

Village Field Club (VFC)



Pool Rules, Operation Procedures and By-Laws

Version 2012

VFC RULES, OPERATION PROCEDURES AND BY-LAWS

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POOL RULES & OPERATION PROCEDURES

I. POOL HOURS

A. Schedule:

Monday through Friday:	7:30 a.m. - 10:00 a.m.	SWIM TEAM
	10:00 a.m. - 11:00 a.m.	LESSONS
	11:00 a.m. - 9:00 p.m.	OPEN SWIM
Saturday, Sunday & Holidays:	10:00 a.m. - 9:00 p.m.	OPEN SWIM

B. The pool will remain open one extra hour whenever the temperature rises above 90 degrees by official Weather Bureau reading. Announcement will be made by the Pool Manager and also will be posted on the bulletin board.

C. Adult nights, teen nights or other special programming may be scheduled. Notice will be posted.

D. The pool will be closed for open swim when the VFC hosts swim & dive conference meets. Members may swim at opposing team's pool. Directions are posted at the pool and in the Dolphin Newsletter.

E. On days of inclement weather, 60 degrees or below, the pool will be closed to open swimming, on direction of the Manager. Storms and/or lightning will automatically close the pool.

II. GENERAL REGULATIONS

A. All members are expected to comply with the established rules, regulations and by-laws. Refusal to comply may result in fines, temporary suspension or cancellation of membership.

B. Adult members are responsible for compliance of pool rules by their children and by their guests.

C. The Pool Manager and his staff are charged with enforcement of these rules.

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- D. Members, their families, guests and sitters, in using Club facilities do so at their own risk. The Village Field Club disclaims responsibility for accident, injury or loss of personal property.
- E. Complaints against a member or the staff should be made in writing to the Board of Directors.
- F. Admission to locker rooms, pool deck or snack bar area will be permitted only by surrender of a valid membership card or a guest pass.
- G. MEMBERSHIP CARDS ARE NOT TRANSFERABLE. Lost cards will be replaced at a charge of \$1.00 per card upon a signed statement of loss by an adult member.
- H. Replacement fee for a lost locker key is \$2.00. Fee must be paid before return of membership card. Sponsors will be responsible for their guests.
- I. Any person who accepts a membership card for a person not a member of his family as established in the By-Laws, and permits an unauthorized person the use of that card, subjects their membership to immediate termination.
- J. An adult member who willfully permits the use of his membership card by an unauthorized person shall be deemed to be in violation of GENERAL REGULATION II.A. and ARTICLE III, Section 8(c) and (i) shall have its membership subject to suspension and or termination by the Board of Director's; (ii) pay a fine imposed by and in an amount determined by the Board of Directors but in no event in an amount less than \$50.00 and (iii) shall lose all pool privileges for a period of two weeks. Any child who willfully permits use of his card by another person will lose pool privileges for one week on the first offense, two weeks on the second offense. On the second adult offense or third child's offense, the offending member's membership shall be terminated immediately.

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- K. Children under 9 years of age will not be admitted unless accompanied and supervised by an adult (adult is considered 18 years of age). Children under 7 years of age should not be permitted in locker rooms unless properly supervised.
- L. Children under 13 years of age will not be admitted or permitted to remain after 5:00 p.m. unless accompanied and supervised by an adult or sitter on the pool deck.
- M. The VFC reserves the right to refuse admission to any person.
- N. Members and their guests are expected to conduct themselves in a respectable manner. Profane or abusive language, rowdyism, hazardous horseplay and rule infractions will not be tolerated. Temporary suspension or expulsion may be issued.
- O. Willful damage to Club property, or damage through neglect, will be charged to the responsible family. Charges which remain unpaid after 14 days will cause suspension of privileges.
- P. Under crowded conditions, persons under the age of 16 must relinquish their pool chairs to adults.
- Q. No loitering is allowed in lobby area.

III. PHONES

Members and guests may request permission to use the Club's telephone. If permission is granted, all such phone calls are to be local calls only and shall be a maximum length of two minutes.

IV. HEALTH

- A. All persons are encouraged to take a shower before entering the pool area.
- B. Admission will be refused to any person who appears to have a contagious or infections condition; i.e., athletes foot, ringworm, etc.

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- C. Only clean footwear and apparel are allowed in the pool area.
- D. Suntan Oil, Baby Oil, or ANY type oil is NOT to be used on deck or in pool.
- E. Spitting, spouting water from the mouth or blowing the nose in the water are strictly forbidden.

V. SAFETY

- A. No one will be permitted in the pool unless a life guard is on duty.
- B. Social conversation with any guard on duty is prohibited.
- C. Running, tag, pushing, dunking, and horseplay are forbidden on the pool deck or in the water.
- D. No glass bottles, containers, equipment, etc. will be permitted in the pool or deck area.
- E. Recreational equipment in the pool may only be used with the Manager's permission.
- F. Children, age 5 and under, using wading pool must wear swim suits. Training pants or swim diapers must also be worn on infants rather than regular diapers under their suits. They may not use the pool unless supervised by an adult.
- G. Back dives or splash dives off side of pool are NOT permitted.
- H. No diving is allowed in shallow part of pool.
- I. Flotation devices for tots must be approved by Manager and used only during adult swim and directly supervised by an adult.

VI. SWIM LANES

A swimming lane perpendicular to the diving area may be placed in the pool at the sole discretion of the Manager on Duty. Should any such lane be so placed, said lane shall be reserved for pool length lap swimming only. Diving into these lanes is permitted only from the west end of the lane. Swimmers shall swim on the right

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side of the lane to accommodate traffic in both directions. Cross diving, standing, play in this area will not be allowed. Hanging on the lane markers is not permitted.

VII. DIVING AREA

- A. The diving area is strictly reserved for diving from the spring boards. Swimming or diving from the pool edge is forbidden, except during “open swim” as designated by the lifeguard on duty.
- B. Only one person at a time will be allowed on the board. The other person must wait at the bottom step.
- C. No cartwheels, handstands or seat drops are allowed.
- D. Each diver must be certain his diving area is clear before beginning his approach or jump. He must swim immediately to the ladder after surfacing.
- E. Only one bounce is permitted.
- F. Hanging off the end of the diving board is not permitted.
- G. Goggles, masks or flotation devices may not be worn when going off the diving board.
- H. No adjustments may be made to the diving board. Safe diving practices are required. Diving, jumping or any activity deemed unsafe in the judgment of the lifeguard or Manager on Duty will be prohibited.

VIII. FOOD

- A. Snack Bar Hours: Daily as posted.
- B. Food and drink will be consumed only in the snack bar fenced area and on the grassed picnic grounds. Place refuse in containers provided. Littering will not be tolerated.
- C. Possession of beer or other intoxicating beverages is forbidden at all times in pool area.

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- D. Picnics are allowed on the grass areas.

IX. GROUNDS

- A. Automobiles and motor bikes must be driven with caution, speed not to exceed 10 mph. Park only in designated areas. No motor bikes are allowed on grounds or sidewalk.
- B. Bicycles may be parked ONLY in the wheel racks provided. Always lock your bicycles.
- C. Dogs or other pets are prohibited.
- D. Smoking is not permitted in the pool, locker rooms or on the pool deck.

X. GUESTS

- A. Individual guest tickets - for use the same day - may be purchased by members at the current rate.
- B. Guests will be admitted only when accompanied by a member. Guests who leave, but wish to return the same day, will be provided suitable identification for re-entry, provided they are with an accompanying member.
- C. All guest tickets must be signed by the accompanying member.
- D. Guest passes are required for all non-members on the pool grounds except children under the age of 1 and adults over the age of 65 who are not using the pool.
- E. Special permits for member's house guests visiting from outside the Chicago area may be obtained by applying in advance to the Chairman of the Membership Committee and will be subject to Board approval and the following conditions:
 - 1. To qualify, the guest must be a resident of the member's household for the period of time for which the special permit is issued.

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2. Special permits are not transferable.
3. Fees will be charged in accordance with the following schedule:
 - a. For any period up to two (2) weeks -- \$40.00.
 - b. For any period up to four (4) weeks -- \$80.00.
 - c. For any period in excess of four (4) weeks through the end of the season -- to be pro-rated at \$20.00 a week.
 - d. Under any of the above plans, the payment of the full fee will be required before the issuance of the special permit.
- F. Area residents may be admitted as a guest a maximum of five (5) times per season.

XI. PARTIES

- A. A party consists of guest passes of 10 or more.
- B. Any member planning a private party at the pool, or on its grounds, must notify the manager in advance.
- C. A guest list of any non-members attending the party must be given to the manager in advance. The appropriate number of guest passes or guest fee payments must be paid in advance to the manager in order to facilitate their entry on the day of the event. If guests do not attend, those passes/payments will be refunded.
- D. Adequate adult supervision is required for any child attending a party that is under the age of 13.
- E. The pool manager has the authority to limit the number of private parties on a given day if he or she feels that it will result in unsafe conditions at the pool.
- F. Parties are not permitted on Opening Day, Memorial Day, July 4th, Labor Day or special event days such as Pig Roast, Family Day, and End of Year Swim Team Party.

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XII. SITTERS

- A. A sitter pass may be issued for a live-in babysitter subject to Board approval and the following conditions:
 - 1. To qualify, a sitter must be at least eighteen (18) years of age.
 - 2. Upon acceptance of a sitter pass, the member accepts full responsibility and liability for the sitter and his/her charges.
 - 3. The sitter pass will be issued in the membership name and will be valid only when the children of the named member are present.
 - 4. If both sitter and parent accompany the children to the pool, the sitter will be considered a guest and will be charged a daily fee.
- B. Any other full-time sitter accompanying a member's children will be admitted free of charge subject to the following conditions:
 - 1. To qualify, a sitter must be at least eighteen (18) years of age.
 - 2. The member accepts full responsibility and liability for the sitter and his/her charges.
 - 3. The sitter will sign the "sitters' log" with full name and address with each use.
 - 4. If both a sitter and parent accompany the children to the pool, the sitter will be considered a guest and will be charged a daily fee.

XIII. RECREATION FACILITIES

- A. Equipment is provided for volleyball, horseshoes, basketball and tetherball. Those intending use of these facilities must register at the desk, in advance, for the time period desired. Use of all equipment must be relinquished at the end of the time period unless the following time has not been reserved. Two consecutive time periods may not be reserved.
- B. All equipment must be returned to the desk.

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XIV. SWIM TEAM

- A. The operation of the swim team shall be conducted by committee.
 - 1. The Swim Team Committee shall include at least two current VFC board members as well as the board President, as stipulated by the club by-laws.
 - 2. All budgets, salaries, policies and personnel shall be recommended to the general board for approval.
 - 3. One member of the swim team committee shall serve as the Intersuburban Swim Conference representative.
- B. Prior to the opening of the season, coaches will prepare and submit for approval by the Board of Directors the Rules & Regulations governing the activities of each team. On approval of the Board, these rules will be posted.
 - 1. Coaches will have the authority to enforce these rules.
 - 2. Coaches will be the sole judges of which events qualified swimmers will participate in. In all events, decisions will be based on the good of the team, rather than the individual.

XV. MEMBERSHIP CARDS

Criteria for VFC membership cards are as follows:

ADULT -- Age 18 and over CHILD -- Ages 9-12

YOUTH -- Ages 13-17

TOT -- Ages 0-8

Anniversary date for determination of age is made from calendar year birth date.

(This was done to facilitate book and writing of passes procedures.)

XVI. AMENDMENTS TO RULES & OPERATION PROCEDURES

Alteration, change, amendment, or the adoption of new Rules & Operation Procedures may be made by a vote of two-thirds (2/3) of the certificate members

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present in person, or represented by proxy, at a duly held meeting of the membership or by majority action of Board of Director.

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BY-LAWS

ARTICLE I -- NAME

Section 1: The Club shall be known as the Village Field Club.

ARTICLE II -- PURPOSE

Section 1: The purpose of the Club is to provide swimming and other recreational facilities, and to promote competitive, social, and civic activities, for and among its members.

ARTICLE III -- MEMBERSHIP AND MEMBERS

Section 1: (a) Membership in the Club shall be limited to the persons named on Certificates of Membership and to eligible members of their families as defined in Section 5 of this Article.

(b) The maximum number of membership certificates that may be in issue at any one time ("Authorized Certificates") shall be four hundred and twenty five (425). Honorary Memberships, described in Section 10 hereof, shall not be defined as "Authorized Certificates" and shall not be counted toward the maximum number of membership certificates issued. The Board of Directors shall be responsible for determining, on an annual basis, the number of membership certificates to be issued ("Issued Certificates") in any particular year. The Board of Directors shall be under no obligation to issue the maximum number of membership certificates in any particular year.

Section 2: (a) Application for membership shall be made to the Secretary on an official application form of the Club.

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- (b) Acceptance of each application shall require a majority approval of a quorum of the Board of Directors.
- Section 3:
- (a) As available, memberships shall be offered to applicants in the order of approval.
- (b) A waiting list of applicants, in the order of approval, shall be kept and maintained by the Membership Committee.
- (c) The Secretary shall notify the first applicant, in order of approval, on the waiting list when a membership is available and offer the available membership to the applicant. If the notified applicant does not either (i) defer its membership in accordance with subsection (d) hereof or (ii) remit its membership fee within ten (10) days of notification, the notified applicant shall be removed from the waiting list and shall be required to reapply in accordance with Article III, Section 2 to be considered for membership. Should such applicant reapply and be approved, the applicant will be added to the end of the waiting list, in order of its most recent approval. Except as specifically provided in subsection (d) hereof, membership offers may not be deferred. In such event, the Secretary shall notify the next applicant, in order of approval, on the waiting list of the available membership and offer the available membership to that applicant. This process shall continue until such time as the available membership is accepted and the membership fee timely paid.
- (d) An applicant notified in accordance with this Article shall be given the opportunity to defer its membership for a period of one year. Any applicant so deferring will not retain its position of the waiting list of applicants, but shall be placed at

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the end of the then current waiting list of applicants and be considered for membership in that order.

Section 4: When issued, membership certificates shall state the certificate number and shall be validated by the signatures of the President and the Secretary of the Club.

- Section 5:
- (a) A CERTIFICATE member shall be the person named on the Membership certificate.
 - (b) An adult member shall be the spouse of a certificate member and any other person over eighteen (18) year of age, who is related to the certificate member, and who resides permanently in the household of the certificate member.
 - (c) A junior member shall be an unmarried child under eighteen (18) years of age residing permanently in the household of the certificate member.
 - (d) The eligibility of adult and junior members shall be determined by the Membership Committee.

Section 6: Suitable means of identification shall be provided to each member, and shall not be transferable.

- Section 7:
- (a) Memberships and certificates are transferable only to the Club.
 - (b) In the event of death of a certificate member, transfer of the certificate, with full rights and privileges, to a surviving adult member may be authorized by the Board of Directors.

- Section 8:
- (a) A certificate member may request termination of his membership at any time by written notice to the Secretary.
 - (b) The effective date of a requested termination of membership shall be as specified in the notice, or if not specified, the date the notice is received by the Secretary.

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(c) For delinquency in indebtedness (including but not limited to the failure to timely pay Annual Dues), conduct unbecoming a lady or gentleman, violation of the Pool Rules, Operation Procedures and By-Laws, other just cause, a membership may be terminated by a three-fourth (3/4) vote of the Directors. Notice of such action shall be sent by registered mail to the certificate member. He may request a hearing at a special meeting of the Board of Directors by notifying the Secretary in writing and such hearing shall be held within seven (7) days of delivery of such notice to the Secretary. A three-fourth (3/4) vote of the directors present at the hearing shall uphold the action. Termination shall be effective on the date of the hearing if the action is upheld, or ten (10) days after the notice of action if a hearing is not requested. No part of the Membership Fee or Annual Dues shall be refunded to a Member so terminated.

Section 9: The certificate number of a terminated membership may be re-issued with a suffix letter, after the effective date of termination.

Section 10: Honorary memberships without voting rights and exempt from the payment of assessments and annual dues shall be limited to those currently held by Hans Hasen, Henry Banti, and Eugene W. Kettering. These certificate numbers shall not be re-issued.

ARTICLE IV -- RIGHTS AND PRIVILEGES

Section 1: (a) Each certificate member in good standing shall be entitled to cast one (1) vote on each item of business transacted by vote of the membership. The certificate member may vote in person, or may execute an official proxy to an adult member.

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(b) A membership which fails to be represented at a duly held membership meeting shall waive its rights to vote at that meeting and shall be governed by all transactions as approved at that meeting.

Section 2: Subject to Article VIII Section 4 (d), certificate and adult members in good standing shall be eligible for nomination as candidates in an election of directors, or for temporary appointment as directors.

Section 3: Any certificate or adult member in good standing may recommend applications for membership to the club.

Section 4: The Regulations and Rules shall be determined by the Board of Directors, and shall be posted electronically on the Club's website. Hard copies may be made available at the Club.

Section 5: Subject to these By-Laws, and to the prevailing Regulations and Rules, any member may use the facilities of the Club and participate in activities promoted by the Club.

Section 6: Subject to the prevailing Regulations and Rules, members may sponsor guests to use the facilities of the club, and to participate in social activities sponsored by the Club.

Section 7: (a) All rights and privileges for any membership shall be suspended while it is delinquent in indebtedness or obligations to the Club.

(b) For violations of the Regulations and Rules, engagement or participation in any illegal, immoral or other behavior or activity deemed by the Board to be detrimental to or otherwise not in the best interest of the Pool or the Membership, the privileges of any member may be suspended, a membership may be suspended, and/or the membership may be terminated at the discretion of the Board. In the event of

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suspension and/or termination hereunder, regardless of the date of such action, no part of the Membership Fee or Annual Dues shall be refunded.

- (c) Notice of suspension of any member or membership stating the reason therefore, shall be mailed to the certificate number.

ARTICLE V -- MEETINGS

Section 1: All meetings of the membership shall be held in LaGrange Park, Illinois, at a place and time designated by the Board of Directors.

Section 2: (a) Annual meetings of the membership shall be held each year no later than the second week in December.

(b) The order of business at annual meetings shall be:

1. Reading of minutes of the previous annual meeting
2. Reading of minutes of all intervening special meetings
3. Reports of Officers
4. Reports by Standing Committees
5. Ratification of actions by the Board of Directors
6. Election of Directors
7. By-Law Changes
8. Unfinished business
9. New business
10. Adjournment

(c) Other questions of parliamentary procedure shall follow Roberts' Rules of Order.

Section 3: (a) Special meetings of the membership, for a specified purpose only, may be called by the Board of Directors, or by petition signed by eighty (80) certificate members in good standing and

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delivered to the Secretary. The petition shall state the purpose of the meeting.

- (b) Special meetings called by petition shall be held within thirty (30) days after the delivery of the petition to the Secretary.

Section 4: Notice for each meeting of the membership, including the Annual Meeting, a proxy form and the names of the candidates for election as directors shall be delivered to the membership by the Secretary via regular U.S. mail or electronically via email. Said notice shall be given to the membership no later than ten (10) days prior to any such meeting. For special meetings pursuant to Article V, Section 3, said notice shall state the purpose of the meeting.

Section 5: Members claiming eligibility to vote at any membership meeting shall, for verification, show the proxy form for such meeting to a credentials committee.

- Section 6:
- (a) The certificate members present in person, or by executed proxy, shall constitute a quorum at any membership meeting, capable of transacting all business properly brought before the meeting.
 - (b) Except as provided in Article XII, Section 1, a majority vote shall govern all transactions of business.

ARTICLE VI -- FEES, DUES, FINES AND ASSESSMENTS

- Section 1:
- (a) An Application Fee in an amount determined annually by the Board of Directors shall be remitted with submission of each application for membership.
 - (b) The application fee shall be refunded in full if the application is rejected. If the application is accepted, the application fee shall not be refunded in part or in whole. The Board shall

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have the authority and discretion to deviate from this refund policy on a case-by-case basis.

- Section 2:
- (a) The Membership Fee shall be determined annually by the Board of Directors.
 - (b) The Membership Fee shall be a one-time fee and shall be nonrefundable. This provision shall not apply to any Membership in effect prior to January 1, 2011. The Membership Fee of any Membership in effect prior to January 1, 2011 shall remain fully refundable in accordance with the terms of such membership and shall be refunded in accordance with Subsection (c) of this Article VI, Section 2.
 - (c) Subject to the provisions of this section, particularly subsection (g) hereof, and Article VII, Section 5 (b), the Membership Fee shall be refunded to the certificate member when that certificate number is reissued or retired, and on surrender of the certificate by the Member. The Membership Fee first shall be applied to any outstanding indebtedness, including an unpaid dues, fines and/or assessments, with any remaining balance returned to the terminating member. In the event of any outstanding balance in excess of the Membership Fee, the Membership Fee shall be forfeited, no return of the Membership Fee will be made and the terminating member shall promptly pay any such outstanding balance in excess of the Membership Fee.
 - (d) Subject to the provisions of this Section, the order in which such refunds shall be payable shall be determined by the date of receipt by the Secretary of written notice requesting termination, or the effective date of termination by the action

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of the Board of Directors. Requests for termination of membership may only be submitted by the record certificate holder or its authorized agent pursuant to proper written authority reasonably acceptable to the Board of Directors. Any such agent shall indemnify and hold harmless the Village Field Club and its Officers and Board of Directors for any action taken pursuant to such agency.

(e) The amount of refund shall be that stated on the membership certificate and on the club records, decreased by any outstanding indebtedness or obligations, including any past or current unpaid dues, fines and/or assessments. In the event of any outstanding balance in excess of the Membership Fee, the Membership Fee shall be forfeited, no return of the Membership Fee will be made and the terminating member shall promptly pay any such outstanding balance in excess of the Membership Fee.

(f) An indemnifying document may be substituted for the surrender of a certificate, in which case the amount of refund shall be as shown on the Club records for that certificate number.

(g) Membership Fees will be forfeited and no reimbursement or refund made in the following circumstances:

(i) the record certificate holder or anyone claiming any rights by or through such original record certificate holder fails to request in writing such refund within two years of said Membership being terminated by request, Board action or otherwise. All such Membership Fees, the demand for which is not timely made as

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hereinabove defined, shall be forfeited to and become the property of the Club. The Club shall have no further obligation regarding any such Membership, record certificate holder or anyone claiming any rights by, through or under such Membership and/or record certificate holder, nor shall any such Membership and/or record certificate holder or anyone claiming any rights by, through or under such Membership and/or record certificate holder, have any further rights vis-à-vis the Club.

(ii) the membership certificate or the indemnifying document described in subsection (e) and (f) above is not submitted to the VFC within sixty (60) days of the date of receipt by the Secretary of a Member's written notice requesting termination in accordance with subsection (c) hereof, or within sixty (60) days of the effective date of termination by the action of the Board of Directors. All such Membership Fees, documentation for which is not timely provided after demand as hereinabove defined, shall be forfeited to and become the property of the Club. The Club shall have no further obligation regarding any such Membership, record certificate holder or anyone claiming any rights by, through or under such record certificate holder, nor shall any such record certificate holder or anyone claiming any rights by, through or under such record certificate holder, have any further rights vis-à-vis the Club.

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- Section 3: Fees for guests shall be determined annually by the Board of Directors.
- Section 4: (a) The amount of the Annual Dues shall be determined annually by the Board of Directors.
- (b) Dues paid for the current year shall be nonrefundable regardless of the date of termination, midseason or otherwise. The Board shall have the authority and discretion to deviate from this refund policy on a case-by-case basis.
- (c) A late fee and/or escalating schedule of late fees for failure to timely pay Annual Dues shall be determined annually by the Board.
- (d) Annual Dues shall continue to accrue and be due and payable until the date of receipt by the Secretary of a Member's written notice requesting termination, or the effective date of termination by the action of the Board of Directors in accordance with Article III, Section 8(c).
- Section 5: Fines may be imposed against memberships for any violation of these Pool Rules, Operation Procedures and By-Laws.
- Section 6: (a) Assessments may be levied against all memberships, except Honorary Memberships.
- (b) The Board of Directors may levy assessments not to exceed One Hundred Dollars (\$100.00) in any fiscal year.
- (c) Assessments in excess of One Hundred (\$100.00) dollars must be approved at a duly held meeting of the membership.
- (d) Approval of the membership shall be waived if assessments are necessary to satisfy liability provided in Article VIII, Section 8.

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Section 7: Certificate members shall be obligated to pay such taxes as may be imposed on the Club by provisions of the Internal Revenue Code, or by any Federal, State, or other Governmental body or agency.

Section 8: (a) Certificate members shall pay all outstanding obligations and indebtedness incurred by members under their certificate or their sponsored guests to the Club Treasurer within fifteen (15) days following the date of mailing of a statement, and shall be delinquent after that 15 day period.

(b) Memberships delinquent for more than thirty (30) days may be terminated by the Board of Directors

ARTICLE VII -- FUNDS

Section 1: (a) Club funds shall be deposited in financial institutions designated by the Board of Directors.

(b) Club funds shall not be invested in any securities except United States Treasury Bills or Certificates of Deposit of any financial institution insured by the Federal Insurance Corporation or the Federal Savings Loan Insurance Corporation approved by the Board of Directors.

(c) There shall be no funds deposited or invested in any financial institution in excess of the liability of the federal insuring agency mentioned in Article VII, Section 1 (b).

Section 2: (a) Authority to expend Club funds, or to execute contracts or other legal instruments which incur the liability of the Club, in excess of Twenty-Five Thousand (\$25,000.00) dollars must be approved by the membership at a duly held meeting.

(b) Individual Board Members shall not expend funds or execute contracts or other legal instruments which incur liability to the

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Club in excess of Five Hundred Dollars. Any such action or expenditure in excess of Five Hundred Dollars must be approved in advance by the Board of Directors.

Section 3: All checks and other legal documents for the withdrawal of Club funds shall require two authorized signatures, one of which shall be the President or Executive Vice-President. Each and every such check and other legal document shall be countersigned by a second duly elected Officer of the Club as defined in Article IX.

Section 4: (a) The Club accounts and funds shall be reviewed by certified public accountants on an annual basis.

(b) The review shall be conducted by certified public accountants who are not members of the Club and who shall be approved in advance by the Board of Directors.

(c) A copy of the reviewed balance sheet and statement of income and expenses shall be available for inspection upon request by adult Club members.

Section 5: (a) In event of dissolution of the Club, all cash assets and the cash proceeds from the liquidation of other Club assets shall first apply to the satisfaction of all obligated liabilities of the Club.

(b) Any remaining cash shall be distributed among the certificate members in good standing on the date of dissolution.

ARTICLE VIII -- DIRECTORS

Section 1: (a) There shall be a Board of Directors consisting of eleven (11) adult members.

(b) Not more than one (1) adult member of any membership shall be a director at the same time.

(c) The full term of office shall be three (3) years, or until a successor is elected.

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- Section 2:
- (a) Election of directors shall be by marked ballot and at any duly held membership meeting.
 - (b) At each annual meeting of the membership, all expiring Board Memberships shall be filled and the proper number of new directors shall be elected to serve full three (3) year terms.
 - (c) Additional directors shall be elected to serve specified unexpired terms of vacancies existing on the Board of Directors.
- Section 3:
- (a) Candidates for election as directors shall be nominated by the Nominating Committee or by action of the Board of Directors.
 - (b) Candidates may be nominated in writing signed by fifteen (15) certificate members in good standing. Such written nomination shall be delivered to the Secretary not later than twenty (20) days prior to the meeting at which such elections are to be held.
 - (c) Interim Directors shall be appointed by the Board and shall serve, at the discretion of the Board, either the remainder of the vacated directorial term or until the next Annual Meeting.
- Section 4:
- (a) Any director shall be disqualified and removed from office when his membership is delinquent or terminated, or his privileges have been suspended.
 - (b) Any director may be disqualified and removed from office by a vote of two-thirds (2/3) of the directors for failure to attend two (2) consecutive meetings of the Board of Directors.
 - (c) Any director may be removed from office by a vote of the membership at a duly held meeting of the membership.

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- (d) A director elected to fill a vacancy on the Board of Directors shall be considered to have served a full term if he has served a period of eighteen months prior to the annual meeting.
- Section 5: (a) The Board of Directors shall hold regular meetings once each month.
- (b) Six (6) directors present in person shall constitute a quorum capable of transacting proper business.
- (c) Procedure for all meetings shall follow Robert's Rules of Order.
- Section 6: (a) Subject to these By-Laws, the Board of Directors shall direct and control the financial and business affairs, the operating management, and such other things and matters as it may deem necessary for the continuing operation and improvement in the best interest of the Club.
- (b) No individual director shall transact any business in the name of the Club, except as authorized by the Board of Directors.
- Section 7: Directors shall serve without compensation.
- Section 8: (a) Each person who acts as a Director or Officer of the Club shall be indemnified by the Club against expenses actually and necessarily incurred by him in connection with 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 relations 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.

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- (b) The right of indemnification provided herein shall insure to each Director and Officer referred to in (a), 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.
- (c) Directors shall be indemnified to the extent not prohibited by law.

ARTICLE IX -- OFFICERS

- Section 1:
 - (a) The officers of the Club shall be a President, an Executive Vice-President, an Operations Vice-President, a Secretary, and a Treasurer.
 - (b) Only directors who have served at least six months shall be eligible for election as officers.
- Section 2:
 - (a) Officers shall be elected by the Board of Directors from among its members at its first meeting following the annual meeting of the membership.
 - (b) Officers shall hold office for a term of one (1) year or until their successors are elected.
- Section 3: Subject to Article VII, Section 2, all officers are authorized to approve expenditure of funds necessary to the performance of their duties.
- Section 4:
 - (a) The President shall attend to the general administration of the Club.
 - (b) Subject to Article X, the President may appoint, subject to confirmation by the Board of Directors, committees, designate the chairman thereof and define their duties and authority except for the nominating committee.

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- (c) He shall be Chairman of the Executive Committee and ex-officio, a member of all committees, except the nominating committee.
 - (d) When approved by the Board of Directors, or membership, he may execute contracts and other legal instruments which incur the liability to the Club.
- Section 5:
- (a) The Executive Vice-President shall attend to the financial and business affairs of the Club.
 - (b) He shall be Chairman of the Finance Committee.
 - (c) In the absence of the President, he shall preside at meetings of the Board of Directors and of the membership.
- Section 6:
- (a) The Operations Vice-President shall attend to the operating maintenance and management affairs of the Club.
 - (b) He shall be Chairman of the Operations Committee.
 - (c) In the absence of the President and Executive Vice-President, he shall preside at meetings of the Board of Directors and of the membership.
- Section 7:
- (a) The Secretary shall attend to the corporate and membership records, excepting financial records, of the Club.
 - (b) He shall keep minutes of all meetings of the Board of Directors and of the membership.
 - (c) He shall assure safekeeping of corporate Club documents.
 - (d) In the absence of the President and the Vice-President, he shall preside at meetings of the Board during the election of a temporary chairman.
- Section 8:
- (a) The Treasurer shall attend to all matters pertaining to the

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Financial records of the Club. He shall ensure the following duties are fulfilled by him or at his direction by any employee hired by the Board of Directors to attend to such matters:

- (b) Collect all obligations and indebtedness due the Club and send statements to certificate members and other debtors, as necessary.
- (c) Deposit Club funds in the designated depositories. When authorized, he shall purchase Treasury Bills, as provided in Article VII, Section 1(c).
- (d) Prepare all checks and other legal instruments for withdrawal of Club funds to pay Club liabilities.
- (e) Report a current balance sheet at each regular meeting of the Board of Directors.
- (f) He shall be a member of the Finance Committee.

Section 9:

- (a) Any officer shall be removed from office when disqualified as a Director.
- (b) Vacancies in the offices of President and Executive Vice-President shall be filled in the order of presiding precedence. Vacancies in the offices of Administrative Vice-President, Secretary and Treasurer shall be filled by an election of the Board of Directors.

ARTICLE X -- COMMITTEES

Section 1:

- (a) The standing committees of the Club shall be the Executive, Finance, Operations, Membership and Nominating Committee.
- (b) The chairman of standing committees may appoint sub-committees, defining their duties and authorities, and

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designate the chairman thereof. They shall be a member of all such sub-committees.

- Section 2:
- (a) The Executive Committee shall consist of the officers of the Club.
 - (b) It may consider any matter pertaining to the administration and welfare of the Club and make recommendations to the Board of Directors.
- Section 3:
- (a) The Finance Committee shall prepare an annual budget for approval by the Board of Directors, and recommend the amount of annual dues, guest fees, fines and assessments.
 - (b) It shall consider all financial and business affairs of the Club.
 - (c) It shall exercise control over the purchase and sale of all supplies, equipment and capital expenditures for the Club.
 - (d) It shall plan the development, improvement, or acquisition of Club facilities and properties, and make recommendations to the Board of Directors or membership.
- Section 4:
- (a) The Operations Committee shall consider all things and matters pertaining to the operation and maintenance of the Club facilities, equipment and properties.
 - (b) It shall consider all matters pertaining to the Regulations and Rules of the Club, and make recommendations to the Board of Directors.
 - (c) It shall consider and attend to all matters pertaining to paid employees of the Club.
- Section 5:
- (a) The Membership Committee shall consider and attend to all matters pertaining to membership in the Club.
 - (b) It shall attend to and supervise all activities sponsored by the Club.

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- (c) It shall attend to all matters pertaining to the publicity of the Club.
 - (d) It shall appoint, subject to confirmation by the Board of Directors, members who are not directors to the Nominating Committee.
- Section 6:
- (a) The Nominating Committee shall consist of five adult Members, at least two (2) of which shall not be directors.
 - (b) It shall have the duties provided in Article VIII, Section 3 of these By-Laws. In the event the Nominating Committee is unable or unwilling to perform its tasks, the President may perform any such tasks.
 - (c) Directors to serve on the nominating committee shall be selected, by secret ballot, by the Board of Directors.

ARTICLE XI -- MISCELLANEOUS

- Section 1: Any notice to any Member may be delivered by the Club electronically via email or via regular U.S. Mail. Any notice dispatched electronically via email to a record certificate member at the last email address set forth in the Club records or via regular U.S. Mail and mailed to a certificate member at the last common street address set forth in the Club records shall constitute proper and valid notice.
- Section 2: The proper interpretation of any provisions of these By-Laws shall be determined by the Board of Directors.
- Section 3: All points not covered by these By-Laws shall be ruled upon according to Roberts Rules of Order.

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ARTICLE XII -- AMENDMENTS

Section 1: Adoption of new By-Laws shall require a vote of two-thirds (2/3) of the certificate members present in person, or represented by proxy, at a duly held meeting of the membership. Alteration, change or amendment of an existing By-Law shall require either (i) a vote of two-thirds (2/3) of the certificate members present in person, or represented by proxy, at a duly held meeting of the membership or (2) the unanimous vote of the Board.

Section 2: (a) The wording of each proposed alteration, change, or amendment to these By-Laws shall accompany the notice of the meeting at which such action shall be transacted.

(b) In the event of proposed adoption of new By-Laws, a complete set thereof, shall accompany the meeting notice.