

**BY-LAWS**  
**THE WARREN OLYMPIC CLUB, INC.**  
**WARREN, OHIO**

**MEMBERSHIP**

***Section 1. Number and Qualifications of Members***

Membership in this Corporation shall be limited to 350, as evidenced by a certificate of membership. A member is a person who holds a certificate of membership and, has paid all current fees and dues. A certificate can be given jointly to a husband and wife, or a single individual as the case may be.

**ARTICLE I- MEMBERSHIP**

***Section 2. Number and Qualifications of Members***

A person shall submit an application for membership in writing on the application form as provided by the Board of Directors. No application for membership will be considered unless a minimum deposit of \$25.00 is made with the application. If the application for membership is denied the deposit will be returned to the applicant within a reasonable period. Such applicant must be approved by a three-fourths vote of the Board of Directors. To complete the membership requirements the applicant shall become a member upon full payment of membership and initiation fees.

***Section 3. Certificate of Membership***

- (a) Upon death of a member holding a Certificate of Membership, this Certificate will be immediately transferred to the joint spouse whose name

appears on the Certificate. In case of a single named Certificate the value (\$350.00) of the Certificate will be remitted to the estate upon application of the administrator of the estate.

- (b) Upon cessation of membership for any cause, all indebtedness owing to the Corporation by him shall be a lien upon and charged against his membership certificate, and the membership certificate must be surrendered to the Corporation to satisfy such indebtedness. In the event the Corporation is unable to obtain possession of the membership certificate, it may be cancelled on the books of the Corporation, and a new membership certificate issued in the place thereof to a newly elected member on payment by him to the Corporation of the then value of membership certificate as fixed by these by-laws. In case of enforcement of a lien, as above herein provided, neither the signature of the holder nor the delivery of the membership certificate shall be a requisite to perfect the transfer to the Corporation, and the Secretary of the Corporation is hereby authorized, as the attorney of the holder of such membership certificate, to make such transfer. Every membership certificate issued is expressly subject to the provisions of this section, shall contain a notation to that effect thereon.
- (c) When joint names appear on a certificate of membership, then these members are divorced, the certificate becomes void, however, either person may apply for membership within thirty days and without regard to Section 1, must be accepted as a member upon payment of dues and assessments.
- (d) All members moving outside of a 30-mile radius from the Corporation's facilities may return their

membership certificate, if desired, to the Corporation whose obligation shall be to sell this membership certificate for the member at its first opportunity. No further dues shall be required during the period the Corporation is selling the membership certificate.

- (e) Members that have been permanently suspended from the Corporation's facilities or members who no longer wish to participate in the Corporation's facilities must surrender their Certificate of Membership to the Corporation. The cost of said certificate (to-wit: \$350.00) will be refunded to such member upon resale of the membership, provided the total membership at the time of the resale shall be 325 active members. ACTIVE MEMBERSHIP COUNT-The total members in good standing on the date of the annual meeting (fourth Wednesday in August) will constitute the official active membership count. The number of new members exceeding 325 on the above date will generate the number to be refunded. DATE OF REFUND-All refunds will be executed by December 1.
- (f) Former members, who have properly resigned and whose Certificate of Membership are currently at full value, to whom the Corporation owes the value of the Membership Certificate, may give their Certificate to one adult son or daughter without further payment toward the Certificate. The receiving son or daughter must complete an application form, be approved by the Board, pay the initiation fee, and pay the annual dues and assessments in order to become a full member.
- (g) Members who know they will be unable to participate in the Corporation's functions or use the Corporation's facilities for a period of one (1)

year, or more, they may be placed on the Inactive Status List. To be placed on the Inactive Status List the member must notify the Board of Directors (in writing) of his/her desire no later than May 1st of the first year inactive status is requested. During a period of inactive status a member will not have the membership privileges listed in Article I, Section 4. and will not have the right to vote at any Corporation meeting. When an inactive member again wishes to become an active member he/she will apply to the Board of Directors (in writing) and will be reinstated upon paying the current years dues and assessments. If the Corporation membership is at the limit as prescribed in Article I, Section 1. When the active membership is requested, the inactive member must wait until there is a membership opening. An inactive member will have priority over all others on the waiting list for membership.

#### **Section 4. Membership Privilege**

Members of the Corporation may use the facilities of the Corporation upon payment of annual dues as determined by the Board of Directors. Failure to make proper payment shall restrict the member from the Corporation's facilities. All back dues shall be paid prior to, again using the Corporation's facilities. Unmarried and dependent children of members who are in good standing may use the Corporation's facilities only so long as they reside at the home of the member and are under the age of twenty-five years.

Married children (and their families) of members in good standing, who reside out of town (beyond 30 miles of the Corporation's facilities), may use the facilities of

the Corporation without payment of a guest fee when visiting the home of the member and when accompanied by the member. The member at the Club office upon entering the Club grounds will register these persons.

### **Section 5. Membership Suspension**

Any member may be suspended for cause for any given period of time from the use of the Corporation's facilities by a two-thirds vote of the Board of Directors.

## **ARTICLE II - MEETINGS**

### **Section 1. Annual Meetings**

An annual meeting will be held the fourth Wednesday of August; the place for this meeting shall be within a thirty-mile radius of the Corporation's facilities. Each member shall be notified by mail, which is sent to the address recorded in the Corporation's records, and shall receive notice at least ten days prior to the meetings with normal mail delivery. Election of Officers and Trustees shall be voted upon at this meeting and any other business shall be taken care of as required.

### **Section 2. Special Meetings**

Special meetings of the members of the Corporation may be called at any time by vote of a majority of the Board of Directors, or by a petition signed by fifteen per cent of the members, and delivered to the Secretary not less than 15 days before the day on which such special meeting is desired. The purpose for which such special meeting is called shall be stated in the notice of said

meeting, and no other business shall be entertained or transacted at the special meeting. Notice of such meeting shall be given to each member by mail at least 10 days in advance of such meeting.

### **Section 3. Quorum and Procedure When There is No Quorum**

A quorum shall consist of one-fourth of the current members. All membership meetings shall require a quorum for any action to be taken by the Board of Directors of membership excluding the election of officers. If no quorum exists at a meeting, another meeting may be scheduled in accordance with Article II, Section 1, with a majority of members in good standing voting for such a meeting. All action brought before the membership shall be taken by the majority vote of those present. There shall be no absentee balloting by members. A quorum for the Board of Directors shall consist of 8 directors with at least two of them being officers and a majority vote of those present shall be sufficient to take action. The President or acting President is entitled to vote when the vote is by ballot, and in all other cases where the vote would change the result.

## **ARTICLE III - BOARD OF DIRECTORS**

### **Section 1. Number and Term of Office**

The Board of Directors will consist of a President, Vice President, Secretary, Treasurer, Immediate Past President and nine Trustees. The first four officers shall be elected every year at the annual membership meeting, and shall hold office for one year. The Trustees shall hold office for a three-year period, three Trustees being elected each year. The Board of Directors shall take office October 1st. A nominating committee will be chosen by

the President of the Corporation to recommend, at the annual elections, a slate of officers and trustees for the coming year. Nominations will be also allowed from the floor.

## **Section 2. Vacancies**

All vacancies on the Board of Directors shall be filled by the remaining board members within 30 days.

## **Section 3. Dismissal of Board Members**

Any member of the Board may be removed from office by a majority vote of the members present at either an annual meeting or a special meeting called in accordance with these By-Laws. Any board member shall automatically be removed from the Board upon failure to attend three consecutive board meetings, except in the case of business or physical incapacity. He shall notify the President prior to the meeting as to his absence.

## **Section 4. Place of Meetings**

Board of Directors meetings will be held at a place designated by the President of the Corporation and shall be within a radius of thirty miles from the Corporation's facilities. The Secretary of the Corporation shall notify each director at least seven days prior to the date of the meeting.

# **ARTICLE IV - DUTIES OF OFFICERS**

## **Section 1. President**

The President shall preside at all meetings of the Corporation, and of the Board of Directors; shall be the chief executive officer of the Corporation; and shall see

that its By-Laws and rules are enforced. The President shall, by and with the approval of the Board of Directors, hire, relieve employees of their duties, except those provided for under Article VII, Section 6, make and execute all contracts for and on behalf of the Corporation, and establish all committees necessary to carry out the functions of the Corporation.

## **Section 2. Vice President**

In the absence of the President, his powers and duties shall devolve on the Vice President; shall automatically become President when the President's office is vacant. The Vice President shall also help the President carry out his activities.

## **Section 3. Secretary**

The Secretary shall keep a record of the proceedings of the Corporation and of the Board of Directors. He shall issue notice of all meetings of the Corporation, of the Board of Directors and conduct the necessary correspondence of the Corporation. He shall preside at meetings where the President and Vice President are absent.

## **Section 4. Treasurer**

The Treasurer shall receive the monies due the Corporation, and upon the order of approval of the Board of Directors, shall disburse the same. All checks, drafts or other instruments for payment of money drawn in the name of the Corporation shall contain the Treasurer's and one of the other three officer's signatures. He shall be responsible for the books and

accounts of the Corporation. He shall make a report at each annual meeting and regular meetings of the Board, and shall place the funds in such banking institutions, as the directors shall from time to time designate. The Treasurer shall be responsible for the duties and direction of the bookkeeper.

**Section 5. Board of Directors**

The Board of Directors shall have control and management of the affairs and funds of the Corporation. They shall have no power to render the Corporation liable beyond the amount of cash in the hands of the Treasurer, or in process of collection, and not otherwise appropriated, unless duly authorized by the members of this Corporation by an affirmative three-fourths vote in a regular meeting or a special meeting called for the purpose.

It shall be the duty of the Board to carry out the objects of the Corporation, and to that end it may exercise all the powers of the Corporation subject to the By-Laws. Each committee shall have, by January 1st, a budget ready for the approval of the Board for the coming year. There shall be one director in charge of the Club Manager.

**ARTICLE V - FEES**

**Section 1. Membership, Initiation and Annual**

One Membership Certificate	
.....	\$350.00
Initiation Fee.....	
\$100.00	
Initiation Fee (After membership reaches 325)	

\$250.00

The Board of Directors shall determine the dues.

(10) Any member of the Corporation who has been active in the Club for ten (10) years and has no family members living in the household who are eligible to use the Club as defined in Article I, Section 4, of the By-Laws will be entitled a discount of 1/3 of annual dues.

**Section 2. Liability**

Any member of the Corporation is liable for dues even if the privileges of the facilities are not used.

**Section 3. Non-Payment of Dues**

Members who have not paid their dues by the official opening day of the facilities, as set by the Board of Directors, shall be placed inactive and must request reinstatement as stated in **Article I, Section 3, Paragraph g.**

During this time, they shall be barred from the Corporation 's facilities.If dues are not paid for the year by October 1st, the membership shall be held by the Corporation for the amount of the dues and additional charges until the value of the certificate is zero, in which case, the member shall automatically lose his or her membership.

**ARTICLE VI - AMENDMENT OF BY-LAWS**

**Section 1. Amendment Proposal**

All proposed amendments shall be given to the President of the Corporation thirty (30) days prior to the annual meeting, or special meeting. This proposal shall have a minimum of 25 signatures from members in good standing in order to receive consideration.

The Board of Directors may suggest amendments to the By-Laws upon its own motion without securing the



signatures of 25 members.

### **Section 2. Required Vote**

The Articles of Incorporation and the Constitution of this Organization may be amended only by an affirmative vote of three-fourths of the total membership present and voting at such meeting.

### **Section 3. Notice**

Notice and a copy of any proposed amendment shall be sent to the membership at least ten days prior to such meeting.

## **ARTICLE VII - MISCELLANEOUS**

### **Section 1. Liquor**

No Alcoholic beverages of any kind shall be brought on the Corporation grounds except as may be provided by the Social Committee of the Warren Olympic Club at a club sponsored adult party.

### **Section 2. Audit of Books**

An auditing committee shall be appointed to audit annually the records and accounts of the Treasurer and of other committees as directed by the President and make a report thereof to the Board of Directors.

### **Section 3. Meeting Procedures**

Robert Rules of Order shall govern the proceedings of all meetings of the Corporation and its constituent parts, except as otherwise provided herein.

### **Section 4. Interpretation of By-Laws**

The Board of Directors shall determine any question as to the meaning for proper interpretation of any of the

provisions of these By-Laws.

### **Section 5. Procedure for Election of Officers**

The order of voting for Officers shall be:

1. President
2. Vice President
3. Secretary
4. Treasurer
5. Three (3) Trustees for three (3) years.

### **Section 6. Bonding**

The four (4) top officers shall be bonded at the expense of the Corporation.

Effective August 26, 1981

## **Notes**