

# ***JOSLYN ADULT RECREATION CENTER OF CAMBRIA, INC.***

## **By-Laws**

### **ARTICLE I: Name**

The name of this organization is the Joslyn Adult Recreation Center of Cambria, Inc. (hereinafter "Center").

### **ARTICLE II: Objective**

The purpose of this organization is to:

1. Foster and encourage the development of opportunities for fellowship, service, education and recreation in the Cambria community.
2. Encourage and promote the use of all Center facilities.

### **ARTICLE III: Members**

1. Membership in the Center will be open to all responsible adult residents, age 18 and over, in Cambria and adjoining communities. Membership shall never be denied on the basis of race, creed, religion, or national origin.
2. Membership may be refused or terminated for cause by a 2/3 majority vote of the Board of Directors.
3. Applicants for membership will complete an application form furnished by the Center.
4. Annual membership dues will be set by the Board of Directors, subject to approval by a majority vote of those present at the annual meeting. All dues are payable on or before January 1<sup>st</sup> each year and are non-refundable.
5. Life membership may be paid for by a one-time, non-refundable fee. Life membership fees and changes thereto shall be recommended from time to time by the Executive Committee and submitted to the Board of Directors for approval.
6. Special assessments may be called for by the Board of Directors at a special or annual meeting of the members. A 2/3 majority vote by those in attendance will be required before a special assessment shall be made.
7. Persons whom Center members wish to honor may be elected as an honorary life member by a majority vote of those present at any annual or special meeting.

### **ARTICLE IV: Officers**

1. The officers of the Center will be: President, First Vice-President, Second Vice-President, Secretary, and Treasurer.
2. Election of officers will be held at the annual meeting, or if necessary, a special meeting of Center members. At least thirty (30) days prior to the annual meeting, the Chair will appoint a nominating committee of not less than

three (3) members to prepare a list of consenting nominees. Additional nominations may be made from the floor if prior approval has been obtained from the nominees. Officers will be elected by ballot only if there are two or more nominees for any office. If no nominee receives a majority, there will be a run-off between the two receiving the most votes. Absentee or proxy votes will not be permitted.

3. Officers will take office on the first day of January following their election and will hold office for one year.
4. Each officer must be an active member of the Center.
5. The duties of the officers are as follows:
  - (a) President:  
It will be the duty of the President to preside at all meetings; to appoint a Center member to the offices of First Vice-President, Second Vice-President, Secretary or Treasurer should a vacancy occur; to act as liaison between committees, the Center Clubs, individual members, other community groups and the Board of Directors, conduct annual personnel performance reviews for Center employees; and to perform other duties as pertain to the office. The President may appoint Center members to a Financial Oversight Committee responsible for reviewing the Center's financial statements and position, resulting in submission of a written report to the Center's Board of Directors.
  - (b) First Vice-President:  
It will be the duty of the First Vice-President to preside at meetings in the absence of the President, to assume the office of President should a vacancy occur in that office; and to perform other such duties as pertain to the office.
  - (c) Second Vice-President:  
It will be the duty of the Second Vice-President to ensure the proper maintenance and upkeep of the Joslyn Center facilities through cataloging Center needs, oversight of or direct participation in approved projects; and to perform such other duties as pertain to the office.
  - (d) Secretary:  
It will be the duty of the Secretary to record and preserve the minutes of the meetings of the Board of Directors; to record and preserve the minutes of the annual or special meetings; to present these minutes at the following meeting of the Board of Directors or at the next annual or special meeting; and to make copies of the previous minutes available to the Board of Directors or members on request.  
Minutes will be recorded as outlined in Roberts Rules of Order as follows:
    1. kind of meeting, regular, special or annual;
    2. name of organization;
    3. date of meeting;
    4. the fact of the presence or absence of the President, Secretary, or other Board members and in their absence the names of their substitutes;
    5. approval of previous minutes;

6. all main motions, their initiators and outcome;
  7. all business actually transacted;
  8. a summary of the substance of committee reports, if transacted;
  9. hour of meeting and adjournment.
- (e) Treasurer:  
 It will be the duty of the Treasurer to provide updates to the Board on an annual budget and all receipts and disbursements. The Treasurer will be responsible to present a summary of financial activities to the Board monthly including a record of the number of members; to present a written quarterly budgetary report, , and ensure that tax related matters of the Center are resolved in a timely manner.  
 Any expenditure which would result in an expense category exceeding the annual budget for that category by the greater of \$500 or fifteen percent (15%) must be presented to a meeting of the Board of Directors and approved by a majority of the board members present.  
 All paper checks must be signed by two officers of the Board. Electronic banking transactions for ongoing obligations may be approved by the Executive Committee including automatic ACH payment authorizations.

#### **ARTICLE V: Board of Directors**

1. Chairperson:  
The Center's elected President will Chair the Board of Directors.
2. Members:  
The elected officers, the immediate Past President of the Center, and the President, or elected alternate representative of each Club will comprise the Board of Directors.
3. Voting:  
Each board member will have one (1) vote in deciding issues of business brought before the board.
4. Orientation:  
The immediate Past President is responsible for giving all new board members an orientation (at the start of their term) on:
  - (a) the operation of the Center and
  - (b) the duties and responsibilities of members of the board.

#### **ARTICLE VI: Meetings**

1. Annual Meetings:  
The annual meeting of the Center will be held in November at the time and place designated by the Board of Directors. Notice of the annual meeting will be mailed or emailed to the membership at least ten (10) days prior to the date of the meeting and a notice announcing the date and time of the meeting will be included in the Center's October and November newsletters.
  - (a) At annual meetings, the presence of twenty (20) members will constitute a quorum.

- (b) The order of business at the annual meeting will be a declaration by the Chair that a quorum is present; reading of the minutes of the last annual or special meeting; report of the Treasurer; report of the President; committee reports; old business; election of officers; new business, adjournment.
- 2. Special Meetings: Special meetings of the members may be held at any time for the transaction of Center business. Special meetings may be called by the President at the request of the Board of Directors, or by a petition signed by 20% of the members. The presence of twenty (20) members will constitute a quorum. Notice in writing must be mailed or emailed to each member at least ten (10) days prior to such a meeting. The order of business will be the same as that of the annual meeting.
- 3. Board of Directors Meetings:

The Board of Directors will meet bi-monthly. The time and place of the meetings will be determined by the Board. The presence of ten (10) Board members will constitute a quorum. The order of business will be: review of the minutes of the previous Board meeting; report of the Treasurer; old business; report of the President; new business; adjournment.

  - (a) Board meetings will be open to any member of the Center wishing to attend.
  - (b) Items for inclusion in the agenda must be provided by any Center member to the Center President at least one week prior to a Board meeting.
- 4. Executive Committee Meetings:

The officers of the Center will meet as an Executive Committee on a bi-monthly basis during the interval between Board meetings. The Executive Committee will provide minutes of their meeting.

## **ARTICLE VII: Clubs**

- 1. Any group of five (5) or more Center members with common social, recreational, or educational interest or goal may submit a written application to the President requesting recognition as a Center club. The President will present the application to the Board of Directors for approval by a majority of the board members present.
- 2. The Cambria Lions Club, as an organization instrumental in the founding of the Joslyn Center, shall be granted recognition as an honorary club of the Center having the same rights and duties as described herein.
- 3. Existing clubs will have priority in the times allotted for their meetings and programs and may not be displaced by new clubs without a 2/3 majority vote of the existing club's members, or unless such a facility is abandoned by the club. For the protection of existing clubs, these requirements are to be considered permanent and not subject to change in future Bylaws or by amendment without a 2/3 majority vote of the existing club's members, and a 2/3 majority vote of the Board of Directors, and a 2/3 majority vote of those present at any annual or special meeting of the general membership.

4. The regular Board member representing each club will be either the Club President or an alternate representative selected by the club membership. Each club representative shall reflect the views of his or her club members in decisions affecting that particular club. The club representative has the responsibility to report Board activities back to the membership of their club on a regular basis.
5. To encourage new memberships, interested people may visit a club or clubs twice. After the second visit, they must join the Center to participate in club activities. Out-of-county visitors may be allowed to attend as invited guests of members, and non-members are welcome at all Center-wide fund-raising or community events. Club representatives will submit an up-to-date roster of their members once per year no later than March 15 to assure that all individual club members are Joslyn Center members.
6. Each club will be responsible for cleaning outside the Joslyn Center one month per year as described in the Grounds Maintenance instructions; an option may be made available for clubs to pay to hire outside services to cover the club's cleaning responsibilities.
7. Each club may be required to provide a designated number of workers or resources for each Joslyn Center sponsored event such as fund raisers or open houses.
8. Clubs are not allowed to sponsor events that are open to the public unless these events have been previously approved in writing by the Board of Directors at least thirty (30) days prior to the event.
9. Each club will be responsible for collecting, disbursing, and accounting for dues and assessments related to the club and necessary for the on-going expenses of its social, recreational, or educational activities.
10. All Clubs operating under the Tax I.D. of the Center are required to provide the Treasurer with annual financial statements based on the calendar year. Such statements shall be provided within eight (8) weeks of the year end and shall be in sufficient detail so as to enable the consolidation of the Center's tax returns to be completed in a timely manner.
11. Failure to comply with any of these requirements (such as timely submission of financial/tax information) may result in notification to all Club members that they are in violation of Center Bylaws and have fifteen (15) days to rectify the situation or lose Club privileges.

#### **ARTICLE VIII: Committees**

When there is a specific need for business pertaining to the Center's function, the President, with approval of the Board, will appoint a special committee to handle such business. The President, or an Officer of his or her designation, will act as an ex-officio member of the committee. All decisions proposed by the committee will be subject to review and approval of the Board of Directors. Major decisions affecting the membership must have the approval of the majority of those present at the annual or at a special meeting.

## **ARTICLE IX: Operations**

The Board of Directors, or a special committee appointed by the Board will be responsible for devising and updating (as needed) a written set of guidelines governing the operation of the Center and the use of Center facilities, including:

1. A House Manual covering the maintenance of the building and its contents following the use of all or part of the building by the clubs for meetings and social events.
2. Guidelines relating to the use of the Center by any Center club and a policy governing continued use of the building by any club, or individual that violates the maintenance rules.
3. Guidelines for conducting the annual inventory of the Center's contents.
4. Job descriptions and personnel policies for employees.

## **ARTICLE X: Parliamentary Authority**

All annual meetings, special meetings, Board of Directors meetings, and committee meetings, will be guided by conduct according to Roberts Rules of Order Newly Revised. Club meetings may be conducted according to the procedure established by club members.

## **ARTICLE XI: Amendments**

With the exception of those provisions noted in Article VII, Section 3, the Bylaws may be amended by changes, additions, substitutions or deletions by a 2/3 majority of those present at the annual or special meeting. Written notice of any proposed changes will be mailed or emailed to the members at least ten (10) days prior to such a meeting, and copies of the proposed amendment(s) which have been previously approved by the Board of Directors will be made available to members at the Center office at least ten (10) days prior to the date of the annual or special meeting.

## **ARTICLE XII: Limitations**

The Joslyn Adult Recreation Center is a non-partisan, non-sectarian, non-profit organization, and will not permit the use of its name or membership list on behalf of any religious, political or commercial purpose.

Approved by the membership at the annual meeting on 11/14/2015