHORITY**

**4.1 The Board of Directors shall be the governing body of this Corporation. The Board shall:**

- a. Develop and implement educational and community-oriented programs devoted to the interests of the widowed in Skagit County.**

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- b. Establish general policies and procedures.**
- c. Approve and monitor the budget.**
- d. Provide supervision of activities, publications, and affairs of the Corporation.**
- e. Other duties as established by the Board.**

**4.2 Committees:** The Board of Directors shall establish committees as may be necessary to carry out the corporate functions. Members of these committees shall be on a volunteer basis and accepted by the Board of Directors.

**4.3 Quorum:** The Board of Directors shall consist of no less than thirteen (13) members elected by the members of the board. To transact its business a quorum shall consist of a simple majority of the Board.

**4.4 Terms and Vacancies:** Terms of the Board of Directors shall be for three (3) years. If vacancies occur, replacements may be appointed by the Board for the remaining term of office.

**4.5** The number of Directors may, at any time, be increased or decreased at any meeting.

**ARTICLE V – MEETINGS AND NOTICES**

**5.1 Regular meetings:** The Board of Directors will meet monthly on such date as set by the President or a quorum of the Board.

**5.2 Special meetings:** Special meetings of the Board may be held whenever called by the President, The Secretary, or by three (3) or more Board members. All Board members shall receive written notification of the Special meeting. Such notice shall also specify the purpose(s) of the meeting.

**5.3 Annual meetings:** The Annual Meeting of the Board and Corporation members shall be held in December of each year at a date and place designated by resolution of the Board.

**5.4 Notice of meetings:** Written notice of meetings, including purpose, date, time and place shall be sent in the organization's newsletter. Notice shall be at the direction of the President of the Board, Secretary, or other persons calling the meeting

**5.5 Adjourned meetings:** An adjournment or adjournments of any members meeting may be taken at such time and place as those present may determine without due notice being given,

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whether by reason of the failure of a quorum to attend or otherwise, and in the case of any meeting which is adjourned because of failure of a quorum to attend, those who attend the second of such adjourned meetings although less than a quorum, shall nevertheless constitute a quorum for the purpose of conducting business.

**ARTICLE VI – OFFICERS**

- 6.1 Corporation Offices and Election:** The officers of the Corporation shall be a president, a Vice President, a Secretary, and a Treasurer, all of whom shall be elected by the Board of Directors at the annual meeting thereof, to hold office for the term of one (1) year, and until their successors are elected and qualified. In addition to the powers and duties specified below, the officers shall have such powers and perform such duties as the Board of Directors may prescribe.
- 6.2 President:** The President shall have general charge of the business of the Corporation and shall preside at meetings of the Board.
- 6.3 Vice President:** The Vice President shall act as President in the absence or disability of the President. The Vice President shall have such powers and duties as the President may delegate from time to time, and such other duties as may be prescribed by the Board.
- 6.4 Secretary:** The duties of the Secretary shall be to keep the records of the proceedings of the board, to execute with the President all deeds, bonds, contracts, and other obligations or instruments in the name of the Corporation, and to perform such other duties as the Board of Directors may from time to time designate. With prior board approval the secretary may delegate the authority to sign a contract to another SWSS board member.
- 6.5 Treasurer:** The Treasurer shall have the care and custody and be responsible for all funds and securities of the Corporation and shall keep regular books of account, shall deposit or cause to be deposited all funds and other valuable effects in the name of the Corporation in such depositories as may be designated by the Board of Directors, and such other duties as may be designated by the Board of Directors.
- 6.6 Vacancies:** Vacancies in any office arising from any cause may be filled by the Board of Directors at any regular or special meeting.

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- 6.7 Other Officers and Agents:** The Board of Directors may appoint such other officers and agents as it deems necessary, who shall hold their office for such term and shall exercise such power and perform such duties as shall be determined from time to time by the Board.
- 6.8 Resignation or Removal:** Any member of the Board or officer who resigns before their term is over must do so by letter of resignation. Any officer elected or appointed may be removed by the Board of Directors by the affirmative vote of a majority of the whole Board of Directors whenever their judgment is in the best interests of the Corporation will be better served.

**ARTICLE VII – BOOKS AND RECORDS**

- 7.1** The Corporation shall keep accurate and complete records of accounts and of proceedings of board meeting, appointed committees, and annual meetings. Such records shall be maintained in the possession of the Secretary or Treasurer and may be inspected by any member, or an agent for a member for any purpose at a reasonable time. Records shall include the names and addresses of member entitled to vote.

**ARTICLE VIII – FINANCES**

- 8.1 Fiscal Year:** The fiscal year of the Corporation shall commence on the first day of January and shall end on the last day of December of each year.
- 8.2 Donations and Fees:** All donations, fees, and contributions shall be recorded in the corporate records. The amount and manner of collecting donations and fees shall be established by the Board of Directors.
- 8.3 Obligations:** Financial obligations of the Corporation, except such as are incident to the routine conduct of its officers, shall be incurred only by the authority of the Board of Directors.
- 8.4 Debts:** All notes and other evidences of indebtedness of the Corporation shall be signed by the President, or in his/her absence, the Vice President and shall be co-signed by the Treasurer.
- 8.5** No loan shall be made by the Corporation to Board members.
- 8.6** The President shall appoint a committee to do an annual audit.

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ARTICLE IX – PARLIAMENTARY AUTHORITY

9.1 The latest revision of the Robert’s Rules of Order shall govern the Corporation in all applicable cases and in which they are consistent with these Bylaws and any special rules of order adopted by the Corporation.


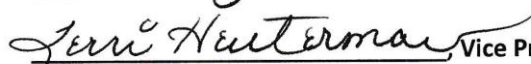
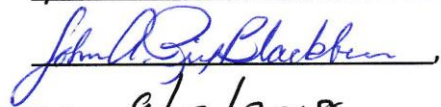
ARTICLE X – INDEMNIFICATION OF DIRECTORS AND OFFICERS

10.1 Each Director or Officer now or hereafter serving the Corporation and each person who, at the request of or on behalf of the Corporation, is now serving or hereafter serves as a Director or Officer of any other Corporation and the respective heirs, executors and administrators of each of them shall be indemnified by the Corporation against all costs, expenses, judgments, and liabilities, including attorney’s fees, reasonably incurred by or imposed upon him/her in connection with or resulting from any action, suit, or proceeding, civil or criminal, in which (s)he is or may be made a party by reason of his/her being or having been such Director or Officer or by reason of any action alleged to have been taken or omitted by him/her as Director or Officer, whether or not (s)he is a Director or Officer at the time of incurring such costs, expenses, judgements, and liabilities except in relation to matters to which (s)he shall be finally adjudged, without right of further appeal in such action, suit or proceeding, to have been liable for willful misconduct in the performance of his/her duty as such Director or Officer. The foregoing right of indemnification shall not be exclusive matter of law

ARTICLE XI

11.1 The Board of Directors shall have the power to make, alter and repeal the Bylaws of this corporation. Such changes may be made only after being presented at a preceding meeting.

Amended by resolution of the Corporation’s Board of Directors on

Signed  
 \_\_\_\_\_, President  
 \_\_\_\_\_, Vice President  
 \_\_\_\_\_, Secretary  
Date: 9/12/2018