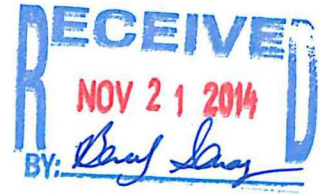




American River Recreation Association

PO Box 157 • Coloma • CA • 95613 • 530.626.7373

Chief Administrative Office
Attn: Economic Development
330 Fair Lane
Placerville, CA 95667



November 19th, 2014

To whom it may concern:

Please find attached an application for a Cultural and Community Development Grant of \$5,000 for informational and safety signage in the heavily traveled Coloma to Lotus section of the South Fork of the American River.

Many individual businesses, residents, and other organizations in the valley support this signage project. Helping inform river users of the safety concerns and river etiquette of the area is a critical need. This will help manage and promote a safer and more amicable environment for all river users and visitors to the area.

The middle class I/II section of the South Fork has grown in use significantly over the last several years and the type of user that is coming to visit does not have the background or experience that many of the private whitewater users have for the Class III section of the river. This signage project is a first step in helping manage and inform that user base and benefits all visitors to the SF of the American River.

Please accept the attached application and forward any questions you may have or request for additional information necessary. Thank you for your consideration.

Sincerely,

A handwritten signature in blue ink, appearing to read "Howard Penn".

Howard Penn
President, ARRA

**Cultural and Community Development Grant Application
FY 2014-15**

**Event/Project/Organization
for which funds are requested:** South Fork American River Signage

Event/Project Location: South Fork of the American River

Name of Organization: American River Recreation Association

Address of Organization: PO Box 157, Coloma, CA 95613

Website: www.colomashuttle.com

Name of Contact Person: Howard Penn

Telephone Number: 530-626-7373

E-mail address: Howard@ColomaShuttle.com

Total Amount Requested: \$5,000

1. Briefly describe the event/project/organization for which funds are being requested:

American River Recreation Association (ARRA), a non –profit 501c4 organization focused on river and recreational advocacy was formed in 1979. It currently manages the Coloma River Shuttle program funded by EDC AQMD and works on recreational issues in the South Fork of the American River valley. We work in partnership with the Coloma-Lotus Chamber, State Parks, BLM, EDC Parks and Rec., and other organizations in the valley to service hundreds of residents and visitors.

2. If the request is being made for a specific event/project, please briefly describe the operating organization responsible for the event/project. If the organization has a managing board, please describe the make-up of the board and provide your board bylaws.

ARRA has a managing board of five individuals including a President, Treasure, and Secretary. The operating bylaws of ARRA are attached as an addendum.

3. Briefly describe how Cultural and Community Development funds will be used, if awarded, and what percentage of the funds will go towards the actual event/project:

The grant funds requested of \$5,000 will be used to design and build tourist and safety signage for several locations throughout the highly visited Coloma to Lotus section of the South Fork of the American River. The signage will focus specifically on non-whitewater users such as inner tubers, inflatable floatation users, and stand-up boarders.

4. When will the event/project/program occur, and when would Cultural and Community Development funds be used, if awarded:

The development of the signage would happen starting in 2015. Production and printing would initiate in the spring of 2015 and be implemented in the summer of 2015.

5. What is the target market for the advertising/promotional efforts and how will this target market be reached (pleased include details as to any advertising that will take place in and outside of the County and to encourage attendance from outside the County):

These signs are aimed at informing the fast growing group of river users in the Class I and II section of the South Fork of the American River. To date, there is no information easily accessible for the safety or orientation of thousands of novice and recreational river users

6. The Board of Supervisors wishes to encourage tourism, agriculture, and economic development in the County by supporting promotional, community, and cultural activities through the use of Cultural and Community Development funds. Please describe how the event/organization will support tourism, agriculture, community spirit, culture, and/or economic development.

The Coloma to Lotus class I/II section of the South Fork has become a heavily used section of the river over the last several years. The thousands of additional river users that utilize that section of river are not oriented to the logistics and etiquette of this community. It impacts residents, businesses, and other tourists to our area. Better informed users would reduce these impacts and encourage appropriate continued use of the resource in concert with existing visitors. This benefits all users and residents of the valley.

7. What goal is expected to be achieved from the use of Cultural and Community Development funds, if awarded (please detail expected increased tourism, overnight stays, economic impact, etc.), and how will this be measured:

As the use of the river increases, so does the impacts and mitigation needs. Mitigating impacts makes the visitor experience for everyone more enjoyable and therefore affects a better experience. Attracting visitors and keeping those visitors returning is critical to the continued prosperity of the region. This signage project will create a better visitor experience and therefore encourage returned visitation. Returning tourists and positive word-of-mouth are the best forms of tourism marketing.

8. How will El Dorado County, as a sponsor of the event/project/organization, be recognized in promotional materials and at the event/project/organization:

All signage will have acknowledgement of where funding and support has come from. A "Sponsored by:" or "Paid for by:" clause can be included on each sign.

9. Please provide any information on sponsorships for this event/project/organization:

Sponsorship will come from a variety of forms, e.g. in-kind donations, installation labor and materials, cash donations, design and content development volunteers, location identification, etc. We will work in partnership with EDC Parks and Recreation Dept., State Parks, Coloma-Lotus Chamber of Commerce, River Management Advisory Committee, BLM, and private businesses and land owners.

10. If Cultural and Community Development funds are awarded, will the amount be matched (either full or partial) and by what organization:

Additional funds will be donated, depending on costs, from the Coloma-Lotus Chamber of Commerce and local businesses that will participate in this signage project. At this time the specific costs are determined by the number of sign locations and the extent of the sign content. An estimated \$3,000 to \$4,500 worth of matching and in-kind donations will be necessary.

HISTORY OF EVENT/PROJECT/ORGANIZATION

1. How long has this event/project/organization been in operation:

ARRA has been in existence since 1979. More recently it has been managing the Coloma River Shuttle program funded by EDC AQMD. It has a long history of involvement in the community and with other organizations in the County to promote its mission of great river recreation advocacy. Promotion of recreation and river advocacy is an ongoing mission of ARRA and any effort to better inform and educate the visitors and residents of the area of river etiquette, logistics, and safety is of primary concern. Safe and happy river users encourage returned visitation and the continued prosperity of the region.

2. What is the overall attendance (past and future anticipated) of the event/project/organization:

Over 650,000+ people visit this historic river valley every year. Visitation of private river users has significantly increased over the last 5-10 years. A continued increase of river users in the non-whitewater section of the South Fork of the American River is anticipated over the next 10 years. On any given weekend day during the summer season in the Coloma-Lotus Valley, we may have over 4,000-5,000 visitors. Of those more than half are interacting with the river in some form, whether on a private or commercial whitewater trip or just floating on or down the river on an inflatable inner tube or pool float. Thousands of people each year come to the river for the first time with no experience or information on the river. Keeping these first time users safe and helping create an enjoyable experience is critical to the continued prosperity of the local tourism economy.

3. Have Cultural and Community Development funds been received for this purpose in the past? If so, how much and when? If funds were received, please attach the Post-Event Report for this event.

None have been received.

BUDGET FOR EVENT/PROJECT

Please detail all revenue and expenditures associated with the event/project/organization for which funds are being requested (only include guaranteed funds, i.e. not the funds being requested that have not yet been approved).

Additionally, for private non-profit and public organizations, please include a copy of the most recently completed financial statement and a copy of the budget for the event or organization for which funds are requested.

Revenue for event/project:

1. Funding/Contributions:

Source	Amount
Additional funding available from CL Chamber and individual businesses if necessary.	
This is a first time request and no previous financial statement or budget is available for this project.	
Total:	

2. Other earnings (i.e. admission fee, retained earnings, sale of products, etc.):

Type	Amount
None	
Total:	

3. Describe any in-kind assistance/match funds you expect to receive from individuals, businesses or other community groups in support of this event/project/organization, which have not be confirmed or detailed above:

Various organizations and individuals will donate time and materials to design, produce, and install the signage. Design and development will be a collaboration of RMAC, EDC Parks and Rec., Coloma-Lotus Chamber, ARRA and local businesses. Installation will be coordinated with local donations from businesses and local land owners.

Expenditures

1. Expenditures for advertising and promotions (should correlate with revenue sources stated above):

<u>Expenditures</u> Item or service	<u>Cost:</u>	<u>Funded By</u>
Design & Development of Signs	Donated	
Production of approximately 25 signs	\$200/ea	Grant
Implementation	Donated	
Total:	\$5,000	

SUBMITTAL

The undersigned, declares that he/she has carefully examined the El Dorado County Cultural and Community Development Program and fully understands its contents and implications, and if funds are awarded the proposer will contract with the County to furnish the services as specified, in accordance with this grant application attached. The undersigned further attests that all information contained in this application is accurate to the best of his/her knowledge. Advertising funds are awarded, that proposer

Signature: 

Title: President

Applicant Organization: American River Recreation Association

Date: 11/19/2014

ADDENDUM

Non-Profit 501c4 IRS Designation Letter

Internal Revenue Service

Department of the Treasury

Washington, DC 20224

American River Recreation Association
Incorporated
Camp Lotus
P.O. Box 617
Lotus, CA 95651

Person to Contact:
Mr. Daume
Telephone Number:
202-566-4524
Refer Reply to:
E:EO:T:R:l-2
Date:

DO: 94 EIN: 94-2715986

AUG 21 1981

Dear Applicant:

Based on information supplied, and assuming your operations will be as stated in your application for recognition of exemption, we have determined you are exempt from federal income tax under section 501(c)(4) of the Internal Revenue Code. Contributions to you are not deductible under section 170(c) of the Code.

Unless specifically excepted, you are liable for taxes under the Federal Insurance Contributions Act (social security taxes) for each employee who earns \$100 or more during a calendar quarter. And, unless excepted, you are also liable for tax under the Federal Unemployment Tax Act for each employee who earns \$50 or more during a calendar quarter if, during the current or preceding calendar year, you have one or more employees at any time in each of 20 calendar weeks or pay wages of \$1,500 or more in any calendar quarter. If you have any questions about excise, employment, or other Federal taxes, please address them to your key District Director.

If your purposes, character, or method of operations change, please let your key district know so that office can consider the effect of the change on your exempt status. Also, you should inform your key District Director of all changes in your name or address.

You are required to file Form 990, Return of Organization Exempt From Income Tax, only if your gross receipts each year are normally more than \$10,000. If a return is required, it must be filed by the 15th day of the fifth month after the end of your annual accounting period. The law imposes a penalty of \$10 a day, up to a maximum of \$5,000 when a return is filed late, unless there is reasonable cause for the delay.

You are not required to file Federal income tax returns unless you are subject to the tax on unrelated business income under section 511 of the Code. In this letter we are not determining whether any of your present or proposed activities are unrelated trade or business as defined in section 513 of the Code.

Please use your employer identification number (EIN at top) on all returns you file and in all correspondence with the Internal Revenue Service.

American River Recreation Association Incorporated

You should keep detailed records to show that the litigation in which you are engaged, either as a direct party or as an intervenor, is in the public interest.

We are informing your key District Director for exempt organization matters in San Francisco, California of this action. Because this letter could help resolve any questions about your exempt status, you should keep it in your permanent records.

If you have any questions, please contact the person whose name and telephone number are shown in the heading of this letter.

Thank you for your cooperation.

Sincerely yours,

J. E. Griffith

J. E. Griffith
Chief, Rulings Section 1
Exempt Organizations
Technical Branch

ADDENDUM

American River Recreation Association Corporate Non-Profit Bylaws

BYLAWS OF
AMERICAN RIVER RECREATION ASSOCIATION, INCORPORATED
(a non-profit corporation)

ARTICLE I
OFFICES

Section 1. PRINCIPAL OFFICE. The principal office of the corporation in the State of California shall be located at Camp Lotus, Basi Road, Lotus, County of El Dorado, P. O. Box 221, Coloma, California 95613.

Section 2. OTHER OFFICES. The corporation may have such other offices either within or without the County of El Dorado, State of California, as the board of directors may determine or as the affairs of the corporation may require from time to time.

ARTICLE II
MEMBERS

Section 1. CLASSES OF MEMBERS. The corporation shall have one class of members. The designation of such class and the qualifications and rights of the members of such class shall be as follows:

- (a) The single class of members of this corporation shall be designated and shall constitute the general membership.
- (b) Any individual or group whose written application for membership is accepted by the board of directors at a duly constituted meeting is qualified to become a member of this corporation.
- (c) The property, voting, and other rights, interests and privileges of each member shall be equal.

Section 2. ADMISSION. An applicant shall be admitted to membership in the corporation on making application therefor and by being elected by the board of directors. An affirmative vote of two-thirds of the directors shall be required for election.

- (a) The board of directors, by two-thirds affirmative vote, may elect to membership any individual or group deemed deserving of membership without the necessity of said individual or group making written application therefor.

Section 3. VOTING RIGHTS. Each member shall be entitled to one vote on each matter submitted to a vote of the members. No member shall hold more than one membership in the corporation.

Section 4. SUSPENSION OR EXPULSION OF MEMBERS. The board of directors, by a majority vote of those present at any regularly constituted meeting, may terminate the membership of any member who becomes ineligible for membership, or suspend or expel any member who shall be in default in the payment of dues for the period fixed in Article III of these Bylaws. In addition, the board of directors, by affirmative vote of two-thirds of all of the members of the board, may suspend or expel any member for conduct that the board deems detrimental to the objects or interests of the corporation or in violation of its Constitution, Bylaws, Code of Ethics, or rules and regulations, provided the member is given notice of the proceedings against him and an opportunity to be heard in his own defense.

Section 5. RESIGNATION. Any member may resign by filing a written resignation with the secretary, but such resignation shall not relieve the member so resigning of the obligation to pay any dues, assessments, or other charges theretofore accrued and unpaid.

Section 6. REINSTATEMENT. Upon written request, signed by a former member and filed with the Secretary, the board of directors, by the affirmative vote of two thirds of the members of the board, may reinstate such former member to membership on such terms as the board of directors may deem appropriate.

Section 7. TRANSFER OF MEMBERSHIP. Membership in this corporation is not transferrable or assignable.

Section 8. TERMINATION OF MEMBERSHIP. Membership shall terminate on the death or resignation of a member or on his expulsion by the board of directors. On such termination, any right, title or interest of the member in or to the property and assets of the corporation shall cease.

Section 9. MEMBERSHIP BOOK. The board of directors shall cause a membership book containing the name and address of each member to be maintained at the corporation's principal office. Termination of the membership of any member shall be recorded in the book, together with the date of termination, and the reason therefor, whether it be suspension, expulsion or resignation.

ARTICLE III DUES

Section 1. ANNUAL DUES. The board of directors may determine from time to time the amount of initiation fee, if any, and annual

dues payable to the corporation by members.

Section 2. PAYMENT OF DUES. Dues shall be payable in advance on the first day of October in each fiscal year.

Section 3. DEFAULT AND TERMINATION OF MEMBERSHIP. When any member of any class shall be in default and the payment of dues for a period of one month from the beginning of the fiscal year or period in which such dues become payable, his membership may thereupon be terminated by the board of directors in the manner provided for in Article II of these Bylaws.

ARTICLE IV MEETINGS OF MEMBERS

Section 1. ANNUAL MEETINGS. An annual meeting of the members shall be held on the last Sunday in the month of September in each year, beginning with the year 1979, at the hour of 2:00 p.m., for the purpose of electing directors and for the transaction of such other business as may come before the meeting. If the election of directors shall not be held on the day designated herein for any annual meeting, or at any adjournment thereof, the board of directors shall cause the election to be held at a special meeting of the members as soon thereafter as conveniently may be. By resolution of the board of directors, the date and time fixed for the annual meeting may be changed by up to thirty days, provided that each member shall be sent a notice of the change at least thirty days prior to the new meeting date.

Section 2. SPECIAL MEETINGS. Special meetings of the members may be called by the president, the board of directors, or not less than one-tenth of the members having voting rights.

Section 3. PLACE OF MEETINGS. The board of directors may designate any place, either within or without the State of California, as the place of meeting for any annual meeting or for any special meeting called by the board of directors. If no designation is made or if a special meeting be otherwise called, the place of meeting shall be the registered office of the corporation in the State of California; but if all of the members shall meet at any time and place, either within or without the State of California, and consent to the holding of a meeting, such meeting shall be valid without call or notice, and at such meeting, any corporate action may be taken.

Section 4. NOTICE OF MEETINGS. Written or printed notice stating the place, day and hour of any meeting of members shall be delivered either personally or by mail, to each member entitled to vote at such meeting, not less than twenty nor more than sixty days before the date of such meeting, by or at the direction of the president or the secretary or the officer or persons calling the

meeting. In case of a special meeting or when required by statute or by these Bylaws, the purposes for which the meeting is called shall be stated in the notice. If mailed, the notice of a meeting shall be deemed to be delivered when deposited in the United States mail, addressed to the member at his address as it appears on the records of the corporation, with postage thereon prepaid.

Section 5. INFORMAL ACTION BY MEMBERS. Any action required by law to be taken at a meeting of the members or any action that may be taken at a meeting of members, may be taken without a meeting if a consent in writing, setting forth the action so taken shall be signed by all of the members entitled to vote with respect to the subject matter thereof.

Section 6. QUORUM. The members holding fifty-one percent (51%) of the votes that may be cast at any meeting shall constitute a quorum at such meeting. If a quorum is not present at any meeting of members, a majority of members present may adjourn the meeting from time to time without further notice.

Section 7. PROXIES. At any meeting of members, a member entitled to vote may vote by proxy executed in writing by the member or by his duly authorized attorney in fact. No proxy shall be valid after six months from the date of its execution, unless otherwise provided in the proxy.

Section 8. CUMULATIVE VOTING. At any election for directors of the corporation, each and every member entitled to vote may cumulate his vote and give one candidate a number of votes equal to the number of directors to be elected multiplied by the number of votes to which he is entitled or each member may distribute his votes among as many candidates for directors as the member thinks proper. The candidates for directors receiving the highest number of votes up to the number of directors to be elected, are elected.

Section 9. CONDUCT OF MEETINGS. Meetings of members shall be presided over by the president of the corporation or, in his absence, by the vice-president, or, in the absence of both, by a chairperson chosen by the majority of the directors present. The secretary of the corporation shall act as secretary of all meetings of members, provided that, in the secretary's absence, the presiding officer shall appoint another person to act as secretary of the meeting. Meetings shall be governed by Robert's Rules of Order, as such Rules may be revised from time to time and insofar as such Rules are not inconsistent or in conflict with these Bylaws, with the Articles of Incorporation, or with law.

ARTICLE V BOARD OF DIRECTORS

Section 1. GENERAL POWERS. The affairs of the corporation shall be managed by its board of directors.

Section 2. NUMBER, TENURE AND QUALIFICATIONS. The number of directors shall be three. Directors shall be elected at each annual meeting of members and each director shall hold office until the next annual meeting of the members and until his successor shall be elected and qualified. Directors must be members of the corporation.

Section 3. REGULAR MEETINGS. A regular annual meeting of the board of directors shall be held without other notice than this Bylaw, immediately after and at the same place as, the annual meeting of members. The board of directors may provide by resolution the time and place, either within or without the State of California, for the holding of additional regular meetings of the board without other notice than such resolution.

Section 4. SPECIAL MEETINGS. Special meetings of the board of directors may be called by or at the request of the president or any two directors. The person or persons authorized to call special meetings of the board may fix any place, either within or without the State of California, as the place for holding any special meeting of the board called by them.

Section 5. NOTICE. Notice of any special meeting of the board of directors shall be given at least seven days previously thereto by written notice delivered personally or sent by mail or telegram to each director at his address as shown by the records of the corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegram company. Any director may waive notice of any meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except where a director attends for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The business to be transacted at the meeting need not be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these Bylaws.

Section 6. QUORUM. A majority of the board of directors shall constitute a quorum for the transaction of business at any meeting of the board; but if less than a majority of the directors are present at a meeting, a majority of the directors present may adjourn the meeting from time to time without further notice.

Section 7. MANNER OF ACTING. The act of a majority of the directors present at a meeting at which a quorum is present, shall be the act of the board of directors unless the act of a greater number is required by law or by these Bylaws.

Section 8. VACANCIES. Any vacancy occurring in the board of directors and any directorship to be filled by reason of an increase in the number of directors shall be filled by the board of directors. A director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office.

Section 9. COMPENSATION. Directors as such shall not receive any stated salaries for their services, but by resolution of the board of directors a fixed sum and expenses of attendance, if any, may be allowed for attendance at such regular or special meeting of the board; but nothing herein contained shall be construed to preclude any director from serving the corporation in any other capacity and receiving compensation therefor.

Section 10. ACTION WITHOUT MEETING. Any action required or permitted to be taken by the board may be taken without a meeting if all members of the board shall individually consent in writing to such action. Said written consents shall be filed with the Minutes of the proceedings of the board.

ARTICLE VI OFFICERS

Section 1. OFFICERS. The officers of the corporation shall be a president, one or more vice-presidents (the number thereof to be determined by the board of directors), a secretary, a treasurer, and such other officers as may be elected in accordance with the provisions of this article. The board of directors may elect or appoint such other officers, including one or more assistant secretaries and one or more assistant treasurers, as it shall deem desirable, such officers to have the authority and to perform the duties prescribed from time to time by the board of directors. No person shall hold more than one office or directorship.

Section 2. ELECTION AND TERM OF OFFICE. The officers of the corporation shall be elected annually by the board of directors at the regular annual meeting of the board of directors. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. New offices may be created and filled at any meeting of the board of directors. Each officer shall hold office until his successor shall have been duly elected and shall have been qualified.

Section 3. REMOVAL. Any officer elected or appointed by the board of directors may be removed by the board of directors whenever, in its judgment, the best interests of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed.

Section 4. VACANCIES. A vacancy in any office, because of death, resignation, removal, disqualification or otherwise, may be filled by the board of directors for the unexpired portion of the term.

Section 5. PRESIDENT. The president shall be the principal executive officer of the corporation and shall in general supervise and control all of the business and affairs of the corporation. He shall preside at all meetings of the members and of the board of directors. He may sign, with the secretary or with any other proper officer of the corporation, authorized by the board of directors, any deeds, mortgages, bonds contracts, or other instruments that the board of directors have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the board of directors or by these Bylaws or by statute to some other officer or agent of the corporation; and in general, he shall perform all duties incident to the office of president and such other duties as may be prescribed by the board of directors from time to time. The president shall also be an ex officio member of all standing committees, including the executive committee, if any.

Section 6. VICE PRESIDENT. In the absence of the president or in the event of his inability or refusal to act, the vice presidents, in the order of their election, shall perform the duties of the president, and when so acting, shall have all the powers of and be subject to all the restrictions upon the president. Any vice president shall perform such other duties as from time to time may be assigned to him by the president or by the board of directors.

Section 7. TREASURER. If required by the board of directors, the treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the board of directors shall determine. He shall have charge and custody of and be responsible for all funds and securities of the corporation; receive and give receipts for moneys due and payable to the corporation from any source whatsoever; and deposit all such moneys in the name of the corporation in such banks, trust companies or other depositories as shall be selected by the board of directors; and in general perform all the duties incident to the office of treasurer and such other duties as shall from time to time may be assigned to him by the president or by the board of directors.

Section 8. SECRETARY. The secretary shall keep the minutes of the meetings of the members and of the board of directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; be custodian of the corporate records and of the seal of the corporation and see that the seal of the corporation is affixed to all documents, the execution of which on behalf of the corporation under its seal is duly authorized in accordance with the provisions of these Bylaws; keep a register of the post office address of each member which shall be furnished to the secretary by such member; and in general perform

all duties incident to the office of secretary and such other duties as shall from time to time be assigned to him by the president or by the board of directors.

Section 9. ASSISTANT TREASURERS AND ASSISTANT SECRETARIES. If required by the board of directors, the assistant treasurers shall give bonds for the faithful discharge of their duties in such sums and with such sureties as the board of directors shall determine. The assistant treasurers and assistant secretaries, in general, shall perform such duties as shall be assigned to them by the treasurer or the secretary or by the president or by the board of directors.

ARTICLE VII COMMITTEES

Section 1. EXECUTIVE COMMITTEE. Internal management and conduct of the business of the corporation shall be vested in an executive committee composed of two or more persons. Members of the committee shall be appointed by resolution of the board of directors. All members of the committee shall be directors of the corporation. The executive committee is authorized to hire and discharge employees, to make all contracts and authorize all transactions in the ordinary course of business of the corporation, and to do all things necessary or incident thereto.

The executive committee may act by unanimous written agreement of its members, or by a majority vote of its members at any regularly called meeting of which all members have had reasonable notice. The committee shall, at each regular meeting of the board of directors, and from time to time when requested by the board, make a full report of all business transacted by the committee.

Section 2. OTHER COMMITTEES. Other committees not having and exercising the authority of the board of directors in the management of the corporation may be designated by a resolution adopted by a majority of the directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be members of the corporation, and the president of the corporation shall appoint the members thereof. Any member thereof may be removed by the person or persons authorized to appoint such member whenever in their judgment the best interests of the corporation shall be served by such removal.

Section 3. TERM OF OFFICE. Each member of a committee shall continue as such until the next annual meeting of the members of the corporation, and until his successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof.

Section 4. CHAIRPERSON. One member of each committee shall be appointed chairperson by the person or persons authorized to appoint the members thereof.

Section 5. VACANCIES. Vacancies in the membership of any committee shall be filled by appointments made in the same manner as provided in the case of the original appointments.

Section 6. QUORUM. Unless otherwise provided in the resolution of the board of directors designating a committee, a majority of the whole committee shall constitute a quorum, and the act of the whole committee shall constitute a quorum, and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

Section 7. RULES. Each committee may adopt rules for its own government not inconsistent with these Bylaws or with the rules adopted by the board of directors.

ARTICLE VIII USE OF CORPORATION'S FACILITIES

Section 1. No person except a member of the corporation, a member of the family of such member, and guests of the member when in the company of the member shall use the facilities owned or leased by the corporation. As used in these Bylaws, the term "family" shall include only persons within the third degree of relationship either to the member or to his spouse.

(a) In the case of commercial members, use of the corporation's facilities shall be extended to their officers, employees, authorized agents, and clients.

ARTICLE IX CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Section 1. CONTRACTS. The board of directors may authorize any officer or officers, agent or agents of the corporation in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

Section 2. CHECKS, DRAFTS OR ORDERS FOR PAYMENT. All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents of the corporation, and in such manner as shall from time to time be determined by resolution of the board of directors. In the absence of such determination by the board of directors, such instruments shall be signed by the treasurer or an assistant treasurer and counter-signed by the president or a vice president of the corporation.

Section 3. DEPOSITS. All funds of the corporation shall be deposited to the credit of the corporation in such banks, trust companies, or other depositories as the board of directors may select.

Section 4. GIFTS. The board of directors may accept, on behalf of the corporation, any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the corporation.

ARTICLE X
CERTIFICATES OF MEMBERSHIP

Section 1. CERTIFICATE OF MEMBERSHIP. The board of directors may provide for the issuance of certificates evidencing membership in the corporation, which certificate shall be in such form as may be determined by the board. Such certificates shall be signed by the president or a vice president and by the secretary or an assistant secretary and shall be sealed with the seal of the corporation. All certificates evidencing membership of any class shall be consecutively numbered. The name and address of each member and the date of issuance of the certificate shall be entered on the records of the corporation. If any certificate shall become lost, mutilated or destroyed, a new certificate may be issued therefor on such terms and conditions as the board of directors may determine.

Section 2. ISSUANCE OF CERTIFICATES. When any person or entity has been elected to membership and has paid any initiation fee and dues that may then be required, a certificate of membership shall be issued in the name of said person or entity and delivered to said person or entity by the secretary, if the board of directors shall have provided for the issuance of certificates of membership under the provisions of Section 1 of this article.

ARTICLE XI
MISCELLANEOUS

Section 1. BOOKS AND RECORDS. The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, board of directors, and committees having any of the authority of the board of directors, and shall keep at the registered or principal office a record giving the names and address of the members entitled to vote. All books and records of the corporation may be inspected by any member, or his agent or attorney, for any proper purpose at any reasonable time.

Section 2. FISCAL YEAR. The fiscal year of the corporation shall begin on the first day of January and end on the last day of December in each year.

Section 3. CORPORATE SEAL. The board of directors shall provide for a corporate seal.

Section 4. WAIVER OF NOTICE. Whenever any notice is required to be given under the provisions of the General Non-Profit Corporation Law of California or under the provisions of the Articles of Incorporation or the Bylaws of the corporation, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XII
AMENDMENTS

Section 1. POWER OF MEMBERS TO AMEND BYLAWS. The Bylaws of this corporation may be amended, repealed, or added to, or new Bylaws may be adopted by the vote or written assent of a majority of the members entitled to vote or by the vote of a majority of a quorum at a meeting duly called for the purpose according to the Articles or Bylaws.

Section 2. POWER OF DIRECTORS TO AMEND BYLAWS. Subject to the limitations of the Articles of Incorporation, these Bylaws and the General Non-Profit Corporation Law of California, concerning corporate action that must be authorized or approved by the members of the corporation, the Bylaws of this corporation may be amended, repealed or added to, or new Bylaws may be adopted by a resolution of the board of directors.

RESOLUTION ADOPTING BYLAWS

BY DIRECTORS

It is therefore resolved on this 16th day of May, 1979, that the bylaws presented to this meeting become the bylaws of this corporation effective forthwith.

It is further resolved that the bylaws be authenticated as such by the certificate of secretary of this corporation and placed in its minute book, and that a full and true copy thereof, certified by the secretary, be kept at the principal office of the corporation for inspection by shareholders at all reasonable times during business hours.

CERTIFICATE OF SECRETARY

I, KENNETH BRUNGES, do hereby certify that:

1. I am the duly elected and acting secretary of American River Recreation Association, a California nonprofit corporation.

2. The foregoing bylaws, consisting of 12 pages, constitute the original bylaws of the corporation as duly adopted by the directors at a meeting held on May 16, 1979 at the corporation's principal office, located at Camp Lotus, Basi Road, Lotus, County of El Dorado, P.O. Box 221, Coloma, California 95613.

In witness whereof, I have hereunto subscribed my name and affixed the seal of the corporation this Dec 28 day of December, 1979.


KENNETH BRUNGES
Secretary