

The Palisades Swimming Pool Association, Inc.

BYLAWS

ARTICLE I – GENERAL PROVISIONS

SECTION 1: NAMES

The name of this organization shall be the Palisades Swimming Pool Association, Inc.

SECTION 2: PURPOSE

The purpose of this Association is to promote the health and general welfare of its members through the construction, ownership, and operation on a non-profit basis, of a swimming pool and other recreational facilities and to promote and support community relations.

SECTION 3: CORPORATE SEAL

The corporate seal shall have inscribed thereon the name of the Association, the year of its organization, and the words, "Corporate Seal, Maryland."

ARTICLE II – MEMBERSHIP

SECTION 1: ELIGIBILITY

- a. The Association membership shall consist principally of family units in Montgomery County, Maryland. A family unit shall consist of the head of a household and the resident members of the family, and upon approval by the Board of Directors, any other person residing with family as a member of the household.
- b. Eligibility for membership shall be determined without discrimination because of sex, race, religion or national origin. If a waiting list of membership is established, priority shall be determined by the date application is received or by postmark, whichever is earlier, except as provided in Article 11, Sections 4, 5, and 7 of these Bylaws.

SECTION 2: APPLICATION

- a. Membership may be applied for in writing in such form and at such time as may be prescribed by the Board of Directors. There will be a non-refundable application fee. All applications that indicate that the applicant may not be eligible for membership shall be referred to the Board of Directors for consideration at its next regular meeting. Qualified applicants shall be admitted to membership upon payment of the bond within 30 days after written notification that a membership is available for their purchase.
- b. If no regular membership is available, the applicant shall be placed on a waiting list. When a membership becomes available, it shall be offered to the next person on the waiting list. Applicants who refuse voting membership will be dropped from the waiting list.
- c. The Board of Directors shall regulate the waiting list and admission of members. The regulations concerning the waiting list and the admission of members shall be readily available for inspection.

SECTION 3: MEMBERSHIP STATUS

- a. A certificate of membership shall be issued by the Association to each new member upon receipt of all fees currently required.
- b. The maximum number of voting members is 750. The Board of Directors shall determine the number of voting members up to the maximum. Memberships may be sold only to the Association which will purchase and resell memberships in accordance with Article 11, Section 5 of the Bylaws.
- c. Each Certificate of Membership shall be entitled to one vote.

- d. The individual members of the Association shall be classified as follows:
 - (1) Voting Member – The person designated by a family owning a Certificate of Membership to vote in the affairs of the Association.
 - (2) Associate member – All non-voting resident family members of the voting member’s household.
 - (3) Inactive member – A voting member and associate member who elect to rent membership for the season in lieu of paying the dues.
 - (4) Temporary member – An active member of the pool that does not own a bond.
- d. Inactive members retain their voting rights and continue to share in the full obligations and responsibilities which accompany membership, to the extent that they are obligated to pay all special assessments and/or other charges.
- e. The Board of Directors is prohibited from creating other classifications of membership in addition to those already described in these Bylaws without approval of the membership by majority vote at an annual or special meeting.

SECTION 5: SALE OF PERMANENT MEMBERSHIP

SECTION 4: TRANSFER OF MEMBERSHIP

The Board of Directors may establish regulations for the transfer from active to inactive membership status, and vice versa, and for the transfer of the use of the membership of an inactive member to a temporary member. Such regulations shall include the following provisions.

- a. A membership to be rented shall be offered by the Association to persons on the pool waiting list in order of their position on the list. Acceptance or refusal does not affect the position on the waiting list providing the inactive administrative fee is paid. A member renting his/her house may request that his/her pool membership be rented to his/her tenant without regard to the waiting list. If there is no waiting list, other arrangements can be made subject to the approval of the Board.
- b. The temporary members shall agree in writing to pay all fees as fixed by the Board and meet all obligations resulting from membership not otherwise provided for in these Bylaws. The term of the temporary membership shall be from April 1 to November 1.
- c. Temporary members will have no voting privileges.
- a. A member wishing to sell his/her membership shall notify the Board of Directors in writing. The membership shall then be offered to persons on the waiting list in the order of their position on the list. Exceptions will be made in accordance with Article 11, Section 7 so that a member who sells his/her house may, without regard for the waiting list, designate the buyer of his/her house as the person to whom the Board shall offer the membership. Memberships will be sold at the then prevailing price of memberships as determined by the Board of Directors. Nothing in this section shall be construed as exempting prospective members from the requirements of submitting a membership application for approval as set forth in these Bylaws.
- b. Within a reasonable time and under such conditions as may be established by the Board of Directors, the Association must repurchase any membership offered for sale as long as there is an available purchaser. When there is no purchaser available, the Association must repurchase any membership offered for sale only when it is financially able to. The Association shall pay to the selling member for his/her membership the amount he/she paid or \$500.00, whichever is greater, plus any assessments paid by the member.

**SECTION 6:
SUSPENSIONS AND TERMINATION**

- a. Any member may, for cause and after having been given an opportunity for a hearing, be suspended for a period of not exceeding three (3) months by a two-thirds (2/3) vote of the Directors present at any meeting of the Board of Directors, or expelled by a two-thirds (2/3) vote of the entire membership of the Board. Cause for suspension or expulsion shall, in general, consist of conduct unbecoming a member.
- b. The Board of Directors may delegate to the Program Director, or to a responsible employee of the Association, the power to suspend without hearing the privilege of using the facilities of the Association for the violation of Association Rules and Regulations, provided such suspension does not exceed seven (7) days. A written report of such suspension containing reason, therefore, shall be submitted to the President within twenty-four (24) hours. A copy of such report shall be furnished to the suspended member unless such member is a minor, in which case a copy of the report shall be furnished to the adult member.
- c. The Board of Directors shall have the authority to buy back a membership when a member has been delinquent for three consecutive seasons. A delinquent member shall be defined as a member who has neither replied to correspondence nor paid assessment. This provision shall not apply to a member whose employment or educational pursuits require an absence from the area of more than three (3) years, but whose intention is to return.

SECTION 7: RESPONSIBILITIES

- a. All active members of the Association shall be accorded the facilities of the Association subject to Association Rules and Regulations, which shall be posted prominently at all times on the Association premises.
- b. The Association shall be reimbursed by the individual members for any property of the Association broken or damaged by him or his

guest. No person shall take any property belonging to the Association.

- c. The Association assumes no responsibility, and members or their guests have no claim against the Association, for the property of members or guests which may be brought into or left in the Association's buildings or grounds.
- d. The Association is not an insurer of the safety of the members or their guests and shall not be liable for personal injury or property damage other than that which may be imposed by law. Members are hereby notified by adoption and publication of these Bylaws, and are on notice to inform their guests, of these facts. The Association shall carry personal liability and property damage insurance, which shall be set by the Board of Directors at a reasonable amount.

SECTION 8: CHANGES IN FAMILY STATUS

- a. In the event of the death of a voting member the surviving spouse shall automatically become the voting member; but if there is no surviving spouse, the Board of Directors may confer the status of voting member upon another associate member in the household of the deceased or may make such other disposition of the voting membership as shall be in the best interests of the Association.
- b. In the event of divorce or separation, the spouses shall agree to the disposition of the membership and jointly notify the Association in writing. The other spouse shall have the right to decide, within 30 days after the membership is awarded to one spouse, to purchase a membership without regard to the waiting list. However, the spouse can choose to place his/her name on the waiting list within one year, and may remain a temporary member until his/her name comes up for a voting membership.
- c. Children of voting members of the Association who reside in metropolitan Washington and who no longer are within the members' households may be placed at the top of the waiting list by paying the application fee.

**ARTICLE III – BOARD OF DIRECTORS
Association, Inc.**

ARTICLE III – BOARD OF DIRECTORS

SECTION 1: COMPOSITION

- a. The Board of Directors shall consist of up to seventeen (17) members. The principal officers are the President, Vice President, Secretary, and Treasurer. In addition, there will be thirteen (13) ~~Directors: Facilities Director, Membership Director, Program Director, up to nine (9) Directors-at-Large, and the immediate past President.~~ **for the following functions: Facilities, Membership, Operations, Communications, Programs, Social, Pool Use, Dive Team, Swim Team, and Tennis**
- b. The Board shall consist of voting or associate members of the Association who are not inactive.

SECTION 2: TERM OF OFFICE

- a. ~~Principal officers of the Association and the Directors for Facilities, Membership, and Program and the one additional Director shall be elected for a term of one year.~~
- b. ~~Directors-at-Large shall be elected for a term of two years, except as provided in Article III, Section 3. Up to five Directors-at-Large will be elected at each annual meeting.~~
- b. The same person shall not simultaneously hold two or more of the principal officers of the Association.

SECTION 3: VACANCY

- c. Any vacancy in the Board shall be filled ~~within 30 days~~ by a vote of a majority of the remaining Directors, but the interim Director so chosen shall hold office only until the next Annual Meeting of the Association.
- a. ~~If the vacated directorship has another year to run, the Nominating Committee will designate a candidate for it along with the regular slate of candidates. Such candidates shall complete only the remainder of the term.~~

SECTION 4: GENERAL FUNCTIONS

1. For amounts up to ~~\$1,500~~ ^{1,600} by the Treasurer (or, in his/her absence, by another Principal Officer of the Association)
2. For amounts over ~~\$1,500~~ ^{1,600} by the Treasurer (or, in his/her absence, by another Principal Officer of the Association) and by one other Principal Officer of the Association.
- a. Presenting at the Annual Meeting, and when called for by a vote of the members at any special meeting of the members, a full and clear statement of the business and financial condition of the Association.

**SECTION 5:
SPECIFIC FUNCTIONS OF PRINCIPAL
OFFICERS AND DIRECTORS**

- a. The President shall be the chief executive officer of the Association; shall preside at all meeting of the members and Directors; shall be an ex-officio member of all committees of Directors and of all Standing Committees; shall generally supervise the affairs and property of the Association; shall; subject to the approval of the Board of Directors, appoint all committees other than committees appointed by the Board of Directors, and shall see to it that all orders and resolutions of the Board are carried into effect; shall executive bonds, notes, mortgages, and other contracts requiring a seal, under the seal of the Association, except where required or permitted by law or these Bylaws to be otherwise signed and executed and except where the execution and signing thereof shall be expressly delegated by the Board of Directors to some other Officer or agent of the Association.
- b. The Vice President/**President Elect** 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 succeed to the position of President.**

e. The Secretary shall record all votes and the minutes of all proceeding in a book to be kept for that purpose, shall give or cause to be given, notice of all meetings of the members and special meetings of the Board of Directors or the President; shall keep in safe custody the seal of the Association and, when authorized by the Board, fix the same to be attested by his/her signature; ~~and shall issue and publish notices, publications, mailings, etc. required to keep the Association's membership informed of all programs.~~

d. The Treasurer shall have custody of the Association's funds and securities and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Association and shall deposit all monies and other valuable effects in the name and to the credit of the Association in such depositories as may be designated by the Board of Directors; shall disburse the funds of the Association as may be ordered by the Board of Directors in accordance with Article III, Section 4, Item (e), taking proper vouchers for such disbursements and shall render to the Board of Directors an accounting of all the transactions as Treasurer and of the financial condition of the Association. The Treasurer, and any designated assistant or employee who has the custody or control of any funds of the Association shall give the Association bonds in such sum and with such surety or sureties as shall be satisfactory to the Board of Directors for the faithful performance of the duties of their offices and for restoration to the Association, in case of death, resignation, retirement, or removal from office, of all books, papers, vouchers, money, and other property, of whatever kind, in their possession or under their control belong to the Association.

The Treasurer shall:

1. Receive, review and consolidate into the Annual Association Budget, the individual budgets of all Standing Committees, expense budgets related to Capital Improvement Plans and Programs, and the President's Administrative Budget;

2. Prepare such capital budgets and financial plans as are required to implement the Associations Capital Improvement Plans and Programs;
3. Prepare the consolidated Annual Association budget for submission to, and approval by the Board of Directors and subsequent approval by the general membership and shall supervise the financial transactions of the Association;
4. Employ and supervise the necessary Bookkeepers, Accountants, Banks, Savings and Loan, etc. required to conduct the financial affairs of the Association after approval by the Board of Directors.
5. Enforce the rules and regulations of the Association and appropriate public authorities (including the applicable provisions of wage and hour laws, workmen's compensation statutes, social security laws, income tax laws, disclosure statutes etc.) related to the conduct of the Association's financial affairs.

e. The Facilities Director shall be responsible for coordinating all work performed in connection with the facilities of the Association including construction, repair and maintenance. This will include recommending to the Board for approval the necessary Architects, Engineers, Contractors, Supplier, etc. ~~This will include purchasing the supplies necessary to maintain the grounds and landscaping and preparing an Annual and Maintenance Program and Budget for presentation to the Board.~~

f. The Membership Director shall:

1. Maintain the official list of members and the files of current addresses;
2. Maintain the membership waiting list;
3. Offer new memberships as memberships become available and follow up on late payments;
4. Offer temporary (rental) memberships in accordance with the Bylaws;

5. Prepare appropriate membership forms and define methodology for communicating with members on routine matters;
 6. Recommend positions for action by the Board related to membership activities;
 7. Prepare reports on membership status for the Board as needed.
- g. **The Program Director shall have general responsibility, subject to Board Approval for administering and implementing programs in which the Association engages: for example children's camp, early bird swim and water aerobics. This will included preparing an Annual Budget for presentation to the Board.**
 - h. **The Operations Director shall have general responsibility, subject to Board approval, for daily pool operations, for example liaison with concession operators, cleaning contractors, trash/recycling and lost and found. This will included preparing an Annual Budget for presentation to the Board.**
 - i. **The Pool Use Director shall have general responsibility, subject to Board approval, for identifying and implementing improvements in the authorized used of the pool; for example, admission procedures, guest privileges, responding to members concerns regarding pool use, liaison with Cabin John swim and use by other organizations, use of the pool for parties, and maintenance of safety equipment including the AED.**
 - j. **The Communications Director shall have general responsibility; subject to Board approval, for publication; for example Association newsletters, Directories, and other notices, mailing and electronic communication to keep the Association's membership informed of the programs and activities at the pool. This will included preparing an Annual Budget for presentation to the Board.**
 - k. **The Social Director(s) shall have general responsibility, subject to Board approval, to plan and implement the Association's social program; for example the Pool Opening Party, Family Fun Night, Labor Day Grill and Chill and Volunteer**
- Appreciation dinner. This will include preparing an Annual Budget for presentation to the Board**
- l. **The Swim Team Director shall have general responsibility with the Board approval, to coordinate with the Swim Team representatives to plan and implement the Association's competitive swim team program, including participation in the selection of those individual to be employed as key staff, such as the Swim Team Coach and Assistant Coaches. This will include preparing an Annual Budget for presentation to the Board**
 - m. **The Dive Team Director shall have general responsibility, with the Board's approval, to coordinate with the Dive Team representatives to plan and implement the Association's competitive dive team program, including participation in the selection of those individuals to be employed as key staff such as the Dive Team Coach and Assistant Coach. This will included preparing an Annual Budget for presentation to the Board**
 - n. **The Tennis Director shall have general responsibility, with the Board's approval, to plan and implement the Association's tennis programs; for example, the children's tennis program, tennis leagues, adult programs and tennis camps, and participate in the selection of the tennis professional. The Tennis Director shall also be responsible for identifying maintenance issues or improvement with regard to the tennis courts. This will include preparing an Annual Budget for presentation to the Board.**
- ~~1. Have general responsibility, subject to Board Approval for administering and implementing the various programs in which the Association engages, including but not limited to, social, swimming and tennis;~~
 - ~~2. Provide general supervision of the key operating staff which will include the Pool Manager, Assistant Manager, Swim coach, Diving Coach, Tennis Professional and others;~~
 - ~~3. Prepare and submit to the Board an annual budget which will include budgets for each of the programs.~~

- o. The Directors-at-Large shall undertake any task so designated by the Board to further the aims of the Association. The Directors-at-Large in all ways are equal to other directors and officers of the Board with full voting rights in all matters

SECTION 6: REMOVAL

Any member of the Board of Directors may be removed from office by a majority vote of the members present at either the Annual meeting of the Association or a special meeting called in accordance with the Bylaws.

SECTION 7: REIMBURSEMENT

Directors shall receive no salary or other compensation for their services except for reasonable guest privileges, but no member of the Board may be required to bear any of the expenses of meetings, and the Board may by resolution provide for any reasonable expense incurred in the proper conduct of its business.

SECTION 8: INDEMINIFICATION

- a. Each person who acts as a Director, Principal Officer of the Association or agent shall be indemnified by the Association against expenses actually and necessarily incurred by him/her in connection with the defense of any action, suitor proceeding which he/she is made a party by reason of his/her being or having been a Director/Principal Officer of the Association or agent, except in relation to matters as to which he/she shall be adjudged in such action, suit, or proceedings to have acted outside the scope of his/her authority or to be liable for gross negligence or willful misconduct in the performance of his/her duties.
- b. The right of indemnification provided herein shall incur to each Director, Principal Officer or agent referred to in Article 111, Section 1, whether or not he/she is such Director, Principal Officer or agent at the time such costs or expenses are imposed or incurred, and, in the event of his/her death, shall extend to his/her legal representatives.

ARTICLE IV – COMMITTEES

SECTION 1: STANDING COMMITTEES

~~The Standing Committees shall include, Audit, Social, Swim Team, and Tennis. Other Standing Committees may be established by the Board as needed.~~

- a. **Audit Financial Review** committee. The Audit committee shall be comprised of three members of the Association in good standing, none of whom shall be the Treasurer and only one of whom may be a member of the Board of Directors. The Audit Committee is empowered to review the financial records of the Association at any reasonable time and shall, prior to the Annual Meeting, make a ~~formal~~ report as to the financial status of the Association to the Board of Directors, who in turn shall present this report at the Annual Meeting.
- ~~b. Social Committee: The Social Committee shall:~~
 - ~~1. Plan and implement the Association's social program. All proposed programs shall be presented to the Board for approval through the Program Director.~~
 - ~~2. Be authorized to purchase goods and services necessary to carry out the approved social program.~~
- ~~c. Swim Team Committee: The Swim Team Committee shall:~~
 - ~~1. Plan and implement the Association's competitive swim team program and present such programs to the Board for approval through the Program director.~~
 - ~~2. Prepare an annual budget and program for the Program Director to present for Board approval.~~
 - ~~3. Purchase supplies and equipment of a routine nature necessary to operate the Association's competitive program, within the approved budget. The Committee shall maintain proper financial records covering such transactions.~~
 - ~~4. Participate in the selection of those individuals to be employed as key staff~~

~~including the Swim Team Coach, Assistant Coach etc.~~

~~d. Tennis committee. The Tennis committee shall:~~

- ~~1. Plan and implement the Association's intra-club and inter-club tennis programs and present all such programs to the Board for approval through the Program director.~~
- ~~2. Prepare an annual budget and program for the Program Director to present for Board approval.~~
- ~~3. Purchase supplies and equipment of a routine nature necessary to operate the Association's tennis operations, within the approved budget. The committee shall maintain proper financial records covering such transactions.~~
- ~~4. Be responsible for minor maintenance of the tennis courts and shall also recommend to the Board long range and more permanent additions or changes to the fixed tennis facilities, as well as the hiring of paid tennis personnel.~~

ARTICLE V – FISCAL AFFAIRS

SECTION 1: FISCAL YEAR

The Fiscal year of this Association shall begin November 1 and end October 31. The Fiscal year of the Association may be changed by resolution of the Board of Directors.

SECTION 2: BUDGET

- a. An annual budget putting forth anticipated revenue and proposed expenditures for the fiscal year shall be prepared by the Treasurer and presented by the Board of directors for approval by the membership at the Annual Meeting each year.
- b. The annual budget shall be subdivided into an Operational Cost Section and a Capital Improvement Cost Section.

- c. The annual budget shall be mailed to the members at least two weeks prior to each Annual meeting.

SECTION 3: DUES AND ASSESSMENTS

The annual dues and any assessments which may be levied in the same statement shall be payable in full on March 1 of each year, and shall be sufficient to provide for the necessary annual expenditures of the Association. No special assessments shall be levied without a majority vote of the members present at an Annual Meeting or a special meeting called for this purpose.

SECTION 4: DEFAULT

- a. A member whose annual dues and/or assessments are not received in full within 60 days from the date of the mailing of the bill therefore shall be in default unless the member gives notice in writing within the same period of time that he/she wishes to rent his/her membership and such rental is accomplished.
- b. The Board of Directors may rent the privileges of a member in default for the current season. The rent shall be disposed in the general receipts of the Association.
- c. Default in the payment of dues and/or assessments for two succeeding years, or for three years within a period of six years, shall be cause for expulsion of the member pursuant to Article 11, Section 6.a.

SECTION 5: DONATIONS

The Board of Directors is authorized to accept any donations which may be tendered to the Association.

SECTION 6: DISSOLUTION

In the event of the dissolution of the Association in any manner or for any cause, and in no other event, and upon the effective date of such dissolution, proceeds of the sale of the property of the Association after the payment of all its just debts and obligations subject to set-off of all dues from the members, shall be distributed

prorated to the entire voting membership of record on the date of dissolution.

ARTICLE VI – MEETINGS

SECTION 1: ANNUAL MEETINGS

- a. The annual meeting of the Association shall be held during the month of January at such place and time as the Board of Directors may determine.
- b. The Annual Meeting shall be for the purpose of electing officers and other directors, presenting committee reports and the results of the annual audit, and for transacting other business indicated in the notice and brought up at the meeting.
- c. Notice of the annual Meeting shall be mailed to the voting members at least fourteen days (14) days in advance. The notice shall include the names of candidates nominated by the Nominating Committee.

SECTION 2: SPECIAL MEETINGS

- a. Special meetings of the Association may be called by the Board of Directors. Also the Secretary, upon receiving the written request of ten percent (10%) of the voting membership stating the purpose therefore, shall call a special meeting within thirty (30) days.
- b. Notice of special meetings shall be mailed to the voting members at least seven (7) days in advance. The notice shall state the purpose for which the special meeting is called, and no other business shall be transacted.

SECTION 3: BOARD MEETINGS

- a. The Board of Directors shall meet at least once a month from February through November. ***Unless needed there will be no Board meeting in August.***
- b. Special meetings of the Board of Directors may be called by the President and shall be called by the Secretary upon the request of five (5) members of the Board.

- c. Notice of the regular monthly and special Board meetings shall be given to each Director at least seven (7) days before the date of the meeting provided that such notice may be waived by agreement of at least three-fourths (3/4) of the Board members.

SECTION 4: QUORUMS

- a. Twenty-five (25) of the voting members shall constitute a quorum for the transaction of business at any meeting of the membership of the Association. If less than a quorum shall be in attendance at the Annual Meeting, a special meeting may be immediately convened, if notice of such special meeting was included in the notice of the Annual Meeting. Voting members present at the special meeting shall constitute a quorum.
- b. At all meetings of the Board, a majority of the Directors shall constitute a quorum for the transaction of business, and the action of a majority of the Directors present at any meeting at which there is a quorum shall be the action of the Board of Directors, except as may be otherwise specially provided by statute or by the Certificate of Incorporation or by these Bylaws.

SECTION 5: NOTICE OF MEETINGS

Whenever in these Bylaws notice to voting members is required, the mailing of such notices to the last known address on record with the Association of each member shall constitute notice.

SECTION 6: CONDUCT OF MEETINGS

The conduct of all meetings of the membership, the Board of Directors, and all committees shall be consistent with Robert's Rules of Order.

ARTICLE VII – ELECTIONS

SECTION 1: NOMINATING PROCESS

- a. The President shall appoint a nominating committee, subject to the Director' approval, composed of five (5) voting members, ~~one (1) of whom but not more than two (2) of whom shall be on the Board of Directors.~~

b. The nominating committee shall nominate one (1) candidate for each of the four (4) principal officers of the Association, ~~for each director for program, facilities, and membership, and for each of the at-large directors to be selected that year, as well as for any vacancy which exists among at-large directors.~~

Any question as to the proper interpretation of the provisions of these Bylaws shall be resolved by majority vote of the Board of Directors.

(As Amended during Annual Meeting, 1992)
(As Amended during Annual Meeting, 2003)

- c. The nominating committee shall ensure that all candidates are qualified and willing to serve.
- d. The nominating committee shall report its slate of nominees to the Secretary ~~by November 1~~ for election at the next Annual Meeting
- e. Nomination may be made from the floor at the Annual Meeting for any office to be filled. Nominations require two seconds to be official. The nominee must be present and express their willingness to serve.

SECTION 2: ELECTORIAL PROCEDURES

- a. Election shall be at the Annual Meeting wherein a quorum has been found to exist.
- b. Those candidates who receive a majority of the votes cast for that office shall be declared the winners.
- c. In the event no candidate for one of the offices receives a majority of the votes cast for that office, a second vote shall be held between the two candidates receiving the highest number of votes for that office. Voting shall continue until one candidate receives a majority of the votes cast.

ARTICLE VIII – BYLAWS

SECTION 1: AMENDMENT

These Bylaws maybe altered or repealed by affirmative vote of two-thirds (2/3) of voting members present, at the Annual Meeting, or a special meeting called for this purpose, if the proposed alteration or repeal is contained in the notice of such meeting.

SECTION 2: INTERPRETATION