

# Clifton Meadows Swim & Tennis Club

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## Code of Regulations (“Bylaws”)

(Revised April 2019)

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## **ARTICLE I – NAME**

The name of the Corporation shall be Clifton Meadows Corporation (“Corporation”). The Corporation operates under the name Clifton Meadows Swim & Tennis Club (“Club” or “Clifton Meadows”).

## **ARTICLE II – PURPOSE**

The purpose for which the non-profit Clifton Meadows Corporation is formed and the business and objects to be carried on and prompted by it are to organize and operate a Corporation exclusively for pleasure, recreation, and other non-profitable purposes (all as more fully set forth in the Articles of Incorporation of the Corporation filed with the Ohio Secretary of State dated July 7, 1955 and any filed amendments thereto), in the area known as Clifton, Hamilton County, Ohio.

## **ARTICLE III – GOVERNMENT**

### **Section 1: Board of Trustees**

The management of the Clifton Meadows Corporation, its affairs, finances and properties shall be entrusted to a Board of Trustees (“Board”). There shall be twelve (12) Trustees, all members of the Club in good standing, and the Board shall be divided into three (3) classes of four (4) members each.

At each Annual Meeting the members of the Corporation shall elect four (4) Trustees to fill the vacancies created by the expiration of terms and the Trustees so elected shall serve for a term of three (3) years or until their successors are elected and qualified.

### **Section 2: Meetings**

The Board of Trustees shall meet immediately following the Annual Meeting of the Corporation and at such other times and places as may be fixed by the President of the Board, provided, however, that the President of the Board may postpone any meeting called by the President, and the Board may postpone any meeting it has called.

### **Section 3: Quorum**

A two-thirds majority of members of the Board of Trustees assembled at any meeting shall constitute a quorum.

### **Section 4: Vacancy**

When the office of Trustee becomes vacant, the Board of Trustees shall have the power to fill it for the unexpired term by a two-thirds majority vote of the Board of Trustees assembled at any meeting.

### **Section 5: Removals and Resignations**

Any Trustee may be removed for cause by a two-thirds majority vote of the Board of Trustees.

A Trustee’s absence from three (3) consecutive meetings of the Board without good cause shall constitute a cause for removal.

A Trustee’s term of office shall cease immediately when he/she ceases to be a member of the Corporation.

## **Section 6: Meeting Procedure Disputes**

In the event of dispute as to procedure at any meeting, the same shall be governed by Roberts Rules of Order.

## **ARTICLE IV – DUTIES OF THE BOARD OF TRUSTEES**

### **Section 1: General Duties of Trustees**

The Board of Trustees shall:

- (a) Transact all Corporate business, including construction, maintenance and renovation of facilities, and approve rules for the use of Corporate property;
- (b) Approve all applications for membership;
- (c) Approve all fees and dues structures including acceptable methods of payment;
- (d) Select the depository for Corporate funds;
- (e) Provide for a financial review every year; and
- (f) Address any and all necessary matters not specifically described above.

### **Section 2: Meetings**

The Board of Trustees shall meet at least once each month during the Club season, at least three times during the offseason, and at such other times as they may deem necessary. The President may call a special meeting of the Board of Trustees at any time and shall do so at the request of a minimum of three Trustees.

### **Section 3: President**

The President of the Corporation shall be Chairman of the Board of Trustees.

### **Section 4: Salary**

No Trustee receives a salary for services rendered.

### **Section 5: Conflict of Interest**

No Trustee shall participate in the consideration or decision of the Board of Trustees on any matter in which he/she has a personal or pecuniary interest not common to other members of the Club. A Trustee shall be suspended from all procedural and substantive participation on such a matter upon any Trustee raising a question of privilege regarding a perceived failure to comply with this section of the Bylaws, and a two-thirds majority vote of the Board of Trustees on the question of privilege.

## **ARTICLE V – OFFICERS OF THE BOARD OF TRUSTEES**

### **Section 1: Officers**

The Corporation shall have a President, a Vice President, a Secretary and a Treasurer, who shall be members of the Board and who shall be elected by the Board of Trustees at a meeting to be held immediately following the Annual Meeting of the Corporation.

The Board of Trustees may appoint an Assistant Secretary and an Assistant Treasurer, neither of whom need be a Trustee and whose duties and compensation shall be fixed by the Board. Both of said Offices may be held by one person and both or either of said offices may be held by a person holding another office.

## **Section 2: Duties of President**

The President shall preside at all meetings of the Corporation and the Board of Trustees, at all of which meetings he/she shall be entitled to vote; he/she shall be ex officio a member of all committees and shall generally perform all of the duties usually incident to the Office of the President.

## **Section 3: Duties of Vice President**

The Vice President, in the event of the temporary absence, resignation or removal of the President, shall perform the duties of the President.

## **Section 4: Duties of the Secretary**

The Secretary shall give all notices, keep all records, books, corporate seal, papers and documents. The Secretary shall perform generally all of the duties usually incident to the office. The Secretary may delegate the Secretary's duties to the Assistant Secretary provided the Secretary maintains supervisory responsibility.

## **Section 5: Duties of the Treasurer**

The Treasurer shall receive all funds, deposit same in a depository or depositories as designated by the Board of Trustees in the name of and for the account of the Corporation and shall disburse same under the direction of the Board of Trustees. The Treasurer shall keep the accounts, preserve all account books, maintain property records, pay taxes, render at each meeting a current statement of accounts, and at the close of the fiscal year, shall render a financial statement for the preceding year. The Treasurer shall be responsible for sending each member a statement of dues and other indebtedness as directed by the Board of Trustees. The Treasurer shall perform generally all the duties usually incident to the office. The Treasurer may delegate the Treasurer's duties to the Assistant Treasurer provided the Treasurer maintains supervisory responsibility.

## **Section 6: Removals and Resignations**

Any Officer may be removed for cause by a two-thirds majority vote of the Board of Trustees.

# **ARTICLE VI – COMMITTEES**

## **Section 1: Executive Committee**

Unless specifically amended by Resolution adopted by a two-thirds majority of the Board of Trustees, the Board's President, Vice President, Secretary, and Treasurer, constitute the Executive Committee of the Board of Trustees.

The members of the Executive Committee serve during the pleasure of the Board of Trustees. Unless a Chairman shall have been selected, the Executive Committee shall elect a Chairman from its own number. During the intervals between the meetings of the Board of Trustees, the Executive Committee shall possess and may exercise all of the powers of the Board of Trustees in the management of the business and affairs of the Corporation conferred by the Bylaws or otherwise to the extent authorized by any applicable Resolution providing for such Executive Committee or by subsequent Resolution adopted by a two-thirds majority of the Board of Trustees. All actions of the Executive Committee shall be reported to the Board of Trustees at its next meeting and such action shall be subject to revision and alteration by the Board of Trustees, provided, however, that no rights of third persons shall be affected by any such revision or alteration. Vacancies on the Executive Committee shall be filled by the Board of Trustees.

## Section 2: Committees

The President shall appoint from time-to-time from the Board of Trustees or the membership, such committees as occasion may require or as may be established by the Board of Trustees. This may include the following committees: Membership; Finance; Employment; House and Grounds; Activities; and Long Term Planning. The primary functions and responsibilities of these committees shall be as follows and they shall be subject to the authority of the Board of Trustees.

- (a) The Membership Committee shall investigate and report to the Board of Trustees the membership profile, membership goals, develop and coordinate efforts to attract and retain members, and its conclusions on the applications for membership submitted to it.
- (b) The Finance Committee shall prepare the Annual Budget for submission to and approval by the Board of Trustees, and shall exercise general supervision over the financial transactions of the Club.
- (c) The Employment Committee shall recruit, review and recommend applicants and third party management services for positions with the Club; and shall monitor and evaluate the performance of such positions and services in conjunction with the Executive Committee and the Club Manager.
- (d) The House and Grounds Committee, working with the Club Manager, shall exercise supervision over the pools and grounds; shall attend to the maintenance of the pool; buildings, operating equipment and grounds; shall monitor the health, sanitation and safety-related operations of the Club; and shall enforce the Club Rules.
- (e) The Activities Committee shall, working in conjunction with the Board and the Club Manager, plan and schedule social and sports activities for the Club membership. This includes: social events for members; swimming and tennis instruction; swimming/diving and tennis team rules and participation in swimming/diving and tennis meets, and such other activities as may be authorized by the Board. The Chairman of the Activities Committee shall establish, subject to Board approval, sub-committees for the swimming/diving team and tennis team or other specific functions. The Board of Trustees and Club Manager shall appoint representatives of the Club for all authorized inter club and/or league functions or activities.
- (f) The Long Term Planning Committee shall maintain a current five-year capital requirement projection. Its responsibilities include a review of each capital expenditure required for the operation of the entire Club with the purpose of recommending to the Board the priority of the expenditure of capital funds. It is also its responsibility to plan the availability of funds to meet the payment of recommended expenditures.

## ARTICLE VII – MEMBERSHIP

### Section 1: Classes

The Board shall have full power over the classification of memberships in the Corporation, including the right to change the present classifications, or restrict membership amounts in any class, as the Board may deem best. The Board shall also have the power to establish, interpret, and change the terms and conditions of any classification, including any applicable fees or dues.

The Club membership shall consist of the following classes:

I. **Active Membership:** Active Membership shall be granted only to those persons who have been received into membership by the Board in accordance with the provisions of this Article, with preference given to residents of the community of Clifton. Active Members consist of the following classes:

(A) Family Membership: A “family unit” (as defined in Article XVI) constitutes a Family Membership. Membership shall normally be issued in the name of both “spouses” (as defined in Article XVI) of each “family unit”. In the event of a “family unit” where there is only one adult, then the membership shall be issued in a single name.

Grandchildren of a member do not qualify under the member’s Family Membership unless the grandparent has sole legal custody of the grandchildren and the grandchildren live full time in the member’s household without the children’s parent(s) present.

A Family Membership can include a member’s own parents and grandparents but only if those parents and grandparents live full time in the member’s home.

Unmarried children are covered in Family Membership only if they reside full time in the member’s household.

Full time dependent students are included in their Families’ Membership.

Disabled children materially supported by the present member, regardless of age, are included in the Families’ Membership.

Married children of a member and any of their children, constitute a separate family even if they do live in the same household with a present member.

The Club recognizes that unique and special circumstances may exist that may not be specifically or adequately addressed by the above. The Board should be consulted for such circumstances and the Board shall have full, exclusive, and final power to establish the membership class based on the facts and circumstances presented.

(B) Individual Membership: A single person at least 18 years of age, from a one person household, constitutes an Individual Membership.

(C) Vested Membership (previously known as “Senior Membership”): Vested Memberships shall be granted to members who have held an Active Membership for at least 15 consecutive years and have no children living at home. One year of Inactive Membership will not prejudice the 15 consecutive year count. More than 1 year of Inactive Membership will discontinue the counting of, and credit for, consecutive years. A vested Member’s use of the Club may be limited by the Board of Trustees to 25 days per season per person.

(D) Honorary Membership: Honorary Members shall be those members duly elected Honorary Members before January 1, 1977.



(E) Offseason Tennis Membership: A “family unit” (as defined in Article XVI) or individual, excluding Active Members in the Family, Individual, Vested or Honorary Membership classes, with access only to the Club’s tennis courts, and only during the Club’s offseason, constitute Offseason Tennis Membership.

II. ***Inactive Membership:*** Inactive Memberships shall be granted only to Active Members who submit a written request to the Board for Inactive Membership consideration and who have been approved and received into Inactive Membership by the Board in accordance with the provisions of this Article, including extensions, terminations and reinstatements of Inactive Memberships.

## Section 2: Applications

Applications for membership shall be in writing on forms prescribed by the Board and upon recommendation of the Membership Committee, shall be acted upon by the Board of Trustees, whose proceedings shall be confidential. Applications to change from one class of membership to another shall be submitted in writing and be acted upon by the Board.

A two-thirds majority approval vote of the Board of Trustees is required for acceptance into membership.

## Section 3: Acceptance and Fees

Each of the members accepted into membership, as a condition of membership, shall be required to pay a non-refundable Initiation Fee and Annual Dues as fixed by the Board of Trustees.

The Initiation Fee and Annual Dues shall be set annually by the Board of Trustees and shall be posted in Club, the Club Rule, or the Club website.

## Section 4: Suspension

The Board of Trustees shall have power by a two-thirds majority vote of a quorum to suspend a member or any resident of a member’s household. The President, or member of the Executive Committee, or Club Manager, shall have power to suspend any member or any resident of a member’s household from the privileges of the Club until the next meeting of the Board of Trustees for conduct in gross or repeated violation of Club Rules, conduct unbecoming a gentleman or lady, or conduct prejudicial to the good order or interest of the Corporation. A suspended member shall not be entitled to any of the benefits of membership during the period of suspension. A suspension may be dissolved by the Board by a two-thirds majority vote of a quorum. A suspended membership shall be terminated or the suspension dissolved within one year after the suspension.

## Section 5: Transfer of Membership

Memberships are not transferrable.

## Section 6: Termination

(A) ***Resignation:*** The membership of any member shall terminate upon receipt of a written notice to the Board of voluntary withdrawal or resignation from such member and upon payment of all accrued dues and fees.

(B) ***Expulsion:*** The Board of Trustees may terminate the membership of any member for conduct which it deems not to be in the best interest of the Corporation. Such decision shall be made by

a two-thirds majority vote of a quorum, following written notice to such member at his/her address on the Corporation's records that such action has been proposed, and an opportunity for him/her to be heard by the Board.

- (C) **Termination of Inactive Membership:** The membership of an Inactive Membership shall automatically terminate three (3) years after he/she becomes an Inactive Member or at the end of any three year extension of his/her Inactive Membership, unless, within 6 months before the time for such termination, notice is received by an Officer or Trustee or statutory agent of the Corporation from such Inactive Member indicating that he/she chooses to extend his/her Inactive Membership, in which case, his/her Inactive Membership shall be extended three years. However, in no case shall Inactive Membership extend beyond six (6) years from the effective date of Inactive Membership.
- (D) **Death:** Upon the death of a married member, the membership shall devolve upon the surviving "spouse" (as defined in Article XVI). Membership shall expire upon the death of an unmarried member.
- (E) **Divorce:** In the case of divorce or legal separation, the membership shall devolve upon the "spouse" (as defined in Article XVI) designated by both "spouses" or by due legal proceedings. The "spouse" whose membership is excluded in the divorce or legal separation may request an individual membership status to the Board of Trustees in writing. Individual Membership dues will be assessed with the Initiation Fee waived. If, however, the individual remarries, the Initiation Fee, as fixed by the Board of Trustees, will be assessed and must be paid at the beginning of the Club season.
- (F) **Effects of Termination:** All privileges shall cease with termination of membership. Financial obligations to the Corporation shall survive termination of membership. No member shall be entitled to refund of Initiation Fee or Annual Dues upon termination.

## Section 7: Limitation of Membership

Each class of membership shall be limited to such number as the Board of Trustees may fix from time-to-time.

## Section 8: Privileges of Membership and Use of Club Facilities

Members are entitled to the following privileges and Club uses:

- (A) **Active Family and Individual Memberships:** Upon payment of the Initiation Fee and Annual Dues as fixed by the Board of Trustees, Active Family and Individual Members shall be entitled to all privileges and rights of members including use of Club facilities and voting rights and participation in Corporate affairs. One vote per membership is permitted.
- (B) **Active Vested Memberships:** Upon payment of the Annual Dues as fixed by the Board of Trustees, Active Vested Members shall be entitled to all privileges and rights of members including use of Club facilities and voting rights and participation in corporate affairs. However, Vested Member's use of the Club may be limited by the Board of Trustees to 25 days per season, per person. One vote per membership is permitted.

- (C) Active Honorary Memberships: Active Honorary Members shall be entitled to the use of Club facilities and to attend membership meetings only. Honorary Members shall not be required to pay any Initiation Fees or Annual Dues and shall not be entitled to vote or hold office, nor to any distribution upon dissolution of the Corporation.
- (D) Active Offseason Tennis Memberships: Upon payment of the Annual Dues as fixed by the Board of Trustees, Active Offseason Tennis Members shall be entitled only to the use of the Club tennis court facilities, and only during the Club's offseason as fixed by the Board of Trustees. No access or entitlement to Club's on-site parking, Club House, or Swimming pools is provided. Offseason Tennis Members shall not be entitled to vote or hold office, nor to any distribution upon dissolution of the Corporation.
- (E) Inactive Memberships: Inactive Members shall be entitled only to attend membership meetings. All use of Club facilities shall be subject to rules and regulations from time-to-time established by the Board of Trustees. Inactive Members shall not be entitled to vote or hold office, nor to any distribution upon dissolution of the Corporation.

## **Section 9: Reinstatements**

A member who has resigned, regardless of reason, or who has been suspended or expelled or whose membership has been forfeited, or who is an Inactive Member, may, upon written application to the Board of Trustees, recommendation of the Membership Committee, and two-thirds majority approval of the Board of Trustees, be reinstated upon the same terms and conditions as any original applicant for membership except that Initiation Fees, once paid in full, are waived. In its discretion, the Board of Trustees, may impose a reinstatement fee and may waive payment of such member's arrearages in their financial obligations to the Club, or any part thereof. Reinstatement of a member may be made without regard to the number of members in the member's class of membership, but such reinstated member shall be changed to the first opening occurring in said class of membership.

## **ARTICLE VIII – GENERAL MEMBERSHIP MEETINGS**

### **Section 1: Annual Meetings**

The regular Annual Meeting of the membership shall be held on the first Tuesday in May in each year, or such other day as is designated by the Board of Trustees, and at such place and time as is designated by the Board of Trustees.

The Annual Meeting shall be for the purpose of electing Trustees, voting on proposed updates to the Club Bylaws, for the presentation of any Committee reports that may be necessary and for the transaction of such other business as may be indicated in the notice of the meeting, or as may be brought before it.

### **Section 2: Special Meetings**

Special Meetings of the membership may be called by the President or shall be called upon the written request of ten (10) percent of Active Members. The notice shall state the exclusive purpose for which the Special Meeting is called, and no other business may be transacted at that Special Meeting.

### **Section 3: Notices**

Hours for Annual and Special Meetings shall be fixed by the Board of Trustees and notices of the time, place and purpose of the meeting shall be made available to each member by the Board at least five (5) days prior to the date of such meetings.

### **Section 4: Quorum**

Active members, in good standing, present in person, shall constitute a quorum at all Annual and Special Meetings of the Corporation except as otherwise provided by law.

### **Section 5: Voting**

Election of matters to be voted on by the members, shall be by plurality vote, in a format fixed by the Board of Trustees, of those members present at the Annual or Special Meeting. One vote per entitled membership is permitted.

No voting by proxy shall be allowed at any election of Trustees; no cumulative voting shall be permitted; and each member shall be limited to one (1) vote for each office to be filled at any election. A plurality of votes cast shall be sufficient to elect and in case of a tie, the judges shall decide the election by lot.

Election of Trustees to fill any unexpired term shall be conducted in accordance with Article III, Section 4, of these Bylaws.

## **ARTICLE IX – TRUSTEE NOMINATIONS AND ELECTIONS**

### **Section 1: Nominating Committee**

At least one month prior to the Annual Meeting of the Corporation, the President may appoint a Nominating Committee of not less than three (3) active members whose duty it shall be to nominate for Trustees not less than four (4) and not more than ten (10) members to replace those Trustees whose terms expire.

The Nominating Committee, if applicable, shall, at least three (3) weeks before the date of the Annual Meeting, give written notice to the President of the persons nominated for Trustees, and the President shall endeavor to notify the membership of same.

### **Section 2: Additional Nominations**

After such nominations have been made known to the membership, any fifteen (15) members may make additional nominations in writing which shall, not less than ten (10) days before the date of the Annual Meeting, be delivered to the President who shall endeavor to notify the membership of same.

### **Section 3: Voting**

Election of Trustees and any other matters to be voted on by the members, shall be by plurality vote, in a format fixed by the Board of Trustees, of those members present at the Annual Meeting. One vote per entitled membership is permitted.

No voting by proxy shall be allowed at any election of Trustees; no cumulative voting shall be permitted; and each member shall be limited to one (1) vote for each office to be filled at any election. A plurality of votes cast shall be sufficient to elect and in case of a tie, the judges shall decide the election by lot.

Election of Trustees to fill any unexpired term shall be conducted in accordance with Article III, Section 4, of these Bylaws.

## **ARTICLE X – MEMBERSHIPS RECORDS**

### **Section 1: Membership Records**

The Corporation will not have stock or stockholders but each Active Member will be entitled to exercise all the rights of a member of an Ohio Corporation not-for-profit.

Each member shall upon election to membership be notified of such election.

A membership book containing the name and address of each member, the class of membership and date of admission to membership shall be kept by the Board of Trustees.

## **ARTICLE XI – MEMBERSHIPS FEES, DUES, ASSESSMENTS AND INDEBTEDNESS**

### **Section 1: Initiation Fee**

Initiation Fees, if any, and method of payment thereof, of each class of membership shall be fixed by the Board of Trustees and posted in the Club, Club Rules, and/or the Club website.

### **Section 2: Reinstatement Fee**

Reinstatement Fees, if any, and method of payment thereof, of each class of membership shall be fixed by the Board of Trustees and posted in the Club, Club Rules, and/or the Club website.

### **Section 3: Annual Dues**

The Annual Dues, if any, and method of payment thereof, of each class of membership shall be fixed by the Board of Trustees and posted in the Club, Club Rules, and/or the Club website.

### **Section 4: Guest Fees**

Guest Fees, if any, and method of payment thereof, of each class of membership shall be fixed by the Board of Trustees and posted in the Club, Club Rules, and/or the Club website.

### **Section 5: Activity Fees**

Activity Fees, if any, including but not limited to swimming/diving, tennis and other social activities, and method of payment thereof, of each class of membership shall be fixed by the Board of Trustees and posted in the Club, Club Rules, and/or the Club website.

### **Section 6: Food and Snack Bar Fees**

Food and Snack Bar Fees, if any, and method of payment thereof, of each class of membership shall be fixed by the Board of Trustees and the Club Manager and posted in the Club, Club Rules, and/or the Club website.

## **Section 7: Assessment Fees**

Expenditures for the Club which exceed the funds available for such expenditures in any given year may be funded through a capital assessment of the Membership. Approval by the Membership of a capital assessment shall be in the manner as provided in Article VIII of these Bylaws.

Upon approval of such proposed capital expenditures, a capital assessment may be made upon each Member in the amount equal to the total expenditure divided by the total number of Memberships.

## **Section 8: Delinquents**

When the dues or other indebtedness of a member shall remain unpaid for more than one (1) month, the Treasurer shall call such delinquency to the attention of the Board of Trustees. The Board of Trustees may then direct the Club Manager to post the name of the delinquent and the amount due on the Club bulletin board immediately or at a specific later date if the indebtedness remains unpaid and may also direct the Club Manager to refuse the use of the facilities of the Club to the delinquent member. In case the delinquent member fails to pay such indebtedness within a reasonable period of time, (such period to be determined by the Board of Trustees in its sole discretion) after the delinquency is called to the attention of the Board of Trustees, the Board may determine that the delinquent member's membership has been forfeited and such a member's club privileges have been terminated.

## **ARTICLE XII – GUESTS AND VISITORS**

### **Section 1: Power of Board**

The Board of Trustees shall have power to extend privileges of the Club to other organizations.

### **Section 2: Guests**

The Board of Trustees shall fix the terms and conditions upon which "guests" (as defined in Article XVI) of members may use the facilities of the Club.

"Guests" may be admitted to the Club upon invitation of a member under such terms and conditions as may be provided by the Club rules. Any member introducing a "guest" shall be held responsible for all his/her financial obligations to the Corporation.

### **Section 3: Visitors**

On days of a swim, tennis or other meet, the Club will accept the visiting club's membership, including the participation in the meet, as visitors free of charge.

## **ARTICLE XIII – MISCELLANEOUS REGULATIONS**

### **Section 1: Use of Club for Political Purposes**

The club house and grounds shall not be used for political purposes.

### **Section 2: Circulation and Sale of Private Material at the Club**

No subscription paper for private purposes shall be circulated, nor any article exhibited for sale, at the club house and grounds, except by the Club itself.

## **ARTICLE XIV – AMENDMENTS TO BYLAWS**

### **Section 1: Amendments to Bylaws**

These Bylaws may be amended at any meeting of the membership of the Club or by use of a mail or electronic voting procedure provided that at least ten (10) days prior notice of the proposed amendment(s) has been served on each member. Proposed Bylaws changes must be recommended by a two-thirds majority vote of the Board of Trustees. A two-thirds majority vote of the Active Members, with voting entitlement, present at a meeting, combined with any applicable voting via mail or email, is required for approval.

## **ARTICLE XV – MEANING AND INTERPRETATION OF BYLAWS**

### **Section 1: Meaning and Interpretation of Bylaws**

Any question as to the meaning or proper interpretation of any of the provisions of these Bylaws shall be determined by a two-thirds majority vote of the Board of Trustees.

## **ARTICLE XVI – DEFINITIONS**

### **Section 1: Definitions of “Spouse,” “Family Unit,” and “Guest”**

For purpose of these Bylaws, the following definitions apply:

- (1) “Spouse” means a husband or wife, or party to a civil union recognized under applicable Ohio law.
- (2) A “family unit” means:
  - i. All persons of the same immediate family, who are all related by blood, or adoption (including a ward or foster child), marriage, or civil union recognized under applicable Ohio law, and who are financially dependent on the holder of the membership, and who reside permanently in the same household, excluding “guests”; or
  - ii. A couple living in what they consider a durable relationship, and their unmarried children, who reside permanently in the same household.
- (3) “Guest” means:
  - i. Household domestic workers;
  - ii. Babysitters and temporary or permanent caregivers;
  - iii. Seasonal and temporary house guests;
  - iv. Related family members, including grown children, not living under the same roof as the Club member;
  - v. Family members temporarily visiting a Club member;
  - vi. Tenants and roomers;
  - vii. Any non-member who accompanies an Active Member to the Club.