



ROSE TREE WOODS SWIM CLUB

A NOT FOR PROFIT CORPORATION

BYLAWS

Last Revision – November 16, 2023

ARTICLE 1 - INTRODUCTIONS

DEFINITION OF BYLAWS

- 1.01 These Bylaws constitute the code of the rules adopted by Rose Tree Woods Swimming club for the regulation and management of its affairs.

ARTICLE II - MEMBERSHIP

DEFINITION OF MEMBERSHIP

- 2.01 This Corporation will have two classes of members which are designated as BOND MEMBERS and AUGUST ONLY MEMBERS. All members are required to follow all RULES and REGULATIONS of the Corporation.
- 2.02 The total Bonded membership may not exceed 600 families excluding those on the sell list and Bond Members who have not paid their dues.
- 2.03 The member and his/her “qualified family” will come under one membership. Anyone visiting will not qualify under the membership. A separate fee will be charged for a baby sitter.
- 2.04 Qualified family members are the primary member, their spouse/partner and their children, and any other family members residing at the same address. Proof of address is required for non-immediate family members who reside in the same address.
- 2.05 The Board of Directors reserves the right to audit any membership at any time.
- 2.06 Prospective new members must reside within the defined geographical boundaries or have two Sponsors who are existing Bond Members. Proof of residency, a license or state-issued ID and/or two utility bills are required. Defined geographical boundaries include the local towns of: Broomall, Newtown Square, Havertown and Media, Pennsylvania.

CORPORATION BONDS



- 2.07 Bonds are non-negotiable, non-interest bearing, non-profit sharing, and non-transferable.
- 2.08 All unpaid dues and penalties shall become a lien against the bond. If after two years these remain unpaid, the Board of Directors may sell the bond, the amount the lien collected, and the balance if any, will be paid to the Bondholder. In no event shall the Board take such action without 10 days prior written notice to the Bondholder.
- 2.09 The Board of Directors may repurchase at face value the Bond of a Bondholder who fails to comply with any provision of these Bylaws or with any rule or regulation adopted by the Board of Directors.
- 2.10 The Board of Directors have the power to revoke the membership of an offending person without obligation. The offending person has a right to request a hearing within 10 days of the revoked membership before the Board of Directors. If the membership is canceled, the bond and all dues paid to the Corporation will be forfeited.

MEMBERSHIP APPROVAL

- 2.11 Memberships can be approved or denied by the Board of Directors.
- 2.12 If a waitlist exists for new Bond or August-only members, preference will be given to requests from the predefined geographical boundary before those outside the area.

DUES

- 2.13 All Bond Members must pay pool fees annually. If a Bond Member fails to pay their fees by the date specified on the invoice, a lien shall be placed against their bond. The Board of Directors may make exceptions.
- 2.14 After May 1st unpaid Bond Members, excluding members on the sell list, will be notified that their bond may be sold on May 15th if a buyer is available, A \$150 lien will be applied to the bond value. The bond member will be considered not in good standing and have no access to Rose Tree Woods Swim Club, its amenities or activities. If no buyer is available, the unpaid bond member will still own the Bond Membership, until there is a buyer, and will continue to be responsible for any assessments rendered to Bond Members.

A check will be mailed for the bond value minus any liens and/or assessments and a \$25.00 handling fee.



- 2.15 In the event of unforeseen circumstances affecting the opening of the club, as deemed by the state, the club will implement a predetermined fixed maintenance charge per bond for annual costs. If the fixed maintenance charge is not paid, it will be deducted from the sale of the bond.
- 2.16 Club privileges shall be granted only if dues and other financial obligations are paid and if members are not in violation of any of these bylaws or rules and regulations.
- 2.17 No special financial consideration shall be given any member who becomes an employee of the club.
- 2.18 Access to the Club can only be used by the person whose name and photo appears in their Membership Profile. Any violation of this rule may cause immediate revocation of the membership and all dues shall be forfeited.
- 2.19 All dues and fees are non-refundable with the exception of the one-time Bond fee, which will be refunded upon membership termination following bylaw Article III. Any exceptions to this bylaw must be reviewed and approved by the Board of Directors.

MEETINGS

- 2.20 Two general membership meetings will be held at the club each fiscal year. Notice of these meetings will be available to all members at least 10 days prior to the meeting. Meetings are open to all members.

TERMINATION OF BOND MEMBERSHIP

- 2.21 Bond Members desiring to withdraw their bonds may put their bond up for sale; at which point the member pays no dues and has no club privileges.
- 2.22 Notification in writing by anyone wishing to put their bond on the sell list must be received by April 1st, of the current season. After this date, the bond member must pay dues, assessments, and penalties.
- 2.23 If bond ownership or address change occurs, it is the responsibility of the member to notify the Corporation in writing at RTWMembership@gmail.com.
- 2.24 Once a member has returned their bond and received the check for the value of the bond, they have 90 days to collect the funds of the value or/the bond will be forfeited.



ARTICLE III - DIRECTORS

- 3.01 The Board of Directors is a group of persons vested with the management of the business and affairs of this corporation. It shall be composed of not less than 10 and no more than 13 elected directors and 5 Executive Board members who are all members in good standing.
- 3.02 Not more than 1 bond member from a family may be on the board at the same time.
- 3.03 At least 5 directors will be elected each year for a two-year term, when the number of candidates exceed available seats on the Board.
- 3.04 Any vacancy occurring on the Board of Directors will be filled by appointment by majority vote of the remaining directors. The new director shall serve for the unexpired term of the predecessor in office.
- 3.05 Regular Board of Director Meetings will be held once a month except for the months of May and December. There will be two board meetings in May that will be held on the second and the fourth Monday of the month. No meeting will be held in December. Notice of these meetings will appear in the minutes of the previous meeting.
- 3.06 Any officer or director may be removed from office by a majority vote of the remaining directors.
- 3.07 For purposes of determining a quorum, eight members must be present for the transaction of business.
- 3.08 To remain in good standing, each director shall be responsible to chair at least one standing committee beginning after 1 full year of service. A director may not be absent from more than three meetings of the board. Failing this, the Executive Board shall have the authority to dismiss the director, with the majority approval of the remaining board members.

ARTICLE IV - EXECUTIVE BOARD

- 4.01 The Executive Board of this Corporation will consist of the following personnel: President, 1st Vice-President, 2nd Vice-President, Secretary, and Treasurer. The Executive Board will act on urgent matters pertaining to the Corporation. They will meet at least once during a fiscal year. The Executive Board will be voted in by current Board of Directors and will serve a 2-year term. After the term is up, if



no one wishes to contest or run against the current Executive Board then they shall remain in office until an eligible Board Member, in good standing, expresses interest in fulfilling the position. If at any time an open Executive Board position shall be vacant, the vacancy will be announced and nominated at the first board meeting and voted in at the second board meeting.

DUTIES

- 4.02 The President will preside over all operations of the Corporation and ensure that all Board of Directors activities support the club's best interest. The President will also lead all meetings and voting of the Corporation and the Board of Directors.
- 4.03 The 1st Vice-President will perform all the duties of the President if the President is absent or is otherwise unable to act.
- 4.04 The 2nd Vice-President will perform all the duties of the President if the President and the 1st Vice-President are absent or is otherwise unable to act. The 2nd Vice-President will support the Secretary if needed.
- 4.05 The Secretary will record the minutes for all meetings of the Corporation and the Board of Directors and keep them electronically. Minutes of the Board Meetings shall be sent to each Director at least 7 days prior to the next meeting. The Secretary will maintain all changes to the Bylaws and Rules and Regulations.
- 4.06 The Treasurer will have charge and custody of all funds of this Corporation and deposit these funds as required by the Board of Directors. The Treasurer will keep and maintain adequate and correct accounts of the Corporation's financial transactions and render reports and accountings to the Board of Directors as required by law or by the Board of Directors. The Treasurer will also keep electronic and paper receipts/invoices for a minimum of 5 years. The Treasurer shall attest to the signature of the Officers of the Corporation when required on contract or other paper relating to the affairs of the Corporation and keep all related paperwork electronically. The Treasurer shall keep or cause to be kept a record of all Bond Members, their addresses and complete payment records and dates of

Bonds purchased and sold. In any case where Bond ownership has been terminated, all facts and dates of these transactions shall be recorded.

ELECTIONS AND TERM OF OFFICE

- 4.07 Any Bondholder, who is in good standing order, wishes to join the Board of Directors, shall express interest by either contacting a Board of Director, emailing the club at RoseTreeWoodsSC@gmail.com , which is monitored by the



President and Vice-President(s), or by attending any 2 of the annual General Membership Meetings. Once interest is expressed, an endorsement should be made by a current Board member to support the nominee. The President or an Executive Board Member will follow up and outline the duties of the Board of Directors. The nominee will then write expressing formal interest. If nominee qualifies for an open position, the current Board of Directors will then vote them in.

- 4.08 All Officers and Directors who have been elected shall take office on October 1st, and serve a term of 2 years. If any Director who wishes to remain after their 2-year term and there is no one contesting their position, they shall remain in office without having to be appointed.

ARTICLE V - COMMITTEES

- 5.01 The Board of Directors is a year-round commitment. As a Board member, you agree to fulfill all the responsibilities listed under your chosen committee below and on the Committee Volunteer Form. The Chairperson(s) is responsible for submitting their budget before the March Board meeting, holding meetings and communicating with their committees. The Executive Board shall appoint, with the Board approval, Chairman for the following Standing Committees:

1. *Finance, Insurance and Long-Term Planning* - Treasurer, as Chairman, and committee members shall conduct all financing operations of the Corporation and prepare financial studies of such projects as may be assigned to it; shall submit to the Board in sufficient time for the March Board meeting a fiscal budget containing provisions for all anticipated expenditures and income for the current year. This committee will support the Treasurer if needed.

2. *Pools and Grounds* - Chairman and committee members shall exercise supervision over the Corporations' property; shall attend to the maintenance and care of the pools, buildings, operating equipment, and grounds.

3. *Membership* - Chairman and committee members shall receive and process applications for Bond and August-only Memberships. They shall recommend to the Board of Directors the adjustment of dues and guest fees for each season. They shall see that all members have a copy of the Rules and Regulations and Bylaws of the Club.



4. *Socials* - Chairman and committee members shall be responsible for planning and supervision of all social activities and their rain dates for the preparation and publication of a calendar of such activities. At least one member of the committee shall be present at all social functions for the entirety of the function.

5. *Rules, Regulations and Bylaws* - Chairman and committee members shall be responsible for the promulgation of all rules pertaining to the conduct and behavior of all persons to whom club privileges are extended; shall make recommendations to the Board for its approval of any change in existing rules and for penalties for the infraction of any rules or regulations. They shall periodically review the Bylaws and consider suggestions for changes or additions to same prepare proposed new and revised Bylaws for the consideration by the Board of Directors.

6. *Swim and Dive Team* - Chairman and committee members shall be responsible for the development, supervision and conduct of all competitive swimming and diving including recruitment, practice, scheduling, training and learning the team's membership system, officiating and an awards program as well as planning an end of the season banquet.

7. *Little Gators and Swim Lessons* - Chairman and committee members shall be responsible for the development, supervision of coaches and instructors who are skilled to teach younger children to swim and life saving techniques. This includes the recruitment, practice, scheduling, communication with parents and knowledge of the membership system as well as planning an end of season intra-squad meet and banquet for the Little Gators.

8. *Personnel* - Chairman and committee members shall be responsible for recruitment and hiring of all personnel required for the effective operation of the club; shall prepare and devise, as necessary, job descriptions for all personnel; shall devise contracts and recommend wages that fit within the Corporations budget.

9. *Snack Bar* - Chairman and committee members shall be responsible for overseeing the renter of the snack bar. This includes periodically checking on the renter and equipment and making sure the equipment is clean and being maintained. If the rental space is vacant, they shall interview and hire companies to rent out the space as well as requesting and approving menus in advance as well as preparing contracts for vendors.



10. *Golf and Games* - Chairman and committee members shall be responsible for maintaining the golf course, basketball courts, Gaga pit, horseshoes and games distributed through the game shed.

11. *Member Communications* - Chairman and committee members shall be responsible for the administration and management of email communication to pool members and formatting and publishing a newsletter that is available to the membership before opening day; they shall coordinate with the Social Media staff to ensure posting of events and closures.

ARTICLE VI - OPERATIONS

- 6.01 The fiscal year of this Corporation will be from October 1st through September 30th.
- 6.02 The operating calendar for Rose Tree Woods Swim Club will commence on the 2nd day of March and end on the 1st day of March of the following year.
- 6.03 Except as otherwise provided by law, payroll checks, checks, drafts, promissory notes, orders for the payment of money and other evidence of indebtedness of this Corporation will be signed or electronically authorized by the Treasurer, President or a member of the Board as determined by the Board. Disbursements except for payroll, will be reviewed and approved by the Board. Payroll checks will be signed or electronically authorized by the Treasurer, President or other member of the Board as deemed by the Board. Contracts, leases or other instruments executed in the name of and on behalf of the Corporation will be signed by the Treasurer and countersigned by the President and will have attached copies of the resolutions of the Board of Directors verified by the Secretary authorizing their execution.
- 6.04 All expenditures, with the exception of routine operating expenditures, of the Corporation must be approved by a majority of the Board of Directors. The approval can be accomplished in three ways: 1. a motion from the floor for a specific expenditure 2. an email describing the expenditure sent to all Board of Directors 3. a committee can submit for Board approval, a detailed budget that has no more than \$500 in miscellaneous expenses.

ARTICLE - VII - AMENDMENTS



- 7.01 The power to alter, amend or repeal these Bylaws, or to adopt a new Bylaw, insofar as allowed by law, is vested in the Board of Directors, the adoption of which calls for a vote of majority of Board of Directors present when a vote is taken, provided that the proposed changes are presented to the Board of Directors in written form, and read aloud at a minimum of two regular Board of Directors meetings.

ARTICLE VIII - MISCELLANEOUS PROVISIONS

- 8.01 The Corporation assumes no responsibility, and members and their guests can have no claim against the Corporation for any accident or injury to any person or their property. However, the Board shall contract for appropriate liability insurance to provide such eventualities.
- 8.02 Members shall be responsible for the payment of all charges or liabilities that may be imposed upon or incurred by members of their families or their guest to whom the privileges of the club have been extended.
- 8.03 At the discretion of the Board a maximum of 1% of the gross receipts of the Corporation for the most recent completed fiscal year, may be allocated for the purpose of the Board of Directors annual dinner meeting. Starting year 3, a Board of Director, in good standing and upon Executive Board approval, will receive a \$50 reduction off their yearly membership.
- 8.04 Members of the Board of Directors shall have the privilege and authority to invite guests and potential members to the pool during regular hours, without cost or subject to restrictions. This privilege is given after serving 1 full year as a Board of Director, shall not include household members, and can be revoked by the Executive Board with a majority vote of the Board of Directors.
- 8.05 Any Bond Member of the Board of Directors who serves for 12 consecutive years and is recommended by the Executive Board is eligible, upon the remaining Board of Directors approval, for a lifetime family Bond Membership but must remain on the Board of Directors for 15 years or the free lifetime family Bond Membership will be revoked. This membership is non-transferable and has no redeemable value. Bylaws 2.03 and 2.04 are incorporated herein by reference. This Bond Membership may be revoked at any time by the Board of Directors, and otherwise terminated with the death of the Board Member.



- 8.06 The Board of Directors and/or pool management shall have the right to expel or deny access to any guest or deny membership to any potential member based on criminal activities, criminal convictions and/or abhorrent behavior of said person or persons.
- 8.07 No one other than a current Rose Tree Woods swim instructor or coach may use any pool to give formal lessons other than to your own child without an explicit Board of Directors vote of approval.