

Bylaws

ARTICLE I NAME AND LOCATION

Timbercrest Recreation Club Inc (TRC) is a nonprofit corporation with the primary purpose of maintaining a swimming pool and recreational area located in the Timbercrest neighborhood at 5247 Lance Drive, Knoxville, Tennessee 37909.

ARTICLE II OFFICERS

2.1 *Officers.* The officers of TRC shall be President, Vice President, Secretary, and Treasurer. They may be elected in accordance with the provisions of this Article and Article IX. Co-officers are acceptable. These officers shall comprise the Executive Committee of TRC.

2.2 *Election and Term of Office.* The Executive Committee of TRC shall be elected every two (2) years by the members of TRC at the annual meeting or soon thereafter. New offices may be created and filled at any annual meeting. Each officer shall hold office until a successor is duly elected and qualified.

2.3 *Removal.* Any officer, elected by TRC, may be removed by a two-thirds (2/3) vote of the Executive Committee at a regular or special board meeting or by a two-thirds (2/3) vote of the members of TRC present at a regular or special meeting. Notification of removal shall be via letter delivered by certified mail.

2.4 *Vacancies.* A vacancy in any office because of death, resignation, removal, disqualification, or otherwise may be filled by the Executive Committee for the unexpired portion of the term.

2.5 *President.* The President shall:

- preside at all meetings.
- run TRC meetings and keep them on track.
- serve as the spokesperson for the Executive Committee relating to general TRC business.
- see that the bylaws and covenants of TRC are enforced.

2.6 *Vice President.* The Vice President shall:

- be vested with all the powers of the President in his or her absence.
- advise and assist the other officers when needed.
- chair and organize committees when necessary.

2.7 *Treasurer.* The Treasurer shall:

- be the custodian of the funds, securities, and financial records of TRC.
- be responsible for coordinating the development of the proposed annual budget.
- prepare and give an annual report on the financial status of TRC.

2.8 *Secretary.* The Secretary shall:

- keep and maintain a record and minutes of the annual meeting.
- be the custodian for most of the official records of TRC.
- insure accurate membership records.

2.9 *Liability.* No officer of TRC shall be personally liable to TRC for monetary damages for breach of fiduciary duty as an officer except for violation of T.C.A. 48-58-301 and 48-58-304.

ARTICLE III MEMBERS

3.1 *Qualifications.* Any household (as defined by the Executive Committee) within the Timbercrest neighborhood may become a member of TRC by completing an application and paying annual dues. Any household outside of the Timbercrest neighborhood must be invited by the Executive Committee to become a member of TRC by completing an application and paying annual dues.

3.2 *Privileges.* Members will be permitted to use all TRC facilities in accordance with these bylaws, all rules and regulations imposed by TRC, and all Federal, State, and local laws.

3.3 *Responsibilities.* Members shall be responsible for their conduct and observance of rules as well as that of their guests.

3.4 *Guests.* The number of allowable guests and associated fees will be established by the Executive Committee.

3.5 *Parties.* All party rules, regulations, and fees will be determined by the TRC Executive Committee.

3.6 *Cancellation of Membership.* By two-thirds vote of the Executive Committee, the membership of any household may be suspended or canceled for cause, but only after the member has had an opportunity to be heard at a meeting of the Executive Committee. Cause for the cancellation of membership shall be determined by the Executive Committee and may consist of violations of these bylaws, TRC rules or operating procedures, the failure to pay indebtedness to TRC within the time specified, the misuse or destruction of property, rude, disorderly, or profane behavior or language, or any other act or omission on the part of a member which the Executive Committee determines is or may be detrimental or a nuisance to TRC or any of its members or guests. Membership cancellation may be annual or permanent.

3.7 *Suspension of Membership.* Suspensions (30 days or less) may be imposed by the TRC Executive Committee without a hearing.

3.8 *Transfer of Membership.* TRC memberships are non-transferable. Membership can be purchased for residents, however the resident must complete a TRC application.

3.9 *Resignation.* Any member may resign from TRC at any time for any reason. All resignations must be submitted to a member of the Executive Committee in writing. There will be no full or partial refund of dues.

3.10 *Refunds.* Annual dues or donations paid to TRC will not be refunded for any reason.

3.11 *Reinstatement.* A cancelled or suspended membership may be reinstated at the discretion of the Executive Committee.

ARTICLE IV MEETINGS

4.1 *Annual Meeting.* The annual meeting of TRC members shall be held in either the spring or fall.

4.2 *Special Meetings.* Special meetings of the members of TRC may be called by or at the request of the President, Executive Committee, or any ten (10) TRC members.

4.3 *Board Meetings.* The Executive Committee shall meet as needed. Virtual meetings shall be equivalent to physical meetings when necessary.

4.4 *Notice.* Notice of annual TRC meetings shall be given at least seven (7) days prior to the meeting via signs located at the pool and a letter or email delivered to the member households.

ARTICLE V COMMITTEES

5.1 *Committees.* Committees may be standing committees or those formed for the purpose of conducting such business as may arise. However, no committee shall have the authority of the Executive Committee in reference to amending, altering, or repealing these bylaws.

5.2 *Committee Appointments.* Committee members shall serve at will. Committees shall include any number of TRC members.

5.3 *Chairperson.* The Chairperson of each committee shall be appointed by members of that committee.

5.4 *Vacancies.* Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

5.5 *Executive Committee.* The Executive Committee shall always be a standing committee composed of the officers of TRC. The Executive Committee shall prepare budgets and perform all duties elsewhere assigned by these bylaws.

5.6 *Other Committees.* Other committees may be standing or ad hoc as needed.

ARTICLE VI CONTRACTS, ANNUAL DUES, AND FUNDS

6.1 *Contracts.* The Executive Committee may authorize any officer or officers, agent or agents of TRC, in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of TRC.

6.2 *Contracts, Drafts, etc.* All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of TRC shall be approved by two (2) officers or agents of TRC.

6.3 *Deposits.* All funds of TRC shall be deposited promptly to the credit of TRC in such banks, trust companies, or other depositories as the Executive Committee may select.

6.4 *Gifts.* The Executive Committee may accept on behalf of TRC any contribution, gift, bequest, or devise for the general purposes or for any special purpose of TRC.

6.5 *Annual Dues.* The Executive Committee will establish dues, payment plans, methods of payment, and all other membership fees.

ARTICLE VII BOOKS AND RECORDS

7.1 *Records.* TRC shall keep correct and complete books and records of membership. All books and records of TRC may be inspected by any board member, officer, member, or an agent or attorney of the same, for any proper purpose at any reasonable time, upon the giving of seven (7) days advanced notice to the person having the custody of the records to be inspected.

7.2 *Audits.* The account books of the Treasurer shall be audited by the Executive Committee at least once per fiscal year.

ARTICLE VIII FISCAL YEAR

Fiscal year. The fiscal year of TRC shall begin on the first day of October each year.

ARTICLE IX ELECTIONS

9.1 *Nominations.* Nominations to the Executive Committee should be made by TRC members. No person should be on the final slate of nominees if he or she has not agreed to serve in the position.

9.2 *Voting.* Each member household shall be entitled to one vote.

9.3 *Tally of Votes at the Election.* At the meeting for the election of officers, the Executive Committee shall be responsible for selecting the individuals responsible for the tally of votes. At the end of the tally, the vote count should be verified by an independent person selected by the Executive Committee and not part of the original tally.

9.4 *Announcement of Results of the Election.* Before the meeting for the election of officers is adjourned, an announcement shall be made as to the officers and governors elected to serve the next term.

9.5 *Selection of Officers.* Once the Executive Committee has been elected, they will decide which person will serve as each officer.

ARTICLE X OPERATIONS

10.1 *Inspections.* TRC must verify Health and Safety Items are being addressed. The pool must be made available for inspections as required by law.

10.2 *Maintenance.* The TRC is responsible for ensuring the pool and grounds are maintained.

**ARTICLE XI
AMENDMENTS TO BYLAWS**

Amendments. These bylaws may be altered, amended, or repealed, and new bylaws may be adopted by a majority of the members present at any annual TRC meeting or at any special meeting, if at least seven (7) days posted notice is given of intention to alter, amend, repeal, or to adopt new bylaws at such meeting. Minor alterations and amendments to correct errors or clarify meaning may be made by a majority of members of the Executive Committee. Bylaws shall be reviewed at least once per decade.

CERTIFICATION OF ADOPTION

We, the duly-elected or appointed President, Vice President, Secretary, and Treasurer of the Timbercrest Recreation Club Inc, certify that these bylaws were adopted by a majority of the members represented at a meeting of TRC held on _____, _____.

President

Vice President

Secretary

Treasurer