

# **BY-LAWS OF THE COLONIAL HEIGHTS SWIM AND YACHT CLUB, INC.**

## **ARTICLE I NAME**

The name of this club shall be known as Colonial Heights Swim and Yacht Club, Incorporated, and hereinafter referred to as SYC or the Corporation.

## **ARTICLE II PURPOSE**

The purpose of SYC shall be to provide for its members and invited guests, swimming and recreational activities at the facilities owned and operated by SYC.

## **ARTICLE III MEMBERSHIP AND DUES**

1. The cost of membership, the types of membership and the annual dues shall be determined by the Board of Directors. The Board of Directors may from time to time determine to change the cost of membership, the type of membership and the annual dues as described in Schedule "A" attached to these By-Laws.
2. All application for membership shall be submitted on the form provided by SYC, and presented by the Membership Chairman to the Board of Directors for their consideration. Applications will be considered in the order the Membership Chairman receives them.
3. The membership shall be in the name or names as directed by the member and shall include, where applicable, the member's dependents constituting one immediate family group residing in the one household.
4. The Board of Directors reserves the right to refuse any application for membership.
5. Active membership entitled each family, or in the case of a single membership, to one vote at any general membership meeting.
6. Active membership shall not exceed 500. This condition shall be known as Full Active Membership.
7. Membership shall consist of two classifications:
  - A. **ACTIVE** - First 500 active families from the previous year who pay their annual dues. Dues are due by April 5th.
  - B. **INACTIVE**
    1. Family membership, which has not paid dues for one (1) season.
    2. Family memberships that become inactive due to relocation shall not pay penalties when they return.
    3. Inactive members may be reactivated if membership is available and a reinstatement fee of \$25.00 is paid.

8. The Board of Directors shall establish membership dues annually. No member shall use the pool facilities until dues are paid. Dues shall be due annually, on April 5th. Bills for dues will be mailed no later than March 24th.

9. Memberships may be redeemed by the Corporation in the event that:

A. A member, with an original stock certificate as defined in Article III, Section 9A wishes to transfer the membership to a specific son/daughter meeting membership qualifications. The member must do so in writing, and if the Board of Directors approves such action, the membership shall be transferred to the son/daughter and the original stock certificate will lose, in its entirety the amortization and/or redemption status of the parent's original certificate. Stock certificates are not valid beyond direct second-generation membership.

B. The membership becomes inactive under full membership conditions.

C. A request for an exchange of any SYC membership to another swim club will be considered by the Board of Directors on an individual basis and on the proposed or existing conditions of the specific exchange request.

D. SYC memberships are not transferable to other individuals or families except to a specified son or daughter as outlines in Article III, Section 9B.

E. Any other reason approved by the Board of Directors.

10. On the date a final divorce decree of married owners is granted, the membership is immediately suspended. The membership may be reinstated up receipt by the Membership Chairman of a divorce decree or notarized agreement signed by both formerly married individuals, stating which of the original owners is to retain complete and undivided ownership. Each member hereby agrees to release and hold harmless the pool directors, officers, and agents for all liability resulting from the suspension of the membership until resolution of ownership is determined.

11. The Board of Directors may review membership at any time. The Board of Directors may suspend, expel, or otherwise discipline any members, after reasonable opportunity to be heard, for any violation of SYC By-Laws, rules, or regulations by a vote of not less than two-thirds (2/3) quorum of the Board present. The mailing of the notice to a member at his address as shown on the roster of members shall constitute proper service thereof. After the mailing of the notice of a hearing of any member, all of his rights and privileges as a member shall be suspended until the final action of the Board.

12. A person or family wishing to transfer membership from any other swim club/pool organization in the City of Colonial Heights to SYC must do so in writing to the Board of Directors. If approved, a transfer fee deemed appropriate for the year by the Board of Directors shall be required in addition to the annual Individual or Family Membership dues, as respectively appropriate. A person or family with a membership from any swim club/pool organization outside the City of Colonial Heights is not a candidate for transfer membership consideration.

## **ARTICLE IV OFFICERS**

1. The Board of Directors shall consist of fifteen (15) members, five (5) of whom shall be elected annually for a term of three (3) years. Only one member of a household may be on the Board of Directors at one time. All members of the Board of Directors must be at least eighteen (18) years of age. No member of the Board of Directors may serve more than two consecutive terms. The remaining members of the Board of Directors shall appoint any vacancies which may arise.
2. The Board of Directors shall elect by ballot, at their first meeting after election to office, a President, Vice President, Secretary and a Treasurer. The Treasurer and Secretary need not be members of the Board of Directors.
3. The Board of Directors shall appoint a nominating committee to present a slate of Directors at the Annual General Membership Meeting.
4. No member of the SYC Board of Directors may be an employee of the Corporation. No current employee of the Corporation may be a candidate for, or appointed to the Board of Directors without first resigning from employment with the Corporation.
5. Any or all of the Board of Directors may be removed for cause by a majority vote, expressly for that purpose. A majority may remove any Director who is absent from three (3) consecutive called meetings of the Board of Directors or who is absent from any five (5) called meetings within a fiscal year for no other cause.

## **ARTICLE V DUTIES OF OFFICERS**

1. The President shall preside at all meetings of the Corporation, shall have general supervision of all affairs of the Corporation; shall sign or countersign all contracts and other instruments of the corporation, as authorized by the Board of Directors; shall make reports to the Board of Directors and members; and perform all such other duties as are incident to the office or are properly required by him by the Board of Directors.
2. The Vice President shall act as an aide to the President and assume all duties of the President in his absence.
3. The Secretary shall issue notice of all meetings; keep the minutes of such meeting; have charge of the corporate books; sign with the President such instruments when required, and make such reports and perform such other duties as are inherent to the office, or that are properly required of the Secretary by the Board.
4. The Treasurer shall be responsible for the oversight of the accounting of all monies of the Corporation and shall require that regular books of account be maintained and balances the same each month. The Treasurer shall sign or countersign such instruments as require a signature; shall perform all duties incident to the office, or that are properly required of the Treasurer by the

Board. The Treasurer, employees and such officers as may be designated by the Board to handle the funds of the Corporation, shall give bond in an amount to be determined by the Board of Directors for the faithful performance of his/her duties, the surety or sureties approved by the Board of Directors. The Treasurer must review books annually as directed by the Board of Directors. An annual audit or as seemed necessary by the Board shall be made preferably by a Certified Public Accountant or someone qualified to perform a financial audit.

5. The Board of Directors is expressly authorized to empower the President or Vice President to enter into contracts for and on behalf of the Corporation for the construction of a swimming pool and other recreational facilities and for the purchase of necessary equipment, personal property, and merchandise incident to said operations; to make such loans on behalf of the Corporation, secured by mortgages or deed of trust upon the real estate and personal property of the corporation, and to perform all duties incident to the proper operation of the Corporation's recreational facilities. In the exercise of the authority with which the President and Vice President shall have the right to execute on behalf of the Corporation all deeds, mortgages, deeds of trust, contracts and other types of legal documents.

## **ARTICLE VI MEETINGS**

1. The annual meeting of the members of this Corporation shall be held at such place in the City of Colonial Heights, Virginia, as the Board of Directors may designate, on a day to be determined by the Board. The fiscal year of this Corporation shall be January 1 through December 31.

2. Such meetings of the members may be called at any time by resolution of the Board of Directors, or upon written request of fifteen percent (15%) of the members.

3. Notice of regular or special meetings of the membership shall be prepared and mailed to the last known address of each member not less than ten (10) days before the meeting. A notice of a special meeting shall provide a complete statement as to the purpose of the meeting.

4. A quorum at a regular meeting or special meeting shall consist of the active members present in person. A simple majority vote shall decide any questions (except bylaw amendments) placed before the membership.

5. The election of directors shall be held at the annual meeting of the members and shall be conducted by the nominating committee named by the Board of Directors for that purpose. The election shall be by ballot with each active family membership of record entitled to cast one (1) vote.

6. The order of business at the annual meeting and, so far as is possible, at all other meetings of the members shall be according to Robert's Rules of Order and as follows:

- A. Call of roll
- B. Proof of due notice of meeting
- C. Reading disposal and unapproved minutes

- D. Annual Reports of Officers and Committees
- E. Election of Directors
- F. Unfinished business
- G. New business
- H. Adjournment

7. Regular monthly meeting of the Board of Directors shall be held at such time and place as the Board of Directors may direct.

## **ARTICLE VII COMMITTEES**

1. The President shall appoint the following standing committees with the approval of the Board of Directors:

**A. The Executive Committee** shall:

1. Hire the Pool Manager who is responsible for conducting pool operations, maintenance of buildings and grounds and the hiring and supervision of lifeguards, concession stand workers and any other pool staff as appropriate.
2. Serve as the Nomination Committee.
3. Perform special projects as may be required by the Board of Directors.
4. The Board of Directors must approve hiring, firing, promotions and salary.

**B. The Membership Committee** shall conduct activities as appropriate to attain full membership conditions.

**C. The Activities Committee** shall provide youth and adult social activities for the membership.

**D. The Concession Committee** shall:

1. Oversee the supervision and operation of the concession stand.
2. Ensure concessions are available at regular times as a service to the membership.
3. Strive to succeed in the operation of the concession stand as a means to generate revenues for the Corporation.

**E. The Finance Committee** shall:

1. Prepare the annual budget for submission and approval prior to December 31 each year.
2. Assist the Treasurer as appropriate in the exercise of sound business practices in the financial management of the Corporation.

**F. The Swim Team Committee** shall:

1. Hire the Swim Team Coach.
2. Approve the hiring of assistant coaches as requested by the Swim Team Coach.
3. Field a competitive summer league swim team.

4. Provide the necessary officials, equipment, and support services to host summer league swim meets.
5. Assure the availability of Red Cross certified swimming lessons to the membership.

**G. Building and Grounds Committee shall:**

1. Coordinate volunteer help from the general membership to support the opening and closing of SYC facilities each year.
2. Coordinate volunteer help from the general membership to perform and/or provide support to the performance of any other necessary projects throughout the year.

2. The Corporation vice-president shall be *ex-officio* on all standing committees. Standing committees shall endeavor to obtain the advice of the general membership on matters pertaining to each committee's business, as applicable, and to the greatest extent practicable.

## **ARTICLE VIII RULES AND REGULATIONS**

1. No alcoholic beverages are allowed on pool premises. Violators will be asked to leave.
2. The Board of Directors shall have the authority to adopt rules and regulations for the operation and use of the Corporation's facilities and business, and such rules and regulations may be altered, changed or amended at meetings of the Board of Directors.

## **ARTICLE IX ARTICLES OF ORGANIZATION**

1. The By-Laws of the Corporation shall be deemed to be part of the Articles of Organization.
2. The Corporation is organized and operated exclusively for pleasure, recreation, and other non-profitable purposes and no dividends of any sort shall be paid to any member.
3. No part of the net earnings of the Corporation shall go to the benefit of or be distributable to its directors, officers and other persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in the furtherance of the provisions set forth in the Charter. No substantial part of the activities of the Corporation shall be carrying on of propaganda or otherwise attempting to influence legislation and the Corporation shall not participate in, or intervene in (including the publishing or distributions statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activity not permitted to be carried on (a) by a Corporation exempt from Federal Income Tax under Section 501(c) (3) of the Internal Revenue Code of 1954, or the corresponding provisions of any future United States Internal Revenue Law; or (b) by the Corporation, contributions to which are deductible under Section (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

**ARTICLE X  
AMENDMENTS**

1. These By-Laws may only be amended by two-thirds (2/3) vote of the active membership present at any regular or special meeting of the membership, provided written notice of the meeting has been provided to each active member at his last known address at least ten (10) days in advance of the meeting.
  
2. A committee may be appointed to submit a revised set of By-Laws as substitute for these By-Laws.

**THESE BY-LAWS OF THE COLONIAL HEIGHTS SWIM AND YACHT CLUB, INC., WERE REVISED BY THE BOARD OF DIRECTORS AND ADOPTED 2005. (REPLACES BY-LAWS DATED JANUARY 8, 1976). AMENDED AND APPROVED AT THE ANNUAL MEMBERSHIP MEETING FOR AND EFFECTIVE OCTOBER 1978,1979,1982,1983,1984,1985, 2010 AND JULY 1989,1991,1995 AND JUNE 1997,1998,1999,2000,2001,2003.**



## **SCHEDULE "A"**

A) The regular membership fee is \$375.00, if paid in full with the membership application or in three installments: \$175.00 payment is due with the application for membership; a \$100.00 payment is due prior to June 1st of the first year and a \$100.00 payment is due by July 1st of the first year. This membership fee is nonrefundable.

A Military Plan is available: (at least one spouse of the requesting family is actively serving in a United States of America branch of the Armed Forces) – \$100 with application and \$100 per year until the current membership fee is satisfied.

B) The regular membership fee is \$425.00 if paid in three annual installments. Those installments are as follows: a \$175.00 payment is due with the application for membership; a payment of \$125.00 is due with the second year's annual dues and a \$125.00 payment is due with the third year's annual dues. This membership fee is non-refundable. Any term membership (annual installment plan) not paid according to the contract terms is rendered null and void.

C) The annual dues for Family Membership are \$340.00, per year, if paid by April 5<sup>th</sup>. The annual dues fee will be \$375.00 if paid after April 5<sup>th</sup>.

D) When a family consists of unmarried partners, living in the same household, with dependent children, membership will be as follows: The Family Membership will be in the name of one adult, and the other adult will be listed as "babysitter" and pay the babysitter fee as set forth in Item F below.

E) A Single Membership is available to persons who have paid the initial membership fee. The annual dues will be at a discount of \$100.00 off the regular Family Membership annual dues. A person applying for a Single Membership must be 18 years of age or older.

F) Grandparents of active members with a Family Membership are eligible to use the pool's facilities for payment of annual dues in the amount of \$50.00 for the first grandparent / grandchild and \$25 for each additional. Babysitters are also eligible to use the pool's facilities when tending children of a Family Membership for payment of annual dues in the amount of \$75.00.

G) Any member actively participating in the payment schedule will be considered an active member with all rights and privileges.

H) Failure to comply with the aforementioned payment schedules may be cause for review by the Board of Directors and may result in suspension or revocation of membership.

I) A Family Membership consists of a head of household/spouse, single parent and any dependant under the age of 25 residing in the same household. Upon attaining the age of 25, and if no longer a dependent, that family member must either join as a new member or pay guest fees.