

BY-LAWS
COLUMBIA RIVER CUSTOMS BROKERS AND
FORWARDERS ASSOCIATION

ARTICLE I Name of Association

The name of this Association shall be Columbia River Customs Brokers and Forwarders Association, Inc.

ARTICLE II Purposes

The Association is a non-profit corporation registered in Oregon. The purposes for which this Association is organized are to protect and further the business and interests of Customs Brokers and International Freight Forwarders, and to promote the exchange of common ideas and the resolution of problems, as well as to encourage a cordial relationship among its members. It is also the purpose of this organization to provide educational opportunities wherever possible in the furtherance of its members' knowledge and professionalism.

ARTICLE III Membership

Section 1. There shall be three classes of membership: Regular, Associate and Individual.

Section 2. Regular membership of the Association shall be open to all firms regularly engaged in business as Customs Brokers and International Freight Forwarders located within the boundaries of Customs District No. 29. Each member firm will carry one vote. Such firms shall be admitted for membership as business organizations only. No firm, however, may vote at any meeting except through an authorized representative of the regular member firm he or she represents, or their duly appointed proxy. Such representative may be called upon at any meeting to produce his or her identification as the authorized representative of the firm.

Section 3. The Associate membership of the Association shall be restricted to firms who are industry service providers having an interest in international trade and are engaged in business relating to that field, including but not limited to: ocean and air carriers, ports, stevedores, bond

and marine insurance agencies, international banks, customs or trade attorneys, trade software providers, drayage companies and warehouse firms. Associate members may not vote or hold office, or attend the Mission to DC.

Section 4. Individual membership is open to licensed custom brokers, whether employed or not. This class of membership is appropriate for individual licensed brokers who are employed by an importer. An individual member will have access to all activities and publications of the association, but may not vote or hold office. Individual members employed directly by an importing or exporting firm may not attend any PCC activities, such as WESCCON and the Mission to DC.

Section 5. All applications for membership in this Association shall be made in writing and filed with the Secretary/Treasurer or Membership Chairperson, who shall present the applications at the meeting of the Board of Directors of the Association. Membership will become effective upon approval by a majority of the Board of Directors and payment of first time fees and dues, as detailed in the By-Laws.

Section 6. Any member of this Association may withdraw from membership by giving thirty (30) days prior written notice to the Secretary/Treasurer of such withdrawal. Such withdrawing member shall forfeit any interest to any funds or assets of the Association and shall be liable for any outstanding assessments levied by the Association.

Section 6 (a) Members may be expelled for just cause by a two-thirds vote of the Board of Directors. The Board may consider for forfeiture of membership any member who is ninety (90) days delinquent in payment of dues. Causes for termination of membership, other than non-payment of dues, shall include, but are not limited to: revocation of Customs Broker or FMC Licenses, conviction of violations of Federal, State or Customs and Border Protection laws and regulations and/or conduct contrary to these By-Laws and the purposes as stated herein. Forfeiture of membership shall take place only after written notice has been given to the member of such intent. The opportunity for explanation before the Board of Directors shall be offered. Should forfeiture of membership still be deemed appropriate, such forfeiture shall become effective by a majority vote by the Board of Directors.

Section 6 (b) Members may be censured or suspended, in lieu of expulsion, by a two-thirds vote of the Board of Directors for those causes listed in the Customs Regulations which would apply for denial or revocation of any Customs Broker's License, or any action in violation of any regulation of the Federal Maritime Commission or any other government agency.

ARTICLE IV Dues

Section 1. The annual dues for all classes of membership shall be established by the Board of Directors. Invoices for dues will be issued in January and payable by March 30th of each year.

Section 2. Any extraordinary expenses shall be provided by a special assessment determined by the Board of Directors.

Section 3. New regular and associate members shall pay an initiation fee as determined annually by the Board of Directors in addition to the first year's dues.

Section 4. No initiation fee will be assessed for individual membership.

Section 5. The initiation fee may be waived for a set period of time by a majority vote of the Board of Directors for special incentive or promotional purposes.

ARTICLE V Meetings

Section 1. The Annual Meeting of this Association shall be held in January at the time and place designated by the Board of Directors.

Section 2. In addition to the Annual Meeting, there shall be nine (9) regular meetings of this Association per year as determined by the Board of Directors.

Section 3. Special meetings of the Association shall be held upon the call of the President or three (3) members of the Board of Directors setting forth the purpose for which each special meeting is called. Special Meetings shall be called by the President within ten (10) days of receipt of a written request for such a meeting signed by eight (8) regular members stating the purpose thereof. No business shall be transacted at such meetings except that which is specified in the written request.

Section 4. The Board of Directors shall meet monthly.

ARTICLE VI Officers and Election of Officers

Section 1. The business and affairs of this Association shall be managed by its Board of Directors, consisting of six (6) members plus the immediate past President, who shall act as the

Chairman of the Board. In the event the immediate past president is unable to serve, a previous past President shall be appointed by the Board of Directors.

Section 2. The Board of Directors shall elect from the association's regular members the President, Vice President and Secretary/Treasurer. Directors and officers shall serve two (2) year terms.

Section 3. Vacancies which may occur on the Board shall be filled by a majority vote of the Directors present at a special or regular Board meeting. The new Director shall serve out the remaining portion of the term created by the vacancy.

Section 4. The Chairman of the Board shall act in the following two capacities: 1) advisory role and 2) tie breaker in the event of a 3-3 vote by the Board on any given motion.

Section 5. The salary of all officers and employees of the Association shall be fixed by the Board of Directors. No salary shall be paid to any officer or employee who is a Director.

Section 6. A Nominating Committee for expiring board positions shall be appointed by the Board no later than December 15th of each year. It shall consist of not less than four (4) persons: two (2) of whom are current Directors of the Board and two (2) persons from the regular membership. The Committee shall make its report at the January Board of Directors meeting and the report shall be published on the Association's website prior to the January annual meeting. All nominees shall be regular members.

Section 7. All Directors shall be elected at the January annual meeting. The nominees receiving the plurality of votes cast for each Director shall be declared elected.

Section 8. The new directors shall begin their terms of office on February 1.

Section 9. The officers shall be elected by the Directors at the February board meeting and will begin their terms immediately.

ARTICLE VII Duties of Officers

Section 1. The President shall: preside at all meetings of the members and directors, appoint chairpersons of committees, nominate a member to fill any vacancy on the Board of Directors, and perform the duties usually pertaining to this office.

Section 2. During his/her absence, such duties shall fall upon the Vice President, and in his/her absence, upon the Secretary/Treasurer.

Section 3. The Secretary/Treasurer shall be responsible for an accounting of all dues and other monies invoiced and received, and for the payment of all bills. The Secretary/Treasurer shall provide a monthly report of the current financial position of the association to the Board of Directors. He/she shall also be responsible for the production of minutes of the Board of Directors' meetings.

ARTICLE VIII Committees

Section 1. There shall be standing committees appointed by the Board of Directors, upon recommendation of the President, to act on the matters pertaining to their special functions as indicated by name, as follows:

Committee on Import

Committee on Export

Committee on Education

Committee on Programs

Committee on Membership

Committee on Website

Committee on Social Media

Committee on Legislation

Section 2. The Board of Directors is authorized to create other committees as may be necessary or advisable.

Section 3. The President is authorized to appoint persons to represent the Association to other Boards, Committees and Associations as may be necessary or advisable.

Section 4. The Chairs of these Committees shall be regular members and will attend the Board of Directors Meetings and General Meetings at which time reports of the Committee activities shall be given.

Section 5. The Committee Chairperson may appoint the number of persons necessary for the performance of the Committee as long as such persons are active members of the Association.

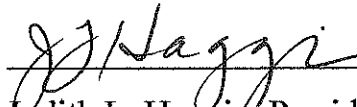
Section 6. Committee Chairs must request approval of the Board of Directors for any action taken or funds required by their Committees.

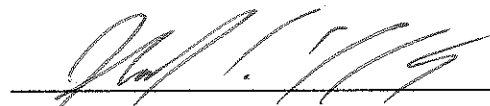
ARTICLE IX

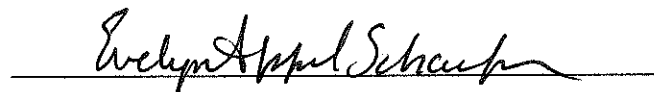
Section 1. When not inconsistent with these by-laws, Roberts Rules of Order shall govern all meetings of this Association.

Section 2. These By-Laws may be amended or revised at any regular or special meeting of the Association upon a majority vote of the regular membership present or represented by a written proxy. Any proposed revisions or amendments must be sent to all regular members thirty (30) days prior to the vote.

Signed this 5th day of Nov 2014, in Portland, Oregon.


 Judith L. Haggie, President


 John J. Marshall, Vice President


 Evelyn Appel-Schaefer, Secretary/Treasurer