

# By-Laws

## CAMELOT RECREATION ASSOCIATION, INC.

Revised: April, 2011

Proposed Changes: March, 2011

### **ARTICLE I - Purpose:**

This Association is formed to promote the health and general welfare of its Members; 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, as a non-profit Corporation incorporated in the County of Madison and State of Alabama.

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### **ARTICLE II - Membership:**

1. A Full Membership shall be a household that has established its eligibility and has purchased a Certificate of Membership from the Association. A Summer Membership shall be a household that has established eligibility and has purchased a one or two year one-time temporary membership. A Swim/Dive Team Membership shall be a household that has established eligibility and has purchased a one year swim/dive team only membership. This Membership is limited to only swim/dive team activities and members must leave premises upon completion of those activities. An Active Membership is a Full or Summer Membership that has paid current dues and all other indebtedness to the Association. Records of Memberships shall be maintained by the Membership Committee. Total full membership is limited to 300.
2. Members shall consist of the members of the household of a Membership. Active Members shall consist of the members of the household of an Active Membership.
3. The Treasurer shall post in the pool office an up-to-date roster of all Memberships.
4. Any Member, pursuant to written notice and hearing (conducted by the Board), may be suspended for cause from Membership for a period up to but not exceeding three months, by vote of a majority of the members of the Board of Directors, or may be expelled by a unanimous vote of the Membership of the Board. The Pool Manager is empowered to suspend the pool privileges of a Member for a period not exceeding seven days. Such suspension shall be reported in writing, stating the details and cause to the President within 24 hours thereafter. Cause for suspension or expulsion shall be violation of the By-Laws or Rules of the Association.
5. Full Membership shall be transferable. In the case of a Membership moving out of the area, the Membership may be transferred to a new household, subject to approval, in their absolute discretion, by the Board.

- A. The association may repurchase the Membership at the Current Repurchase Price\*. Such repurchases of Membership will be in chronological order of requests for repurchase by the Memberships and at such times the majority of the Board considers the Association financially capable.
  - B. In the case of a household wishing to discontinue its Membership, said household may sell its Membership, at their discretion, subject to the approval of the Board. Membership is transferable only on the books of the Corporation.
  - C. A fee will be assessed to transfer Full Membership to a new member. The fee will be determined by the Board of Directors. The Board of Directors shall fix the amount of Transfer Fee By April 1st for the ensuing year.
  - D. Full Memberships, for sale, can be advertised on Camelot Pool web site for a fee to be determined by the Board of Directors. The Board of Directors shall fix the amount of Web Posting Fee By April 1st for the ensuing year.
  - E. \*Current Repurchase Price applies only to Memberships being repurchased by the Association. Current Repurchase Price will be determined by the Board at least once annually.
6. Summer Membership and Swim/Dive Team only Memberships shall not be transferable.
7. Due to problems and liabilities associated with loitering in an around the pool parking lot, a strict loitering rule will be enforced by the Board of Directors. There are “No Loitering” signs posted in the parking area west of the pool facility.
- . In the case of groups gathering in the pool parking lot after the actual facility is closed, any current member of the Board of Directors may contact the Huntsville City Police Department to file a complaint. Said Board member will meet the responding officer at the property in order to identify any current members of the Association. All non-members will be formally Trespasses by the Huntsville PD, wherein, if they return within six (6) months, they face arrest.
- A. The names of members identified as loitering will be taken and the parents notified. A repeated violation of the “No Loitering” rule will force the Board of Directors to consider appropriate actions to restrict these occurrences, up to and including, revocation of the membership with no recompense to the owner(s) of the membership in question.
8. Swim/Dive Team Membership will be evaluated yearly on a case by case basis by the Board of Directors.

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## **ARTICLE III - Membership Privileges:**

1. All Active Members in good standing shall be accorded equal privileges in the use of the facilities and shall be subject to the same rules and regulations, which shall be conspicuously posted on the Association premises.
2. Only Active Members in good standing shall be accorded the privileges of the Association, except that members of the Board may extend the privileges of the Association to any person(s) upon such terms as it shall fix.
3. Provisions of the rules and regulations may be waived for specific occasions by a majority vote of the Board.

All Members are responsible, under the direction of the facilities chairmen, for the work involved in getting the pool and tennis courts ready for use each season. At least one work day per Member is required. If a Member chooses not to work on any designated work days, a fee of \$50.00 per year shall be charged in lieu of working. If no work party has been completed and the \$50.00 fee is not paid by May 1, the Member will not be allowed to use the facility until the \$50.00 fee is paid or a work party arrangement is scheduled.

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#### **ARTICLE IV - Membership Fee, Annual Dues, and Assessments:**

1. The selling price of Memberships owned by the Association shall be determined at least once annually by the Board of Directors. The number of Summer Memberships and the selling price shall also be set annually.
2. Annual dues shall be sufficient to provide for the expense of operation and maintenance of the facilities and property and shall be payable each year by each Membership on or before April 1 for the ensuing year.
  - o Summer Membership dues are to be paid in full before the temporary membership (and its privileges) are rewarded.
3. The Board of Directors shall fix the amount of annual dues and the price for Summer memberships by April 1 for the ensuing year, based on anticipated operation and maintenance expenses.
4. No portion of the dues shall be refunded or remitted, except for death, expulsion, or resignation, in which case the prorated unused portion shall be refunded, after all obligations to the Association incurred by the Membership are discharged. In the event of resignation and subsequent resale of a Full Membership, the Membership may also sell the unused portion of its annual dues in lieu of obtaining a refund from the Association.
5. All Members of a Membership which is delinquent in the payment of its dues or other indebtedness to the Association shall be prohibited from use of the facilities. A dues late fee of \$75.00 will be assessed each Membership if the dues are paid past April 30. The dues must be postmarked or in the hands of the Treasurer on or before April 30.

6. Any Membership with dues and or other indebtedness not paid by June 1 will be repossessed effective June 2 for sale, at market value\*, by the Board to persons on the waiting list.  
*\*Market value is the price of Memberships at any given time as determined by the Board.*
7. Memberships shall be required to pay all charges and liabilities incurred by their Members and their guests.
8. The Association shall have a lien upon the Membership or any property of a Member which the Association may have in its custody, for the amount of any indebtedness a Membership may owe to the Association.
9. Expenses for additions or improvements shall not be taken from the operation and maintenance account. Such expenses may come from the capital funds account at the discretion of the Board or from assessment of the Membership with the approval of a majority of the Membership present and voting at a meeting duly called and the Membership having been notified in writing of such pending action.
10. Summer Membership purchase is limited to a single purchase per household. The purchase may be for one or two consecutive summers at a price set by the Board of Directors.
11. Swim/Dive Team Membership is per household at a price determined by the Board of Directors. The Board of Directors shall fix the amount of the Swim/Dive Team Only Membership By April 1 for the ensuing year. Other Swim/Dive Team Fees will apply on a per child basis as determined by the Swim/dive team committees by April 1 for the ensuing year.

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## **ARTICLE V - Membership Meetings:**

1. At a date and time to be fixed by the Board in the month of October or November each year, the Association shall hold its Annual Membership Meeting for the purpose of electing Directors, receiving the reports of officers, approving the budget for the next calendar year, and for such other business as may come before it. On the day of the Annual Membership Meeting the newly elected board shall meet for the purpose of electing/assignment of Board positions for the coming year. The new Board shall assume their duties and begin to investigate filling key CRA positions for the upcoming season.
2. Special meetings may properly be called by the Board of Directors as defined in Article V, Paragraph 3, assuring that all Memberships are notified. Special meetings may also be called upon the request in writing of ten Full Active Memberships filed with the Secretary, who shall call said meeting within thirty days after the time of filing of the request.
3. "Proper calling" requires notice of meeting to be delivered to the Membership at least ten days prior to the date of the meeting. Notices can be delivered via e-mail

- or by postal mail, in addition to posting the Meeting details on the Camelot website. Members without e-mail, or those members who notify the Board of Directors a preference for postal mail, will have notices delivered by postal mail. If an annual meeting, the notice shall include the names of candidates nominated by the Nominating Committee, the proposed budget, and other business matters to be discussed. Notices of special meetings shall include the matters planned to be acted upon. However, nothing herein prevents new business matter to be brought up by the membership at any meeting. Notices may be sent to the last known email or street address of the Membership.
4. Only Active Full Members in good standing may vote. Active Full Memberships may vote by written proxy filed with the Secretary three days before the meeting or by a designated Active Full Member as an alternate. The Membership Committee will determine the number of Active Full Memberships in good standing present, of accepted proxies, and of designated alternates and announce same for the record.
  5. The form of voting (open or secret) shall be determined by the President subject to the approval of those present at the meeting.
  6. No quorum shall be required at Membership meetings. Approval or disapproval of actions and elections shall be made by those Active Full Memberships present (or by proxy or designated alternates) and voting at properly called meetings. Majority vote rules except when otherwise indicated.
  7. Actions taken at such properly called meetings shall be binding on all members.

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## **ARTICLE VI - Officers:**

1. The officers consist of President, Vice-President, Secretary, and Treasurer, who shall be elected by and from the Board of Directors at the first meeting of the Board of Directors held after the Annual Meeting of the Membership for a term of one year, or until their successors are elected.
2. The President shall preside at all meetings of the Membership and of the Board. He shall be the administrative officer and appoint all committee members, subject to the majority approval of the Board, and be an ex-officio (non-voting) member of all committees.
3. The Vice-President shall serve in the absence or disability of the President, and during such time shall have all his duties and powers. This is not a full-time position, therefore the officers may elect to have another Officer or Director serve as the Vice-President when required.
4. The Secretary shall keep the minutes, attend to the correspondence, send all notices of meetings, see that the Board operate according to the By-Laws and perform such other duties as fixed by the Board. In addition, the Secretary shall maintain up-to-date copies of the By-Laws, Constitution, Pool Rules and Tennis Court Rules.

5. The Treasurer shall have charge of the moneys and books of account, shall pay all bills and perform such other duties as fixed by the Board. No bond shall be required. The Treasurer is chairperson of the Finance Committee.
6. Term of office shall begin on the first Board Meeting after the General Membership Meeting.

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## **ARTICLE VII - Board of Directors:**

1. The Board of Directors shall consist of thirteen persons who are Full Active Members. At each Annual Meeting held yearly, the number of Directors elected yearly will alternate between seven and six; however, on a year when six would be elected, seven may be elected to fulfill a vacancy and the next year alternating back to electing six directors; all to serve terms of two years each. Directors shall serve such terms or until their successors have been elected. Vacancies due to death, expulsion, or resignation may be filled by Full Active Members chosen by the Directors to serve the remainder of the term. A Membership cannot be elected to the Board for successive terms.
2. A Director may forfeit his office if he has failed to attend four regular, consecutive meetings of the Board without being excused by an Officer. Directors may be so removed from the Board at any regular meeting of the Board or special meeting called for that purpose, either of which he has received specific notice of such planned action, by a vote of a majority of the Board, or a Director may be removed from office at any properly called meeting of the Membership by a majority vote of those present and voting.
3. Each current Director which has served a full term as outlined in these by-laws may have an amount of \$100 of their following summer fees waived. No Director shall be otherwise paid for services or materials furnished to the Association, other than for reimbursement of authorized expenses. Yearly, at the September Board Meeting, the Board will evaluate up to three Memberships which contributed above and beyond work and time to Camelot during that season. The September Board will then recommend to the General Membership that these members' following summer fee may be waived. This recommendation will be voted on at the fall General Meeting.
4. Term of office shall begin on the first Board Meeting after the General Membership meeting.
5. The Board will update the Pool Operating Manual by 1 June of each year and place in the pool office to include, but not be limited to:
  - o Current Membership List
  - o Emergency Phone Numbers and Procedures
  - o Operating Procedures
  - o Pool Management and Staff
  - o Current Rules and Regulations

- Pool Party Sign-Up Rules
  - Personnel Policies
  - Copies of Employee Certifications
  - CRA history (with current established Policies, such as babysitters, swim lessons, etc).
  - CRA By-Laws, Constitution and Current Forms
6. The Board will post in a visible location and make available to the Membership the current Rules and Regulations by 1 June each year.
  7. The Board will ensure that emergency cards are updated yearly.

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## **ARTICLE VIII - Duties of the Board of Directors:**

The Board of Directors shall:

1. Conduct the affairs of the Association, taking such actions as may be necessary, within established limitations, to carry out the purpose of the Association.
2. Create such committees other than standing committees as deemed necessary. The actions of all committees shall be subject to the approval of the Board.
3. Designate depositor banks or financial institutions as may be applicable and execute such instruments as may be required by said banks or financial institutions to facilitate the payment, transfer or withdrawing of funds, provided, however, that at least two officers must execute and sign all checks or other negotiable instruments for the payment, transfer or withdrawal of moneys in excess of \$1,000 with the exception being that no such requirement shall exist for the payment of taxes, for the payment, transfer or withdrawal of funds between and among in-house or internal accounts in the name of or held for the benefit of the Association.
4. Exercise one vote each, Director and Officers alike, including the President.
5. Cause the books of account to be audited annually by any disinterested party other than a current Board Member of the Association. The results of said audit shall be available to the Membership.
6. Refrain from borrowing moneys in the name of or pledging the credit of the Association without a majority affirmative vote of the Members.
7. Appoint an Assistant Secretary and/or Assistant Treasurer when deemed necessary.

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## **ARTICLE IX - Board Meetings:**

1. The Board shall hold its first working session within 30 days after the Annual Membership meeting.

2. The Board shall hold no less than four meetings per year or more often as determined by the Board.
3. Special Board meetings shall be held upon call of the President or upon the written request of two Board Members, filed with the Secretary, who shall call the meeting within two weeks.
4. Notice of Board meetings may be given in any way fixed by the Board including the telephone, but no less than five days in advance of the meeting.
5. A simple majority (7 for a 13 member active Board) of active Board members shall constitute a quorum at any Board meeting. Active Board members are defined as those board members who have not resigned and are still in good standing with the Board as defined by Article VII.
6. Minutes of Board meetings shall be published and distributed to all Board Members prior to the next Board Meeting.

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## **ARTICLE X - Standing Committees:**

The chairpersons of the following standing committees shall be appointed in writing by the President, with the majority approval of the Board. The chairpersons will staff their committees, with approval from a majority of Board members, from the Active Full Membership and shall be responsible for staying within established budgets.

1. Facilities - shall have supervision over the pool, grounds, facilities, and equipment for their improvement, maintenance, and repair. Shall assist the Tennis Committee in supervision over the Tennis Courts. Shall organize work parties as needed to carry out these duties. The head of the Facilities Committee shall be a member of the Board of Directors.
2. Social - shall arrange for and coordinate all social activities.
3. Membership - shall seek new Members and verify eligibility for Membership. Shall determine status of Members requesting resignation. Shall maintain an up-to-date roster of Active Memberships. Shall distribute By-Laws, Pool Rules and Tennis Court Rules to all new members.
4. Publicity - shall coordinate, print and mail the newsletter as needed. Shall publish and distribute an up-to-date roster of Active Memberships to all Active Members by 15 June each year. Shall distribute copies of the Pool Rules and Tennis Court Rules to all members prior to the opening date of the pool each year.
5. Finance - shall prepare the annual budget for the Board and supervise all financial transactions. Shall insure that moneys of the Association are identified in at least two accounts
  - A. Capital Funds and
    - B. Operation and Maintenance Funds. Other special accounts may be established.

- Shall monitor income and expenses to insure that budgets are not exceeded and that the Association remains in a sound financial condition.
6. Nominating - shall consist of five Members, three of whom are elected at the Annual Membership meeting and two of whom are elected by the Board (one of whom will serve as Chairman) from among its Membership whose terms of office shall not expire by the next Annual Membership Meeting. Vacancies occurring among the members of this committee shall be filled by appointment by the Board if such vacancies reduce the Committee Membership to less than three. Nothing herein contained shall prevent nominations from the floor at the Annual Meeting.
    - The Nominating Committee shall nominate candidates for Directors and for the Nominating Committee. The report of their nominations shall be filed with the Secretary no later than October 15th of each year. Candidates may also be nominated by letter filed with the Secretary not later than fifteen days prior to the Annual Membership Meeting. Neither members of the Nominating Committee nor their spouse shall be placed in Nomination as a Board member or a member of the Nominating committee. A membership can serve on the Board OR the Nominating Committee BUT NOT BOTH.
  7. Personnel - shall prepare and present a Staffing Plan, Salary Plan, and Personnel Policy to the Board for approval at a Board meeting by a majority of Board members by 1 April. Personnel hired during the season must also be approved at a Board meeting by a majority of the Board. Shall maintain file of job descriptions and job minimum requirements and shall recruit personnel to fit such for recommendation to the Board for hiring; shall be responsible for the employment of all paid personnel as approved by the Board; shall implement the Personnel Policy; and shall be responsible for maintaining CRA in compliance with all fair labor standards and laws.
  8. Tennis - shall organize tennis lessons and other tennis functions; shall issue keys and/or combination to the tennis courts; shall supervise the tennis courts and their improvement, maintenance and repair with assistance from the Facilities Committee.
  9. Swimming - shall have two co-chairs responsible for organizing the Swimming Team. They shall establish procedures for the swim team, organize competitive events, conduct competitive events, represent the Camelot Recreation Association at Rocket City Swim League meetings, recommend employment of swim team coaches to the Personnel Committee, prepare Swim Coach Guidelines for approval by the Board, and supervise these Guidelines.
  10. Diving - chairperson shall be responsible for organizing the Diving Team. Shall establish procedures for the dive team, organize and conduct competitive events, represent the CRA at Rocket City Swim League dive meetings, recommend employment of dive team coaches to the Personnel Committee, prepare Dive Coach Guidelines for approval by the Board, and supervise these Guidelines.
  11. Long Range Planning - shall maintain the master plan and recommend long range improvements to the facilities and grounds.

