

By-Laws of the Woodmont Country Club

ARTICLE 1: MEMBERSHIP

The membership shall be comprise of lot owners and residents of the Plat of Woodmont Beach who fulfill the membership requirements defined in the following section.

Section 1 MEMBERSHIP DEFINITIONS

Membership in the Woodmont country Club shall include lot owners and temporary and permanent residents of the following Blocks within the Plat of Woodmont Beach as dictated by tradition since 1915:

Blocks: A, B, C, D, 18, 19, 20, 26, 27, 34, 35, 40, 41, and 42.

1.1 Active Members

The active members shall consist of persons and their immediate family, who own or have purchased, or have entered into a contract for the purchase of lots in the applicable blocks of the Plot of Woodmont Beach as defined in Section 1, above. The active members shall also consist of property owners residing adjacent to the Plat of Woodmont Beach who are now members of the Club.

1.2 Temporary Members

Temporary members shall consist of persons and their immediate family, who are renters or leasers in the Plat of Woodmont Beach. The property owners may provide membership dues for renters.

1.3 Inactive Members

Inactive members shall consist of non-resident property owners in the blocks listed above, who are renting or leasing their property and choose not to be a participant in the Club activities. Their dues payment shall provide for their membership as well as for the temporary membership of their renter after their renter has applied for temporary membership and meets all the Club requirements.

Section 2 MEMBERSHIP APPLICATION

2.1 Application for Active Membership

An applicant shall submit their application on a form provided by the Club to the Board of Trustees. The current year's dues and the initiation fee shall accompany the application. The application shall be examined for consistency with Section 1 and if qualified, accepted by the membership committee.

Section 3 INITIATION FEE, DUES AND SPECIAL ASSESSMENTS

3.1 Initiation Fee

The initiation fee for active members shall be the rate established by a two-thirds majority vote of the membership at a business meeting. No initiation is required for temporary members.

3.2 Dues

Dues for all members shall be the rate established by a two-thirds majority vote of the membership at a business meeting. Dues shall be payable on the first day of April and delinquent June 1. Dues will be prorated for new members from date of application to June 1. Persons 65 years or more may pay a reduced rate as established by a two-thirds majority vote of the membership at a business meeting.

3.3 Special Assessments

Special assessments shall be an allowable means of providing funds for specific projects or for payments of legal indebtedness. Special assessments shall be recommended by the Board of Trustees and shall be approved by a two-thirds majority of the membership at a business meeting.

Section 4 TERMINATION

4.1 Termination of Active and Inactive Membership

An active membership or inactive membership shall be terminated upon the sale of property owned within the established Woodmont Country Club boundaries in the Plat of Woodmont Beach or upon written notice to the Board of Trustees of the desire to terminate. The yearly dues shall be automatically transferred to the new owner upon acceptance of the new owner's application for membership to Woodmont Country Club and the payment of the Initiation Fee by the new owner.

4.2 Termination of Temporary Membership

A temporary membership shall terminate upon moving from the Plat of Woodmont Beach, or written notice to the Board of Trustees of desire to terminate.

Section 5 SUSPENSION

Members will be suspended from the Club for failure to pay dues or special assessments as outlined in Sections 3.2 and 3.3 and for conduct judged to be detrimental or injurious to the welfare of the Club. A suspended member shall not be entitled to any privileges of the Club.

5.1 Suspension for Failure to pay Dues or Special Assessments

Any member who fails to pay or make satisfactory arrangements for payment of dues or assessments within sixty (60) days after they become delinquent will be suspended at the discretion of the Board of Trustees.

5.2 Injurious Conduct

The Board of Trustees for actions judged to be detrimental or injurious to the welfare of the Club may suspend a member of the Club. One or more members of the Club must file a complaint against a member with the Board of Trustees in writing; and if, upon investigation, the Board finds sufficient grounds for suspension, they may suspend the member. A two-thirds majority vote of the Board is required for suspension. Before suspending a member, the Board of Trustees shall give the member an opportunity to appear before them in their own defense.

Section 6 REINSTATEMENT

A member who is suspended or terminates their membership may be reinstated by the procedure outlines in Section 2 for new membership.

ARTICLE II: RIGHTS, PRIVILEGES AND RESPONSIBILITIES

SECTION 1 MEMBER ENTITLEMENTS

1.1 Active Members

Active members are entitled to all privileges of the Club facilities, to hold office, and to vote on transactions of business at Club business meetings. One vote shall be allowed per paid up membership. No additional votes shall be allowed for lots in excess of one that the member shall won or have under contract.

1.2 Temporary Members and Inactive Members

Temporary members shall be entitled to the same rights and privileges as active members except that they shall not be permitted to hold office or vote on Club business.

1.3 Guests

All members are entitled to entertain guests on Club facilities. Guests are defined as persons residing outside the Club boundaries who are visiting houseguests of a member.

SECTION 2 GENERAL RESPONSIBILITY

All members are responsible for maintaining Club facilities, guests' actions, insuring the Club rules and regulations are adhered to, policing Club facilities for unauthorized actions by members or non-members, and paying dues and assessments as outlined in Section 3 of Article I.

ARTICLE III: MANAGEMENT

The general management and control of affairs in the Club shall be vested in the Board of Trustees, consisting of 10 members to be elected for a one-year term at the Annual

Business Meeting. The Board will consist of a President, Vice President, Secretary, Treasurer, and 6 Directors, one of whom automatically will be the outgoing President.

SECTION 1 OFFICERS AND BOARD OF TRUSTEES

1.1 President

The President shall preside at all meetings of the Club, be the general executive officer of the Club, and shall have general supervision and direction over its affairs. The President shall sign all instruments in writing on behalf of the Club under the direction of the Board of Trustees, and shall be ex-officio member of all committees. The President shall have the power to call a meeting of the Board of Trustees or of the Club at whatever time necessary. The President, in addition to the Treasurer, shall be authorized to withdraw money by check from the bank in which it is deposited.

1.2 Vice-President

The Vice-President shall perform the duties of the President in his/her absence.

1.3 Secretary

The Secretary shall keep full, true and correct minutes of all meetings of the Club and of the Board meetings. The Secretary shall attend to all correspondence existent to the affairs of the Club. The Secretary shall be custodian of all Club records and property and shall perform such duties as may be existent to the office or may be required by the Board of Trustees.

1.4 Treasurer

The Treasurer shall have charge of all the monies of the Club and shall keep a fair and true account of all receipts and disbursements. At each annual meeting, and at such times as may be required by the Board of Trustees, The Treasurer shall present to the Trustees or to the Club, a statement showing the financial condition of the Club.

The Treasurer shall perform all other duties that may be consistent with the office, or that may be delegated to the Treasurer by the Board of Trustees. The Treasurer shall keep funds of the Club in a bank selected by the Board of Trustees. Withdrawal of money shall be by check signed by any two of the following officers: President, Vice-President, or Treasurer. The Treasurer will send dues notices and notify members when their dues become delinquent.

1.5 Directors

The Directors shall be responsible for the operation of standing committees and shall perform other duties assigned by the President.

1.6 Board of Trustees

The Board of Trustees shall enforce and create such rules that it may deem necessary for management of the Club. The Board of Trustees is authorized to spend no more than \$1,000 for club maintenance, repair or administration without prior approval of the membership at a business meeting.

SECTION 2 STANDING COMMITTEES

Standing Committees of the Club will be:

- Maintenance
- Membership
- Social, and
- Nominating.

Except for the Nominating Committee, these committees will be appointed by the newly elected President at the annual business meeting, or no later than 30 days after that meeting. The President will appoint the Nominating Committee no later than 30 days before the election of officers.

SECTION 3 VACANCIES

In case of any vacancy in the Board of Trustees, the Board of Trustees shall file such vacancy and the person chosen shall serve until the next annual business meeting.

SECTION 4 LIABILITY INSURANCE

Any member serving in the Board of Trustees will be covered by Director's and Officer's Insurance through a policy held by the club. Any board member operating in good faith will not be liable and the deductible amount not covered by the board insurance will be paid by the Woodmont Country Club.

ARTICLE IV: MEETINGS

SECTION 1 MEMBERSHIP MEETINGS

Two regular business meetings shall be held each year – the first one no later than March 31st, the second meeting in the month of May to adopt a budget, to elect officers, and conduct any other pertinent business. They shall be held at a place to be designated by the Board of Trustees. Notice of meeting place and date shall be mailed to each member at least six days prior to such meeting. Special meetings may be called at any time by the President or by any two members of the Board of Trustees, or by a group of members equal to or exceeding a quorum. A notice of such meeting shall be mailed to each member at least six days prior to such meeting.

1.1 Order of Business

The order of business at the annual business meeting, except when otherwise determined by the President, will be as follows:

- A. Roll call and introduction of new members

- B. The reading and approval of the minutes of the previous business meeting.
- C. Treasurer's report
- D. President's report
- E. Committee report
- F. Unfinished business
- G. Election of officers
- H. Appointment of committees
- I. New business
- J. Adjourn

2.1 Quorum

A quorum at the annual or special business meetings shall consist of 25% of the membership eligible to vote. No official business can be conducted without a quorum.

SECTION 2 BOARD OF TRUSTEES

At least six business meetings per year shall be held with dates and times to be determined by the President or any two members of the Board of Trustees. Six members of the Board constitute a quorum for transaction of business. A report of Club business shall be sent out to the members at least four times each year and minutes of the Board of Trustees meeting shall be posted at a Club location following each Board meeting.

ARTICLE V: AMENDMENTS

These by-laws may be amended by two-thirds vote of a quorum at a regular or special meeting of the Club, provided that notice of said amendment should have first been given in the notice for the meeting.