

By-Laws

Article I,

The name of the corporation shall be the Oakhill Recreation. Inc. hereafter to as the Club.

Article II,

The purpose for which this club is formed 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 in the County of Victoria and State of Texas for the use of its members.

Article III

SECTION 3.1 The Club shall be managed by a Board of Directors, seven (7) in number.

SECTION 3.2 The seven (7) members of the Board of Directors shall be elected. The term for Board Members shall be for three years with the option to run into additional terms. At each annual meeting, Board members shall be elected to replace those retiring.

SECTION 3.3 Any member of the Board of Directors who shall cease to hold bond membership in the Club shall cease to be a member of the Board of Directors.

ARTICLE IV.

BOARD OF DIRECTORS

SECTION 4.1 Consistent with these By-Laws, the Board of Directors shall:

- A. Transact all Club business and make and amend rules for the regulation of the use of the Club property. It may appoint and remove such officers, clerks, agents, servants, or employees as it may deem necessary and may fix their duties and compensations.
- B. Fix impose and remit penalties for violations of these By-Laws and Rules of the Club.
- C. The office of president, vice-president, secretary, and treasurer is designated to sign checks for t he payment of all Club bills.
- D. Fill any vacancy in the membership of the Board of Directors to serve until the next annual meeting of active members.

- SECTION 4.2** The Board of Directors shall cause the books of the Club to be audited annually by persons selected by the Board of Directors
- SECTION 4.3** The Board of Directors shall meet at such times and intervals as they may deem necessary. Five (5) members of the Board of Directors shall constitute a quorum.
- SECTION 4.4** Nothing in these By-laws shall be construed to permit the Board of Directors to borrow or pledge the credit of the Club in an amount exceeding one thousand (1,000) dollars without the approval of 2/3 majority of the Board of Directors at a duly held meeting.
- SECTION 4.5** Any member of the Board of Directors may be removed from office by a majority vote of membership present at either annual meeting or a special meeting called in accordance with these By-Laws
- SECTION 4.6** Members of the Board of Directors must attend at least four (4) meeting in a calendar year at least one cleanup/maintenance day per calendar year or the shall be subject to SECTION 4.5 of these By-Laws
- SECTION 4.7** Members of the Board of Directors may be removed from the Board of Directors by a 2/3 majority vote of the Board of Directors for failing to adhere to SECTION 4.6.

ARTICLE V.

Board of Directors Responsibilities

- SECTION 5.1** **President –**
- Acts as the chief administrative officer
 - Appoint, subject to confirmation by the Board, all committees
 - Schedules and runs all meetings including call to order and adjourning
 - Handles all public relations issues
 - Has the ability and authority to act on behalf of the Club
 - Has the ability and authority to sign checks and make purchases for the Club
 - Ensures the Club's activities are compliant and supporting its mission
 - Ensure the Board's directives, policies and resolutions are carried out
 - Ensure and support effective communication amongst Board members and between the Board and Club members
 - Lead the Club's planning processes
 - Ensure legal compliance

SECTION 5.2

Vice President / Aquatics Director

- Acts in the place of the President if he/she cannot act in their official capacity
- Back up to Treasurer in matters of the Club finances
- Has the ability and authority to sign checks and make purchases for the Club
- Perform those functions delegated by the President
- Hire, manage, fire employees
- Create and issue employee weekly schedules, including pool parties
- Handle complaints or concerns about employees
- Schedule and conduct employee training as needed

SECTION 5.3

Secretary

- Perform those functions delegated by the President
- Safeguard all records of the organization
- Send out notices (mail or e-mail) of the meetings of the Club and of the Board
- Keep the minutes of all meetings
- Manage and schedule pool parties
- Attend to the correspondence (mail or e-mail) pertaining to secretarial or official pool matters
- Handle membership enrollment and record maintenance for membership
- Get membership payments to the Treasurer for recording of payments and deposits
- Manage and monitor e-mails, social media and website concerning the pool in general and memberships

SECTION 5.4

Treasurer

- Perform those functions delegated by the President
- Safeguard the assets of the organization
- Keep the accounts of the Club up-to-date and balanced
- Collect revenue
- Pay bills as approved by the Board
- Deposit funds in designated depository (bank) for the Club as authorized by the Board
- Prepares, maintains and oversees the annual budget.
- Reports the Club's financials at each meeting.
- Manage and issue payroll
- Provide pool with beginning of season cash for concessions and change

- Maintain and monitor cash box at concessions and money bags for memberships, pool parties, guest fees, etc.
- Answers e-mails/correspondence regarding money issues

SECTION 5.5 Marketing / Advertisement

- Generates income through non-membership avenues
- Maintains Social media in conjunction with the Secretary
- Generates leads for new membership through marketing and advertisement
- Handles the printing of all banner/corraplaste signs.

SECTION 5.6 Maintenance – Aquatics

- Monitor water and chemical levels
- Handles chemicals to keep levels correct
- Handles all water related issues including repairs, maintenance and emergencies
- Has the ability and authority to make purchases for the club regarding pool chemicals

SECTION 5.7 Ground Maintenance / Concessions –

- Handles repairs and maintenance of the structures, the grounds and any furniture and equipment inside the gate
- Keeps the lawn at a presentable height during the pool’s open season
- Maintains the concession stand supplies
- Has the ability and authority to make purchases for the Club regarding concessions

ARTICLE VI.

MEMBERSHIPS

SECTION 6.1 The Board of Directors may set annual limits on bond memberships. Each bond member is entitled to one certificate per household. Said certificate holder entitles the member all rights, privileges and obligations included herein. The cost of said certificate shall be set annually by the Board of Directors. If the Board of Directors does not take any action on the cost of said certificates, the cost set the previous years shall be in force.

SECTION 6.2 The Board of Directors will not buy back any certificates unless 2/3 majority of the Board of Directors approves the purchase. Additionally, bond Members expressly agree to notify the Board of Directors in writing of their intent to sell said certificate. Bond members shall be in good standing with the Club. Any Bond Member that fails to pay the Summer Fee from any prior year shall forfeit their certificate

SECTION 6.3 A bond membership expressly includes the spouse and unmarried children of members and married sons and daughters who are and so long as they shall actually residing in the household of the member. Dependent persons residing in the household of a member in good standing may be afforded the rights of membership subject to the approval of the Board of Directors. Dependent sons and daughters who are students residing away from home shall be considered members.

SECTION 6.4 A Bond Member shall be defined as the person listed on the certificate.

SECTION 6.5 The Board of Directors shall not discriminate based on race, sex, creed, ethnicity, religious or national origin.

SECTION 6.6 The Board of Directors may establish a category of membership entitled “summer Membership.” These members will not have voting rights and will not be required to purchase a certificate. These memberships will be available on a space available basis as set by the board. The annual dues for Summer Members will be set by the board on an annual basis. Summer members will comply with all the rules and regulations set forth on these By-Laws.

SECTION 6.7 Members of all classifications and their guests:

A. Shall not engage in indecent or otherwise offensive conduct, or use profane or vulgar language on the Club premises.

B. Shall at all times adhere strictly to Club rules and to pool, grounds, safety, and sanitary regulations.

All rules are to be posted and in addition copies of all rules are to be furnished to family members by the Secretary.

SECTION 6.8 Active members are responsible and will be held accountable for the conduct of the guests, dependents and their guests.

SECTION 6.9 Pool privileges of a member of any classification may be summarily suspended for violation of Club rules and regulations for a period of not more than 48 hours by a responsible employee of the Club or by a member of the Board.

ARTICLE VII

DUES AND FEES

SECTION 7.1 The Board of Directors will establish dues for all classifications, including certificates for the ensuing swimming year.

SECTION 7.2 No dues nor part thereof shall be refunded in the event that the pool operation is required to be suspended for any period or where membership privileges is required to be suspended for any period or where membership privileges have been temporarily suspended for reasons stated in Article VI.

SECTION 7.3 Guests fees and quotas will be set by the Board of Directors annually. If the Board of Directors takes no action on said guests fees or quotas they shall remain the same as the prior year.

SECTION 7.4 The Board of Directors may set the opening and closing date of the Club. A certificate may be purchased after the opening date of the Club. The full price for said certificate shall be paid to be a bond member. Persons joining after the opening date of the Club shall receive a prorated fee for annual dues subject to the following conditions:

- A. Within first 30 days after opening of the Club-NO REDUCTION.
- B. From the 31st day to the 60th day after opening of the Club- 33% REDUCTION
- C. From the 61st day until closing of the Club- 50% REDUCTION

SECTION 7.5 Forfeited memberships may, upon written request be considered for reinstatement. Such reinstatements shall be at the discretion of the Board contingent upon full payment of dues and fees and provided that the member meets all other requirements of a member in good standing.

SECTION 7.6 Bond members wishing to terminate membership must notify the Board of Directors in writing of their intent to no longer be a member. Bond members wishing to sell their certificate must notify the Board of Directors in writing of their intent. Bond members must detail the name and address of the buyer of the certificate. If notification is not received by

opening of the Club, a prorated amount of the annual dues will be deducted from the bond.

SECTION 7.7 Any property of the Club which is broken or damaged by a Member or his/her guests except when such damage is the result of normal and expected deterioration shall be promptly paid for by said member. Until such payment is received it shall be considered as an indebtedness of the responsible member.

SECTION 7.8 Upon cessation of membership for any cause all indebtedness owing the Club by the Member shall be a lien upon and charged against his certificate.

SECTION 7.9 Certificates are not redeemable by the Club. Bond members may sell their certificate with approval of the Board of Directors subject to provisions in SECTION 7.6.

ARTICLE VIII.

DISSOLUTION

SECTION 8.1 In the event of the dissolution of the Club for any reason, all assets remaining after payment of debts and expenses of dissolution shall be distributed to other charitable organizations that are exempt under the provisions of Section 501(c)(3) of the Internal Revenue Code.

ARTICLE IX.

MEETINGS

SECTION 9.1 The annual Meeting of the Club shall be held no later than 30 days prior to the opening of the club at such place and time as the Board of Directors may determine Notice of the Annual Meeting shall be given by E-mail in the Members at least seven (7) days prior thereto.

The Annual Meeting shall be for the purpose of electing The Board of Directors, presenting committee reports and for the transaction of such other business as may be indicated in the notice or may be brought before it by written request of any Active member submitted seven (7) days in advance of the meeting.

SECTION 9.2 Special meetings of the Club may be called by the Board of Directors. Also, upon written request of ten percent of the Active Members to the Secretary stating the purpose therefore, a Special Meeting shall state the

purpose for which the Special Meeting is called and no other business shall be transacted thereat.

SECTION 9.3 Only Bond Members shall be entitled to vote at meetings of the Club, and there shall be only one vote per Bond Membership.

SECTION 9.4 Three (3) members of the Board of Directors plus one or more other Active Members qualified to vote present in person, shall constitute a quorum. If a quorum is not present an extraordinary meeting may be called at the discretion of the President to transact current Club business at an Extraordinary meeting the presence of one or more Active Members, excluding the Board of Directors shall constitute a quorum.

SECTION 9.5 Whenever in the By-Laws notice to active Members is required the mailing of such notices to the last known E-mail address of these members shall constitute notice.

SECTION 9.6 The Board of Directors shall hold at least three (3) meetings after the annual meeting. The first of the three meeting shall be held within 30 days after the opening of the Club.

Special meeting of the Board of Directors may be called by the President and shall be called by the Secretary upon the request of two members of the Board.

ARTICLE X,

NOMINATIONS

SECTION 10.1 The Nominating Committee shall nominate at least one candidate for each vacancy in the Board of Directors to be filled at the Annual Meeting and shall report such nominations to the Secretary.

SECTION 10.2 Independent nominations of candidates for election at the Annual Meeting may be made by a letter signed by fifteen (15) Active Members, including a statement of willingness of said nominee to be a candidate and delivered to the Secretary at least 30 days prior to the Annual Meeting so that the Secretary can include notice thereof in the Notice of the Annual Meeting mailed to the Members entitled to vote.

ARTICLE XI

AMENDMENTS

SECTION 11.1 These By-Laws may be amended by a 2/3 vote of the Active Members present at any meeting of the Club provided that at least seven days notice of such amendments by E-mail shall be given to each member.

Revised 4/1/24

These revisions and amendment supersede all previous By-Laws.