**By-Laws of**

**Forest Creek Recreation, Inc.**

Revised February 2011

**ARTICLE I – OFFICES**

1. Principal Office: The principal office of the corporation shall be located in the County of Tulsa, State of Oklahoma.
2. Registered Office: The registered office of the corporation in the State of Oklahoma shall be located in the County of Tulsa. The address of the registered office may be, but need not be, identical with the principal office of the corporation in the State of Oklahoma; and the address of the registered office maybe changed from time to time by the Directors.
3. Registered Agent: The registered agent of the corporation in the State of Oklahoma shall reside in the County of Tulsa, The address of the registered agent shall be identical with that of the registered office of the corporation in the State of Oklahoma; and the identity and /or address of the registered agent may be changed from time to time by the Directors.

**ARTICLE II – PURPOSE**

Forest Creek Recreation, Inc. (FCR) was formed to provide a safe and modern swim facility for area residents promoting physical fitness and general welfare of its Members; in pursuance thereof to operate a swimming pool and other recreational facilities, together with such incidental objects as are appropriate in the conduct of its activities, as a non-profit Corporation incorporated in the County of Tulsa and State of Oklahoma.

**ARTICLE III – MEMBERSHIP**

1. A Membership shall be a household that has purchased a Membership from Forest Creek Recreation, Inc. for one summer season. Members shall consist of the members of the household of a Membership.
2. Members from the previous swim season and Forest Creek residents will be given first opportunity to purchase memberships prior to each swim season.
3. The Treasurer shall be responsible for maintaining an up-to-date roster of the current FCR Membership, which shall be posted in the pool office during all times the pool is open.
4. Any Member, pursuant to written notice and hearing (conducted by the Board), may be suspended for cause from Membership for a period up to but not exceeding three months, by vote of a majority of the members of the Board of Directors, or may be expelled by a unanimous vote of the Membership of the Board. Such suspension or expulsion shall be reported in writing, stating the details and cause to the President within 24 hours thereafter. Cause for suspension or expulsion shall include violation(s) of the By-Laws or Rules and Regulations of Forest Creek Recreation, Inc.
5. Memberships shall not be transferable or refunded once application has been made and payment processed.
6. If the maximum amount of memberships has not been sold, persons requesting membership after July 15th may purchase a membership at a pro-rated price to be set by the Board of Directors each year.
7. The Membership shall consist of the two (2) classes of members as defined in Article VIII of the Articles of Incorporation of Forest Creek Recreation, Inc.:
   * 1. Voting Members (Residents of Forest Creek)
     2. Associate Members (Non-residents of Forest Creek)
8. The term “Members” and “Membership”, as used in these Bylaws and all other FCR rules and regulations, shall refer to both Voting Members and Associate Members as to all matters except voting rights, which are expressly reserved for Voting Members only per the Articles of Incorporation.
9. FCR shall not discriminate against any person seeking a Membership on the basis of race, color or religion.

**ARTICLE IV – MEMBERSHIP MEETINGS**

1. At a date and time to be fixed by the Board in the month of October or November each year, Forest Creek Recreation, Inc. shall hold its Annual Membership Meeting for the purpose of electing a Board of Directors for the next calendar year, and for such other business as may come before it. On the day of the Annual Membership Meeting the newly elected Board of Directors shall meet for the purpose of electing officers for next calendar year. The new Board shall assume their duties and prepare for the upcoming season.
2. Special meetings of the Membership may be called by the Board of Directors at any time and for any purpose that the Board deems necessary. Special meetings may also be called upon the request in writing of ten Memberships filed with the Secretary, who shall call said meeting within thirty days after the time of filing of the request.
3. "Proper calling" requires notice of meeting to be mailed or delivered to all members on the most current Membership List at least ten days prior to the date of the meeting. Notices of special meetings shall include the matters planned to be acted upon. New business matter may also be brought by the membership at any meeting. Notices will be sent to the last known address of the Membership.
4. The form of voting (open or secret) shall be determined by the President subject to the approval of those present at the meeting.
5. No quorum shall be required at Membership meetings. Approval or disapproval of actions and elections shall be made by majority vote of Memberships present at properly called meetings. Only Voting Members as defined in Article VIII of the Articles of Incorporation may vote. Each Membership in good standing shall have one (1) vote.
6. Actions taken at such properly called meetings shall be binding on all members.

**ARTICLE V – MEMBERSHIP PRIVILEGES AND FEES**

1. All members in good standing shall be accorded equal privileges in the use of the facilities and shall be subject to the Rules and Regulations, which shall be determined by the Board and posted at the pool premises.
2. Provisions of the rules and regulations may be waived for specific occasions by a majority vote of the Board.
3. The number and cost of Memberships in Forest Creek Recreation, Inc. shall be determined by the Board of Directors.
4. Annual memberships shall be sufficient to provide for the expense of operation and maintenance of the facilities and property.
5. Annual memberships shall not be refunded for any reason for any season unless specifically approved by the Board.
6. All fees for memberships, concessions, pool rentals will be collected in advance of service or product give to members. This applies also to the Board of Directors and any committee members. No credit will be extended.

**ARTICLE VI – BOARD OF DIRECTORS**

1. The Board of Directors shall consist of seven (7) persons who are members. Directors shall serve one year terms or until their successors have been elected. Vacancies due to death, expulsion, or resignation may be filled by a majority vote of the remaining Directors, even if less than a quorum, to serve the remainder of the term or until the next election.
2. A Director may forfeit his office if he has failed to attend four regular, consecutive meetings of the Board without being excused by an Officer. Directors may be so removed from the Board at any regular meeting of the Board or special meeting called for that purpose, either of which he has received specific notice of such planned action, by a vote of a majority of the Board, or a Director may be removed from office at any properly called meeting of the Membership by a majority vote of those present and voting.
3. Term of office shall begin on the first Board Meeting after the Annual Membership Meeting.
4. The Board should update the Pool Operating Manual by opening day of each year and place in the pool office to include, but not be limited to:
   1. Current Membership List
   2. Emergency Phone Numbers and Procedures
   3. Operating Procedures
   4. Pool Management and Staff
   5. Current Rules and Regulations
   6. Pool Party Sign-Up Rules
   7. Personnel Policies
   8. Copies of Employee Certifications
   9. FCR history (with current established Policies, such as babysitters, swim lessons, etc).
   10. FCR By-Laws, and other Current Forms
5. The Board will post in a visible location and make available to the Membership the current Rules and Regulations by opening day each year.
6. Compensation – The Directors shall receive no salary or compensation, but shall be reimbursed for expenses necessarily incurred from time to time in the management of the corporation. All reimbursements for expenses shall be approved by the Board by a majority vote and recorded by the Secretary in the minutes.

**ARTICLE VII – BOARD OF DIRECTORS DUTIES**

The Board of Directors shall:

1. Conduct the affairs of Forest Creek Recreation, Inc., taking such actions as may be necessary, within established limitations, to carry out the purpose of Forest Creek Recreation, Inc.
2. Create such committees other than standing committees as deemed necessary. The actions of all committees shall be subject to the approval of the Board.
3. Designate depositor banks or financial institutions as may be applicable and execute such instruments as may be required by said banks or financial institutions to facilitate the payment, transfer or withdrawing of funds, provided, however, that at least two officers must execute and sign all checks or other negotiable instruments for the payment, transfer or withdrawal of moneys in excess of $1,000 with the exception being that no such requirement shall exist for the payment of taxes, for the payment, transfer or withdrawal of funds between and among in-house or internal accounts in the name of or held for the benefit of Forest Creek Recreation, Inc..
4. Exercise one vote each, Director and Officers alike, including the President.
5. Cause the books of account to be audited annually by any disinterested party other than a current Board Member of Forest Creek Recreation, Inc. The results of said audit shall be available to the Membership.

**ARTICLE VIII - OFFICERS**

1. The officers consist of President, Vice-President, Secretary, and Treasurer, who shall be elected by and from the Board of Directors at the first meeting of the Board of Directors held after the Annual Meeting of the Membership for a term of one year, or until their successors are elected.
2. The President shall preside at all meetings of the Membership and of the Board. He/She shall be the administrative officer and appoint all committee members, subject to the majority approval of the Board, and be an ex-officio (non-voting) member of all committees.
3. The Vice-President shall serve in the absence or disability of the President and during such time shall have all his duties and powers.
4. The Secretary shall keep the minutes, attend to the correspondence, send all notices of meetings, see that the Board operates according to the By-Laws and perform such other duties as fixed by the Board. In addition, the Secretary shall maintain copies of the By-Laws, Articles of Incorporation, and Pool Rules.
5. The Treasurer shall have charge of the moneys and books of account shall pay all bills and perform such other duties as fixed by the Board. The Treasurer is chairperson of the Finance Committee.
6. Term of office shall begin on the first Board Meeting after the General Membership Meeting.

**ARTICLE IX – BOARD MEETINGS**

1. The Board shall hold its first working session within 30 days after the Annual Membership meeting.
2. The Board shall hold at least 2 meetings per year or more often as determined by the Board.
3. Special Board meetings shall be held upon call of the President or upon the written request of two Board Members, filed with the Secretary, who shall call the meeting within two weeks.
4. Notice of Board meetings may be given in any way fixed by the Board including the telephone and email, but no less than five days in advance of the meeting.
5. Five (5) of seven (7) Board members shall constitute a quorum at any Board meeting. A majority vote of a quorum shall be required for all decisions by the Board unless otherwise specified in these Bylaws and the Articles of Incorporation.
6. Minutes of Board meetings shall be published and distributed to all Board Members prior to the next Board Meeting.

**ARTICLE X – STANDING COMMITTEES**

The chairpersons of the following standing committees shall be appointed in writing by the President, with the majority approval of the Board. The chairpersons will staff their committees, with approval from a majority of Board members, from the Membership and shall be responsible for staying within established budgets.

1. Facilities - shall have supervision over the pool, grounds, facilities, and equipment for their improvement, maintenance, and repair. Shall organize work parties as needed to carry out these duties. The head of the Facilities Committee shall be a member of the Board of Directors.
2. Social - shall arrange for and coordinate all social activities.
3. Membership - shall seek new members and maintain an up-to-date roster of members.
4. Publicity - shall coordinate advertising campaign to maintain maximum amount of memberships, as decided by the board each year. Advertising may include print ads, signs, banners, direct mail as needed and which adheres to the budget for these actions.
5. Finance - shall prepare the annual budget for the Board and supervise all financial transactions. Shall insure that moneys of Forest Creek Recreation, Inc. are identified in at least two accounts: Capital Funds and Operation and Maintenance Funds. Other special accounts may be established. Committee shall monitor income and expenses to ensure that budgets are not exceeded and that Forest Creek Recreation, Inc. remains in a sound financial condition.
6. Personnel - shall prepare and present a staffing and salary plan to the Board for approval at a Board meeting by a majority of Board members by April 1st. Personnel hired during the season must also be approved at a Board meeting by a majority of the Board. Shall maintain file of job descriptions and job minimum requirements and shall recruit personnel to fit such for recommendation to the Board for hiring; shall be responsible for the employment of all paid personnel as approved by the Board; shall implement the Personnel Policy; and shall be responsible for maintaining Forest Creek Recreation, Inc. in compliance with all fair labor standards and laws.
7. Long Range Planning - shall maintain the master plan and recommend long range improvements to the facilities and grounds.

**ARTICLE XI – RULES AND REGULATIONS**

1. Guests will be permitted the use of the swim facilities when accompanied by a member in good standing and with the purchase of a one-day pass. The price of the pass shall be set by the Board of Directors each year. The fee will be collected at the time of arrival to one of the staff members on site. The guest must also leave with the attending member.
2. Smoking and the consumption and possession of drugs and alcohol are strictly prohibited on the premises of the pool and park area.
3. After the pool facility is closed during the summer swim season, no persons shall be loitering around the facility. The “No Loitering” rule shall be enforced by the Board of Directors who may contact the Tulsa Police Department to assist in removing persons from the property.
4. Subject to the approval of the Directors, the officers shall establish and promulgate Rules and Regulations governing other pertinent matters relative to the use of the pool not inconsistent with these Bylaws and the Articles of Incorporation.
5. Any member who feels he has been aggrieved in any manner by the corporation, shall, before he/she may resort to formal redress of any kind, bring the matter to the attention of the Directors by giving the Directors thirty (30) days notice in writing of the details of the grievance, after which the directors shall have fifteen (15) days in which to investigate the matter and conduct a formal hearing in an attempt to arrive at an amicable adjustment.

**ARTICLE XII - AMENDMENTS**

These by-laws may be altered or amended by an affirmative vote of four out of seven directors present at any regular or special meeting. Outside of these by-laws, Roberts Rules of Order Newly Revised is the standard by which this organization transacts business.

