

# AMENDED BYLAWS STARCLAIRE PARK CLUB, INC

## ARTICLE I OBJECTS AND PURPOSES

**Section 1.** The purpose of the corporation shall be to provide facilities for the welfare, benefit, and enjoyment of its members and their families, primarily through the recreations of swimming and tennis, but with such other incidental recreational and cultural facilities as its members desire which are appropriate to the corporation premises and not inconsistent with its dominant purpose.

**Section 2.** All facilities of the corporation and all Club properties shall be reserved for the exclusive use of the Club members in good standing and their guests. All incomes shall be used to promote, maintain, and expand the Club's facilities.

**Section 3.** This corporation was organized and shall be operated exclusively for recreational, cultural, charitable, and other non-profitable purposes, and no part of its net income, if any, or assets shall be distributable to its members, directors, or officers or any other individual or corporation, either during the existence of the corporation or upon its dissolution. Upon dissolution of the corporation, all its assets and properties shall be conveyed to Mecklenburg County to be used as a public park.

**Section 4.** Neither dancing facilities nor dining facilities, other than facilities for light refreshment, shall be provided. No distilled spirits, wine, or beer will be served or consumed on any premises of club property during any swim team competitions or youth festivals or parties.

## ARTICLE II MEMBERSHIP

**Section 1.** Membership in the corporation shall be extended to residents in the general area of Starmount, Montclair and Madison Park and to such other persons and areas as the Board of Directors shall approve from time to time.

**Section 2.** Membership in the corporation shall be evidenced by a completed application and payment in full of all dues and or late fees as directed by the Board of Directors. The rights and privileges of each membership shall apply to the person or persons to whom the membership is issued and shall entitle such persons to the full use and enjoyment of the property of the corporation, subject to such rules and regulations as shall from time to time be enacted by the Board of Directors.

**Section 3.** The number of full memberships outstanding in the corporation shall be limited to three hundred (300). The number of associate memberships shall be no more than the number of full memberships. Applications in excess of these numbers shall be placed on a waiting list in order of receipt.

**Section 4.** The annual fees and all special assessments, if any, shall be paid at such time as specified by the Board of Directors.

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**Section 5.** Any member desiring to withdraw from the corporation shall submit, in writing to the Board of Directors their resignation, received no later than February 28<sup>th</sup>, of the following season. A resigned member who decides to rejoin in the same year as their resignation will be subject to the late fee and any special assessments due, as if they had not resigned.

**Section 6.** No additional dues or assessments shall be levied against any member after said member has submitted written notice of withdrawal of membership.

**Section 7.** Any member whose membership has been terminated by the club may be reinstated, with Board approval, as long as they pay all monies due including dues, late fees and special assessments.

**Section 8.** The Treasurer may file legal action for membership fees, late fees or special assessments due the corporation with Board approval. Any monies paid by members shall be first applied to any membership fees, late fees or special assessments owed to the corporation.

**Section 9.** A nonvoting Senior Citizen Membership will be offered to anyone who is sixty-two (62) years of age or older, who are not current members, at a cost of \$250.00 per year with no other fees. They will be allowed to bring their nonresident grandchildren, as long as they accompany them, to the pool without paying a guest fee. A list of the grandchildren shall be provided to the club on their membership application.

**Section 10.** The Board of Directors are authorized and empowered to suspend or revoke the privileges of membership of any member for failure to observe rules and regulations adopted by the Board of Directors. In the event membership privileges are suspended or revoked, no dues, or assessments shall be refunded to cover the period of suspension or revocation.

**Section 11.** A new member is defined as someone who has not held a pool membership for a period of one year or more.

### ARTICLE III

#### DUES, ASSESSMENTS, FINES

**Section 1.** The Board of Directors shall fix the amount of annual dues, due and payable at such time as the Board of Directors may determine.

**Section 2.** Assessments in addition to annual dues may be levied by the Board of Directors, whenever necessary, to meet a deficit in the operating expenses of the corporation. The maximum for any one fiscal year shall be limited to \$100.00 per member, unless waived by a majority of the quorum present at a regular or special membership meeting.

**Sections 3.** Failure to pay annual dues, assessments, or fees shall be grounds for the Board of Directors to suspend temporarily the privileges of the delinquent member; and, after a delinquency of forty-five (45) days, to revoke said membership.

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**Section 4.** The Board of Directors at the earliest opportunity of each fiscal year will set initiation fees and annual dues. Further, no refund of dues, fees or special assessments will be made when a member resigns. New members who join on or before July 15<sup>th</sup> pay total amount of dues, plus applicable fees. New members joining after July 15<sup>th</sup> pay ½ total amount of dues, plus full amount of applicable fees.

## ARTICLE IV DIRECTORS

**Section 1.** It's Board of Directors consisting of the officers of the corporation (See Article V for definition of Officers) and ten (10) additional members shall manage the business and affairs of the corporation. The additional ten members of the Board of Directors are to be elected as hereinafter provided. Family members shall be limited to two (2) Board positions at any given time.

**Section 2.** At the first regular annual meeting of the membership, there shall be elected the following members of the Board of Directors, in addition to the Officers:

At Large Position 1: 1-year term

At Large Position 2: 1-year term

At Large Position 3: 1-year term

Grounds Committee Chair: 3-year term

Membership Committee Chair: 3-year term

Operations Committee Chair: 2-year term

Pool Operations Committee Chair: 3-year term

Social Chair: 2-year term

Swim Team Chair: 3-year term

Tennis Committee Chair: 2-year term

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**Section 3.** At each annual meeting thereafter, there shall be elected members of the Board of Directors based on term expiration. All Directors shall serve until their successors are elected and qualified. The election of members of the Board of Directors shall be by secret ballot and the persons receiving the majority of votes cast shall be the duly qualified and elected members of the Board of Directors. A nominating committee shall be appointed at the October board meeting each year, in order to recruit and present to the members at the January membership meeting, their candidates for the election of officers and the outgoing Board Members. There will be five (5) members' chosen for the committee, three (3) of which shall be members of the existing board and two (2) from the general membership. The majority of board members present at that meeting will elect the chairman. The nominating committee will present to the board their choices at the December board meeting for the board's approval.

**Section 4.** All members of the Board of Directors must be members in good standing of the corporation, and a failure on the part of any Director to maintain good standing in membership shall, at the option of a majority of the remainder of the Board of Directors, vacate his position and his position shall be filled by the Board of Directors until the next regular annual meeting of the membership when a successor shall be elected for the remainder of the unexpired term.

**Section 5.** The regular monthly meetings of the Board of Directors shall be held at such time and place as may be designated by the President. Special meetings of the Board of Directors may be called at any time by the President or by any four (4) duly qualified members of the Board. Notice of both regular meetings and special meetings shall be by mail or other means to all members of the Board of Directors at least seventy-two (72) hours in advance of the meeting, by waiver of such notice may be provided for and entered in the minutes of the meeting.

**Section 6.** A quorum at any meeting of the Board of Directors shall consist of a majority of the Board and a majority of such quorum shall decide any question that may come before the meeting.

**Section 7.** No directors of the corporation shall receive any compensation for their services as such.

**Section 8.** Use of property of the corporation shall be governed by the Board of Directors, which shall have authority to adopt and enforce rules and regulations pertaining thereto. A copy of all rules and regulations shall be furnished to each member of the corporation and shall be posted by any convenient means possible.

**Section 9.** The Board of Directors shall appoint the following committees which shall be standing committees: Operations Committee; Pool Committee; Tennis Committee; Swim Team Committee; Social Committee; Membership Committee; and such other committees as shall be set forth by the Board of Directors and their activities shall be subject to the control and approval of the Board.

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**Section 10.** Any member of the Board of Directors who misses more than three (3) consecutive meetings may be removed from the Board of Directors and replaced by an appointee of the Board of Directors to serve until the next general election. Then the vacancy will be filled for the unexpired term of the original member removed by the duly elected replacement member.

**Section 11.** Excluding grants, the Board of Directors shall not be authorized to contract for, arrange financing for, or approve capital improvement expenditures totaling in excess of \$5,000.00 in and for any one (1) fiscal year. Capital improvements shall be defined as any permanent addition to corporation facilities. A majority vote of the quorum present at a regular or special membership meeting must approve capital improvement expenditures in excess of \$5,000.00.

## ARTICLE V OFFICERS

**Section 1.** The officers of the corporation shall be a President, Vice President, Secretary, Treasurer, Assistant Treasurer, and such other officers as deemed necessary by the Board of Directors. The officers shall be elected for a term of one (1) year or until their successors are elected and qualified. The election of officers shall be by secret ballot and the persons receiving the majority of votes cast shall be duly elected officers, and shall take office immediately upon their election.

**Section 2.** The President shall preside at all meetings of members and Directors, shall have general supervision of the affairs of the corporation, and generally perform all other duties incident to his office.

**Section 3.** The Vice President, in the absence of the President, shall perform all of the duties of the President and to exercise all powers and restrictions as the President. The Vice President shall have other such powers as may be prescribed by the President or the Board of Directors.

**Section 4.** The Secretary shall issue all notices for all meetings, shall keep their minutes, shall have charge of the Seal, perform other duties as are incident to his/her office, or are properly required of him/her by the Board of Directors.

**Section 5.** The Treasurer shall have custody of all funds and securities of the corporation and deposit the same in the name of the corporation in such banks or savings and loan associations as the Directors elect; he/she shall sign all checks, drafts, notes, and orders for the payment of money. The Treasurer shall maintain a complete and up-to-date electronic record of all properties and business transactions of the Club. The Treasurer shall at all reasonable times exhibit the corporate books and accounts to any Director or member of the corporation.

**Section 6.** The Assistant Treasurer shall have full power and authority to act the same as the Treasurer of the corporation in the absence of the Treasurer, or, if for any reason the Treasurer is not available to act.

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**Section 7.** All contracts and other instruments requiring the signature of the President shall be countersigned or attested by the Secretary. Should the Secretary be unavailable, any Officer of the Corporation may countersign in place of the Secretary.

**Section 8.** All officers of the corporation receiving, disbursing or in any way handling the corporation funds shall be bonded in such a manner and to such an extent as shall be determined by the Board of Directors, so that at all times the assets of the corporation and the interests of the members therein shall be adequately protected.

**Section 9.** Whenever any office shall become vacant for any cause, the Board of Directors shall fill that vacancy for the unexpired term.

**Section 10.** No officers of the corporation shall receive any compensation for their services as such.

## **ARTICLE VI MEMBERSHIP MEETINGS**

**Section 1.** The annual meeting of the membership of the corporation shall be held on the first Sunday of January or as soon thereafter and at such time and place the Board of Directors may designate.

**Section 2.** Special meetings of the membership may be held at any time upon the call of the President, the Board of Directors, or by twenty-five percent (25%) of the membership in good standing.

**Section 3.** Written notice of all meetings of the membership shall be mailed or emailed to each member at his last known address at least seven (7) days prior to the date of such meeting, and the notice of every special meeting shall state the subject or subjects for which it is called and no other business shall come before such meeting.

**Section 4.** Those members in good standing attending shall constitute a quorum for the transaction of business at any duly called meeting. Only the holder of a membership, actually present in person, shall be counted toward a quorum, and only one vote shall be allowed for each membership. No votes by proxy shall be allowed at any meeting. A majority of those voting, a quorum being present, shall decide any questions that may come before the meeting.

## **ARTICLE VII FISCAL YEAR**

**Section 1.** The beginning of the fiscal year of the corporation shall be the first day of January.

**Section 2.** Annual dues & all business conducted within or for the fiscal year, January 1 through December 31, must be paid or deposited within that fiscal year.

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## ARTICLE VIII USE OF FACILITIES

**Section 1.** The swimming pool & facilities are primarily for the use, entertainment, and enjoyment of the members and their families. The facilities may be used for commercial purposes or be available for charitable purposes with a properly executed rental contract.

**Section 2.** Private use of the club and guests within the facilities shall be allowed in strict accordance with the rules and regulations of the Club as approved by the Board of Directors.

**Section 3.** Guests shall be allowed upon the sponsorship of a member in accordance with the following guidelines as well as the pool and guest policies.

(a) Members shall be provided with an identifying emblem (badge, tag, patch, etc.) for each member of their family for which they shall become responsible for replacement if lost.

(b) Non-Member guests are to be identified by a similar device as provided in Section 3 (a) above.

(c) Emblems as herein provided for In-County guests are to be purchased on a day-to-day basis by members who shall be responsible for the conduct and demeanor of their guests. The Board of Directors shall determine the daily cost of In-County guests and the membership shall be advised.

(d) Emblems for Out-of-County guests are to be provided for members and the sponsoring member shall be responsible for their conduct and demeanor.

(e) Members or members of their family who violate the "Guest Privileges" shall be disciplined as provided by the Board of Directors within its discretion, including fines, temporary and permanent expulsion.

## ARTICLE IX AMENDMENTS OF THE BY-LAWS

**Section 1.** These By-Laws may be amended, but may not be altered or repealed, by two-thirds (2/3) affirmative vote of a quorum of the Board of Directors then holding office at any regular or special meeting of the Board of Directors.

**Section 2.** These By-Laws may be amended at any meeting of the membership by a two-thirds (2/3) affirmative vote of a quorum of the members present at such meeting; provided, however, that two (2) weeks written notice, which notice shall contain the proposed amendment or amendments to be voted upon, shall be given to all members in advance of such meeting. No By-Laws rules or policies adopted or amended by the membership shall be altered or repealed by the Board of Directors.

These By-Laws have been amended and approved by a majority vote of the General Membership on this 6<sup>th</sup> day of January 2008. Witnessed by: \_\_\_\_\_