

**THE By-laws
Of
THE BOGOTA SWIM CLUB, INC.**

Revised July 13, 2023

**ARTICLE I
TITLE AND OFFICES**

Section 1. The title of this corporation shall be BOGOTA SWIM CLUB, INC., (“Club”, “Bogota Swim Club” or “Swim Club”). As stated in the Lease Agreement dated 18 December 1995, By and between the Borough of Bogota, a municipal corporation of the state of the New Jersey, in the county of Bergen, New Jersey and the Bogota Swim Club, a non-profit organization of the state of New Jersey, having its principal office at Post Office Box 66, Bogota, New Jersey.

**ARTICLE II
ADMISSION OF MEMBERS**

Section 1. A person who is at least eighteen (18) years of age, who is of good character, and who resides in the Borough of Bogota, may be admitted to membership in the Club. Bergen County residents, upon admission to membership, shall enjoy the same rights and have the same obligations of resident members.

Section 2a: The Club shall have three tiers of members. A member shall be that particular person who has applied for membership, who has been formally admitted to membership in accordance with this Article and upon whom dues and assessments are imposed. A Bond may be held in the name of one person. Any Bond issued in more than one name as of August 1, 2008 shall be permitted. As with a resignation, any change in status of membership must be submitted in writing no later than February 1st of the current season.

a. **Bonded Membership:** This tier of member has paid the full Bond as assigned in Article II Sections 5 and 6. This tier of membership pays the full annual dues as assigned by the Board of Trustees. A full membership consists of all members of the household of the Bond holder as listed on the application. Rate will vary depending on the number of members in the household.

b. **Pre-Bonded Membership:** A Bond may be obtained over the course of four (4) consecutive years as a member. Pre-Bonded members are required to pay the current annual dues plus an additional \$100 towards their Bond.-When dues are paid for the fourth (4th) consecutive year, said member will obtain full Bonded-member rights and privileges. Should the member not renew their membership for four (4) consecutive years, all Bond money shall be forfeited.

c. **Senior Citizen (single or couple):** This tier of membership is a non-Bonded membership and the member(s) must be 65 years of age or greater. This tier of membership pays the full annual dues as assigned annually by the Board of Trustees.

Section 2b: Childcare Pass: This pass is for the full season for a person who is engaged as a childcare provider for an existing member. A fee of \$100 will be charged to the membership in addition to the regular annual dues. The person providing the childcare shall be over the age of 16 and shall not live in the same household as the member. This pass can use the club and its facilities only while actively engaged in childcare and may not use the club as a single membership.

Section 3. Members shall be admitted when applicants provide all necessary identification and proof of residency for all household members over the age of 18 listed on the application shall be required.

The Board of Trustees shall have the right to approve, by majority vote, a Temporary Membership under unusual circumstances. Such Temporary Memberships shall not be required to hold a Bond or pay any assessment fees. The fee for such membership shall be determined by the Board of Trustees. Temporary memberships shall have no right to vote at any meeting of the club. Temporary memberships shall be terminated as of Labor Day of the current season.

Section 4. A maximum of 400 member families shall be maintained. If the club's membership is at the determined maximum, all applications of prospective members shall be held in abeyance.

All applications held in abeyance shall be divided into two (2) groups. One group shall contain the names of residents of Bogota and the other shall contain the names of non-residents. Under no circumstances shall a non-resident be admitted to membership prior to a resident, regardless of date of application. Priority of application shall apply as between applicants in the same group.

Section 5. Every person admitted to a membership shall pay to the Club the capital value of a member, in the amount of \$400.00, with the exception of Senior Citizen memberships. Such capital value shall be the same for all memberships. This amount is otherwise known as the "Bond" and the person paying the Bond will be known as the "Bond Holder"

a. There shall be a subclass of membership referred to a Pre-Bonded member. These members will pay the regular membership dues based on tier plus an additional fee set by the Board of Trustees each year. Pre-Bonded members shall pay the resident or non-resident fee, plus an additional \$100 towards their Bond for four consecutive years. When dues are paid for the fourth consecutive year, the member shall become a Bonded member. Should the member not renew for four consecutive years, the accrued funds will be placed into the general operating account and the pending Bond will be null and void.

b. Each member shall have the option to pay on an installment plan. Those that chose to pay on the installment plan are to do so as follows. Full dues, as described in various articles in these By-laws shall be paid with submission of the application. The member shall then pay the dues and if applicable, the Bond starting the following month in equal monthly payments. All Payments will be due by the 10th of each month. The member shall also agree to pay monthly payments by check. The Board of Trustees shall specify these payments and the payment schedule at the time of acceptance.

c. The Board of Trustees may charge a processing fee for each transaction for credit and debit cards and these charges shall be passed on to the member. Such charges will be determined by current bank rates.

d. Failure of the member to make such payments may result in forfeiture of all monies and prevent access to the pool for the following season. The member does not become a full voting Bondholder until the entire Bond and associated fees are paid in full.

Section 6. -In the case of a divorce, the Divorce Decree shall include the disposition of the Bond for the Bogota Swim Club, in one party's name. In the event the non-Bond holding spouse wishes to retain a membership he/she shall post a new Bond and pay the membership dues for the current year. This is a one-time offer, which will only be offered to the original Bondholders.

ARTICLE III
RIGHTS AND DUTIES OF MEMBERS

Section 1. Except as provided by Article IV, Section 3 and Section 4, each Bondholder shall be entitled to one vote on each matter submitted to a vote of the members. In matters before the club which require a vote, only a single vote per household shall be cast by a member 18 or older.

Section 2. Each member, according to their tier, shall be entitled to full use of the Club's facilities. The Board of Trustees shall have full power to establish rules and regulations including the charging of fees, with respect to the use of the Club's facilities by other persons who are guests of a member

Section 3. If the Bogota Swim Club Inc. corporation is dissolved, any assets that may remain after the discharge of all liabilities shall be distributed equally among all Bondholders regardless of length of membership.

Section 4. Each Bondholder shall pay all dues postmarked no later than May 1st of each year. The Bondholder may elect to pay their dues via an installment plan. This plan will be available as set by the Board of Trustees and outlined in Article II, section 5b of the By-laws.

Section 5. Each member shall abide by the "Rules and Regulations" established by the Board of Trustees and shall undertake no activity, which is inconsistent with the best interests of the Club.

ARTICLE IV
TERMINATION OF MEMBERSHIP

Section 1. Except as otherwise provided by this Article, memberships are not transferable, and must be surrendered to the Club upon termination. In the case of Bonds issued in more than one name, the Bond may be transferred to one name as decided by the Board of Trustees on a case by case basis. The value of the Bond shall be prorated among the name holders as determined by the Board of Trustees.

Section 2. A Bondholder may voluntarily resign from the Club at any time by submitting a written resignation or email to the Membership Secretary. Such resignation shall not relieve the Bondholder so resigning of any obligation to pay dues or assessments previously imposed. Resignations that are submitted after February 1st of the current season will be liable for full membership dues for that current season. Said letters shall be sent to **PO Box 66, Bogota, NJ 07603** or emailed to **infobsclb@gmail.com**. The resigning member shall have two options for the returning of their Bond.

Option 1:

Members in good standing who resign prior to the February 1st deadline will be eligible to receive their Bond refund. The Bond shall be returned in the order that the resignation was received according to a list maintained by the Membership Secretary.

Option 2:

The resigning member may apply the capital value of the Bond to the upcoming season's dues and continue being a member for one additional season. The member shall be responsible for any increase

in dues or assessments levied for the upcoming season as well as any applicable late fees. The resigning member shall not be permitted to change membership class while applying the Bond. At the conclusion of the upcoming season, the member's status as an active member shall be terminated.

Section 3. In the event of the death of a Bondholder, the Bond reverts to the surviving spouse or oldest child or by Decree of Court. If such person is a minor, his or her voting rights shall be suspended until he or she attains the age of eighteen (18) but shall enjoy all other rights of membership conditioned upon his or her discharge of membership duties.

Section 4. A Bondholder may be expelled from the Club. A Bondholder or member may be suspended from Club privileges or use of Club facilities until the next meeting of trustees, for good cause shown, after an appropriate hearing and after a vote of not less than seven (7) Trustees present at any regular meeting of the Board.

Reasons for expulsion or suspension shall include, but not be limited to, delinquent payment of dues or assessments, theft of any property from the Club's premises, intoxication, abuse of any person or property associated with the Club, disregard for the Club's rules and regulations. Members are responsible for any actions of their guest(s). A guest entitled to use the Club's facilities under Section 2 of Article III may be similarly expelled or suspended.

Section 5. Any membership that is terminated for any reason, shall be entitled to receive from the Club the capital value of a membership, also known as a Bond, less outstanding dues or other assessments upon receipt of the Bond of a new member.

Section 6. Any member who pays their dues in full by May 1st is entitled to a guest pass of a value to be determined by the Board. Memberships will be held open until Labor day, at which point unpaid memberships will be terminated with Bond monies forfeited.

Section 7. Any member may request to suspend their membership for all or part of the season for any reason. To suspend their membership the member must request the suspension in writing and postmarked or emailed no later than May 1st for the upcoming season. The member must also agree to pay any assessment assigned for the year and must be a member who is not in arrears in any dues or assessments. If the member is in arrears for any dues and assessments they must be paid up through the preceding season. This is subject to Board approval on a case by case basis.

While under voluntary suspension the member has no privileges or rights at the pool. To remove themselves from voluntary suspension the member needs to pay their dues prorated to the end of the season.

ARTICLE V **MEETING OF MEMBERS**

Section 1. All meetings of the members shall be held within the Borough of Bogota.

Section 2. Written notice of all meetings of the members shall be served by the Membership Secretary not less than ten but not more than thirty days prior to the day of the meeting. This notice shall state the place, date and

hour of the meeting and shall contain a brief description of the matters which will be submitted to the members. The deposit in the United States mail, with postage prepaid, of a notice addressed to the member at his last address appearing on the records of the corporation shall constitute full compliance with the Section.

Section 3. At any meeting of the members, a Bondholder or household member, 18 years old or older may vote only in person.

Section 4. A general meeting of the members shall be held at 7:00 P.M. during the month of February in each year for the purpose of presenting the annual budget, electing Trustees, and for the transaction of any other business which may be presented.

Section 5. Special meetings of the members may be called at any time by the President or Vice-President in the event of the absence of the President, by a majority of the Board of Trustees, or by the written request of not less than ten percent of the members. No business other than that described in the notice required by Section 2 of this Article shall come before a special meeting.

Section 6. Except as otherwise provided by law or by these By-laws, all matters voted upon by the members shall be decided by a majority vote of Bondholders present at a duly held meeting.

Section 7. A general meeting will be held at the Club during the month of July at a time agreed upon by the Board of Trustees.

ARTICLE VI

Board of Trustees

Section 1. All powers of the corporation, except those specifically granted or reserved to the members by law or by these By-laws, shall be vested in Trustees, all of whom must be Club members in good standing. The affairs of the corporation shall be managed by a Board of Trustees composed of Bonded members, not to exceed 12 people. Nominations for trustee positions will be accepted up to and during the general membership meeting. Motions to accept nominations will be made and voted upon at that meeting,

Section 2. So that it will be a continuing Board of Trustees, four (4) trustees will be elected to serve a three (3) year term at each February General Membership meeting.

Section 3. In the election of Trustees, each Bondholder shall have as many votes as there are vacancies to be filled. A Bondholder shall cast one vote and no more for each candidate he/she wishes to support. The candidates receiving the largest number of votes are thereby elected to the vacancies. Upon closing of the nominations, ballots shall be distributed and collected by a committee of three Tellers, which committee shall be appointed by the Board of Trustees.

Section 4. A Trustee shall lose office upon the filing with the Corresponding Secretary of his/her voluntary written resignation or upon the termination of this Club membership. A trustee may be removed from office by a two-thirds vote of the other Trustees for good cause shown, which shall include, but not be limited to, habitual absence from meetings without satisfactory excuse, and continued neglect of duty. A Trustee may also be removed by a two-thirds vote at any General Membership meeting of the members, or at a special meeting called for the purpose by the members.

Section 5. Any vacancy which occurs before the end of a Trustee's term shall be filled by a majority vote of the remaining Trustees. A Trustee so elected shall serve for only the unexpired term. At the time of the next General Membership meeting, a successor shall be elected by the membership. In such an event, an appointed Trustee is permitted to be elected.

ARTICLE VII
MEETINGS OF THE Board of Trustees

Section 1. All meetings of the Board of Trustees shall be held once quarterly, or as needed, within the Borough of Bogota or vicinity.

Section 2. A regular meeting of the Board of Trustees shall be held within one week prior to a General Membership meeting. At each regular meeting, the Board of Trustees shall set by resolution the time and place of the next regular meeting.

Section 3. Special meetings of the Board of Trustees may be called at any time by the President, Vice President or by any three Trustees. Notice of such special meetings must be given no later than five days before the meeting either in person, by telephone or by mail. No business other than that communicated by the notice shall be considered at a special meeting. In the event an emergency arises, an extraordinary special meeting may be called, as stated heretofore in this Section, by telephone at the earliest possible convenience for a quorum.

Section 4. A simple majority (more than half) of the Trustees shall constitute a quorum at any meeting. If a quorum is not present at any meeting of the Trustees, a majority of those Trustees present may adjourn the meeting to another time with proper notice to absentee Trustees. Each member of the quorum shall have a vote on the Board of Trustees for matters relating to the board and not for matters before the general membership. No more than two (2) members of the same household may serve on the Board of Trustees. Trustees must be 18 or older.

Section 5. Except as otherwise required by law or by these By-laws, the act of a majority of the Trustees present at any meeting at which quorum is present shall be the act of the Board of Trustees.

ARTICLE VIII
COMMITTEE OF THE Board of Trustees

Section 1. At its regular General Membership meeting, the Board of Trustees shall appoint from among its members, persons to serve on any committee which is required by these By-laws. Each appointed Committee shall elect the officers necessary to fulfill its duties, except that the Chairman shall be a Trustee designated by the President.

Section 2. The Board of Trustees may at any time establish other committees. Members of such committees need not be Trustees but there shall be at least one Trustee among the members of each committee. The designation of such committees shall not operate to relieve the Board of Trustees, or any individual Trustee, of any responsibility imposed upon it or them by law.

Section 3. The Board of Trustees may at any time discontinue any committee established under Section 2 of this Article. The Board of Trustees may also effect any change in the membership of any committee. All committee assignments shall terminate no later than at the time of the next regular meeting.

Section 4: Trustees shall be designated as part of The Mayor and Council Committee as per the lease agreement between the Borough of Bogota and the Bogota Swim Club.

ARTICLE IX **OFFICERS**

Section 1. Following the February General Membership meeting, the Board of Trustees shall elect from its members a President, Vice-President, Membership Secretary and Corresponding/Recording Secretary and Treasurer. Each officer shall serve for the entire fiscal year unless his/her officership is prematurely terminated.

Section 2. A vote of two-thirds (2/3) of the Trustees shall have the power to remove any officer for good cause. An officer shall also lose office if at any time he ceases to be a Trustee or if he/she files with the Corresponding Secretary his/her voluntary written resignation. The Board of Trustees may appoint to any vacant office a successor from among the incumbent Trustees who shall serve for a period not exceeding beyond the next General Membership meeting.

Section 3. The President shall be the principal executive officer of this corporation. The President shall preside at all meetings of the members. They shall be an ex-officio member of all committees appointed by the Board of Trustees. They shall supervise and control the business and affairs of the corporation and he/she shall see that all orders and resolutions of the Board of Trustees are executed. The President shall have all powers vested in their office in compliance with the By-laws, and they shall perform all duties ordinarily incident to their office. In the event a majority of all Trustees including the presiding officer is not fully constituted on any action of the Board, then the President shall cast their vote to resolve the issue.

Section 4. The Vice-President, in the absence or in the event of the disability of the President, shall act in their place. In the absence or in the event of the disability of both the President and Vice President, the Presidential line of succession shall be Treasurer, Membership Secretary, and Corresponding/Recording Secretary. The Vice-President shall perform any other duties, which may be assigned to them by the President or by the Board of Trustees.

Section 5. a. The Corresponding/Recording Secretary shall keep in the Corporate Books, minutes of the proceedings at all meetings of the members and of the Board of Trustees. The Corresponding/Recording Secretary shall provide minutes of the previous meeting either in print or digital form at each meeting. They shall also maintain responsibility-of the Corporate Seal which may be held in a locked area in the Swim Club office. They shall see that all notices are duly given in accordance with the By-Laws or in accordance with law. They shall have custody of all correspondence and any Corporate records except those properly held in the custody of another officer.

b. The Membership Secretary is responsible for all mailings and emailings associated with the membership, which includes notification of the General Membership meeting and notice of dues. Their duties include processing applications, terminations, resignations and maintaining a current membership list in conjunction with the pool managers.

c. The Secretaries shall perform all duties assigned to them by law, by these By-laws, by the President, and the Board of Trustees.

Section 6. The Treasurer shall have custody of, and be responsible for, all corporate funds and securities. They shall deposit all receipts and disburse funds in accordance with the provisions of Article XI. They shall maintain records of all accounts in accordance with an accounting system approved by a public accountant, selected by the Board of Trustees. They shall submit financial reports to the Board of Trustees at each regular meeting and, when requested, at special or extraordinary special meetings. They shall submit the annual audit at the General Membership meeting of the members. The Treasurer shall perform any other duties, which may be assigned to them by Law, by these By-laws, by the President, or by the Board of Trustees, in compliance with the By-laws. The Trustees will approve an annual stipend for the Treasurer.

Section 7. The Board of Trustees may also appoint from the members in good standing any assistants to any of the Officers specified in Section I of this Article. An Assistant Officer shall perform duties under the supervision only of the Officer whom he assists. An Assistant Officer may not assume the duties of the Officer unless first appointed in accordance with provisions of Section 5 in Article VI and Section 2 of this Article.

ARTICLE X **DUES AND ASSESSMENTS**

Section 1. Dues and assessments may be classified either as annual dues or as capital assessments.

Section 2. Annual dues shall be determined by the Board of Trustees based on the expense budget for the coming year and presented to the members at the General Membership meeting.

Section 3. Notice of a possible increase in dues shall be sent to the members at the time of the General Membership meeting notice. Dues shall be payable not later than May 1st of each year.

Section 4. A new member, who is admitted after the midpoint of the season –August 1st, but before the end of the swimming season for that year, shall pay a prorated amount of such dues, computed on a method to be determined by the Board of Trustees. This method shall be published on the club website and posted to the club bulletin board at the start of the season.

Section 5. The proposed dues must be sufficient to meet the year's projected expenses as approved in the annual budget.

Section 6. Capital assessments shall include amounts assessed to provide funds for the construction, improvement or enlargement of the Club's facilities, to discharge indebtedness incurred for the construction, improvement or enlargement of the Club's facilities All capital assessments shall be imposed equally on all members. The Trustee's authority hereunder is not to exceed \$100.00 in any fiscal year. The due date for the assessment to be paid shall be determined by the Board of Trustees.

Section 7. All payments required to be made to the Club by members under the authority of this or any other Article of these By-laws are exclusive of any taxes which are now, or may be, imposed on such payment by federal, state or local laws.

Section 8. No dues, nor part thereof, shall be refunded in the event that pool operations are required to be suspended for any period.

ARTICLE XI
PROCEDURES FOR HANDLING
RECEIPT AND DISBURSEMENTS

Section 1. Depositories of the Club and respective maximum balances shall be resolved by the Board of Trustees at its General Membership meeting. The Board of Trustees may by resolution replace, add or cancel Depositories at interim meetings. Only one Depository may be used for all receipts and all expenditures of the Club and within this depository there shall be-a payroll account,an operating account, Bond account and capital account.

Section 2. Securities may be purchased when resolved by unanimous approval at a meeting of the Board of Trustees, as may be permitted by law.

Section 3. All payments by members must be directed immediately to the Treasurer who shall credit the accounts of each Payor.

Section 4. All other funds received by an Officer, Member, or Club Manager must be submitted to the Treasurer within a reasonable time after receipt thereof.

Section 5. All funds received by the Treasurer must be deposited in the designated accounts within a reasonable time after receipt thereof. Benefits derived from interest-bearing deposits or securities must be reported by the Treasurer at the next meeting of the Board of Trustees.

Section 6. Petty cash expenditures in excess of \$300 must be approved by the Board of Trustees. Petty cash is to be utilized for small expenditures, which require immediate payments. All payments must be accounted for by a receipt to allow for replacement of the expended cash. The Treasurer shall have interim authority subject to subsequent approval of the receipts at the next meeting of the Board of Trustees.

Section 7. All checks and withdrawals from all Depositories must be signed by the Treasurer and either President, Vice-President or Correspondence/Recording Secretary.

Section 8. All expenditures, including the replacement of Petty Cash, shall be made by check from the Operating Account. The canceled checks and supporting receipts therefore shall be retained by the Treasurer with the corporate records.

Section 9. The Board of Trustees are hereby authorized to insist upon persons handling funds or securities being Bonded.

ARTICLE XII
FISCAL YEAR

Section 1. The fiscal year of the corporation shall coincide with the calendar year.

ARTICLE XIII
SEAL

Section 1. The Board of Trustees shall prescribe the form of a corporate seal, which shall include the words “Bogota Swim Club, Inc.” and “corporate seal”. This seal shall be affixed to any document of the corporation whenever required by law, these By-laws, by the Board of Trustees or by custom.

ARTICLE XIV
AMENDMENTS

Section 1. These By-laws may be amended only by a two-thirds (2/3) vote of the Board of Trustees with the approval of two-thirds (2/3) of the members present at a general or special meeting.

Section 2. In the event these By-laws are required to be amended during the year, a special meeting of the membership must be called for the purpose.

ARTICLE XV

We attest that this is a true copy of terms as stated in the current lease.

ATTESTMENTS

We attest that this is a true copy of terms as stated in the current lease.

Revised July 13, 2023