

BYLAWS OF THE SOUTH CONWAY CLUB

ARTICLE I Name and Purpose

1. This Club shall be called the South Conway Club.
2. The purpose of the Club shall be to maintain in South Conway recreational facilities for members of the Club.

ARTICLE II Officers

1. The officers of the Club shall be a President, a Vice President, a Secretary and a Treasurer, who shall hold office for one year beginning the day after the Annual Meeting at which they are elected and qualified, or until their successors are chosen and qualified, and who shall be members of the Board of Directors, ex officio.
2. There shall also be a Board of Directors consisting of the members ex officio and three additional members. The additional members will serve for terms of three years, one member being elected at each Annual Meeting. At least two members of the Board of Directors shall be women.
3. At the Annual Meeting of the Club, the officers and one additional member of the Board of Directors shall be elected by ballot by a majority vote of all members present.

ARTICLE III Duties of Officers

1. The President shall preside at meetings of the Club and of the Board of Directors. In the absence of the President, the Vice President shall preside; if both the President and the Vice President are absent, the Club or the Board of Directors shall elect its chair. The President, or in the President's absence the Vice President, shall be in charge of all Club activities and affairs as prescribed by the Board of Directors. The President, or in the President's absence, the Vice President, shall, with the Treasurer, sign all written contracts of the Club and shall perform such other duties as the Bylaws assign to the President.
2. The Vice President shall perform all the duties of the President when the President is absent.

3. The Secretary shall give written notice of all general meetings of the Club to all regular and honorary members. The Secretary shall also give written notice of all meetings of the Board of Directors to all members of the Board of Directors. The Secretary shall furnish the Treasurer with the names of all persons elected to membership and shall maintain a current membership list consistent with Article VIII, Section 1, showing names and addresses.

4. The Treasurer, or in the Treasurer's absence a member designated by the Board of Directors, shall collect all fees, dues, and other revenue of the Club from every source, and shall deposit the same, in the name of the Club, in a bank approved by the Board of Directors. This account shall be audited annually by a committee of two members of the Club, not members of the Board of Directors, appointed by the President. The Treasurer, or in the Treasurer's absence a member designated by the Board of Directors, shall pay all bills on the certificate of their correctness by the President or a member designated by the President. The Treasurer shall notify persons elected to membership of their election and shall, with the President, sign all written contracts.

5. The fiscal year begins on September 1 and ends on August 31 of the following year.

ARTICLE IV Board of Directors

1. The Board of Directors, of which the four officers shall be members ex officio, shall have general charge of the affairs, funds, and property of the Club. The Committee shall have full power to carry out the purposes of the Club according to its Bylaws, to fill any vacancies arising in the Board of Directors or any other office until the next Annual Meeting, to appoint an assistant or acting Secretary or Treasurer, and to prescribe their duties, and in carrying out these purposes shall have the right to interpret these Bylaws.

2. The Board of Directors shall prescribe Ground and House rules.

3. The Board of Directors shall submit at each Annual Meeting a general report of the affairs of the Club.

4. The Board of Directors shall meet on call of the President, or in the President's absence the Vice President, or shall be called upon written request of two members of the Committee. Three members shall constitute a quorum.

ARTICLE V Meetings of the Club

1. There shall be an Annual Meeting of the Club on the third Saturday of August at such hour and place as may be designated by the Board of Directors. Notice of the meeting and an agenda (including the names of any candidates for membership and the proposed slate of officers) shall be sent to every voting member by the Secretary three weeks before the meeting.
2. The order of business at the Annual Meeting of the Club shall be:
 - A. Reading the Club roll.
 - B. Reading the minutes of the last Annual Meeting and of special meetings held subsequent thereto.
 - C. Report of the Board of Directors.
 - D. Report of the Treasurer.
 - E. Report of the Committees.
 - F. Unfinished and deferred business.
 - G. Elections.
 - H. New business.
 - I. Adjournment.
3. At the request of the Board of Directors, the Secretary shall call a special meeting of the Club. Notice of any special meeting shall be sent by the Secretary to every voting member of the Club two weeks prior to the date of the meeting.
4. Non-members shall not be admitted to any business meeting of the Club except by invitation of the Board of Directors.
5. Nineteen members present shall constitute a quorum of the Club.
6. Proxies in writing and votes submitted online shall be allowed on resolutions relating to Bylaw amendment and membership. All other voting shall be limited to members attending virtually or in-person.

ARTICLE VI Committees

1. The Board of Directors shall appoint such committees as may seem desirable and shall designate their powers.

ARTICLE VII Admissions

1. The Board of Directors shall serve as the Committee on Admissions.

2. A candidate for regular membership shall be proposed to the Committee on Admissions by any regular member of the Club and seconded by four other members, none of whom is of the same household. Sponsorship and seconding letters shall include the names and addresses of the proposed candidates. Eligibility for membership is limited to those owning a home in the geographical area defined below in VIII, 2. A.
3. The Sponsor shall introduce the proposed member to the members of the Committee on Admissions and shall accompany the proposed member to at least one scheduled social function (beach party, Club supper, etc.) to meet the membership.
4. After all of the above application procedures are completed, the Committee on Admissions shall vote on the qualifications and acceptability of the applicant(s) The application for membership must be approved by a vote of five of the seven members of the Committee on Admissions prior to the application being submitted to the Club for election at the Annual Meeting.
5. A waiting list by date of filing shall be maintained by the Secretary of the Club. When a vacancy in the Club membership occurs, the Committee on Admissions shall submit the name of the candidates in the order of their being filed on the Secretary's waiting list.
6. Election of regular members shall be by written ballot. A two-thirds vote at the Annual Meeting of the Club is necessary for an election.
7. The Board of Directors may nominate a candidate for Honorary Membership at any annual meeting.

ARTICLE VIII Membership and Voting Privileges

1. The membership categories are:
 - A. Regular members
 1. Owner regular members
 2. Non-owner regular members
 3. Honorary regular members
 - B. Junior members

2. Definitions

- A. An owner regular member means (1) a member, not an honorary member or a junior member, who on June 1 of a year is listed in the Conway or Eaton Tax Assessor's records as the homeowner of record of a dwelling in South Conway or the adjoining section of Eaton described as follows; dwellings on either side of the following list of roads which are accessed by private family driveways. The Brownfield Road starting at the Rogers-Baldwin house going east and ending at the intersection of the Davis Hill Road and the Gulf Road. Included will be all of the Gulf Road, Baird Hill Road, Crown Hill Road, Greeley Road, Leavitt Road, Littlefield Road, Birch Hill Road starting at Jim Cobb's house going north, Potter Road beginning at The Crossroads and ending at the small bridge at the south end of Conway Lake or (2) the spouse of such a member, which spouse is not an honorary or junior member. (see attached map)
- B. A non-owner regular member means (1) a member, not an honorary member or a junior member, who on June 1 of a year is not an owner regular member, or (2) the spouse of such a member, which spouse is not an honorary or junior member.
- C. An honorary regular member means a member who on June 1 of a year is 70 years of age or older and who notifies the Board of Directors at any time thereafter, in writing, of that member's desire to be an honorary regular member. A member's decision to elect honorary regular membership shall be irrevocable.
- D. A junior member means a child of a regular member under 21 years of age.

3. Automatic Membership; Automatic Eligibility; Eligibility

- A. The spouse of a regular member automatically will become a regular member.
- B. The child of a regular member will automatically become eligible for regular membership upon attaining the age of 21. Such child's opportunity to attain automatic eligibility shall be cancelled if such child fails to notify the Secretary in writing on or before June 1 of such child's 22nd year that such child is electing to become a regular member.

4.Limitation

The category of owner regular members shall be limited to 100; notwithstanding the foregoing, the limit of 100 may be exceeded as necessary to accommodate those becoming members under subparagraphs 3A and 3B above, or to accommodate changes in status from non-owner regular membership to owner regular membership. There shall be no limit upon the number of non-owner regular members or honorary regular members.

5.Voting

The right to vote at a meeting of the Club is limited to regular members.

ARTICLE IX Courtesy and Beach Privileges

1.The Board of Directors shall have authority to issue courtesy privileges, by unanimous vote of those present and voting, to a few persons, 21 years of age or older, who are using dwellings in the community of South Conway or the adjoining section of Eaton. Such courtesy privileges are to be effective only for such period of time as the Board of Directors shall deem appropriate. Each such person shall be sponsored by at least two regular members, not of the same family; sponsors should apply to the Board of Directors for such privileges in advance and are to be responsible for the fees imposed for such courtesy privileges. Persons granted courtesy privileges shall not have the right to bring guests, but shall have the right to bring any of their descendants.

2.All beach privileges are rescinded and no further privileges are to be issued, other than those presently outstanding.

3.A fully qualified applicant on the “waiting list” for admission may be provided courtesy privileges by the Board of Directors. Courtesy privileges may be extended to up to five individuals or families each year. A two-thirds majority vote of the Club membership at the annual meeting is required to extend courtesy privileges beyond five. Courtesy privileges are to be extended for periods of no longer than one year and require the payment of a fee to be determined by the Board of Directors.

ARTICLE X Dues; Capital Assessments; Fees

1.Dues

- A. Dues shall be payable at annual rates (plus government taxes, if any) to be determined from time to time by the Board of Directors for individual memberships and family memberships.
- B. Persons becoming regular members as a result of marriage shall be liable for dues upon becoming a spouse of a regular member as of June 1; persons becoming regular members as a result of attaining age 21 shall be liable for dues commencing in the year in which they were 21 as of June 1.
- C. A family membership shall be defined to be the membership of: (1) two regular members who are married (neither one of whom is an honorary member) and any children of either or both of them under the age of 21, or (2) a regular member who is a single parent and any of that parent's children under the age of 21.
- D. An individual membership shall be defined to be the membership of an unmarried regular (but not honorary) member or the membership of a married regular member whose spouse is an honorary member, in either event having no children under the age of 21.
- E. An honorary member shall not be required to pay dues.

2. Capital Assessments

- A. Capital assessments shall be payable by all regular members (except honorary members) by vote of two-thirds of the members present and voting at any annual or special meeting.

3. Fees

A. Courtesy Privilege Fees

Persons granted courtesy privileges, whether as an individual or as a family, shall pay such fees as the Board of Directors shall determine from time to time.

B. Guest Fees

Guests shall pay such fees as the Board of Directors shall determine from time to time. The member(s) bringing guests shall be responsible for payment of these fees to the Treasurer.

C. Initiation Fees

Individuals or families who are admitted to Club membership under the provision of ARTICLE VII shall pay an initiation fee of \$500.

4. Billings

- A. Bills for dues, capital assessments, and beach privilege fees shall be sent on or about June 1; persons whose bills are unpaid as of August 1 of any year shall not have the privileges of membership (or beach privileges, as to holders of same) until such bills are paid. Bills for fees for courtesy privileges shall be payable with ten (10) days; persons whose bills are unpaid at the expiration of such period shall not have courtesy privileges until such bills are paid.

ARTICLE XI Resignations and Expulsions

- 1. All resignations must be presented in writing to the Secretary of the Club. Resignations must be presented before June 1; otherwise members shall be liable for the dues of the current year.
- 2. Members of the Club are expected to behave in a courteous and respectful manner towards their fellow members and to follow the rules designated for the use of the facilities. Reports of unacceptable behavior will be reviewed by the Board of Directors to determine a course of action. If they feel there is cause, the Board of Directors may refer a member for expulsion to the full membership for a vote at the annual meeting, or may call a special meeting. All parties involved in the dispute, in addition to all members, will be given notice no less than three weeks in advance of any such meeting. A vote of three-fourths of the members will result in expulsion.
- 3. Any member who willfully or wantonly destroys or injures any of the Club's property shall be compelled to make good, at the member's own expense, the injury or loss that the member has occasioned.
- 4. After two consecutive years of non-payment of dues, a regular member's name shall be presented at the Annual Meeting to determine membership status.

ARTICLE XII Rules

- 1. No resident of the surrounding area who is not a member shall be a guest of the Club unless accompanied by a member. Such guests shall be expected to abide by all regulations set by the Board of Directors.

2. All members shall be held responsible for the conduct of their guests and for payment of guest fees for the use of the beach and tennis courts.

ARTICLE XIII Amendments

These Bylaws may be amended at any annual or special meeting of the Club by vote of two-thirds of the members provided notice of the proposed amendment(s) is given to the members of the Club in the notice of the meeting at least three weeks before the meeting.