



# Sugar Creek

RECREATION CENTER

103 Sugar Creek Road  
Greer, South Carolina 29650

## Sugar Creek Recreation Center By-Laws

Policy Effective Date: 02/23/2020

Revision History	
Date	Description
2/23/2020	Rewritten in new format. Revised Article IX to allow for proxy voting and slight edit to Article XIII to refer back to Article IX for voting protocols for By-Law amendments. Revised Article X, Section 4 to modify annual contribution to Capital Repair Fund from \$5 per household to \$100 per household, which is in line funding structure for past several years. Other minor editorial corrections throughout.

BY-LAWS (Amended February 23, 2020)

**ARTICLE I (NAME AND LOCATION)**

The name of this corporation shall be Sugar Creek Recreation Center, Inc., and shall be located in Greer, South Carolina.

**ARTICLE II (PURPOSE)**

The purpose and object of the corporation shall be to operate a not for profit association for the benefit of homeowners in a subdivision known as Sugar Creek - Section I & IV. The organization may implement programs to enhance the safety of the community and maintain and beautify the lakes and common grounds and promote the pleasure and general recreation of its members. It will also build, own and operate recreational facilities.

**ARTICLE III**

The corporation proposes to enter into an Agreement with Cothran & Darby Builders, Inc., and M. G. Proffitt, Inc., concerning the development of recreational facilities for the benefit of the members. Upon the execution of said agreement, the corporation and its membership shall be bound thereby and any provisions of these By-Laws which may be in conflict with, contrary to, or inconsistent with said Agreement, shall be ineffectual as to the rights of Cothran & Darby Builders, Inc., and M G. Proffitt, Inc., and the provisions of said agreement shall prevail.

**ARTICLE IV (GOVERNMENT)**

Section 1: The Corporation shall be governed by a Board of Directors, nine (9) in number, each of whom shall serve without compensation until his successor is elected and shall qualify as provided by these By-Laws.

No more than one representative of a single distinct membership as defined in Article VII of these By-Laws may serve as a director of the corporation at one time.

Section 2: At the first meeting of the corporation, upon nominations made from the floor, the membership shall elect five (5) directors for the term of one year and four (4) directors for a term of two (2) years. At subsequent annual meetings thereafter the general membership shall elect four (4) or five (5) directors, as the case may be, for a term of two (2) years. At the same time, the corporation shall elect such additional directors as may be required to serve out the unexpired term of vacancy or vacancies then existing on the Board.

Section 3: Any member of the Board of Directors may be removed by a simple majority vote of the membership at a duly held meeting. Also when any director shall have three (3) consecutive unexcused absences from the meeting of the Board of Directors, his office as director may be declared vacant by majority vote of the Board.

Any director who shall cease to hold active membership in the corporation automatically shall cease to be a member of the Board of Directors.

## ARTICLE V (BOARD OF DIRECTORS)

Section 1: Consistent with these By-Laws the Board of Directors shall:

- i. Transact all corporation business and make and amend rules and regulations for the use of corporation property. It may appoint and remove such officers, clerks, agents, servants, or employees as it may deem necessary and may fix their duties and compensations.
- ii. Fix, impose and remit penalties for violations of these By-Laws and rules of the corporation.
- iii. Elect from the Board of Directors a president, vice president, secretary and treasurer.
- iv. Fill any vacancy in the membership of the Board of Directors to serve until the next general meeting of active members at which time a permanent director(s) will be elected by a simple majority vote of the membership.

Section 2: The Board of Directors shall select one or more banks to act as depositories of the funds of the corporation and shall determine the manner of receiving, depositing and disbursing the funds of the corporation and the form of the checks to be used. The Board of Directors shall by proper vote, allow the Treasurer and/or Assistant Treasurer to utilize online banking to make disbursements for the corporation and any subsidiaries.

Section 3: Nothing in these By-Laws shall be construed to permit the Board of Directors to borrow or pledge the credit of the corporation without specific approval of a majority of the members attending and voting at a duly-held meeting.

Section 4: The Board of Directors shall hold its annual meeting each year immediately following the annual meeting of the membership. Thereafter, the Board shall meet at its convenience on call of the president, or upon five days' written notice given by a majority of the Board to each individual director.

At all director's meetings, a quorum shall consist of 5 members of the Board and a majority of such quorum may decide any questions that may come before the meeting.

Upon 48 hours actual notice in writing (including via facsimile or email) to each member of the Board by the President or at his/her direction, the Board may take any action that it could take at a meeting of the Board, provided that the action is approved in writing by 2/3 of the members of the Board. Any proposed action to be taken without a meeting cannot be amended without the amendment being provided to the members in accordance with the notice provision of this paragraph. Any member who actually participates in taking action under this paragraph can waive the notice requirement as to that member.

## ARTICLE VI (OFFICERS)

Section 1: The officers of this corporation shall be president, vice president, secretary, treasurer, and if deemed necessary by the Board of Directors, an assistant secretary and an assistant treasurer. The president, vice president, secretary and treasurer shall be elected annually by the Board of Directors from its membership and shall hold office until the end of the next annual meeting of the Board. The assistant secretary and assistant treasurer shall be appointed by the Board of Directors and hold office at its pleasure.

Section 2: The president shall preside at the meetings of the corporation and of the Board of Directors. He shall be the executive head of the corporation and shall appoint, subject to confirmation by the Board of Directors, all standing committees, designating chairmen thereof, and all special committees as may be directed. He shall be, ex-officio, a member of all committees.

The president shall appoint from the general membership an audit committee chairman whose function will be to review the accounts and records of the corporation and report the results of this review to the general membership at the annual meeting. (The audit committee chairman will appoint at least two individuals to assist him.)

Section 3: The vice president, in the absence or disability of the president, shall act in his stead. He shall be, ex-officio, a member of all committees.

Section 4: The secretary shall send out the notices of the meetings of the corporation and of the Board of Directors, keep the minutes and attend to the correspondence pertaining to his office. He shall be the custodian of the corporate seal, membership book, minute book and papers of the corporation and shall perform all duties pertaining to his office as may be asked of him by the Board of Directors.

Section 5: The treasurer shall attend to keeping title accounts of the corporation and subsidiaries, collecting revenues and paying all its bills as approved by the Board of Directors, or other agency authorized by the Board to incur them. He shall deposit funds of the corporation received by him in the name of the corporation in such depository as may be authorized by the Board. He shall perform such other duties pertaining to his office as may be asked of him by the Board. The board must maintain insurance coverage to cover any dishonest acts by any officer, director or treasurer. Also, the treasurer or assistant treasurer must on a monthly basis distribute by electronic mail, copies of all expenditures for the previous month with copies of reconciled bank statements to all board members and committee members.

Section 6: The assistant secretary and assistant treasurer shall perform such duties as may be assigned to them by the secretary or treasurer, respectively, or by the Board of Directors.

## ARTICLE VII (MEMBERS)

Section 1: An active membership is one in which the holder thereof has purchased a residence in Sugar Creek Subdivision and paid the prevailing annual membership dues before using any of the facilities provided by the corporation.

Section 2: Membership in this corporation shall be limited in number to four hundred and fifty (450) families.

Section 3: The joint ownership of an active membership interest by husband and wife with the right of survivorship shall be permissible. Otherwise, membership must be owned and controlled by one person who shall also meet the other criteria for membership in these By-Laws.

Section 4: Each active membership shall entitle the holder thereof to the use of the pool and other facilities of the corporation subject to its rules and By-Laws.

Section 5: Subject to Article XI of the By-Laws, any member aggrieved by any disciplinary action of the Board of Directors may appeal to the membership at a special meeting called for such purpose upon a minimum of ten (10) day's notice to the members and at such meeting a majority of members present in person shall be controlling.

Section 6: In voting for directors each active member may cast one (1) vote for each seat to be filled without accumulation. Each active member may cast one vote only upon each issue. When membership is held jointly by husband and wife, they may cast only one vote.

Section 7:

- i. All active members of the corporation shall be accorded the facilities of the club subject to the rules and regulations which shall be posted.
- ii. Upon written notice to and the approval by the Board of Directors, active members may temporarily assign their membership to renters of their homes, thereby relinquishing their own rights there under during the period of assignment. The renters to whom such assignments have been made shall be considered active members for all purposes except voting during the period of assignment and may use the facilities accordingly.
- iii. No member shall be allowed to have as a guest anyone who resides within the area served by this corporation and other areas designated by the Board of Directors. Other residents of Greenville County may attend as guests upon payment of proper fees to be set by the Board of Directors; however, grandchildren may enjoy the use of this corporation, subject to its By-Laws and rules, without payment of the guest fee.
- iv. The corporation assumes no responsibility, and no members, or guests shall have any claim against the corporation, for accidents or injuries or for property of any said party which may be brought into or left on the corporation premises.
- v. The club house shall be rented only to an active member who is subject to Article XI of the By-Laws. No other corporate property shall be rented.

**ARTICLE VIII (TRANSFER OF MEMBERSHIP)**

An active member must transfer his membership to a purchaser of his home.

## ARTICLE IX (MEMBERSHIP MEETINGS)

### Section 1: Annual Meetings.

- i. The annual meetings of this corporation will be in February at a place and time designated by the President. Notices of the meetings will be made in writing and mailed to all members at their last known address or delivered to them personally. It shall be mailed at least fifteen (15) days prior to the meeting and not more than sixty (60) days prior.
- ii. The notices of such meeting shall include:
  - a. the prior year's expenditures as compared with its budget,
  - b. the proposed budget for the ensuing year,
  - c. the proposed annual dues and other assessments necessary to meet the budget,
  - d. notice of other business the Board of Directors shall bring before the membership

### Section 2: Special Meetings.

- i. Special meetings of the membership may be called:
  - a. by a majority of the Board of Directors, or
  - b. by a written petition signed by a minimum of ten (10) percent of the members in good standing (dues paid) and submitted to the Board of Directors.
- ii. The notice of such meetings shall be made in writing and mailed to all members to their last known address or delivered to them personally at least fifteen (15) days prior to the meeting. The president will specify the date, place and time of the meeting except that the meeting must be scheduled within thirty (30) days of the date the request or petition was received.
- iii. The notice of such meetings will include:
  - a. announcement of the meeting with the place, date, and time,
  - b. description and discussion of the items to be voted upon,

**Note:** No new business may be introduced at special meetings.

### Section 3: Voting At Meetings Of The Members.

- i. At a duly-held meeting of the corporation, 5% of the membership, not to include the Board of Directors, shall constitute a quorum to do business and a simple majority of those present and voting shall be sufficient for the transaction of business, except as otherwise noted in these By-Laws (see Article XIII), or as provided by law. If a quorum is not present, the meeting will be rescheduled.
- ii. Representation by proxy shall be permitted, and proxy representation shall be accounted in determination of a quorum for all meetings. All proxies shall grant

voting privilege of the member to the Presiding Officer or to another member in good standing, and shall be written, signed, and filed with the secretary prior to the meeting being called to order. Each active membership may submit one proxy, which may be revoked if one is attending the meeting in person. Other than the Presiding Officer, no one member of the corporation shall be permitted to cast more than five total proxy votes.

#### Section 4: Order of Business for Meetings

Meetings shall be conducted following the guidelines established by Robert's Rules of Order. The official order of business at all regular meetings of the corporation shall be as follows:

1. Call to Order
2. Reading of Minutes
3. Report of Treasurer
4. Reading of Communications
5. Report of Committees
6. Unfinished Business
7. New Business
8. Adjournment

### **ARTICLE X (DUES AND ASSESSMENTS)**

Section 1: The annual dues shall be approved by the membership at its annual meeting. Dues must be paid by May 1<sup>st</sup> of each year. The Board of Directors' authority to expend funds for capital improvements not in the approved budget (or approved by general membership) shall be limited to \$1000.00 per project.

Section 2: Nonpayment of dues as specified shall bar a member and his family and guests from use of the corporation facilities and from voting privileges. Before reinstating a member who has been suspended for nonpayment of dues, the Board of Directors may set an additional charge for such delinquency not to exceed 10%.

Section 3: The annual dues assessment shall be based upon the residence only but in the event of nonpayment, shall become a lien upon all lots or portions of lots used by an owner in connection with his residence.

Section 4: A Capital Repair Fund shall be maintained at a minimum, annual support rate of \$100.00 per household. This will be part of the annual budget each year. This amount may be adjusted upward at the annual meeting if a majority of the members present so vote, but in no case shall it be reduced below the \$100.00 per year support rate. This fund will be maintained by the treasurer in an interest paying account or principal protected financial instrument separate from the operating funds for the center. This fund's expenditures shall be recommended by the Board to the members. Expenditures from thus fund will be budgeted in the Annual Budget or at a specially called meeting as set forward in Article IX, Section 2 of these By-Laws. Expenditures from this fund shall be for the repair and/or replacement of the physical plant of the Sugar Creek

Recreation Center, Inc. This fund shall not be used for new facilities that were not in existence prior to the budget year for which the expenditures are proposed nor for what would be considered normal maintenance and upkeep expenditures. The expenditure of monies from this fund shall be approved by a majority of the members attending the Annual Meeting or other special meeting called for this purpose.

#### **ARTICLE XI (SUSPENSION OR REVOCATION OF MEMBERSHIP)**

Section 1: The Board of Directors may deny any individual use of corporation facilities upon finding that said person has violated the By-Laws or rules and regulations of the corporation or has abused the corporation property.

Section 2: Any person against whom action is taken under this Article shall be given at least ten (10) days advance notice of the proposed action and shall be provided an opportunity to be heard at the meeting of the Board.

Section 3: Denial of corporation facilities to any person for more than two (2) weeks shall be only by action of at least two-thirds (2/3) of the directors at the meeting called for that purpose.

Section 4: Anything in the Article to the contrary notwithstanding, the Board of Directors may suspend, or may delegate to an appropriate committee or person the power to suspend, for periods not exceeding one week, any person found violating the regulations of this corporation. Should the occasion warrant, such suspension may be made immediately and without hearing, provided, however, that such suspension is made without hearing, then it shall be the obligation of the person making the suspension to contact the parent or person accused of the offense and provide them with an opportunity to have a hearing.

#### **ARTICLE XII (MISCELLANEOUS)**

Section 1: Full and complete disclosures of their activities relative to the operation of the corporation shall be made by committees and employees to the Board of Directors and by Directors and Officers to members at the annual meeting of the corporation.

Section 2: No dining facilities (other than facilities for light refreshments) will be provided on any premises under the control of the corporation.

#### **ARTICLE XIII (AMENDMENTS)**

The By-Laws of the corporation may be amended at any annual or special meeting of the members in good standing (dues paid) by a two-thirds (2/3) majority vote. Refer to Article IX, Section 3, for the voting procedures.