

CONSTITUTION OF THE ERC CAMPING CLUB

ARTICLE I - NAME

This organization will be known as the ERC Camping Club, hereinafter referred to as the "Club".

ARTICLE II - PURPOSE

The purpose for which the Club is organized is to provide pleasure, encourage friendship, and promote camping among Eastman people.

ARTICLE III - OFFICERS

Officers shall consist of a President, Vice President, Secretary and Treasurer who are to be elected annually by the club members. A Recreation Representative will be appointed by the Facilities Representative, Recreation. The Executive Committee will consist of the elected officers and past elected officers of the previous year.

ARTICLE IV - MEMBERSHIP

Section 1 - Club membership shall be limited to employees of Eastman Chemical Company, approved Eastman Contractors and Retiree's of Eastman Chemical Company/Kodak and Holston Defense Corporation. Membership in ERC is a prerequisite to membership in the Club.

Section 2 - No person other than specified in Section 1 can participate as a member of the club with the exception of ERC dependents who will participate as "associate members". The "associate member" cannot vote or hold an elected office in the Club. Out of Town Eastman Companies will participate as Guest members. Grandchildren are not eligible for membership.

Section 3 - Termination of employment (retirees excluded) in any of the companies shall act as termination of membership in the Club and shall operate as a release of all rights, title, interest in the property, effects and assets of the Club.

ARTICLE V - MEMBERSHIP PRIVILEGES

Holding an elected office, in the Club, is restricted to Membership as stated in Article IV Section 1. All other privileges apply equally to all club members.

ARTICLE VI - DUES

Dues for members shall be \$6.00 per year, payable on the first day of January.

ARTICLE VII - MANAGEMENT

Section 1 - The management shall be vested in an Executive Committee as defined in Article III. The Executive members shall have control of the Club affairs with full power to act for it in all business matters. The management of ERC reserves the right to overrule the Executive Committee on any matter.

Section 2 - The Executive Committee will hold meetings as required to make such rules and regulations for the guidance of the members of the club as are deemed necessary and are not herein determined. These additions or changes require the ERC Representative's approval and finally the Facilities Representative, Recreation's approval.

ARTICLE VIII - QUORUM

Three fourths of the members of the Executive Committee shall constitute a quorum for said meetings.

ARTICLE IX - CONTESTS AND ENTERTAINMENT

All activities of the club shall be conducted under the direction and with the permission of the Facilities Representative, Recreation.

ARTICLE X - RESIGNATIONS

Resignation of officers shall be tendered in writing to the ERC Representative and Executive Committee. Termination of employment (except for retirement) in any of the companies shall be considered sufficient notice of resignation.

ARTICLE XI - REMOVAL OF OFFICERS AND MEMBERS

Any officer or member may be removed by a three-fourths vote of the Executive Committee, excluding the person in question, and the Approval of the Facilities Representative, Recreation. The officer or member being removed must be notified prior to the Executive Committee meeting.

BY-LAWS OF THE ERC CAMPING CLUB

ARTICLE I - DUTIES AND POWERS OF CHIEF EXECUTIVE OFFICER

President - The President shall preside at all meetings of the Club. They shall appoint the members of all committees except the Executive Committee and shall be an ex-officio member of all such committees. They shall sign such papers as may be required by their office or as may be instructed by members of the Club at any regular or special meeting concerning the affairs of the Club, which, in their judgment, are desirable for their information and guidance. They may require such reports from the Secretary or Treasurer and all or part of Standing Committees which, in their judgment, are necessary and shall perform other duties incident to their office.

ARTICLE II - DUTIES AND POWERS OF OTHER OFFICERS

Section 1 - Vice President: The Vice President shall perform the duties of the President in case of absence, the resignation, or the inability of the latter to act and such other duties as may be assigned to them from time to time by the President.

Section 2 - Secretary: The Secretary shall keep all necessary records (minutes) of the meetings of the Club and shall sign such papers as may be directed by the President. They shall issue notice, in writing, to the Recreation Representative, announcing the meetings of the Club and the list of nominees selected by the Nominating Committee.

Section 3 - Treasurer: The Treasurer shall keep records of all monies received and paid out by the Club and shall issue a financial report to the Executive Committee and Club members as necessary. They shall order such Equipment as may be needed by the Club or its members, with approval of the ERC Representative.

ARTICLE III - DUTIES AND POWERS OF EXECUTIVE COMMITTEE

Section 1 - There shall be an Executive Committee which shall consist of the elected officers and the three past officers of the previous year. The Executive Committee shall be the governing body of the Club and shall make any and all decisions. The Executive Committee shall work closely with the ERC Representative and shall abide by all decisions of the Facilities Representative, Recreation and/or ERC Staff Team.

Section 2 - There shall be a Nominating Committee, which is appointed by the President, and which shall consist of not less than three members of the Executive Committee. This Committee shall provide at least one nominee for each office listed in Article III of the Constitution which is filled by election. This list of nominees shall be given to the President and Secretary Prior to December 1. It shall also be the duty of this committee to obtain the consent of the proposed nominees before entering their names on the ballot.

Section 3 - All committees not otherwise provided in these by-laws shall be appointed from time to time by the President.

ARTICLE IV - MEETINGS

Section 1 - The Club shall meet upon due notice at such times and places as may suit its convenience.

Section 2 - The Club shall have special meetings upon the request of three fourths of the Executive Committee or upon the request of ten voting members of the Club. The notice for special meetings shall recite the exact nature of the business and only that business shall be transacted.

Section 3 - The Executive Committee shall meet upon due notice at such times and places as may suit its convenience upon call of the President or upon request of three fourths of its members. The order of business shall be such as the committee provides from time to time.

Section 4 - A quorum for an Executive Committee meeting shall consist of three fourths of the members of the committee. In the absence of a quorum, the meeting shall adjourn to a later date.

Section 5 - At regular meetings of the Club, the order of business shall be as follows:

- A. Minutes of previous meeting
- B. Reports
- C. Business
- D. Adjournment

ARTICLE V - VACANCIES OF OFFICERS

Section 1 - Whenever any vacancy shall occur among the officers or the Executive Committee, the vacancy shall be filled by the committee at the next meeting. Vacancies on the Executive Committee shall be filled from members of the Club, and the members so designated shall hold office until the next regular election.

Section 2 - Absence from three consecutive meetings, stated or called, of the committee without satisfactory excuse shall be deemed sufficient cause for declaring a vacancy.

ARTICLE VI - ELECTION OF OFFICERS

Section 1 - The President, Vice President Secretary and Treasurer shall be elected for a term of one year, beginning January 1.

Section 2 - In the case of absence, death or inability of the President to perform the duties of their office, their position shall be filled by the Vice President.

In the case of death or inability of the President and Vice President to assume the office of President, the office of President shall be filled by election. The date of this election shall be specified by the Executive Committee.

Section 3 - The Nominating Committee as provided for under Article III shall furnish the Secretary its report of nominees prior to December 1. Any member, by a petition signed by at least five voting members and presented to the Nominating Committee, may make further nomination for any elective posts, providing the nominee has given prior consent.

ARTICLE VII - AMENDMENTS TO CONSTITUTION AND BY-LAWS

Section 1 - To amend this Constitution or By-Laws, the proposed amendment must be subscribed to by twenty-five percent of the membership and presented by them to the Recreation Representative, who shall bring it before the Executive Committee at the next meeting thereafter. In case the committee, by majority vote of the full committee, recommends its passage, the Recreation Representative shall

immediately send a copy of the amendment to the Club members, stating the time when it will be submitted for a letter ballot. Such time shall not be less than one (1) nor more than four (4) weeks from the date of approval by the committee. For passage, the amendment must receive the affirmative vote of a majority of all those voting.

ARTICLE VIII - LIABILITY

Section 1 - Eastman Chemical Company or the Eastman Recreation Club is not liable for any accidents that might occur in any of the Club's activities.

ARTICLE IX - PROPERTY RESPONSIBILITY

Section 1 - Damage to the property of the Club, other than ordinary wear and tear, shall be paid by the member, or members causing it. If and when the Club ceases to function, all property becomes the property of ERC.

ARTICLE X - EXPENDITURES

Section 1 - At least two officers of the Club must authorize any expenditure before forwarding to the ERC Representative for approval. If any officer of the Club has question about the Expenditure, they should contact their ERC Representative. Expenditures of Club funds are not to be committed prior to approval.

ARTICLE XI - DISSOLUTION

Section 1 - Upon the dissolution of the Club and the discharge of its debts and the settlement of its affairs, any funds and properties of the Club remaining thereafter shall become the property of the Eastman Recreation Club.