

**Bylaws
of
Cricket Swim & Racquet Club, Incorporated**

**As amended – September 2011
Prepared January 21, 2012**

**ARTICLE I
NAME**

Section 1 The organization is a corporation under the Laws of the State of Georgia by name Cricket Swim & Racquet Club, Incorporated, hereafter referred to as “the Club.”

**ARTICLE II
PURPOSES**

Section 1 The purpose of the corporation shall be to establish and maintain facilities for recreation for members of the Club, as defined in the articles of incorporation.

**ARTICLE III
MEMBERSHIP**

Section 1 Membership of the Club shall consist of the families in subdivisions designated by the Board of Directors by two thirds majority vote.

Section 2 Members in good standing shall be those who have paid all current year dues, assessments, fees and charges.

Section 3 Each membership in good standing shall be entitled to one vote per membership and shall be entitled to all privileges of the Club and subject to all rules and regulations.

Section 4 Homeowners residing in the designated membership area may apply for membership in the Club. Upon his/her subscribing to the bylaws and rules of the Club and paying the treasurer all dues, assessments, fees and charges, the homeowner shall become an active member and be entitled to all the rights and privileges of such membership.

The Club no longer issues membership certificates; however transferrable membership may be transferred by a departing member as outlined in Article III, Paragraphs 7a, 7b & 8.

- Section 5 The number of active family memberships of the Club shall be established at 160.
- Section 6 Once the membership is full and a waiting list is established, the first person on the list shall be notified of an available membership and shall have ten (10) days to accept and pay all dues, assessments, and fees. If he fails to comply within ten (10) days, he shall be considered as having declined to become a member and the membership shall be offered to the next applicant on the waiting list.
- Section 7a It shall not be the responsibility of the Board of Directors and/or the Membership Chairman to negotiate on behalf of members desiring to sell their membership. Members in good standing (dues and assessments paid in full) may sell to a prospective buyer within the membership area. Prospective buyers must qualify and meet any and all conditions as specified under Article III, Section 10, regarding involuntary termination.
- Section 7b A member may sell his/her membership.
- Section 8 Members shall be responsible for the payment of all charges or liabilities that may be incurred by members of his/her family or guest.
- Section 9 Any membership may, for cause and after having been given an opportunity for a hearing, be suspended for any period not exceeding three months by a two thirds (2/3) vote of the members of the Board of Directors present at any meeting thereof. Cause for suspension shall in general consist of violations of these bylaws, or of the rules and regulations of the Club, or conduct unbecoming a lady or gentleman.
- Section 10 Membership may be terminated by two-thirds (2/3) vote of the full Board of Directors for:
- a) Non-payment of dues, assessments, charges.
 - b) Repeated infractions of Club rules.
- Members subject to termination shall be notified in writing fourteen (14) days prior to the meeting of the board and may be present at that meeting.
- Section 11 The Club no longer issues membership certificates. The Board of Directors will have the authority to wave the current initiation fee of \$200.00 for new members who pay their dues in full before March 31st of the year that they join. The yearly membership dues are outlined in Article VI of these Bylaws.
- The initiation fee shall not be charged to new members who receive a transferrable membership certificate from an outgoing member household in good standing who has paid yearly membership dues, assessments, fees and charges to the Club for the previous two years.

ARTICLE IV GOVERNMENT

Section 1 The government and management of the Club is confined to the Board of Directors who shall by majority vote, unless otherwise stated, govern the affairs of the Club in accordance with these bylaws.

Section 2 Members of the Board of Directors shall be the following officers and three members elected at large.

Officers

President

Vice-President

Secretary

Treasurer

Plus three (3) members at large

Section 3 Selection of Board:

A) The Board of Directors and Committee Chairpersons shall be elected on an annual basis at the General Meeting held during the Labor Day party at the pool or in October. The post shall be held for a one (1) year term beginning January 1st. They may succeed themselves in any office for a one (1) year term beginning January 1st. All members of the Board and Committee Chairpersons shall serve without compensation.

B) If a member of the Board fails to perform the duties of the office, he may be removed from office by a two-thirds (2/3) majority of the full Board of Directors.

C) Unexpired terms of office vacated for any reason shall be filled by an appointee, nominated by the President and approved by a two-thirds (2/3) majority of the full Board of Directors.

Section 4 Duties of Officers and Committee Chairpersons:

A) Officers

1) **The President** shall preside at meetings of the Club and of the Board of Directors. He shall be the administrative officer of the Club. He shall appoint, subject to confirmation of the Board of Directors, any special committees, as may be directed.

2) **The Vice-President** in the absence or disability of the President, shall act in this stand.

3) **The Secretary** shall give notice of all meetings and shall keep the minutes and attend to club correspondence.

- 4) **The Treasurer** shall co-sign all checks in excess of five hundred dollars (\$500.00) with any other officer and make regular reports on the financial condition of the Club as required by the Board of Directors. The Treasurer shall deposit all funds of the Club received by him/her, in the name of the Club, in such depository as is authorized by the Board. The Treasurer shall be bonded. The Treasurer shall attend to keeping the accounts of the Club, collecting its revenue, and paying its bills as approved by the Board of Directors. The Treasurer shall co-sign all contracts and agreements with any other officer for those matters previously approved by the Board and general membership where applicable.

B) Committee Chairpersons

- 1) **The Building and Grounds Maintenance Committee** shall attend to the improvement and maintenance of the Club facilities.
- 2) **The Finance Committee** shall prepare the Annual Budget and shall advise the Board on all financial transactions of the Club. All unbudgeted expenditures must have approval of this committee. Any decision of the Finance Committee may be overruled by a two-third (2/3) majority of the full Board. The Finance Committee shall arrange for an Annual Audit to be presented to the membership at the Spring meeting.
- 3) **The Membership Committee** shall provide information, when requested, to the residents of the club area about the procedure for applying for membership. This Committee shall work in conjunction with the Treasurer to maintain an accurate and current membership roster.
- 4) **The Pool Committee** shall establish rules for the use of the pool which insure the safety of the membership and guest. This committee shall also be responsible for the proper maintenance of the pool. They shall procure and employ the pool manager and all life guards subject to approval by the Board. The Pool Committee shall establish the duties of the pool manager and life guards and shall administer the payroll or these employees.
- 5) **The Sports Committee** shall establish rules and activities for the use of the tennis courts and other activities, as they may arise.

- 6) **The Swim Team Committee** shall coordinate all activities and functions of the Swim Team. This committee shall consist of parents and persons interested in the development of the youth of our Club through the Swim Team and other related activities.
- 7) **The Social Committee** shall plan and organize club parties and social events on a regular basis.
- 8) **The Publicity Committee** shall keep the members informed of all Club activities and business, serve as liaison between the membership and the Board of directors, and shall publish and distribute the information at the discretion of the Board.

C) Each committee will consist of a minimum of three persons, two of which will be appointed by the chairperson.

D) Rules and policy established by committees shall be submitted to the Board for approval.

E) Each committee chairman must submit an itemized request for expenses for the next fiscal year by August 1st. These requests will be reviewed by the Finance Committee and then presented to the Board for approval. Approved Committee budget requests will be included in the total budget when presented at the October General Membership Meeting.

Section 5 Meetings and business of the Club and the Board of directors shall be conducted by the *Rules of Parliamentary Procedure*, and *Roberts Rules of Order, Revised* shall be the authority for all questions of parliamentary law not covered by the Club's bylaws.

Section 6 Indemnification

A) Each person who acts as Director or Officer of the Club shall be indemnified by the Club against expenses actually and necessarily incurred by him/her with the defense of any action suit or proceeding in which he is made a party by reason of his/her being or having been a Director or Officer of the Club, including but not limited to any attorneys fees, court cost, and for any judgment awarded against said officer or director.

B) The right of indemnification provided herein shall insure to each Director and Officer referred to in A) whether or not he is such Director or Officer at the time such costs or expenses are imposed or incurred, and in the event of his/her death shall extend to his/her legal representatives.

ARTICLE V MEETINGS

Section 1 Board of Directors

- A) Regular meetings of the Board of Directors shall be held once a month. A regular date shall be agreed upon by the Board at its first meeting.
- B) Special meetings of the Board may be called by the president or by a majority of the Board by giving no less than 24 hours notice.
- C) All meetings of the Board shall be open to attendance by Club members.
- D) After going through the proper channels i.e. the appropriate committee, and/or designated officer, the member has the right to appear on the agenda by notifying the Secretary or President seven (7) days prior to the meeting.
- E) Two-thirds (2/3) of the full Board of Directors shall constitute a quorum. A quorum is necessary for conducting the business of the Club.

Section 2 Membership

- A) The membership shall be notified in writing, either by U.S. Mail or e-mail, at least fourteen (14) days prior to general meetings or notifications requiring a vote for approval.
- B) There will be a semi-annual meeting at the Labor Day party or in October for the election of new officers. Proposed amendments to the Bylaws may be voted on at this meeting.
- C) There will be a semi-annual General Meeting in March or at the Memorial Day party. The Nominating Committee for the next election will be selected. Any changes or additions to the budget for the fiscal year may be voted on at this time. Proposed amendments to the Bylaws may be voted on at this meeting.
- D) Special meetings may be called by a majority of the Board of Directors or by twenty (20%) percent of the membership on not less than five (5) days notice, stating the agenda.
- E) Ten (10%) percent of the voting membership shall constitute a quorum and shall be necessary to conduct business at any meeting.
- F) Vote will be by a show of hands or written proxy. Any voting member has the right to request a roll call vote or a written ballot.

G) The semi-annual March and October meetings and/or specially called meetings shall not be scheduled at a time when there is a pre-existing Club activity involving voting membership already scheduled.

Section 3 No more than one person from any single membership may serve on the Board at the same time.

ARTICLE VI DUES

Section 1 Annual dues for each membership are established at \$475.00. These dues shall be payable for the current calendar year in three installments as follows:

The first payment of \$165.00 is due March 1 each year. Payments received after March 1 will be assessed an additional \$10.00.

The second payment of \$155.00 is due on April 1 of the same year. Payments received after April 1 will be assessed an additional \$10.00.

The third payment of \$155.00 is due May 1 of the same year. Payments received after May 1 will be assessed an additional \$10.00.

A member is subject to termination for failure to pay dues and late payment penalties within thirty days after each scheduled payment dates.

Section 2 Special assessments, if needed, shall be proposed and voted on during the General Meeting in March (or Memorial Day party) and October (or Labor Day party), and shall be payable at a time specified at that meeting. Payments received after the due date shall carry a \$10.00 penalty. A two-thirds (2/3) majority of voting members present is required to approve special assessments.

Section 3 No part of the dues or assessment shall be refunded in the event the operation of the pool or other facilities are required to be suspended for any period.

**ARTICLE VII
NOMINATION COMMITTEE**

- Section 1 The Nominating Committee shall be selected at the General Meeting of the membership in March (or Memorial Day party).
- Section 2 The responsibilities of the Nominating Committee are to secure one or more candidates for each office, three memberships at large, and a chairperson for each standing committee. The Nominating Committee is also to obtain previous consent from each nominee, and present this slate at the October meeting for the vote of the membership.
- Section 3 Nominations may be made from the floor with the prior consent of the nominee.

**ARTICLE VIII
DISSOLUTION**

- Section 1 In the event of the dissolution of the Club in any manner or for any cause, and no other event, upon the effective date of dissolution of the Club, certificates shall be alien upon the proceeds of the sale of the property of the Club after the payment of all its just debts and obligations to the extent of then value of certificates as fixed by these bylaws, subject to set-off of all debts, dues and obligations owed by the holder of the certificate. After payment of all certificates outstanding upon the effective date of dissolution of the club, the surplus remaining shall be paid and distributed pro-rata among the then membership of the club.

**ARTICLE IX
AMENDMENTS OF THE BYLAWS**

- Section 1 The Bylaws if the Cricket Swim and Racquet Club, Inc. may be amended only at the semi-annual General Meetings of the membership in March (or Memorial Day party) and October (or Labor Day party). Notice of proposed amendments must be given in writing via U.S. Mail or e-mail to the membership at least fourteen (14) days prior to the meeting or call to proxy vote as outlined in Article V, Section 2, Paragraph A of these Bylaws.
- Section 2 A two-thirds (2/3) majority of voting members present is required for any bylaw amendment.

**ARTICLE X
PROPERTY AND CAPITAL EXPENDITURES**

Section 1 No real property shall be purchased for the Club and no real property of the Club shall be sold, leased, mortgaged or otherwise alienated without having first been recommended by a vote of at least two-thirds of the voting membership of the Club present at a regular meeting or special meeting of the Club duly called for that purpose. Notice of the time and place and object of which shall be given at least fourteen (14) days immediately preceding said meeting.

Section 2 Any project funded by the Club in excess of ten thousand dollars (\$10,000) shall be approved by a vote of at least two-thirds of the voting membership of the Club present at a regular or special meeting of the Club duly called for that purpose. Notice of the time and place and object of which shall be given at least fourteen (14) days immediately preceding said meeting. This does not apply to normal operation expenses.