

# Chanticleer SWIMMING CLUB



(A Non-Profit Corporation)



## ARTICLE I - Name and Address

Section 1. The name of this organization shall be the Chanticleer Swimming Club.

Section 2. The post office address of Chanticleer Swimming Club shall be Box 494, Crescent, Pennsylvania 15046-0494.

## ARTICLE II - Objective

Section 1. The objective of this organization shall be to help provide for the health, welfare, culture and recreation of its members through the facilities of its swimming pool and grounds.

## ARTICLE III - Membership

Section 1. The classes of membership shall be as follows:

Active Class A members shall be any man or woman 21 years of age or over.

Associate Class B members shall be the spouse of a Class A member, living with the member.

Associate Class C members shall be all unmarried children of a Class A member living with the member. All such children shall be considered to be one Class C member. Children of Class C members are not considered to be a member of the pool and are subject to guest regulations. Any Class C member with custody of child(ren) living with a Class A member shall be assessed a social membership of \$50.00 per year allowing the child(ren) the privileges of a Class C member of the Chanticleer Swimming Club.

Section 2. The initiation fee shall be \$250.00. Annual dues and assessments shall be as set by the Board of Trustees.

Section 3. The number of Class A members shall not exceed 225. There shall be no limit on the number of Class B or Class C members.

Section 4. Application for membership shall be made on blanks supplied by the Membership Committee for that purpose and must bear the endorsement of one member in good standing.

The application shall be filed with the Chairman of the Membership Committee, which committee shall investigate the applicant and report to the next meeting of the Board of Trustees held after receipt of the application. The Board of Trustees shall then approve or reject the application by a secret written ballot. If two or more Trustees vote adversely, the application shall be rejected. A list of applicants will be sent to all members at least 10 days prior to the Annual Meeting or posted on the pool bulletin board at least 10 days prior to a Board of Trustees meeting during the swimming season, at which time such applicants will be considered for membership.

Section 5. When an application has been approved, the applicant shall be notified and be placed on the waiting list. When an opening occurs, the applicant at the top of the waiting list shall be notified of the opening. Upon payment of all initiation fees and dues, the applicant shall then be a member.

Section 6. In the event that a Class A member owning real estate sells the same and resigns his membership, the Board of Trustees may admit the purchaser, upon application and approval, to membership without regard to the provisions of these BY-LAWS pertaining to a waiting list.

Section 7. Any Class C member, upon his (her) marriage and application for Class A membership shall be considered for membership without regard to the provisions of the BY-LAWS as they pertain to a waiting list. Such applicant shall be at least 21 years of age. A Class A membership can be transferable to a son or daughter of the Class A member. This membership can only be transferred once.

Section 8. A member shall be considered in good standing only if the annual dues are paid in full before May first of each year. In the event the dues are not paid by this date, the member shall stand suspended until such dues are fully paid. Suspension shall not relieve the member from future dues or assessments. Only members in good standing shall be entitled to use the pool or grounds.

Section 9. Any member may resign from the Club by paying all indebtedness to the Club and filing a written resignation with the Secretary.

Section 10. Membership shall be automatically continuous unless interrupted by written resignation, suspension, or expulsion. Members shall be liable for all dues and assessments accruing to the date of resignation.

Section 11. The Board of Trustees shall have the power to expel any member for any of the following reasons:

- a. Membership dues in arrears for one year.
- b. Repeated infractions of the rules and Regulations.

Section 12. Any Class B member who becomes divorced from a Class A member shall be considered for membership as a Class A member in the same manner as stated in Section 1- Class A members. Their Class B membership will cease upon notification from the Class A member to the board as the divorce becomes final. The divorced spouse may then apply as a Class A member and that application will be placed at the top of the waiting list as a new applicant. The divorced spouse will only waive the \$250.00 initiation fee as stated in Section 2.

#### **ARTICLE IV - Board of Trustees**

Section 1. The business and affairs of the corporation shall be managed by a Board of Trustees consisting of nine (9) members, all of whom shall be Class A or Class B members in good standing, but excluding Class A and B members from the same family, elected by the members at the annual meeting. At each annual meeting, three (3) Trustees shall be elected to three-year terms to replace the three outgoing Trustees. A Trustee who has served two (2) consecutive terms of office shall be ineligible for re-election or appointment to any term of office for a period of one year.

Section 2. A majority of the Board of Trustees shall constitute a quorum, and the majority of those present at a meeting at which a quorum is present shall be empowered to act.

Section 3. The Board of Trustees shall elect a President, Vice President, Secretary, Treasurer, and Assistant Treasurer. The President, Vice President, Secretary, and Assistant Treasurer must be Trustees, and the other officers can be Trustees or Class A or Class B members in good standing. These officers shall be elected for a term of one year, such term being from January to January. These elections shall take place at the first Board of Trustees meeting in January.

Section 4. In the event a vacancy occurs in the Board of Trustees or in an office, the Board shall appoint an eligible member in accordance with Section 1 to fill the unexpired term.

Section 5. Meetings of the Board of Trustees shall be called by the President, Vice President, or Secretary. Each Director shall be given at least two days notice of time, place, and date of the meeting.

Section 6. Meetings of the Board of Trustees shall be held at least once a month during the months of April through September. A January meeting will be held to elect board officers. Board meetings shall be open to all Club members.

#### **ARTICLE V - Duties and Powers of the Officers**

Section 1. The President shall preside at all Trustees and membership meetings, discharge all the duties which devolve upon a presiding officer and perform such other duties as these BY-LAWS provide or the Board of Trustees may prescribe.

Section 2. The Vice President shall have the power to perform the duties of the President, at the direction, absence, or disability of the President, and will manage such affairs of the Club as required.

Section 3. The Secretary shall be elected from the Board of Trustees and shall keep an accurate record of all business transacted at Trustees' and Members' meetings.

Section 4. An Assistant Secretary may be appointed and shall perform such duties of the office of the Secretary, as the Secretary shall direct.

Section 5. The Treasurer shall receive and disburse all funds of the Corporation, and shall be required to furnish surety bond in an amount of \$1,000.00, such bond to be paid for out of the funds of the Corporation. He (she) shall deposit all funds in an account or accounts in the name of the Corporation within five working days, in a bank or banks fully covered by Federal deposit insurance, and keep accurate records of all funds received and disbursed. He (she) shall have the authority to pay all obligations of the Corporation not to exceed \$50.00 on presentation. All such obligations shall be presented to the Board of Trustees at its next meeting for ratification. All obligations in excess of \$50.00, and obligations which the Treasurer is unwilling to honor, shall be submitted to the Board of Trustees for approval before payment. All checks issued must be signed by at least two of the following: President, Secretary, or Treasurer.

Section 6. The Assistant Treasurer shall perform such duties of the office of Treasurer, as the Treasurer shall direct.

Section 7. The fiscal year of Corporation shall begin on the first day of January in each year and end the last day of December of the same year.

Section 8. Starting with the year 1991, an annual audit/review/ compilation of the Treasurer's books closed as of December 31 of the previous year shall be prepared. This audit shall be prepared by a certified public accountant prior to the annual meeting and a report given at the annual meeting. The board of Trustees will use its discretion as to which system shall be used.

#### **ARTICLE VI - Limitations of the Board of Trustees**

Section 1. The Board of Trustees shall not have the power to borrow money or to sell, lease, exchange, mortgage, pledge, or otherwise dispose of any real estate or substantial part of the assets of the Corporation; or purchase real estate, without first submitting the matter to a vote of the members in accordance with the following procedure:

The Board of Trustees shall adopt a resolution recommending such action and directing that it be submitted to a vote of the members at an annual or special meeting. The Secretary shall then give written notice that such matter will be presented at such meeting within the time limits set out for calling members' meetings. At such meeting, authorization of this proposed action shall require 40 percent of the votes of the members. Proxy votes for or against shall be counted.

#### **ARTICLE VII - Meetings**

Section 1. An annual meeting of the members shall be held in the month of June each year at a time and place designated by the Board of Trustees.

Section 2. Members shall be notified of the annual or special meeting via email and posting on the Club website (chanticleerswimclub.com) not less than (10) days prior to the meeting. This notification shall include the place, day, and hour of the annual or special meeting, and in case of a special meeting, the purpose(s) for which the meeting is called.

Section 3. Fifteen (15) percent of the voting members, present in person or by proxy, shall constitute a quorum for all meetings. A vote of the majority of the voting members shall be necessary for adoption of any matter voted upon.

Section 4. Every adult member shall be entitled to attend and to be heard at all meetings of the Club, but only Class A members in good standing shall be entitled to vote. This vote may be made in person or by proxy.

Section 5. Voting for the Board of Trustees may be made according to accepted cumulative voting rules.

#### **ARTICLE VIII - Committees**

Section 1. There will be standing committees of Grounds, Finance, Rules, Membership, and Nominations. The Board of Trustees shall appoint the Committees except that portion of the Nominating Committee designated as elected.

Section 2. The Grounds Committee shall manage the grounds, pool, bathhouse, and equipment. This committee shall make purchases necessary for ordinary upkeep and maintenance of same.

Section 3. The Finance Committee shall study the financial condition of the Club and make such recommendations to the Board of Trustees, as it deems necessary and proper. This Committee shall engage a certified public accountant for the annual audit. The Treasurer shall be chairman of this Committee.

Section 4. The Rules Committee shall enforce the rules and etiquette of the Club. The Committee shall recommend to the Board of Trustees for adoption of any local rule or rules deemed advisable or proper.

Section 5. The Membership Committee shall receive all applications for membership in the Club and shall make a thorough investigation of the applicant and shall report its recommendations to the Board of Trustees.

Section 6. The Nominating Committee shall consist of five members of the Club. Three of its members shall be elected at the annual meeting, and two shall be appointed by the Board of Trustees prior to the annual meeting. This Committee shall nominate candidates for election to the Board and also candidates for election to the Nominating Committee at the next annual meeting. Nominations made by this Committee shall not preclude nominations being made for any elected office by any member of the floor.

**Adopted 1955 Amended 1962 Amended 1969 Amended 1974 Amended 1976 Amended 1982 Amended 1985 Amended 1987 Amended 1988 Amended 1991 Amended 1995 Amended 2010 Amended 2012**