

BEULAH RECREATION ASSOCIATION, INC.

6724 Hopkins Road, P.O. Box 34166

Richmond, Virginia 23234-4166

Phone: 275-9904

BY-LAWS

ARTICLE I. NAME OF ASSOCIATION

The legal name of the association shall be "Beulah Recreation Association, Inc." in which name the organization shall be incorporate under Virginia Law. The trading name of the association (i.e., alias or common name) shall be "Beulah Swim and Tennis Club" in which name the organization will trade and market its recreational services and facilities to the public.

ARTICLE II. OBJECTIVES

SECTION 1.

To provide adequate recreation facilities for its members.

SECTION 2.

This shall be a not for profit association (IRS section 501(c)(7)), and its facilities shall be provided for the use only by members and their guests.

ARTICLE III. MEMBERSHIP

SECTION 1.

There shall be seven classes of membership, (1) Family Membership, (2) Single Membership, (3) Limited Family Membership, (4) Honorary Lifetime Membership, (5) Couples Membership, each having full privileges, (6) Corporate Membership and (7) Swim Team Membership. All references to Regular Membership in these By-Laws shall include the Family Membership, Single Membership, Lifetime Membership, Limited Family Membership and Couple Membership unless specifically stated otherwise.

SECTION 2.

a) A Family Membership in the Association shall be defined as "Head of Household" and Spouse/Domestic Partner, if any, along with all dependent children of the family. A child is considered a dependent child if the parent can claim the child as an exemption on their Federal Income Taxes.

b) A Single Membership shall be defined as one (1) individual 18 years of age or older.

c) An Honorary Lifetime Membership in the Association shall be defined as a Regular Membership of twenty-five (25) consecutive years which has paid annual dues for at least twenty-three (23) years (waivers of dues for board service shall be counted towards the 23 years) and has forfeited all heretofore refundable fees.

d) A Limited Family Membership shall be defined as one (1) adult with one (1) single dependant child.

e) A Couples Membership shall be defined as one (1) adult and one (1) adult Spouse/Domestic Partner residing at the same permanent address with no dependants.

f) A Corporate Membership in the Association will not have voting rights. The Executive Board of the Beulah Recreation Association shall make final determination as to the privileges of all Corporate Memberships.

g) A Swim Team Membership will be limited only to a Swim Team member for Swim Team events only (i.e. swim practices, swim meets, and swim team parties). A Swim Team Membership has no voting rights.

h) Add-on members, which hold no voting rights, may be added to a Regular Membership for additional fees to be determined annually by the Executive Board. Upon written application by the member, Add-ons may include:

1) a member's non-dependant relative or child residing in the same household

2) a child under the regular direct care and supervision of the member (limited to 5 per membership)

3) a child care provider (i.e. nanny or babysitter)

4) a member taking full responsibility of a child under the age of 18

5) an adult not residing in a member's home (Single

Add-on)

Once Add-on members are approved and the additional fee is paid, the person or persons will be issued an ID card with the Regular member's membership number. Add-on members must be applied for annually.

i) Executive Board of the Beulah Recreation Association shall make the final determination for inclusion as part of a household and may request such information as it deems necessary to determine whom shall be included in a family membership.

SECTION 3.

a) Application for membership shall be:

- 1) On an official form furnished by the Beulah Recreation Association.
- 2) Applicant shall agree to observe and abide by the Charter and By-Laws of the Association and such rules and regulations as may be established by the Executive Board or its sub-committees.
- 3) The application must be signed by the applicant.
- 4) Applications are placed on a waiting list until an opening in the membership is available.
- 5) Application can be considered for acceptance at any time from receipt of application by the Association's Membership Secretary until an opening in the membership occurs.

b) Acceptance of membership shall be contingent upon payment of the registration fee and annual dues as specified in ARTICLE IV.

SECTION 4.

Membership in the Association is not transferable or assignable except:

- a) as specified in ARTICLE III, SECTION 10 a) of these By-Laws or
- b) to an immediate family member or any other person/family approved by the Executive Board, in which case:

- 1) all heretofore refundable fees are forfeited,
- 2) member must relinquish their stock certificate to the Executive Board, or provide the Board a notarized statement that the stock certificate has been lost, and
- 3) all years of tenure toward "Honorary Lifetime Membership" are forfeited, i.e., a new 25 year period begins for purpose of qualifying Honorary Lifetime Membership in the Association.

SECTION 5.

The maximum number of members in the Association at any given time shall be determined by the Executive Board, by majority vote.

SECTION 6.

- a) Any member who fails to pay annual dues as specified in ARTICLE IV, SECTION 2, shall become ineligible for use of all facilities provided by the Association for the remainder of that year. Subsequent payment of annual dues shall reinstate use privileges.
- b) While non-payment of annual dues causes all use privileges to be suspended for that year, the membership is not deemed in arrears. Annual dues are not cumulative from one year to the next.
- c) Failure to pay dues for any given year further suspends a membership's right to vote on any matter, attend meetings for the purpose of participating in Association business, or receive general mailings during that year. Payment of dues reinstates all these privileges.
- d) Any member who has not paid his annual dues by June 15 shall be considered to be sitting out for the year.

SECTION 7.

Any member of the Association or individual member of a household holding membership may be suspended for the actions detrimental to the Association by a majority vote of the Executive Board. The Board may set the length of suspension, but in no case will it be less than 15 days.

SECTION 8.

Any member of the Association may be expelled for the actions deemed seriously detrimental to the Association by fifty-one percent (51%) majority vote of the Executive Board. In the event of the expulsion, the registration fee will be refunded in accordance with ARTICLE IV, SECTIONS 1, 3, 4, 5 and 6.

SECTION 9.

In the event a member is suspended or expelled from the Association, he has the right to a personal hearing before the Board within five (5) days of action taken. In all cases, Executive Board action is final and subject to no further appeal.

SECTION 10.

a) In the event of divorce or legal separation within a family membership, and if the membership is to continue in effect, it is the responsibility of the separated parties to decide which household retains full ownership and the membership. A letter must be directed to the Executive Board signed by both parties requesting ownership be assigned to one or the other and listing all dependents residing in that household. If the parties fail to do this within a reasonable time, the Executive Board may cancel the membership and refund the fee in the same manner as the membership certificate was issued.

b) If after divorce or legal separation or while such action is pending, request for refund or

membership fee is made, the letter must specify to whom refund of membership is to be made and be signed by both parties. If this is not done, the Executive Board will make the refund in the same manner as the membership certificate was issued.

ARTICLE IV. REGISTRATION FEES AND ANNUAL DUES

SECTION 1.

- a) A Registration Fee for each charter membership shall be \$300.00, payable upon acceptance of application for membership by the Executive Board. Charter membership shall be all those accepted by midnight, November 15, 1971.
- b) A Registration Fee for each membership accepted after November 15, 1971 shall be \$375.00, payable upon acceptance of application by the Executive Board.
- c) A Registration Fee for each membership accepted after November 15, 1974 shall be \$450.00 payable upon acceptance of application by the Executive Board.
- d) A Registration Fee for each membership accepted after November 15, 1978 shall be \$400.00, payable upon acceptance of application by the Executive Board.
- e) A Registration Fee for each membership accepted after November 15, 1991 shall be \$300.00, payable upon acceptance of application by the Executive Board.
- f) A non-refundable Registration Fee for each membership accepted after November 15, 1992 shall be \$450.00 payable upon acceptance of application by the Executive Board.
- g) The non-refundable Registration Fee accepted after November 15, 1995 shall be:
 - 1) Family Registration - \$400.00
 - 2) Single Registration - \$200.00
- h) The non-refundable Registration Fee for each membership accepted after November 15, 1997 shall be:
 - 1) Family Registration - \$150.00
 - 2) Single Registration - \$75.00The non-refundable Family Registration fee may be paid over a two year period, with at least half being due (payable) the first year.
- i) The non-refundable Registration Fee for each membership accepted after November 1, 2013 shall be \$200.00 payable upon joining.
- j) Corporate Memberships will be exempt from paying Registration Fees. A Corporate annual fee will be fixed by the Executive Board.
- k) Swim Team Memberships (which will include any eligible person(s) from one family) will pay a one time non-refundable Registration fee and all Swim Team fees. The Registration fee and all Swim Team fees must be paid in full before a member will be allowed to participate in any Swim Team event. The Registration fee for a Swim Team Membership accepted after November 1, 2013 will be \$200.00.

SECTION 2.

- a) There shall be annual dues to be fixed by the Executive Board. These dues shall apply to each membership, however; annual dues may differ by type of membership as described in ARTICLE III, SECTION 1. Payment of annual dues entitles all members to full use of all facilities from date of payment through April 1 of the following year. Lifetime Memberships shall be exempt from annual dues if earned before April 1, 2015. Lifetime Memberships earned as of April 1, 2015, will be charged an administration fee as fixed by the Board of Directors.
- b) A penalty fixed by the Executive Board shall be assessed on late payment of dues. This penalty shall be equal for all members of a given class.
- c) Annual dues for existing members shall be due and payable not later than April 1 of each year. If desired, existing members may make periodic installments to pay annual dues in accordance to a payment plan set by the Executive Board. The Executive Board also reserves the right to reward early payment of dues (i.e., all amounts paid in full before April 1 of any given year) with a percentage discount off the total dues assessed. This discount, if in effect for any given year, will be announced by the Board prior to February 1.
- d) Annual dues for new memberships shall be due and payable either (1) in full at the time of joining, or (2) not later than July 15 if on a payment plan approved by the Board. The primary payment plan shall be 1/3rd of dues payable on or before May 15, with another 1/3rd due June 15, and the final 1/3rd due July 15. If a new member joins after May 15th but before June 15, they can make the initial 1/3rd payment at the time of joining and continue making 1/3rd payments on June 15 & July 15. Further, if a new member joins after June 15, then ½ payment can be made at the time of joining with the final ½ payment being payable not later than July 15. (Note: A new member shall be considered a member in good standing as long as they are making payments in accordance with their payment plan.)
- e) Annual dues for new memberships accepted between June 27 and July 31 shall be reduced by one third (1/3rd) and for new memberships accepted on or after August 1 shall be reduced by

two thirds (2/3rd), rounded to the next full dollar. The purpose of this reduction is in recognition that the primary membership benefit is use of the pool, which is open approximately 15 weeks each year. Therefore, reductions in annual dues (for new members only) are offered after the passing of one third (1/3rd) and two thirds (2/3rd) of the pool season.

f) Payment of Registration fee only without payment of annual dues will admit a new member. However, use of facilities is prohibited until dues are paid, or are being paid in accordance with paragraph (d) above. If such a new member decides later, but within the same calendar year of joining, to activate the membership by the payment of dues, the amount of dues owed will be determined by the date membership was accepted, not the date dues are paid.

g) A penalty fixed by the Executive Board may be assessed for return checks.

h) Corporate Annual fees for existing Corporations shall be due and payable no later than April 1 of each year.

SECTION 3.

Registration Fees outlined in ARTICLE IV, SECTION 1 a-e) shall be refundable upon voluntary or forced withdrawal, provided funds are available (see SECTION 4 b) of this ARTICLE. Annual dues are not refundable after June 1, except with the approval of the Executive Board.

SECTION 4.

Registrations Fee Refunds

a) A member may request a refund of their Registration fees, in accordance with ARTICLE IV, SECTION 1 (a-e), for voluntary withdrawal of membership. The request must be submitted in writing, include their stock certificate or a notarized statement that the stock certificate has been lost, and be mailed via the United States Postal Service to Beulah Recreation Association.

b) If funds are not available and sufficient to pay the refund a waiting list will be established by the Executive Board. Pending refunds will be paid when funds become available, in order, based on the postmark of the envelope in which the request was received or the date of expulsion was recorded by the Membership Secretary.

c) Refunds may be made in a lump sum or installments as soon as practicable.

d) Only the actual Registration Fee paid shall be refunded, without interest, and without consideration as to enhanced values of Association assets.

SECTION 5.

Any individual holding a refundable stock certificate may elect to surrender such certificate in exchange for one year credited dues.

SECTION 6.

a) An initiation fee of \$50.00 will be charged for all memberships accepted after November 15, 1978

b) An initiation fee of \$150.00 will be charged for all memberships accepted after November 15, 1991.

c) No initiation fee will be charged for memberships accepted after November 15, 1992.

SECTION 7.

Any member who has paid a non-refundable Registration Fee who is inactive for three (3) consecutive years revokes all membership rights and privileges.

ARTICLE V. MEETINGS

SECTION 1.

There shall be an annual meeting of the regular membership during the month of October at a time and place designated by the Executive Board.

SECTION 2.

Special membership meetings may be called by the President, a majority of the Executive Board, or by written petition of at least ten percent (10%) of the total membership.

SECTION 3.

A majority vote of the regular memberships present at any duly scheduled and duly conducted membership meeting shall decide any issue presented at the meeting.

SECTION 4.

Each membership of the Association shall be entitled to one (1) vote collectively, and that vote cannot be split.

SECTION 5.

Executive Board meetings shall be held quarterly or more often at the discretion of the President.

Two-thirds (2/3rd) of the executive board shall constitute a quorum to do business. A two-third (2/3rd) majority vote is required to pass any motion.

SECTION 6.

The Executive Board shall reserve the right to vote on Board business via electronic vote. Only the President, or Vice President if President is not available, shall have the authority to call for an electronic vote

and to establish the timeline for that vote. All electronic votes must meet the same requirement for quorum and passage as stated in SECTION 5 of this ARTICLE. Results must be recorded in the minutes and ratified at the next Executive Board meeting.

SECTION 7.

a) Notification of all meetings, except Executive Board meetings, shall be made to all members in good standing via United States Postal Service and/or electronic means at least seven (7) days in advance of the meeting.

b) Notice of any meeting at which any amendment to ARTICLES OF INCORPORATION and/or these By-Laws will be acted upon must be mailed either by United States Postal Service or by electronic means to the membership at least thirty (30) days in advance of the meeting. The proposed amendment(s) must be outlined in such notice. A 2/3 majority of those voting in person or by proxy is required to pass such amendments.

SECTION 8.

Roberts' Rules of Order shall be followed at all meetings.

ARTICLE VI. OFFICERS, EXECUTIVE BOARD AND THEIR ELECTION

SECTION 1.

a) There shall be an Executive Board consisting of thirteen (13) members, which board shall comprise the Corporate Board of Directors. This board shall have full authority and responsibility to conduct all business of the Association throughout the year.

b) The Executive board will consist of the following Officers and Directors:

- 1) One (1) President
- 2) One (1) Vice President/Director
- 3) One (1) Recording Secretary
- 4) One (1) Membership Secretary
- 5) One (1) Treasurer
- 6) Eight (8) additional Directors

c) Board Members shall be elected by ballot in the month of October at the Annual Membership Meeting. However, if there is but one nominee for that office, election for that office may be by voice vote. A majority of votes cast shall constitute an election.

1) At the annual meeting in October 2010 the following positions will be elected to a 2 year term: President, Membership Secretary, Treasurer, and three (3) Directors (the titles of which will be on the ballot). The remaining positions to be filled by those currently holding those positions from a previous election.

2) At the annual meeting in October 2011 the following positions will be elected to a two (2) year term: Vice President/Director, Recording Secretary and five (5) Directors (the titles of which will be on the ballot).

3) This system of electing 6 Board Members each year for two year terms will prevail from this point on.

c) Officers and Directors shall assume their official duties following the close of the annual October Membership Meeting. Board Members shall serve a term of 2 years or until their successors are elected.

d) A person who has served in a position for more than one-half (1/2) of a full term shall be deemed to have served a full term in such position.

SECTION 2.

Each Executive Board member must hold a current membership in this association and be in good standing. Each Board position holds one (1) vote on the Executive Board.

SECTION 3.

Nominating Committee:

a) There shall be a nominating committee composed of 3 members who shall be appointed by the Executive Board by July 1.

b) The committee shall consist of one (1) current Board member and two (2) non-board members of the Association in good standing. The committee shall elect its own chairman.

c) The nominating committee shall receive from the Executive Board, no later than July 15, a list of positions up for election and the duties each position entails (including director positions).

d) The committee shall nominate at least one (1) eligible person for each Board Position to be filled and report its nominees to the membership no less than 30 days prior to the annual meeting. At the election meeting, additional nominations may be made from the floor.

SECTION 4.

Vacancies:

a) A vacancy occurring in any Executive Board position shall be temporarily filled until the next annual Membership Meeting by a eligible member elected by a fifty-one percent (51%) majority

vote of the Executive Board.

b) At the next annual Membership Meeting an election shall be held to fill any positions temporarily filled by the Executive Board election, for the remainder of the term of office in accordance with ARTICLE VI, SECTION 3.

SECTION 5.

Any board member previously given written notice by the remaining board members of unsatisfactory or detrimental performance may, after at least 30 days to correct such performance be expelled from the board by a 2/3 majority vote of the entire Executive Board.

ARTICLE VII. DUTIES OF OFFICERS

SECTION 1.

The President shall preside over all Membership and Executive Board Meetings. He is the Chief Executive Officer, and is responsible for administration of all affairs of the Association. He shall appoint any committees necessary for the effective operation of the Association (including but not limited to: Nominating Committee and By-Laws Committee), and shall be ex-officio member of each. Any committee chairman who is appointed and not a current member of the Executive Board shall have no voting rights on the Executive Board.

SECTION 2.

The Vice-President shall perform all duties of the President in his absence. Further, he shall assist the President as directed, and shall serve as a Director.

SECTION 3.

The Recording Secretary shall record and keep a permanent record of all minutes of meetings of the Executive Board and the membership. He shall keep the official copy of the Association's By-Laws and a copy of the Charter. He shall also maintain a proper file of all permanent and legal papers of the Association, including contracts, deeds, and leases, etc

SECTION 4.

The Membership Secretary shall maintain the official record of memberships, waiting list in order of priority for membership, and any record of suspensions. He shall maintain the current record of all members eligible for use of the facilities based upon payment of annual dues. He shall make necessary written correspondence as directed by the President or Executive Board.

SECTION 5.

The Treasurer shall keep a proper account of all funds received by the Association. He is to oversee and reconcile all accounts monthly, and provide copies of the reconciliation's to those persons with signature authority on each account. He or his designee shall deposit all funds of the Association to either a demand or savings account as directed by the Executive Board, maintain and reconcile these accounts. He shall provide a financial statement to the Executive Board at least quarterly, and to the membership at the Annual Meeting. He shall make all books and financial records available to an Audit Committee at the appropriate time and assist them in any way desirable. He shall see that all bills properly approved by the Executive Board are paid in a timely manner. He shall maintain an accurate record of all income and disbursements including all documentation. All obligations will be preferably paid by check or electronic payment (if such payment is approved by the Executive Board). No payments will be made in the form of cash. Any payments in the form of cash are not to exceed one hundred dollars, \$100.00, and will be verified by vendor receipt within 48 hours of cash removal.

SECTION 6.

The Directors assignments and duties are to be determined by the Executive Board for the next term by July 15 prior to regular elections. Duties and assignments are to be based on the current and immediate foreseeable needs of the organization. A description of the assignment and duties must be filed in the Executive Board minutes and passed on to the Nominating Committee for use in putting together a slate of officers.

ARTICLE VIII. FINANCES

SECTION 1.

Revenues may be derived from registration fees, annual dues, interest on deposits, voluntary contributions, special projects, guest fees, sale of assets, or any other means approved by a fifty-one percent (51%) of the Executive Board.

SECTION 2.

The President is authorized to expend not more than \$25.00 upon his own authority within any calendar month.

SECTION 3.

The Executive Board is authorized to expend whatever funds are necessary and available for proper operation of the Association at all times, subject to full audit as outlined in SECTION 5 of this ARTICLE.

SECTION 4.

The Executive Board shall have full authority to enter into proper contracts, conduct proper business, and when necessary, seek financing as approved by majority of membership voting at any regular or called meeting where such proposal is offered.

SECTION 5.

The fiscal year of the Association shall be October 1, through September 30. All books, to include main account, swim team account and concession account, will be turned over to the auditor no later than October 1. An annual audit shall be conducted within 60 days of fiscal year end. All books and funds shall be subject to audit.

SECTION 6.

All checks on the main accounts shall be signed by two (2) such Association Board Members designated by the Executive Board, with the exception payroll checks which only require one signature. Those Board Members shall be bonded for an amount fixed by the board with cost of such bond paid by the Association, when deemed advisable by the Executive Board and funds are available.

SECTION 7.

The Executive Board shall have full authority to enter into proper financing arrangements to secure necessary funds to correct, cure or make well any major maintenance deficiency which may arise. This section shall pertain only to maintenance needs and shall not be construed to perform improvements.

SECTION 8.

In order to provide necessary funds for major maintenance items, an amount equal to 10% of the dues collected annually will be placed in a separate account, when funds are available to do so. This section in no way supersedes SECTION 7 of this ARTICLE.

ARTICLE IX. LEGAL SERVICES

The Executive Board may engage the services of any attorney as it deems necessary.

ARTICLE X. AMENDMENTS

These By-Laws may be changed or amended upon recommendation of the Executive Board and approval of 2/3 of the members voting in person or by proxy at any properly called meeting for this purpose, or at the annual meeting, provided the membership is given proper notice of the intended amendments.

ARTICLE XI. COMPENSATION

Any monetary compensation to any member shall be prohibited unless for professional services rendered and approved by the Executive Board or those employed by an operating facility of this Association except as follows: Beginning with the 1982 Beulah Recreation Association season, all Board members of Beulah Recreation Association are entitled to waive annual membership dues during the period that they serve on the Board of Directors for the Association. In the event that a Board member resigns or is expelled from the Board during his term in office, but wishes to remain in the Association as a member, he will be subject to dues for the remainder of the year in the same manner as stated in ARTICLE IV, SECTION 2. (c). In order for membership privileges to continue in effect, the balance of that year's dues must be received by the Membership Secretary within two (2) weeks of the effective date of the Board member's termination. A board member whose full term of office is fulfilled at the annual membership meeting in October shall be considered as set aside until the following April 1st.

ARTICLE XII. DISSOLUTION

If the Association is dissolved for any reason, all property, real, personal, or otherwise, shall be disposed of in such manner as decided by a majority vote of the membership. The effective date of any by-law revision or amendment shall be noted at the bottom of the last page.

Revised and adopted on this date: October 7, 1971

Amended:

October 26, 1972

October 23, 1974

October 28, 1976

October 27, 1977

February 20, 1979

October 27, 1981

October 27, 1982

October 23, 1984

October 25, 1988

October 17, 1990

October 29, 1991

April 3, 1993

October 22, 1994

October 21, 1995

October 21, 1996

October 27, 1997

October 26, 1998

October 17, 2000

October 15, 2001

October 21, 2002

April 21, 2003

October 20, 2003

October 25, 2004

March 28, 2006

October 23, 2007

Revised and adopted on this date: October 28, 2010

Revised and adopted on this date: October 28, 2013

Revised and adopted on this date: October, 2014