

**BY-LAWS  
OF  
HOMESTEAD HEIGHTS SWIM ASSOCIATION, INC.**

**Article I**

**Organization and Purpose**

**Section One**

**Name**

The name of the Corporation shall be Homestead Heights Swim Association Incorporated, hereinafter referred to as the Association.

**Section Two**

**Object and Purpose**

The purpose of the Association is to promote the health and general welfare of its members and in pursuance thereof to construct, own and operate a swimming pool, and other recreational facilities, together with such incidental objects as are appropriate in the conduct of its activities, the county of Durham and in the state of North Carolina, for the exclusive use of its members.

**Section Three**

**Seal**

The Corporate Seal shall be circular in design and shall have inscribed therein the words "Homestead Heights Swim Association Incorporated," and in the center the word "Seal"

**Section Four**

**Fiscal Year**

The fiscal year of the Association shall be from November first through October thirty-first.

**Article II**

**Board of Directors**

**Section One**

**Organization**

- a. The management and control of the Association shall be vested in the Board of Directors, hereinafter referred to as the Board, consisting of nine (9) members.
- b. A term of office for a Director shall be three (3) years. Three Board members shall be elected each year to replace those completing their term.
- c. The President shall appoint, with the advice and consent of the Board, a Nominating Committee consisting of three (3) members of the governing Board. The Nominating

Committee shall solicit interest in participating on the Board from the general membership and will make known the names and biographical information of interested individuals to the membership at least ten (10) days prior to the annual meeting. This information will be posted at the pool. Nominations may be made on the floor of the Annual Membership Meeting by any member in good standing. The Secretary of the Board shall be the chairman of the Nominating Committee.

## **Section Two**

### **Officers**

- a. At the first regular Board Meeting following the Annual Meeting of the Membership, the Board shall elect from its own members a President, a Vice-President, a Secretary, and a Treasurer who shall hold office for one (1) year or until their respective successors are elected.
- b. There shall be no limit of tenure in these offices except for that of President, which shall be limited to a maximum of three (3) consecutive years.

## **Section Three**

### **Powers and Duties**

- a. A monthly regular meeting of the Board of Directors shall be held during the months of January, February, March, April, May, June, July, August, and September. The President, or in his absence the Vice-President, may call a special meeting of the Board at any time, and shall do so upon the written request of any three (3) Directors. The time and place of each meeting shall be fixed by the President or Vice President as appropriate.
- b. Unless otherwise provided, all decisions of the Board shall be by a majority vote of the members of the Board present and voting.
- c. Five (5) members of the Board shall constitute a quorum unless otherwise provided.
- d. In the event a Board Member is determined to be unable to perform his/her duties, the Board shall request, in writing, the resignation of that member. When a vacancy occurs on the Board, such vacancy shall be filled by the Board.
- e. In addition to the powers conferred upon the Board by law and by the Articles of Incorporation, and By-Laws of the Association, and not in limitation thereof, the Board shall have the following authority and power.
  1. Consistent with these By-Laws to establish the terms and conditions controlling membership in the Association and to establish standards, criteria, and geographical and other limitations governing membership in the Association, and shall have the final authority to accept or reject any membership application.
  2. Except as set out in Section 3 for non-payment of dues, before being expelled, suspended, or fined, a member may request, in writing, a hearing before the Board.
  3. The Board reserves the right to refund the value of the Membership Certificate to any person who does not pay the Annual Membership Dues by June 1 of the swimming season (value shall be the price initially paid by the member for the Membership Certificate and shall not include any initiation fee or dues paid). The Board reserves the right to suspend any person from the benefits of any of the rights and privileges entitled to by any member if said dues are not paid by July 1 of the swimming season. No refund

of the Membership Certificate shall be paid unless there is a waiting list of applicants for membership.

The Treasurer or designee should notify the Secretary in writing of the active dues-paying memberships each year. In the event of mandatory refund of the Membership Certificate, the Board shall notify the member who has not paid annual dues for the greatest number of years.

Should the Treasurer be unable to locate the member to receive the refund, then the amount of the refund shall be held by the Treasurer and, if not claimed by the member within two calendar years, the amount shall be forfeited. An attempt to refund the purchase price to the member at his or her last known address by certified mail, return receipt requested, shall be sufficient to begin the running of the two-year period. No refund shall be paid for the Membership Certificates of members joining after September 1, 1990.

4. To require the President to appoint with the advice and consent of the Board such committees as are necessary and helpful in the sound and proper administration of the affairs of the Association, and to define the duties and authority of such committees.
5. The Annual Dues shall be set by the governing Board prior to the spring mailing. The Board shall have the power and the authority to establish initiation fees.
6. To make, alter, or amend Association rules and policies not contrary to the By-Laws and the Articles of Incorporation, and consistent with the purpose and objects of the Association and to provide penalties for violation of such rules and policies.
7. To make or authorize the purchase of services, materials, and supplies and to contract in the name of the Association for whatever may be reasonably required in the operation and maintenance of the Association and its property and assets and the power to modify or discontinue any facility, property, or program owned or conducted by the Association, wherein their discretion such action is either necessary or expedient, and to make improvements on the property of the Association when to do so is consistent with the purposes, objectives and the welfare of the Association. Any such expenditures are for other than normal and expected operation and maintenance.
8. To employ at any time one or more Certified Public Accountant(s), not necessarily members of the Association, to audit the books and accounts of the Association or any officer, employee, committee, or agent of the Association.
9. To authorize and provide for the compensation to officers, directors, and members of the Association for services performed or rendered for the Association, for which compensation is paid shall be fully disclosed to the membership along with a report as to the amount of compensation paid for such services.
10. To contract for, employ, direct, and supervise such person or persons as shall be necessary to the operation of the Association and to set the terms and conditions of their employment and to engage and discharge any such employees. The authority to discharge and employ may be delegated to such extent and to such person(s) as the Board may choose.

11. To prepare a budget for the operation and maintenance of the Association, and prepare and submit it to the membership at least two weeks before its annual meeting, and post it at the pool. The budget as approved by the membership may be adjusted or reallocated as necessary by the Board.

### Article III

#### Section One

#### Changes in By-Laws

Changes to the By-Laws may be recommended by the majority vote of the Board and all such changes will be submitted in writing and ratified by the majority vote of the active members present, personally or by proxy, at the annual meeting. Then changes will be mailed two (2) months before the annual meeting and a proxy will be provided with each item listed.

### Article IV

#### Officers and Their Duties

#### Section One

#### President

The President shall be the chief administrative officer of the Association, and shall preside at all meetings of the members and of the Board. The President, or Vice-President in his absence, and with the advice of the Board, shall appoint all standing and other committee chairmen and members, subject to the limits set forth in these By-Laws. In addition, the President shall perform other such duties that customarily appertain to the office of President or as he may be directed to perform by resolution of the Board not inconsistent with these By-Laws.

#### Section Two

#### Vice President

The Vice-President shall have and exercise all the powers, authority, and duties of the President during the absence or disability of the President. He shall assume the duties and title of the President upon the death or resignation of the President. On this event, the Board shall elect from its membership a Vice-President to fill the vacancy in that office.

#### Section Three

#### Secretary

The Secretary or designee shall prepare and maintain full and correct minutes of the meetings of the Board and the members and shall upon request of the President be responsible for preparing and sending such notices and other reports to the membership as these By-Laws may require, and shall conduct all correspondence pertaining to the office or as requested by the President. The Secretary or designee shall keep an up-to-date record of all memberships. The Secretary will be responsible for the annual spring mailing which will include annual fees, pool schedule, and other general information pertaining to the upcoming season. The mailing shall occur no later than May 1.

**Section Four**

**Treasurer**

The Treasurer or designee shall be the custodian of the funds of the Association and of its valuable papers, financial records and documents, subject to such limitations and control as may be imposed by the Board. The Treasurer or designee shall sign all checks, drafts, and other orders for disbursements of the funds of the Association and shall provide and maintain a full and complete record of all income and expenses of the Association and shall prepare and submit a financial statement showing the condition of the Association as of the close of business on the last day of the month preceding each meeting of the Board. All regular billings and requests for payment shall be prepared and distributed by the Treasurer. The Treasurer or designee shall be bonded for the faithful discharge of the duties of his office at the expense of the Association.

**Section Five**

**General**

In addition to the powers enumerated and conferred upon the officers of the Association by Article III herein, they shall perform other such duties as customarily appertain to their respective offices, or which they may be directed to perform by resolution of the Board, not inconsistent with these By-Laws.

Board members should receive fully paid membership during the term of their active Board involvement.

**Article V**

**Standing Committees**

**Section One**

**Finance Committee**

The Finance Committee shall be charged with the continuing duty of studying the fiscal condition and situation of the Association and making recommendations to the Board in respect thereto. Specifically this committee shall make recommendations respecting the amounts of revenue necessary to operate and maintain the Association and its facilities in a proper and responsible manner, and as to the amount and extent of dues and fees which should be charged the members of the Association. On or before the last meeting of the Board preceding the annual meeting of the Association, but in no event less than thirty (30) days prior thereto, the Finance Committee shall submit a proposed budget for the coming fiscal year to the Board for its modification and/or approval. The Treasurer of the Association shall be a member of the Finance Committee.

**Section Two**

**Membership Committee**

The Membership Committee shall formulate, and upon approval of the Board, promulgate a prescribed procedure whereby application for membership in the Association may be made in an orderly manner. This committee shall screen applicants for membership to determine their eligibility for membership under the governing standards and criteria set forth in these By-Laws. The Membership Committee shall report names and other such data as the Board may direct regarding applicants for membership, along with its recommendations as to whether an applicant should be accepted or rejected.

**Section Three**

**Grounds Committee**



resignation and the Certificate of Membership to the Treasurer. It is the member's responsibility to notify the Treasurer of the Association of a change of address.

- b. Members who purchased Certificates of Membership between 1987 and September 1, 1990 (valued at \$1.00) and do not pay dues for two (2) consecutive years and do not contact the Treasurer of the Association for a refund shall forfeit Membership in the Association. The Certificate of Membership will be automatically canceled at the end of the second year.
- c. Membership Certificates (valued at \$1.00) purchased after September 1, 1990 are non-refundable. Membership in the Association will be automatically canceled at the end of two (2) consecutive years of not paying dues.
- d. Members who purchased Certificates of Membership prior to 1987 (valued at \$300.00 and \$250.00) and do not pay their dues for two (2) consecutive years and do not contact the Association for a refund will be classified as inactive members and will not be placed on the refund list until the Treasurer of the Association is notified by the resigning member.

**Section Four**

**Voting Rights**

Each active member/family, as defined in Article VI, Section One, Subsection c., shall be entitled to one (1) vote on each matter submitted to a vote of the members.

**Section Five**

**Rights and Privileges**

All members shall have full and equal rights, benefits, and privileges. Membership shall entitle the member and all members of his family, as defined in Article VI, Section One, Subsection a., to use the facilities of the Association subject to reasonable regulations and policies prescribed by the Board.

**Section Six**

**Alcohol and Gambling**

No alcoholic beverages or gambling shall be allowed on the premises of the Association.

**Section Seven**

**Divorce**

In the event of a divorce, the respective parties shall notify the Treasurer by notarized letter within thirty (30) days stating which member shall retain membership in the Association. The Membership Certificate will be reissued if necessary. The other party will be entitled to membership in the Association upon purchase of a Membership Certificate and payment of initiation and annual fees.

## **Article VII**

### **Meetings**

#### **Section One**                      **Meetings**

The Annual Meeting of the Association shall be held in August of each year at a time and place to be determined by the Board. Notice of the Annual Membership Meeting shall be submitted in writing to all members and posted at the pool at least five (5) days prior thereto.

#### **Section Two**                      **Special Meetings**

Special meetings of the membership of the Association may be called by the Board. Within twenty (20) days of delivery to the President of a petition signed by thirty (30) or more members calling for a special meeting, a special meeting must be held. Written notice of the special meeting and of business to be transacted shall be given to each member at least ten (10) days prior to the date of such special meeting, and no other business than that announced may be transacted.

## **Article VIII**

### **Membership Termination**

#### **Section One**                      **Judgment**

- a. A new member, during their one (1) year probationary period, not upholding the Rules & Regulations of the Association By-Laws or by display of misconduct shall be removed from the Association by decision of the Board.
- b. A member beyond their probationary period not upholding the Rules & Regulations of the Association By-Laws or by display of misconduct may be removed from the Association by the Board but shall have the option of a case hearing before the Board.
- c. The Board shall have final judgment on any decision to terminate a member.

#### **Section Two**                      **Refunds**

- a. A terminated member shall be refunded the full membership certificate price as purchased.
- b. Fees paid for initiation or annual dues will be forfeited by the terminated member.

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