



P.O. Box 661  
Bel Air, MD 21014

**BYLAWS OF  
FOUNTAIN GREEN SWIM CLUB, INC.**

July 1, 2021

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THE FOUNTAIN GREEN SWIM CLUB, INC.**

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**BYLAWS OF  
THE FOUNTAIN GREEN SWIM CLUB, INC.**

**ARTICLE I  
IDENTIFICATIONS AND OFFICES**

SECTION 1: Name. The name of the corporation shall be the Fountain Green Swim Club, Inc., hereinafter referred to as the "Club."

SECTION 2: Offices. The Principal Office of the Club shall be located in Harford County, Maryland. All official correspondence shall be sent to Fountain Green Swim Club, ATTN: Secretary, P.O. Box 661 Bel Air, Maryland, 21014.

SECTION 3: Unless otherwise specified, all meetings of the Club or the Board of Directors shall be held at: the Fountain Green Swim Club, 1008 South Fountain Green Road, Bel Air, Maryland, 21015.

SECTION 4: The Club is organized on a non-stock, non-profit basis as specified in the Amended Articles of Incorporation.

**ARTICLE II  
PURPOSE & OBJECTIVE OF THE CLUB**

SECTION 1: PURPOSE: The Club is established to provide and promote activities associated with the operation and maintenance of swimming, tennis, and other recreation facilities for the benefit of the membership of the Club. The Club may provide instruction for such activities as related to the use of its facilities. The Club has the right to perform any function in accordance with the amended Articles of Incorporation dated July 1, 2021. Additionally, the Club will be operated in accordance with the Corporations and Associations Article of the Annotated Code of Maryland and the Code of Maryland Regulations (COMAR).

SECTION 2: OBJECTIVE: The Club is formed to promote fellowship among its members and encourage recreation, swimming and other athletic activities. Additionally, the Club is formed for the purpose of providing facilities for recreation, swimming, athletic activities, refreshment, and entertainment of its members. The Club is organized to conduct its activities on a non-profit basis, in Harford County, State of Maryland.

**ARTICLE III  
DEFINITIONS**

SECTION 1: Terms used in these bylaws are used in accordance with the following definitions. All Fountain Green Swim Club documents and correspondence should use these definitions to the maximum extent possible.

SECTION 2: DEFINITIONS

Board of Directors: Officers and Directors comprise the governing body of the Club. Also known as the "Board."

Owner-Member: A person who has paid all applicable fees and dues and who is not suspended for any reason. An Owner-Member must be at least twenty-one (21) years of age. Each Owner-Member is entitled to one (1) vote during ballots/issues determined by a general membership vote. A Marital Unit shall be considered one (1) person for purposes of this definition.

Guest: Any person who is not a member who has paid for the temporary use of the Club facilities and is accompanied by a member.

Application Fee: Non-refundable fee (specified annually by the Board of Directors) paid upon placement on the membership waiting list. This fee will be applied to the membership fee upon being offered membership to the Club.

Membership Fee: A non-refundable fee paid by new members (amount specified annually by the Board of Directors) prior to being classified as a Club member.

Annual Membership Dues: Annual dues paid by Club members (amount specified annually by the Board of Directors) to remain a member in good standing.

Fiscal Year: 1 October through 30 September.

Season: The Friday proceeding Memorial Day through Labor Day. The Board of Directors reserves the right to extend the season.

Temporary Members: Membership offered on an annual basis to persons residing on the top of the waiting list. Temporary membership is further defined in Article IV.

#### **ARTICLE IV MEMBERSHIP/GUEST PROCEDURES**

##### **SECTION 1: MEMBERSHIP**

- A. General: The Club shall only have two (2) classes of membership.
- B. Permanent Members.
  - 1. Shall Include:
    - a. Owner-Members and all minor children of the Owner-Member residing in the same household who are financially dependent on the Club member. Upon presentation of documents as set forth below, Permanent Members may also include:
      - (1) Adult children of and residing with Owner-Members between the ages of eighteen (18) and twenty-three (23) (proof of residence required);
      - (2) Adult disabled dependents of Owner-Members (tax documentation to verify the dependency required and proof of residence required);
      - (3) Adult Senior Citizen Dependents of Owner-Members (tax documentation to verify the dependency required and proof of residence required).
  - 2. One (1) membership shall be issued upon payment of the membership dues and membership fee.
  - 3. In the event of the divorce of an Owner-Member that is a Marital Unit, the membership interest is indivisible and may only follow one of the parties of the Marital Unit. It is the responsibility of the Owner-Member to notify the membership director of a change in marital status prior to the start of the season.
    - a. Determination as to which party of a Marital Unit shall retain the membership shall first be determined as follows:
      - (1) By the Judgment of Absolute Divorce, including any agreement of the parties that is incorporated and/or merged therein;
      - (2) By written agreement of the parties which has not been incorporated and/or merged with the Judgment of Absolute Divorce;

- (3) In the absence of any agreement of the parties, upon presentation of a Judgment of Absolute Divorce to the Board evidencing a divorce, the Board may take whatever actions which, in its sole discretion, it deems appropriate to equitably resolve the membership issue, which may include termination of the Marital Unit membership entirely.
  4. The Divorcee who is removed from the membership must pay both the non-refundable initiation fee and annual dues to obtain a new membership;
  5. Membership shall not be denied because of race, religion, cultural/national origin, age, sex, marital status, physical or mental limitations or handicaps or any other reason prohibited by applicable law.
  6. In the event an Owner-Member is unable to exercise pool privileges for a (one) season, but wishes to retain privileges for the following season, the Owner-Member may, upon application to and approval by the Board of Directors, pay such fees as set by the Board of Directors. Upon approval, the member retains rights and privileges as a member in good standing for the following season. Inactive members are not entitled to use the Club during the season of inactive membership. Inactive member status at a rate of \$150.00 per calendar year may not exceed three (3) calendar years after which annual membership dues must be paid or the membership is forfeited.
  7. Membership of the Club shall be limited to 525 dues paying members and seven (7) Board of Directors members.
- C. Temporary Membership (non-Owner-Members).
1. Temporary membership may be offered to families who reside at the top of the waiting list.
  2. Temporary members are afforded the same privileges as a permanent member but shall not have a vote in the operation/management of the Fountain Green Swim Club.
  3. Temporary members shall maintain their position on the waiting list, unless permanent membership is offered but refused by the temporary member. In such case, the temporary member will be placed at the bottom of the waiting list or removed from the list.
  4. Temporary membership shall expire at the end of the season for which it is granted.

## SECTION 2: GUESTS

- A. The Board of Directors will establish guest fees prior to the start of the season.
- B. Prior to admittance, the guest must be registered and guest fees paid at the office.
- C. The Club member is required to remain on the Club premises, as long as the guest is at the Club.
- D. The member is responsible for the guest's conduct.
- E. The Board of Directors may extend/authorize long-term guest procedures for recurring guest privileges. The policy for long-term guest procedures and fees will be determined prior to the start of the season. The purpose of the provision is to allow for daycare and/or long term out of town visitors. Applications for long-term guest procedures will be sent to P.O. Box 661, Bel Air, Maryland, 21014, ATTN: Membership.

SECTION 3: SUSPENSION/REVOCAION OF MEMBERSHIP

- A. The Board of Directors has the authority to suspend and/or revoke Club membership of any Club member for deliberate or flagrant violations of the rules and regulations of the Club, or for violation of criminal laws occurring on Club property and/or Club facilities.
- B. Suspended Club members have the right to a hearing before the Board of Directors on the proposed suspension or revocation.
- C. Suspensions shall not exceed seven (7) days.
- D. Membership revocation shall require a 3/4th majority vote of the Board of Directors.

SECTION 4: CLUB MEMBER RESPONSIBILITIES

- A. The Club member shall be responsible for all persons listed under their membership.
- B. All members (and persons covered by membership) shall follow all Club operating rules and procedures. Operating rules shall be approved by the Board of Directors and made available to Club members and employees.

**ARTICLE V  
DUES, FEES, AND RESIGNATION**

SECTION 1: DUES

- A. Dues shall be sufficient to provide for payment of the necessary operating expenses of the Club and the proper maintenance and improvements of its property and such dues shall be payable by February 1 of each year. Dues and fees for the following season shall be set by the Board of Directors during the September meeting.
- B. Dues are non-refundable and refunds will not be made for any reason, including but not limited to suspension of Club operations by any state or local government agency.

SECTION 2: MEMBERSHIP RESIGNATION

- A. If an Owner-Member desires to terminate Club membership, the Owner-Member must submit a written request, to the Membership Director. Written resignation must be postmarked no later than December 31st.
- B. Upon termination of membership for any cause, all indebtedness owed to the Club by the Owner-Member, shall be considered a lien. All outstanding charges against the Owner-Member's account will be deducted prior to a refund.
- C. Owner-Members are not eligible for a membership fee refund at the time of resignation, such payment having constituted a contribution to the capital of the Club, and being non-refundable, except as provided for in Section V herein or in the event of the dissolution of the Club.

SECTION 3: MEMBERSHIP TRANSFERS

An Owner-Member may transfer the family membership to one (1) child only. This is accomplished by written request to the Membership Director who, in turn, will issue a new membership.

SECTION 4: INDEBTEDNESS

- A. Membership of any Club member failing to pay any indebtedness within fifteen (15) calendar days of the second dues notice shall be suspended. A written notice of suspension shall be sent to the mailing address of record of the member or via electronic mail. If the indebtedness is not cleared within the established time period, membership in the Club shall be terminated.
- B. The Board of Directors may levy reinstatement fines for Club members whose membership is reinstated and/or suspension rescinded.

SECTION 5: DISSOLUTION OF THE CLUB

- A. The Club may be disbanded or sold by a 2/3rd majority vote of the entire membership.
- B. In accordance with Md. Code Ann., Corps. & Assoc. § 3-401 *et seq.*, after payment of all outstanding debts upon the effective date of dissolution of the Club, the surplus remaining, if any, shall be distributed to all Club members pro-rata, subject to a reduction of all debts, dues, and obligations owed by the Club member to the Club.

**ARTICLE VI  
CLUB MEETINGS**

SECTION 1: GENERAL MEMBERSHIP MEETINGS

- A. The Club shall conduct no less than two (2) general membership meetings per year.
- B. General membership meetings shall be held in the months of April and August.
- C. The agenda of the August meeting shall include the annual reports of the Board of Directors, the elections of Officers, Board of Directors and such other business as is pertinent to the successful continuation of the Club, and shall hereafter be referred to as the “Annual Meeting.”
- D. The April meeting shall include the adoption by the Board of Directors of the annual budget and operating rules and regulations as required for the current season, and such other business as is pertinent to the successful continuation of the Club. The Board of Directors reserves the right to create additional rules and regulations, modify existing rules or discontinue existing rules during the season. In addition, the Board of Directors reserves the right to increase or decrease the budget at any time during the season.
- E. Each Owner-Member shall be entitled to one (1) vote.
- F. Proxy voting shall be permitted for ballot questions and elections.
- G. Twenty (20) calendar days prior to general membership and special club meetings, the Membership Director shall publish a list of Owner-Members eligible to vote.
- H. All Club members will be notified of the meeting date, time, agenda and location of the meeting, at least ten (10) calendar days before the date of the meeting, by first class mail, sent to the last known address on file or by electronic mail. During a special meeting, each member in good standing shall be entitled to one (1) vote.
- I. For the purpose of all general membership meetings, five percent (5%) of the total membership or twenty-five (25) members, whichever is less, shall constitute a quorum.

SECTION 2: BOARD OF DIRECTORS MEETINGS

- A. Board of Directors meetings shall be scheduled monthly and convened quarterly at a minimum.
- B. The general membership meetings in April and August may suffice for the Board of Director meetings for those months/quarters respectively.
- C. Board of Directors meetings will normally be held on the second Sunday of every month.
- D. Any member may attend Board of Directors meetings.
- E. The Secretary will publish an agenda for each Board of Director meeting no later than seven (7) days prior to each meeting.
- F. A minimum of five (5) Board members shall constitute a quorum.
- G. A simple majority is required on an issue before the Board unless otherwise stipulated by the bylaws.
- H. Each Board member shall be given one (1) vote.
- I. In the event of a tie, the President shall cast the deciding vote.
- J. Proxy voting is not permitted.

SECTION 3: SPECIAL MEETINGS

- A. Called either by the President, a majority of the Board of Directors, or by a petition bearing signatures representing ten percent (10%) of total Owner-Members of the Club.
- B. Notice: All Club members will be notified of the meeting date, time, agenda and location at least ten (10) calendar days before the date of the meeting, by first class mail, sent to the last known address on file or by electronic mail.
- C. During a special meeting, each member in good standing shall be entitled to one (1) vote.
- D. When a quorum exists, each Owner-Member is entitled to one (1) vote.
- E. Twenty (20) calendar days prior to general membership and special club meetings, the Membership Director shall publish a list of Owner-Members eligible to vote.
- F. Proxy voting is permitted when applicable. Proxy voting will be done in writing.

**ARTICLE VII  
OFFICERS AND DIRECTORS**

SECTION 1: BOARD OF DIRECTORS

- A. The Club membership, according to Article IX shall elect seven (7) people during the August General Membership Meeting who shall comprise the Board of Directors.
- B. The Board of Directors shall be responsible for managing the activities of the Club.
- C. The Board of Directors shall include the following positions:
  - 1. President: Shall be filled by the Vice President and shall be held for a period of two (2)



years.

2. Vice President: Shall be elected by the Club in an even year and shall be held for a period of two (2) years.
3. Treasurer: Elected by the Club biannually in an odd year.
4. Secretary: Elected by the Club biannually in an odd year.
5. The Board of Directors has three (3) additional non-officer at-large positions assigned responsibility for various Club operations related functions and activities (Membership, Social and Swim Team). Membership and Social will be elected biannually in an even year. Swim Team will be elected biannually in an odd year.
6. All members of the Board of Directors have voting privileges (one vote each). In the case of a tie in the voting, the President shall cast the deciding vote. All members of the Board of Directors shall be bonded. Elected Board members shall serve their term on a fiscal year as noted in the definitions. There will be a transition period from September to December for every elected position.
7. Board members who successfully fulfill their Board responsibilities will not be assessed their annual membership dues while serving on the Board.

## SECTION 2: OFFICERS

### A. PRESIDENT

1. The President shall preside over all meetings of the Club membership and the Board of Directors.
2. Shall be the chief executive officer of the Club and shall have responsibility for the general management and direction of the activities of the Club.
3. Shall appoint any special committee he deems necessary for proper operation of the Club.

### B. VICE PRESIDENT

1. The Vice President shall, in the absence and/or incapacity of the President, perform all duties of the President.
2. Shall become the president for the balance of any term during which the Presidency becomes vacant.
3. Shall assist the President in matters related to the management of the Club.
4. Shall serve as chairman of special committees as assigned.
5. Shall oversee Club operations and management.
6. Chair the nominating committee.

### C. TREASURER

1. The Treasurer shall, maintain and preserve accounts of all financial transactions of the Club and have ledger books available for review upon a ten (10) day notice.

2. Shall be responsible for the collection, safekeeping, and upon proper authorization, the disbursement of all funds of the Club, to be made only by check or other common means of payment.
3. Shall maintain an inventory listing of all properties of the Club.
4. Shall arrange for an outside review of the Club books annually and prior to transfer of authority upon change of Treasurer.

D. SECRETARY

1. The Secretary shall record and preserve the minutes of all meetings of the Club and of the Board of Directors.
2. Shall make minutes accessible to any member upon written request.
3. Shall be responsible for the distribution of all notices to the membership and shall conduct and preserve all correspondence carried on in behalf of the Club.
4. Shall preserve master copies of all official documents, such as charters, deeds, bylaws, and corporate books.

SECTION 3: AT-LARGE BOARD MEMBERS

A. MEMBERSHIP DIRECTOR

1. The Membership Director shall maintain and preserve membership records.
2. Processes applications for prospective members and maintains the waiting list.
3. Processes and tracks renewals, inactive requests, resignations, membership fee refunds, and new member fee and dues payments.
4. Provides Club management with list of current membership no later than the third Sunday in May.

B. SOCIAL DIRECTOR

1. The Social Director shall prepare for approval during the April meeting, a proposed social agenda for the upcoming season.
2. Submits a budget to the Board of Directors for approval of expenditures for social events for the upcoming season.
3. Maintains and provides to the Secretary all records and reports of social functions within fifteen (15) days of the conclusion of a social event.

C. SWIM TEAM DIRECTOR

1. The Swim Team Director acts on behalf of the Club in all meetings with the Harford Swim League.
2. Develops and maintains a position description for the swim team coach(s). Recommends to the Board of Directors a candidate for swim team coach a minimum of two (2) months prior to the season.

3. Prepares and submits the swim team budget to the Treasurer.

**SECTION 4: REMOVAL FROM THE BOARD OF DIRECTORS**

- A. Any member of the Board of Directors may be removed from office for cause by a majority vote of the membership, with or without cause at the annual membership meeting, or by any special meeting called according to these bylaws.
- B. Any member of the Board of Directors may be removed from office by a 3/4 majority vote of the entire Board of Directors for failure to fulfill their responsibilities. Additionally, Board members who do not attend two (2) consecutive meetings or three (3) meetings annually, may be removed from office by a 3/4 vote of the entire Board of Directors.
- C. Resignations from the Board of Directors will forfeit the waiver of membership fee and will be required to pay a prorated share of the membership fee balance. A resigning officer of the Board may elect to forfeit their membership and will not incur any additional fee.
- D. If time permits, a special election may be used to replace a Board member that has been removed or resigned. If time does not permit a special election, the Board may appoint a temporary replacement to fill vacated position until the next scheduled election. A temporary Board member is entitled to one (1) vote during Board meetings. The Board may also grant temporary Board members membership fee compensation for the balance of the year.

**ARTICLE VIII  
QUALIFICATIONS OF OFFICERS AND DIRECTORS**

**SECTION 1: ELIGIBILITY REQUIREMENTS**

- A. Club members must be twenty-on (21) years of age to be eligible to be elected or appointed as Board members.
- B. Board members may only hold one (1) office or Board position at one time.
- C. Only one (1) person per membership may hold a Board position at any one time.
- D. Must be a member in good standing.

**SECTION 2: EXPENSES**

- A. All routine expenses incurred on behalf of the Club shall be approved by a simple majority vote of the Board.
- B. Board members or other authorized representatives of the Club shall be reimbursed for any reasonable and properly documented expenses incurred on behalf of the Club. One-time purchases in excess of \$250.00 shall require prior Board approval.

**ARTICLE IX  
NOMINATIONS AND ELECTIONS**

**SECTION 1: NOMINATING COMMITTEE**

- A. Shall be chaired by the Vice President.
- B. The Secretary and Membership Director shall serve on the nominating committee.

- C. Shall provide eligible names/nominees to the Secretary for inclusion on the ballot no later than the fourth Sunday of July.
- D. Candidates for an Officer or Director position shall submit a written summary announcing their candidacy and summarizing their background and experience relative to the position for which they are a candidate. Nominations must be submitted to the Vice President no later than the third Friday in July.

**SECTION 2: ELECTIONS**

- A. Voting shall be by ballot.
- B. Ballots will be distributed at the gate, one (1) ballot per membership.
- C. Ballots may be placed in the ballot box located in the office between August 1st and the day of the August General Membership Meeting.
- D. Voting will stop one (1) hour before the General Membership meeting is called to order.
- E. Votes will be tallied and election results announced at the General Membership meeting.

**ARTICLE X  
COMMITTEES**

**SECTION 1: STANDING COMMITTEES:** There is one (1) standing committee, the nominating committee.

**SECTION 2: SPECIAL COMMITTEES:** The President shall be empowered to appoint and discharge any special committees required by these bylaws or which may otherwise be considered useful in conducting the affairs of the Club.

**ARTICLE XI  
PARLIAMENTARY AUTHORITY**

**SECTION 1:** The rules contained in “Robert’s Rules of Order Revised” shall govern the Club at all meetings and in all cases in which they are applicable, and in which they are not inconsistent with the bylaws or special rules of order of the Club.

**SECTION 2:** Any deviation from or interpretation of these bylaws shall be resolved by the Board of Directors.

**ARTICLE XII  
USE OF CLUB FACILITIES BY NON-MEMBERS**

The Board of Directors, by majority vote, has the authority to extend the use of the Club facilities to any person or persons if such use does not interfere with the use of the Club facilities by the Club members.

Outside Clubs and organizations may apply to use the Club facilities. All requests must be presented in writing, for approval by the Board of Directors at least sixty (60) days prior to the requested date to use the Club facilities. Those clubs and organizations which the use of the Club facilities is granted will be subject to the rules and regulations governing the use of the Club’s facilities as presented to them by the Board of Directors.

The Board of Directors has the authority to assign a rental charge for the use of the Club facilities. Any rental of the Club shall not unduly interfere with normal usage of the Club facilities by the Club members.

**ARTICLE XIII  
RULES AND REGULATIONS**

The rules and regulations governing operations of the Club shall be forwarded by the Board of Directors prior to the April meeting each year, and outlined and published at the April meeting.

**ARTICLE XIV  
METHOD OF AMENDING THE BYLAWS**

These bylaws may be amended at any meeting of the Club when a quorum is present, and providing the text of the proposed amendment shall have been included in the meeting notice distributed to the membership prior to that meeting.

**ARTICLE XV  
MISCELLANEOUS**

SECTION 1: Each person who acts as Director or Officer of the Club shall be indemnified by the Club against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of his being or having been a Director or Officer of the Club, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for gross negligence or willful misconduct, and except any sum paid for the Club in settlement of an action, suit or proceeding based on gross negligence or willful misconduct in the performance of his duties.

SECTION 2: The right of indemnification provided herein shall inure to each Director and Officer referred to in SECTION 1, whether or not he is such Director or Officer at the time such costs or expenses are imposed or incurred, and in the event of his death shall extend to his legal representatives.

**ARTICLE XVI  
ETHICS POLICY/CONFLICTS OF INTEREST**

SECTION 1: To enable the Club to conduct its business effectively, and to foster confidence in the integrity of its Officers and Board members, the highest standards of ethics must be maintained.

SECTION 2: No Officer or Board member shall render services to represent, or undertake to act for any outside concerns doing business with the Club whether compensation is received or not received. Any exceptions to this provision require a majority vote of the entire Board of Directors, after the Board has determined that such services do not conflict with the interests of the Club.

SECTION 3: No Board member or member of the Club, shall solicit or accept, or permit their spouse or other family member to accept any personal financial benefit from capital improvement work to the Club. Excluding Club employees, family members of Club members are not permitted to receive compensation from the Club for service rendered without approval from the Board through a majority vote of the Board of Directors. Compensation paid to family members, if any, will be established and approved by the Board of Directors.

**ARTICLE XVII  
CAPITAL IMPROVEMENTS**

SECTION 1: All capital improvements require a minimum of three (3) separate bids if practicable.

SECTION 2: Improvements in excess of \$100,000 require a simple majority vote of the membership.

These bylaws were submitted and approved by a majority of the membership of the Fountain Green Swim Club that was present at the June 27, 2021 Special Meeting.

APPROVED BY:

Carole  
Signature

7/11/2021  
Date

Carolyn McNeirney  
Printed Name

7/11/2021  
Date