

CRESTVIEW RECREATION ASSOCIATION, INC. BY-LAWS

Revised December 17, 2020

Purpose:

The Crestview Recreation Association is a non-profit organization operating under the laws of the state of Delaware, to construct and operate swimming pool facilities and other related recreational facilities for the promotion of health, welfare, and pleasure of its members and their invitees. The Association will sponsor a North Brandywine Swim League (NBSL) approved swim team for children aged 4 through 18. This team will compete against other teams in the NBSL each summer. No action of any kind taken by the Association either through the Board of Directors, committees, employees, vendors, agents, or members in the performance of the Association duties or activities shall be biased in any degree on considerations of race, religion, national origin, sexual orientation, or any other status legally protected by federal law.

ARTICLE I - BOARD OF DIRECTORS

- A. The business and affairs of the Association shall be managed by a Board of Directors, who shall serve without compensation and who shall be active members in good standing of the Association.
- B. The number of directors shall be 10. At each annual meeting, three directors shall be elected for a term of three years, except every third year at which time four will be elected for a term of three years.
- C. Any member of the Board of Directors who shall cease to hold an active membership in the Association shall automatically cease to be a member of the Board. Vacancies on the Board, including vacancies resulting from an increase in the number of directors, may be filled by a majority vote of the remaining Board and any such person so elected shall serve until the next annual meeting.
- D. The Board of Directors shall meet within one month following the annual meeting at which time the newly elected members to the Board shall assume membership thereon. Thereafter, the Board of Directors shall meet at such times and intervals as they may deem necessary. These meetings may be called by the President or by any two directors. At any meeting of the Board, a majority of the directors shall constitute a quorum.
- E. The Board of Directors shall designate the Bank or Banks in which the funds of the Association shall be deposited and determine the manner in which checks, drafts and other instruments for the payment of funds of the Association shall be executed. The signatures of the Treasurer shall be on all checks, drafts, or other such instruments.
- F. Consistent with these By-Laws, the Board of Directors shall, inter alia, approve all applications for membership; appoint any clerks, agents, or employees as if may deem necessary and fix the powers, duties and compensation of all such persons; and fix, impose and remit penalties for violations of the By-Laws and Rules of the Association.
- G. The Board of Directors sets and approves a single set of the Rules of Conduct that pertain to the use of the facilities of the Association to be followed by all members and guests which are pertinent to the health, safety, and well-being of the members while following codes as put forth from the Department of Health.
- H. The Board of Directors shall cause the books of the Association to be audited annually by auditors who shall not be directors of the Association. The report of the auditors shall be available to the members at all times.

I. The Board of Directors will secure and maintain for the Association continuous liability, property, and any and all other types of insurance that will protect the members, the property, and the organization.

ARTICLE II - OFFICERS

A. The officers of the Association shall be a president, a vice president, a secretary, a treasurer, and if deemed necessary by the Board of Directors an assistant secretary and an assistant treasurer. The president, vice president, secretary, treasurer shall be elected annually by the Board of Directors from among its members. The assistant secretary and assistant treasurer shall be appointed by the Board of Directors and hold office at its elected office annually.

B. The president shall preside at all meetings of the Association and of the Board of Directors, and he/she shall be the administrative officer of the Association. He/She shall appoint, subject to confirmation by The Board of Directors, the chairmen of all committees. He/she shall be, ex-officio, a member of all committees.

C. The vice president, in the absence of or at the request of the president, shall perform the functions of the president. He/She shall be, ex-officio, a member of all committees.

D. The secretary shall send out the notices of the meetings of the Association and of the Board of Directors; keep the minutes of these meetings, and attend to the written correspondence or other duties as are required. The secretary shall perform such other duties pertaining to his/her office as may be asked of him/her by the Board of Directors.

E. The treasurer shall attend to keeping the accounts of the Association, collecting its revenues, and paying its bills as approved by the Board of Directors, or other agency authorized by The Board of Directors to incur them. He/She shall deposit funds of the Association received by him/her in the name of the Association, in such a depository as may be authorized by The Board of Directors. He/She shall perform such other duties pertaining to his/her office as may be asked of him/her by The Board of Directors.

ARTICLE III - MEMBERSHIP

A. There shall be four classes of members of the Association; namely, active members, associate members, trial members, and caregivers.

B. An active member shall be defined as a holder of a Bond and in good standing, who has paid all required dues and assessments for the current season. The spouse or domestic partner of a holder of a Bond shall also be considered as an active member. An active member must be at least 18 years of age.

C. An associate member shall be defined as a member living in the same household unit as an active member and who has been enrolled by said active member in the membership roll.

- Individuals greater than 26 years of age must obtain his or her own Bond as an individual member regardless of physical address.
- Individuals age two or under as of May 1 of the current year are not subject to membership fees.

D. Trial Members - A trial member is defined as an individual or a family who purchases a membership to the Association without the commitment of a Bond.

A trial membership may be subject to following conditions:

- This category of membership shall be limited to one swim season and shall be available to all persons qualified for full membership, except former members who have sold,

assigned, or otherwise transferred their membership within the past two calendar years. However, under special circumstances, The Board of Directors may extend a trial membership for a period not to exceed one additional swim season.

- The fee for trial memberships will be determined by The Board of Directors.
- At the sole discretion of The Board of Directors, a limited number of trial memberships may be offered to wait-listed or prospective members, for the purpose of marketing the Association to attract new members.
- The fee to be paid for the trial membership shall be determined by The Board of Directors and must be paid in full prior the initiation of the season.
- The membership and its associated fees may be pro-rated or modified subject to review and approval by a majority vote of The Board of Directors.

E. Caregiver- A caregiver is defined as an adult who cares for an infant or a child (12 years of age or younger) or a person who cares for someone who is elderly or disabled.

- Each membership bond is limited to one caregiver per season.

F. The number of Bonds in the Association shall be limited to 250 but at the discretion of the Board of Directors this number may be modified.

G. Applications for Bond in excess of the number established by the Board of Directors shall be entered upon a waiting list and applicants admitted to the Association in chronological order as vacancies occur. A vacancy shall not be deemed to occur in the event of transfer of a Bond back to the Association when the holder thereof is selling his property, provided that the purchaser of said property files an application for said Bond with the Board of Directors within thirty days from the date of said transfer.

H. Members shall conduct themselves in a manner that promotes safety and the family-oriented purpose of the Association. No behavior or personal property that interferes with the safety, privacy, or enjoyment of the other members shall be tolerated at the Association. Violation of this provision shall subject the member to disciplinary action set forth by a two-thirds vote of The Board of Directors.

I. Any member who violates any rules or By-Laws of the Association, may be suspended or expelled as a member. The suspension or expulsion of one member shall not affect the membership of any other member. If the expelled member is the Bond Holder, he or she will have the right to assign the Bond to another member in the household.

J. Any property damaged by any member shall be promptly paid for by the responsible adult member.

K. The Association assumes no responsibility to any person, member, guest or other, for any accident or injury that may occur at the facility.

L. The Association assumes no responsibility for any personal property that is brought into the facility by any member, guest, or other.

M. The Board of Directors shall fix the conditions, terms and fees governing when guests of members may use the pool and facilities at the Association. These guests must be accompanied by the Active member and registered by the Staff at the front desk. The guest must leave the Pool Enclosure when the member leaves. No local resident may be escorted as a guest on more than five occasions per season exclusive of special functions.

N. For all purposes herein, the term “mail” shall include First-Class US Mail and all manner of electronic communication. Electronic communication shall be the primary method of Notice to Members of Association meetings and Association business and the primary method of general communication among The Board of Directors and the Membership.

O. Process for Dismissal of an Association Member: The Board of Directors will follow a three (3) strikes policy, unless the violation is deemed by The Board of Directors to be sufficiently egregious as to warrant an immediate suspension of the membership pending a vote on dismissal. The vote on dismissal must occur after a reasonable and prudent investigation into the alleged conduct has been conducted by The Board of Directors. In non-emergency situations, the first offense will merit a verbal warning that will be documented in the Association records. The second offense will trigger a written warning, advising that the next offense could result in dismissal. The third offense will subject the offender to a vote to dismiss by The Board of Directors, either by emergency meeting, or at the next scheduled meeting of The Board of Directors. Any member of The Board of Directors may be removed from The Board of Directors for a just cause by a vote that constitutes a quorum of The Board of Directors.

ARTICLE IV - DUES & FEES

A. A Bond shall be purchased by active members in amounts determined by the Board of Directors. All members who hold a Bond shall be required to pay all dues, assessments, fees, charges and liabilities incurred each year, whether the pool facilities are used by them or not. This obligation shall continue until the member notifies the Association in writing of the member’s intention to resign.

B. Upon the termination of a membership, the Bond shall be redeemed in the chronological order in which the membership was terminated. The transferor shall receive for his Bond an amount equal to that paid by the incoming member less \$50.00, however, in no event shall the transferor receive more than the current assessment of the Bond as established by the Board of Directors.

C. The time and manner by which the holder shall be paid for his Bond shall be determined by The Board of Directors, subject to the provisions of these By-Laws. Each Bond shall be redeemed following the chronological order of the waitlist. If no wait list exists, the Bond Holder may recommend a replacement member, who will then be subject to Board approval, as is the case with all other members.

D. In the event of the dissolution of the Association in any manner or for any cause, and no other event, upon the effective date of dissolution of the Association, the Bond shall be a lien upon the proceeds of the sale of the property of the Association after the payment of all of its just debts and obligations to the extent of the value of Bonds fixed by these By-Laws, subject to set-off of all debts, dues and obligations owed by the holder to the Association. After payment of all Bonds outstanding upon the effective date of dissolution of the Association, the surplus remaining shall be paid and distributed pro-rata among the then membership of the Association.

E. The Board of Directors shall establish dues and fees. The Association shall not be required to refund dues or fees any part thereof in the event that pool operations are suspended for any period of time. In the event that any member of the Association withdraws, there shall be no refund of the current year's dues or fees.

F. Any member failing to pay dues or indebtedness within a reasonable time established by the Board of Directors shall be notified that, if such indebtedness shall not be paid within fifteen days thereafter, the delinquent may be suspended by the Board of Directors. Any person thus suspended shall immediately be notified in writing by The Board of Directors of his suspension, and if his indebtedness shall not be paid within fifteen days after the sending of such notice, he shall cease to be a member of the Association. The Directors, in their discretion, may reinstate any person upon request and repayment of all debts to the Association, provided that person meets all other requirements for membership.

G. Upon cessation of membership for any cause, all indebtedness owing the Association by the member shall be a lien upon and charged against his Bond. In the event of the Association's being unable to obtain possession of the Bond, it will be cancelled on the books of the Association, and a new Bond issued in place thereof to a newly recommended member. In case of the enforcement of a lien as above provided, neither the signature of the holder nor the delivery of the Bond shall be requisite to perfect the acquisition by the Association, and the Secretary of the Association is hereby authorized, as the Attorney of the holder of such a Bond, to make acquisition. Every Bond issued is expressly subject to the provision of this paragraph.

H. Active members shall be responsible for the payment of all charges or liabilities arising from use of Association property that may be imposed upon or incurred by associate members whom they have enrolled in the membership roll or other members of their families to whom the privileges of the Association shall have been extended, and for all charges and liabilities likewise imposed upon or incurred by guests introduced by them.

I. All fees and other charges mentioned herein are exclusive of all taxes imposed by the Federal, State, and other Governmental bodies and agencies.

ARTICLE V - MEETINGS

A. An annual meeting of the Association shall be held before December 1 in each year at such time and place as the Board of Directors shall designate. Notice of the annual meeting shall be given by email to the members at least ten days prior thereto. This annual meeting shall be for the purpose of electing Directors and for the transaction of such business as may be brought before the meeting.

B. Special meetings of the Association may be called by the Board of Directors. In addition, five active members who are holders of Bonds may make a written request to the Board of Directors for a special meeting, in which event a special meeting shall be called. Notice of these special meetings shall be given to the membership of the Association at least seven days prior thereto and this notice shall state the purpose for which the special meeting is being called.

C. Only active members shall be entitled to vote at meetings of the Association provided, however, that there shall be a limit of one vote per Bond. Any member may be represented by proxy.

D. Five members of the Board of Directors shall constitute a quorum at all meetings of the Association. When a quorum is present at any meeting, a majority of votes cast, either in person or by proxy, shall decide any question brought before such meeting provided, however, the question is not one upon which, by express provision in the statutes or the Certificate of Incorporation or in these By-Laws, a different vote is required.

E. Whenever in these By-Laws notice to members is required, the mailing of such notices to the member at email address as appears on the membership roll of the Association shall constitute notice.

F. Whenever any notice is required to be given under the provisions of the statutes or of the Certificate of Incorporation, or of these By-Laws, a waiver thereof in writing signed by the person or persons entitled to said notice, whether before or after the time stated therein, shall be deemed equivalent thereto. Attendance of a person, either in person or by proxy, at any meeting shall constitute a waiver of notice of such meeting except where the person attends a meeting for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened.

ARTICLE VI - COMMITTEES

A. The Board of Directors may from time to time designate one or more committees in order to assist them in the management of the business and affairs of the Association. The standing committees shall be Membership, Nominating, Finance, Pool and Grounds Maintenance, Social, and Swim Team.

B. The Membership Committee shall investigate and recommend for approval of the Board of Directors applicants for membership.

C. The Nominating Committee shall be composed of at least three members, only one of which shall be a member of the Board of Directors. This committee shall nominate at least one candidate for each vacancy on the Board of Directors to be filled at the annual meeting.

D. The Finance Committee shall review the financial policy of the Association and make appropriate recommendations to the Board of Directors. A written financial report shall be submitted to the members at least ten days prior to the annual meeting.

E. The Pool and Grounds Maintenance Committee shall maintain the structural integrity of the pool itself, and identify and conduct all work reasonably necessary to maximize the lifetime of the pool and the pool components. Maintain all buildings and grounds, and pool property. The committee will work to maintain the plumbing, cleanliness and aesthetics, while ensuring the property is in compliance with all county health and safety code requirements. One member shall be responsible for timely identifying and communicating to the Finance Committee all anticipated vendors, capital improvement needs, equipment and supplies, maintenance and repairs to the property, that are necessary for the approaching season.

F. The primary responsibility of the Social Committee is to plan extracurricular activities for the Association. It brings together like-minded individuals with a shared passion for creating a social, collaborative, and community atmosphere. They plan and implement regular social functions which could also serve as fundraising opportunities for the Association.

G. The Crestview Swim Team Committee shall be comprised of individuals who shall serve in any combination of the following roles: Head Coach(es), Lead Coordinator, Secretary, and an NBSL team representative.

ARTICLE VII - MISCELLANEOUS

A. Any question as to the meaning or interpretation of any of these By-Laws shall be determined by the Board of Directors.

B. These By-Laws, may be amended, altered or repealed and new By-Laws may be enacted by a two-thirds vote of the active members present in person or represented by proxy at any meeting, or via electronic communication of the Association provided, however, that the notice of any such meeting sets forth any such proposed action.

ARTICLE VIII- AMENDMENTS:

A. Revised:

November 1968

Rules of the Pool

B. Revised - 1993

Definitions

Recreation Area - The land owned by the Association.

Pool Enclosure - The fenced-in area.

Pool - the main body of water.

Baby Pool - the body of water enclosed by the low fence.

Staff - manager and lifeguards.

Responsible Person - a person 12 years of age or older and deemed responsible by the Staff.

C. Revised - December 2020:

Rationale: The purpose for updating the current by-laws is such that the verbiage is outdated and not politically correct as they do not reflect today's society, specifically, living arrangements and marital status. The current Board worked hard to keep the integrity of the by-laws as they were created while updating them to meet the needs of the 21st Century families and finances for the future of Crestview pool. The current by-laws do not address multiple Membership options including allowing for caregivers to be included in the yearly membership. Finally, a large portion of the by-law changes were just organizing them to make them more understandable and reader friendly.

1. Purpose of Crestview Association was added to the document.
2. Changed the language "Certificate of Membership" to "Bond" throughout the entire document.
3. Changed the requirement that all checks and drafts for payment drawn in the name of the Club be signed by two officers. This has not been practiced for a number of years and is a significant hindrance to the timely payment of routine bills (Article I; E).
4. Swimming pool rules were removed as a section of the by-laws. Language included that The Board of Directors will set Rules of Conduct (Article I; G).
5. Language added to reflect the four classes as opposed to three classes of members as has been outlined and followed in the yearly Membership Packet (Article III; A).
6. Language added to reflect the practices put out in the yearly Membership packet, stating that those 26 and older require their own bond and members under 2 years of age are free (Article III; E). Changes based upon Dependency Rules in Delaware as it pertains to medical insurance.
7. Language added for a Trial Member (Article III; D).
8. Language removed that a person eligible for a Bond must be recommended by the Membership Committee as this is not current practice.
9. Language changed/added on behavioral expectations of members while at the facility. (Article III; H-M).
10. Article III; M just moved from the end of the document to the Membership section to organize the document. Language was not changed from original by-laws.
11. Added language that "mail" refers to electronic mail as this is the primary mode of communication from the Board of Directors to its members (Article III; N).
12. Article III; O just moved from the end of the document to the Membership section to organize the document. Language was not changed from original by-laws.
13. Language simplified affecting the sale of a Bond. The amount to be reimbursed was changed from amount of bond less \$10 to amount of bond less \$50.00 (Article IV; B).
14. Language removed that 20 active members in person will represent a quorum (Article V; D).
15. Language added for a maintenance and social committee (Article VI; F-G)

hoping to reinstate committee's and gain a sense of community and increase opportunities for volunteers.

16. Article VIII; C added the most recent by-laws changes and rationales.
17. $\frac{2}{3}$ of membership votes via email approved changes on 1/02/2021 as outlined in Article VII; B.