

# **BY-LAWS OF THE UPPER SAUCON SOCIAL QUARTERS**

## **ARTICLE 1**

### **ELECTION TO MEMBERSHIP**

Section 1 Application for membership shall be made in writing to the Membership Secretary. All applications for membership shall be endorsed by a least one member of the organization. Application shall be made upon such forms as may be determined from time to time.

Section 2 An applicant shall be declared duly elected to the organization when he has paid the required entrance fee and dues and when approved at a regular meeting of the membership. An applicant who has been rejected as a member cannot reapply for at least two (2) years and may not be the guest of any member. Any member may ask for a written ballot. Persons applying for membership must be of good character. Reasons for rejection must be given at a meeting and a letter sent by registered mail to the person rejected.

## **ARTICLE II**

### **PRIVILEGES and REQUIREMENTS OF MEMBERS**

Section 1 The privileges of all members shall include notification about all organizational activities by postings inside the Social Quarters and numerous rooms within our building; and the right to attend and participate at all meetings. Voting privileges are granted to any and all members upon attending their 2<sup>nd</sup> meeting in the 12 month period prior to the issue or motion being voted upon.

Section 2 Upon election to membership and during the time that membership is maintained, members shall be provided with a card verifying current membership. Membership cards are required to be presented upon request by the bartender or a Board member when patronizing the club or participating in club activities.

Section 3 every member shall be required to pay the annual dues in the manner and amount agreed upon by the membership.

Section 4 Every member shall be required to conduct himself in a mature manner while on the property of the organization and at public functions of the organization. Vulgar language will not be tolerated. Bartenders must refuse service to any visibly intoxicated member or guest.

Section 5 Any physical force employed by anyone upon another person will require immediate and permanent expulsion by order of the Board of Directors. A written complaint is not required when physical force has occurred. The Board of Directors may temporarily suspend any member against whom a complaint has been filed until final disposition of such charges has been made by the organization.

Section 6 Any officer or member of the organization may be reprimanded, removed from office, suspended, or expelled from membership upon a complaint being proffered against him/them in writing, signed by a member of the organization. The accuser will notify the Board of Directors in writing, in triplicate. The original copy shall be forwarded to the accused member, one copy shall be placed on file with the Secretary, and one copy will remain with the Board of Directors. After at least five days (5) written notice to the accused officer or member, the Board shall hold a hearing on the charges. They shall report their findings and recommendations to the membership of the organization at the next General Membership Meeting, and a two-thirds vote of members present at such meeting shall be sufficient to sustain the recommendations of the Board.

The written complaint must specify the violation of the policies, procedures, rules, regulations, Bylaws of the organization, or the breach of trust relating to duties assigned or other improper conduct. Such action must take place on the Club grounds or at a Club function, and shall include, but not be limited to physical force, property damage, personal or sexual harassment, bullying, inappropriate action, comments or language to another patron, and/or vulgarity.

Section 7 Once a person is expelled, there is a loss of all accrued seniority.

Section 8 Upon written request signed by the former member and filed with the Secretary, the Board of Directors may, provided there is an affirmative vote of two-thirds of the membership present at a general meeting, reinstate such former member to membership upon such terms as the Board of Directors may deem appropriate. Such reapplication may not be made in less than two years from the date of expulsion.

Section 9 Members can invite or bring guests. Non-members must sign the guest book along with a sponsoring member. When the member leaves the guest must also leave, unless another member will sponsor him & sign the guest book. A non-member may not purchase alcoholic beverages – they must be paid for by the member. A non-member visiting for the third (3<sup>rd</sup>) time must apply for membership. Visiting non-members (pool league organization or outside Club meetings held within our facilities) will not be required to apply for membership. They may purchase alcoholic beverages in accordance with PLCB laws and must sign the guest book, along with a sponsoring member. Non-members who are specifically on the premises to utilize the kitchen/dining services may not purchase alcohol and are not required to sign the guest book.

### ARTICLE III NOMINATION OF CANDIDATES AND ELECTION OF OFFICERS

Section 1 The organization's elected officers shall be a seven (7) member Board of Directors to include; President, Vice President, Secretary, Treasurer and three (3) at large members to the Board of Directors. The president, Vice President, Secretary and Treasurer shall be elected directly by the membership.

Section 2 All directors shall be elected for the term of two years. No one member may hold more than one elected office.

Section 3 In the event of a vacancy in an office by death, resignation, removal from the membership list, or removal from office for causes stated in Article II Section 6, the vacancy shall be filled by appointment of the President at the next regular meeting. In the event the office of President has been vacated, the Vice President shall fill the office of President and the president shall then appoint a person to fill the vacated position of Vice President.

Section 4 The President shall appoint a Membership Secretary and other temporary committees as needed.

Section 5 All members of the Board of Directors shall have due and timely notice of, and are obligated to attend all meetings of the Board of Directors and the General Membership. Board of Director Meetings shall be open to the membership.

Section 6 The Board of Directors shall meet each month at a time and place designated by the President.

Section 7 A quorum of the Board of Directors is a majority of the members of the Board of Directors.

Section 8 The nomination of Candidates shall be held at the regular meeting night of September and the annual election shall be held at the regular meeting night in October. All candidates shall be nominated by

a nominating committee appointed by the President at the Aug. meeting or from the floor. Nominations will close at the end of the September meeting.

Section 9 Any member in good standing, who has been a member of the organization for a minimum of one (1) year and has attended a minimum of two (2) monthly meetings in the past twelve (12) months, is eligible to run or be nominated for an office of a Board of Directors position for the organization.

Section 10 Absentee Ballots can be obtained from the Secretary by those who wish to participate in the election of officers, who are unable to attend the meeting on election night because of sickness or due to conditions of their employment or justifiable cause. Ballots may be delivered in person to the Club anytime that the Club is open. Such ballots will be under the control and supervision of the bartender on duty, and will be turned over to the appointed teller as soon as possible. Absentee ballots must be in the hands of the Secretary no later than eight (8:00) p.m. of said election night.

Section 11 The President will appoint three (3) tellers on election night who are not candidates for office. In case of a tie for an elected office, the membership will re-vote for those who are tied. In the event of a second tie, the President shall break the tie by a draw system. The luck of the draw system will be determined by the President, with the agreement of all parties concerned.

#### ARTICLE IV DUTIES OF OFFICERS

Section 1 The President shall preside at all meetings and conduct its deliberations in accordance with the Order of Business agenda. At the regular meeting of November, he shall appoint Auditors to audit the books of the Treasurer. In the absence, disability, or disqualification of the President, the Vice President shall serve in his place. The President may be an ex-officio member of all committees. Both President, and VP don't need to be ex-officio members of all committees.

Section 2 The Vice President, in addition to the duties as described in Section 1 above, may be an ex-officio member of all committees, assisting the President in the completion of his responsibilities and all other duties as assigned by the President.

Section 3 The Secretary shall record the proceedings of all regular, Board and special meetings in a book kept for that purpose, read the minutes of previous meetings, read all correspondence and do the necessary corresponding, fill out necessary forms and keep copies in appropriate files and perform all other matters pertaining to his office. The Secretary shall keep the Corporate Seal which shall have inscribed thereon the name of the Corporation, 1995 and the words Corporate Seal, Pennsylvania.

Section 4 The Treasurer shall oversee the book keeper's responsibilities and actions taken by him for the benefit of the organization. He shall oversee payments or pay out monies when so directed by the majority of the members present at any a regular or special meeting. The Treasurer shall be bonded.

Section 5 The THREE (3) AT LARGE MEMBERS OF THE BOARD OF DIRECTORS shall consist of the following:

1 Director will chair the BAR/LIQUOR COMMITTEE. The Chairperson (Bar Manager), along with the committee, will be responsible for stocking of the bar, overseeing hiring/firing bartenders, and supporting small games of chance clerk, and related bar duties. If it pertains to the bar this committee has oversight which includes inventory as directed by the Board of Directors.

1 Director will chair the PROPERTY/MAINTENANCE COMMITTEE. The Chairperson, along with the committee, will be responsible for all maintenance of personal property belonging to the organization and obtaining cost estimates when appropriate, the alarm system, supervise cleaning duties for all rooms including bar area, and provide a list of all assets.

1 Director will chair the BANQUET/CATERING COMMITTEE. The Chairperson, along with the committee, will be responsible for kitchen, food, functions and room rentals, and cleaning and maintenance of kitchen equipment. They will act as the liaison between the Board and the Bar Manager, and the catering company or whoever is running the kitchen or supplying food services.

All committees must consist of no less than one (1) and no more than three (3) members. The Chairpersons are responsible for reports at monthly meetings and conducting their own committee meetings as needed.

Section 6 The Board of Directors shall be responsible for making recommendations to the membership about all expenditures and financial decisions over \$1000.00. Any expenditure over \$1000.00 will require approval at the general membership meeting.

Section 7 In an emergency the Board of Directors may make financial decisions without membership approval, but must subsequently justify their actions at the next monthly meeting.

Section 8 The Board of Directors shall be responsible for all insurance, licenses, taxes and other state requirements as needed pertaining to the bar.

Section 9 At the January meeting, the Board of Directors shall present a report which shall include in detail, but not be limited to, the following items: all assets and liabilities of the corporation, a synopsis of receipts and disbursements of the corporation, the status of the membership of the corporation, and the status of any ongoing business of the corporation.

Section 10 Any officer absent for two consecutive Board of Directors meetings must notify the organization by letter on or prior to the third (3<sup>rd</sup>) meeting of the reasons for his absences. If no notification is received by the third meeting, his office may be declared vacant and his office filled according to Article III, Section 3, at the next regular meeting. Valid reasons for absences include, but are not limited to, the following: sickness, illness in the immediate family, job related, and personal family matters.

## ARTICLE V MEETINGS

Section 1 The name of this organization shall be Upper Saucon Social Quarters.

Section 2 The organization shall hold its regular meetings on the fourth (4<sup>th</sup>) Wednesday of each month for the transaction of such business that concerns the organization. Meetings of the members shall normally be held in the meeting rooms of the Upper Saucon Social Quarters at 4900 Lanark Road Center Valley, PA 18034. Special meetings may be convened by the President, from time to time, as necessity shall require. In such cases, no business shall be transacted other than that for which the special meeting was held. Notice of such meetings shall comply with Article II, Section 1, regarding notification of the membership.

Section 3 The annual election meeting of the members shall be held on the fourth (4<sup>th</sup>) Wednesday in October of each year if not a legal holiday. If a legal holiday, it will be held on the next full business day at seven (7:00) p.m. when they shall elect the nominated Directors and transact any other such business as may be properly brought before the meeting. New members and officers of the Board of Directors take office on the next January 1.

Section 4 Written notice of every membership meeting shall be posted by or at the direction of the Secretary to each member of record entitled to vote at the meeting at least seven (7) days prior to the day named for the meeting, unless a greater period of notice is required by statute in a particular case.

Section 5 At the direction of the Secretary, notice of monthly general membership meetings will be posted inside the club premises and on the events monitor in the bar room.

## ARTICLE VI DUES

Section 1 The dues of the organization shall consist of an initiation fee and annual dues determined by the general membership, payable upon application. All dues must be paid by the last day of February of each year. Anyone who has not paid their dues on time but submits payment by March 31<sup>st</sup> is required to pay a "late fee". Anyone without a reasonable explanation deemed to be acceptable by the Board of Directors, will need to reapply for membership, and shall lose all seniority already accrued. The fiscal and membership year shall be from January 1 through December 31 of each year.

## ARTICLE VII QUORUM

Section 1 Any members (including members of the Board of Directors) shall constitute a quorum to transact the necessary business at any regular meeting of the organization.

## ARTICLE VIII BUILDING AND PROPERTY REGULATIONS AND ENFORCEMENT

Section 1 No signs, advertisements, etc. shall be placed on the outside of the building or on the grounds unless directly pertaining to the organization.

## ARTICLE IX TRANSACTION OF BUSINESS

Section 1 The corporation shall make no purchase of real property nor sell, mortgage, lease away or otherwise dispose of its real property, unless authorized by a vote of two-thirds of the membership. If the real property is subject to a trust, the conveyance away shall be free of trust.

Section 2 Whenever the lawful activities of the corporation involve the charging of fees or prices for its services or products, it shall have the right to receive such income and, in so doing, may make an incidental income in excess of expenses. All such incidental income shall be applied to the maintenance and operation of the lawful activities of the corporation, and in no case shall be divided or distributed in any manner whatsoever among the members, directors, or officers of the corporation.

Section 3 All checks or demands for money and notes of the corporation shall be signed by the Treasurer or appointed Director. At the meeting of the Board of Directors immediately following receipt of monthly statements of the banks, the Treasurer shall present such statements to the entire Board of Directors for review and approval.

ARTICLE X  
AMENDMENTS

Section 1 Any part of these Bylaws may be amended by a vote of two-thirds of the members present at any regular meeting, provided that any proposed changes shall be signed by three members and presented at the stated meeting. Such proposed amendments shall not be acted on until the next meeting. All members must be notified in writing of all proposed amendments to the Constitution or Bylaws at least thirty (30) days prior to the meeting at which such amendments or changes are to be voted upon.

ARTICLE XI  
Rules

Section 1 These bylaws are guidelines. All rules not covered by these by-laws shall be governed by "Robert's Rules of Order".

ARTICLE XII  
By-Laws: Amendments

Section 1 Adopted: September 24, 1953  
Revised & Amended:

September 24, 1958  
June 24, 1964  
March 27, 1968  
January 26, 1972  
July 25, 1979  
February 25, 2015

September 25, 1985  
April 24, 1996  
April 23, 1997  
June 22, 2000  
June 27, 2001

ARTICLE XIII  
ORDER OF BUSINESS FOR UPPER SAUCON SOCIAL CLUB MEETINGS

1. Meeting Called to Order.....President
2. Roll Call of Officers.....Secretary
3. Reading of Previous Minutes.....Secretary
4. Treasurer’s Report.....Treasurer
5. Membership Secretary’s Report for New Members.....Membership Secretary
6. Report of All Committees.....Committee Chairpersons
7. Correspondence.....Secretary
8. Unfinished Business.....President/Secretary
9. New Business.....President
10. Good of the Order/Announcements.....President
11. Verification of Attendance/Sign-In Sheet.....Secretary
12. Adjournment.....President

SPECIFIC MONTHLY INCLUIONS TO REGULAR AGENDA

- (August) Appointment of the Nominating Committee.....President
- (September) Nominating Committee Report of Nominations.....Committee
- (October) Election of Officers, Election Tellers’ Report and/or tie Braking Procedures.....President
- (November) Installation of Officers.....President
- (December) Appointment of Committees for the Ensuing Year....President
- (January) State of the Organization Condition.....Board of Directors□