**BY- LAWS OF CUMBERLAND ESTATES RECREATION CLUB, INC.**

(Revised May, 2017)

**ARTICLE 1**

**NAME**

1 - 1 The name of the Corporation shall be Cumberland Estates Recreation Club, as provided in the Articles of Incorporation.

**ARTICLE II**

**PURPOSE**

2 - 1 The Corporation shall be "Beneficial and Non-Profit", primary objective being for recreational and community purposes.

**ARTICLE III**

**OFFICES**

3 - 1 The principal office shall be in Knoxville, Knox County, Tennessee.

**ARTICLE IV**

**MEMBERSHIP**

4 - 1 Geographical Limitations: Membership in this Corporation shall be limited to occupants of Knoxville, TN. The term "Occupant" shall include any person in possession under a title or lease, oral or written, who is occupying any lot in the above described area as a bona fide residence. The President and Secretary, or in their absence, any other two elected officers of the Corporation and discuss the By-Laws and rules of the Corporation with said parties requesting membership before transfer of stock is made.

4 - 2 Family Units: Membership in the Corporation shall consist of family units, including all regular members of the household living together as a family unit.

4 - 3 Numerical Limitations: The number of family unit members shall be limited to 80 (eighty) maximum.

4 – 4 Waiting List: The Secretary will follow the order of the waiting list when contacted by a person wanting membership when the membership families has reached the maximum of 80. When a family on the waiting list is contacted by the Secretary, they have 24 hours in which to decide if they want to purchase the membership and to notify the Secretary. Then they have 10 days to complete the membership. If either of the above time limits are not complied with, the membership will automatically go to the next family on the waiting list.

4 - 5 Membership Privilege: All members in good standing of the Corporation and regular members of their households shall be accorded the facilities of Corporation, subject to the Pool rules and regulations which shall be given to all members. All member families shall purchase a key which will open the gate of a fenced in pool. The membership shall have the right to invite up to 4 guests (all guests must be chaperoned by a member of that household), and to use the Corporation facilities as desired with the following exceptions:

a. No large group or party may be invited without reservations made through the Treasurer. A deposit of $50.00 must be made in advance. The deposit money will be used for extra chemicals required for the extra people and the use of the pavilion. Parties are limited to 2 hours. A maximum of 50 party guests are allowed. The $50 fee covers the first 25 guests. A fee of $2.50 per guest over the first 25 is required. TRASH MUST BE TAKEN OFF BY MEMBER RESERVING POOL ON SAME DAY AS PARTY! An Executive Officer to ensure pool grounds are clean and trash has been taken off. If not cleaned up on the same day, a bill for $25.00 will issued to the member. If the fee is not paid timely it is possible that the member shall lose party privileges for the remainder of the year. The pool may be reserved for a party Monday thru Friday at any time. On Saturday and Sunday parties can be scheduled after 5pm only. The pool may not be reserved for a party on holidays. Members are allowed Pool privileges at any time during the party.

b. Anyone having an unscheduled party will be assessed a fee of $100.00. If member does not pay this fee, Pool membership will be suspended for the remainder of the year.

c. The Corporation officers may alter visitor privilege if they deem such alteration to be advantageous to the membership. Such alteration of visitor privileges may be changed at any annual or special meeting.

4 - 6 Responsibility: Members shall be responsible for conduct and observance of rules, By-Laws, and the protections of properties of the Corporation, for said members family and their guests.

4 - 7 Membership Fee: A membership fee shall be levied against each member family to maintain the Pool and to pay for insurance, water, electricity and other costs incidental to the Corporation. Such fees will be due May 1st of each year, the amount to be determined by the Corporation officers. The officers will not be required to pay this fe due to the large amount of work sdfrequired of them (on the condition that they complete their term of office). Returning members are encouraged to pay the membership fee in monthly installment during the off season. Notice of these payments will be given to members by the Secretary.

4 - 8 Forfeiture of Membership Privilege:

a. Forfeiture of membership for non-payment of dues will be noted by the Treasurer and he/she will, in turn, notify the Vice-President of the Corporation to pick up the said forfeited member's key.

b. Any member family repeatedly failing to obey Pool rules, or violating the By-Laws will be given a just hearing by the Corporation officers and any member family may be suspended for a period not exceeding 3 months by an affirmative vote of 3 of 4 Corporation officers, such suspension to be in effect for the following 3 swimming months, and may be expelled from the Corporation by three fourths affirmative vote of the entire membership.

**ARTICLE V**

**FACILITIES**

5 - 1 Property: Mr. Bradley Dean, of Dean & Company, the developer of Cumberland Estates, is to deed lots 10-11 on Conway Circle, Cumberland Estates, District 5, Knox County, Tennessee to the Cumberland Estates Recreation Club. There being a mortgage of $200.00 on each lot, $400.00 is to be paid to Mr. Bradley Dean upon issuance of a "Warranty Deed" on lots 10 and 11 to the Corporation. This shall be done within 90 days of formation of the Corporation or the Corporation shall be dissolved.

5 - 2 improvements:

a. The Corporation shall build a swimming pool, a minimum of 25 feet by 50 feet in size (larger if more practical). The Pool shall have a modern filtering system, and shall be well lighted. Construction of pool shall begin as early as feasible in 1959 as the Corporation officers direct.

b. Money taken in by the Corporation will be held in Escrow until completion of swimming Pool part of project. Failure to complete swimming pool would result in return of all money involved to the membership. Specific exception to the above is that the authorized elected officers would be authorized to withdraw money to cover:

1. Lawyer cost, if any.

2. Cost of Incorporation.

3. Money required to obtain a clear title to said property and a warranty deed from Mr. Bradley Dean, of Dean & Company.

4. Other expenses of a miscellaneous nature which might have accrued from the handling of the Corporations business.

c. In the event that there is a surplus of funds, from membership fund, after the improvements have been made, such funds shall be declared surplus and retained by the Treasurer in the Corporation bank account for future improvements.

**ARTICLE VI**

**MEETINGS**

6 - 1 Annual Meeting: A meeting of the member families shall be held the first Tuesday in March of each year for the purpose of electing new officers and the transaction of any other business authorized to be transacted by the members. Newly elected officers will assume their duties an April 1st of each year. Outgoing officers will show an up-to-date audit of the books to the new officers.

6 - 2 Special Meetings: Special meetings of the members of any purpose may be called by the President and must be called by him on receipt of a written request from 25% of the members eligible to vote.

6 - 3 Notice of Annual or Special Meetings: Notice of the annual meeting or of a special meeting, stating the time, place & purpose thereof shall be given to each member not less than five nor more than forty days prior to meeting.

6 - 4 Quorum: At any meeting of the members, 25% of the members entitled to vote, then issued and/or in good standing shall constitute a quorum except as specifically otherwise provided in the Bylaws.

6 - 5 Voting: At each meeting of the members every member then entitled to vote may vote in person or by proxy and shall have one vote for each share registered in his name. Vote by proxy may be informal but should be in writing with one signature only, or proxy is null and void.

**ARTICLE VII**

**OFFICERS AND BOARD OF DIRECTORS**

7 - 1 Number of Directors, Tenure, and Vacancies: The business and affairs of the Corporation shall be managed and controlled by a Board of 5 Directors who shall be elected annually by the members at the annual meeting. Each director shall hold office until the election of his/her successor. Any director may resign at any time. Vacancies occurring among the directors may be filled by the Board. The elected officers of the Corporation shall serve concurrently as the Board of Directors in the same capacity as elected by the membership.

7 - 2 Regular Meeting of the Board: immediately after each annual election the newly elected directors shall meet for the purpose of organization and transaction of other business. Other meetings of the Board may be held at such times and places as the directors determine.

7 - 3 Special Meetings: Special meetings of the directors may be called by the President and must be called upon the written request of one member of the Board. Notice must be given to each director at least two days prior to the meeting: such notice need not be in writing.

7- 4 Quorum: A majority of the Board of Directors shall constitute a quorum at all meetings of the Board.

7 - 5 Executive Officers: The Vice-President, Treasurer and Secretary, all elected annually by the membership. The Vice-President shall be the President elect and act as aid to the President. If the Vice-President cannot accept the office in the following year, then the President shall be chosen from the remaining 2 officers. No two offices may be held by one person at the same time.

7- 6 Subordinate Officers: The Board may appoint such officers and agents with such powers and duties as it shall deem necessary.

7 - 7 The President: The President shall preside at all meetings of the memberss and directors. He/she shall have general management of the affairs of the Corporation.

7 - 8 The Vice-President: The Vice-President shall in the absence or disability of the President, perform the duties and exercise the powers of the President and shall perform such other duties as the Board of Directors shall prescribe. The Vice-President shall be the President elect.Vice President shall be responsible for distributing one key per family unit to members of the Corporation that have paid the membership fee. When a member does not pay their annual fee, the Vice-President will pick up the said member's key. He/she is responsible for collecting keys from the members at the end of the current Pool season.

7 - 10 The Treasurer: The Treasurer shall have the custody of all funds, securities, evidences of indebtedness and other personal property of the Corporation and shall deposit the same in such bank or trust company as shall be designated by the directors or the President: he/she shall receive and give receipts, where required, and maintain documentation for money paid in on account of the Corporation, and shall pay out of the funds on hand all bills, payroll is, and other just debts of the Corporation of whatever nature upon maturity of the same: he/she shall enter regularly in books of the Corporation to be kept by him/her for that purpose, full and accurate accounts of all moneys received and paid out by him/her on account of the Corporation, and he/she shall perform all other duties incident to the office of Treasurer. He/she will be responsible for keeping current annual financial records in the safety deposit box in the bank.

7 - 11 The Secretary: The Secretary shall keep the minutes of all proceedings of the directors and of the members: he/she shall attend to the giving and serving of all notices to the members and directors or other notices required by law or by these By-Laws. He/she shall perform all other duties incident to the office of Secretary. He/she shall have charge of the membership records.

**ARTICLE VIII**

**FISCAL YEAR**

8 - 1 Fiscal: The fiscal year of the Corporation shall begin March 1 and end on February 28th

**ARTICLE IX**

**CHECKS, NOTES AND DEPOSITS**

9 - 1 Checks, Notes, Etc: All checks and notes of the Corporation shall be signed by the Treasurer. One other Officer will be on the bank account in case Treasurer is not available to pay the debt.

9 - 2 Depositories: The funds of the Corporation shall be deposited in such bank or trust company as determined from time to time by the directors.

**ARTICLE X**

**NOTICE AND WAIVER OF NOTICE**

10 - 1 Notice and Waiver: Any notice required to be given by these By-Laws may be given by mailing, emailing or telephoning the same to the person entitled thereto at his address as shown on the Corporations books and such notice shall be deemed to be given at the time of such mailing, emailing or telephoning. Any notice required to be given by these By-Laws may be waived by the person entitled to such notice.

**ARTICLE XI**

**AMENDMENTS**

11 - 1 Power of members to Amend, Etc.: The members may make, alter, amend and repeal the By Laws of the Corporation at any annual meeting or at a special meeting called for that purpose.

**ARTICLE XII**

**REMOVALS**

12 - 1 Removals: The members, at any meeting called at least in part for that purpose, by vote of a majority of the membership entitled to vote, may remove from office, with or without cause, any director and/or officer or agent of the Corporation and elect or appoint his/her successor. The Board of Directors may remove from office, with or without cause, any officer or agent elected or appointed by lt. Directors elected by the members to fill any vacancies shall displace directors elected in any other manner to fill any such vacancies.

**ARTICLE XIV**

**COMMITFEES**

13 - 1 Committees: The Board of Directors may appoint such committees as it deems necessary and may designate the duties and powers of same.

**ARTICLE XIV**

**BY-LAWS, POOL RULES, AND MEMBERSHIP LISTS**

14 - 1 By-Laws, Pool Rules, and Membership Lists: A complete revised and dated copy of the By-Laws and Pool rules shall be issued to every new member, and copies shall be available to any other member on request to the Secretary. Revised and dated Pool rules shall be sent by the Secretary to each member family at the beginning of each pool season. An up-to-date copy of the pool rules and membership list shall be posted on the Pool bulletin board during the Pool season.