

**CONSTITUTION AND BY-LAWS  
SECURITY ATHLETIC ASSOCIATION  
PO BOX 5124  
SECURITY, CO 80931  
( 2014-2015)**

**AMENDED AND ADOPTED, EFFECTIVE May 2, 2009 TO SUPERSEDE ANY AND ALL OTHER CONSTITUTIONS AND BY-LAWS.**

**ARTICLE I  
NAME**

SECTION 1. The name of this organization is and shall be the Security Athletic Association. It shall hereafter be referred to as SAA.

SECTION 2. The principle office shall be the residence of the current President.

**ARTICLE II  
GENERAL PROVISIONS**

This organization shall be incorporated in its own name, as a corporation not for profit, under the laws of the state of Colorado. The SAA files federal taxes as a 501c non-profit organization.

**ARTICLE III  
PURPOSE**

The object and purpose of this organization shall be to operate the SAA swimming pool and all other such recreational facilities and activities.

**ARTICLE IV  
GOVERNING BODY**

SECTION 1. The SAA Board of Directors (Board) shall be the governing body of the organization. The Board will consist of the four Executive Officers, the six Chairpersons of the Standing Committees, and the Pool Manager. The Board of Directors shall be empowered to conduct the affairs of this organization as hereinafter set forth.

SECTION 2. The four elected Executive Officers shall be the President, Vice-President, Secretary, and Treasurer.

SECTION 3. The six elected Committee Chairs shall be Membership, Sponsorship, Publicity/Advertising, Fundraising, Social, and Maintenance and Grounds.

SECTION 4. The Pool Manager shall be hired by the Board and will report directly to the President.

SECTION 5. All individuals on the Board of Directors and of subsidiary organizations within the Association must be active members of the Security Athletic Association and will be bound by this Constitution and By-Laws.

SECTION 6. The duties of each Executive Officer, the Committee Chairpersons, and Pool Manager shall be provided in the By-Laws.

SECTION 7. The President shall be the presiding officer at all meetings of the Board. The President shall vote only in cases of a tie vote.

SECTION 8. In the absence of the President, the Vice-President shall preside in his/her place with the same rights as the President.

SECTION 9. Only elected Officers and Committee Chairpersons may vote during SAA Board deliberations. The President shall vote only in the case of a tie.

## **ARTICLE V MEMBERSHIP**

SECTION 1. A membership or associate membership shall be construed as meaning one immediate family unit, considered as one parental unit and one direct dependent unit, or one family in one residence. Any child of the family unit who is 21 years or younger or is a student and living at home with the family and has continuously lived at home with the family may be included on the membership.

SECTION 2. Active membership is instituted upon application and payment of current dues. Active members of the SAA, not including associate members, are entitled to hold elected office, to serve as a Committee Chairperson, vote during general membership meetings, and to vote at elections. All SAA members will be bound by this Constitution and By-laws.

SECTION 3. The active membership of the organization, not including associate memberships, shall be limited to 200 families, but this shall not prevent the activation of any previously inactive memberships.

SECTION 4. The Board of Directors may sell one year's annual associate memberships to families to accommodate budget fluctuation. Associate members do not have the right to vote or hold office.

SECTION 5. All members accepted prior to the adoption of the original Constitution on August 16<sup>th</sup>, 1957, shall be considered charter members.

SECTION 6. Each membership is empowered with one vote on such issues as may come before the organization at any general membership meeting. Associate members will not have the right to vote or hold office as specified in ARTICLE V, SECTION 4 of this constitution.

SECTION 7. Each membership or associate membership shall be entitled to all privileges and benefits of the organization, conditioned on the observance and adherence to the constitution, by-laws, and house rules of this organization.

SECTION 8. Each active membership in the SAA constitutes a proportionate and equal undivided interest in all property, assets, and/or obligations of the SAA, be they real, personal, or mixed.

SECTION 9. All active memberships will be subjected to dues in such sum as may be fixed and determined, from year to year, by the Board.

SECTION 10. Any other membership assessment can be levied against the membership by a majority vote by the Board or at a specially called meeting in accordance with the Constitution.

SECTION 11. Any membership may be placed on inactive status for a period not to exceed three years, by a member who is to leave the area for a period of one year or more, upon written notice to the Secretary or Treasurer of the Association and payment of all outstanding indebtedness. Such inactive membership will become non-dues bearing and will have no rights or privileges in the organization, including voting for the duration of its inactive status. At the end of the inactive status, if a member does not reactivate, the Board of Directors will have the power to proceed with forfeiture without further notice.

SECTION 12. A member may resign his membership at any time upon written notice to the Secretary or Treasurer of the Association, surrender of his membership certificate, and full payment of any accrued indebtedness. A resignee will not be entitled to any reimbursement for such membership. However, no further indebtedness will accrue effective the date of the resignation.

SECTION 13. Forfeiture of membership or denial of privileges and the use of facilities can be invoked by the Board of Directors as follows:

- A. Denial of privileges and use of facilities when a member becomes in arrears in the payment of dues or other indebtedness after April 1<sup>st</sup> of said current calendar year.
- B. Subject to final forfeiture of membership when in arrears of dues or other indebtedness for a period in excess of forty days. If a member fails to settle his account by April 1<sup>st</sup> of said calendar year, a written notice will be sent to the delinquent member invoking final forfeiture without reimbursement.
- C. Subject to forfeiture for just cause of causes, such as unlawful acts, misconduct or repeated abuses of facilities and/or privileges. Members have the right, if forfeiture is so ruled by the Board of Directors, to appeal to the membership at large at a regular or specially called meeting for this purpose. Said membership to be suspended until such meeting. A majority vote of members present and voting upholding the forfeiture will be binding and membership will be terminated without reimbursement.
- D. Forfeited memberships will be sold by the SAA, with the amount determined by the Board of Directors.
- E. As of April 1<sup>st</sup> memberships not paid in full will be subject to a late fee with the amount of the fee to be determined by the Board of Directors.

SECTION 14. The Board of Directors may see fit to install guest passes from year to year to generate additional funds. All guests accompanying a member must pay the entrance fee (guest passes or money) to be admitted into the pool area. Guest passes are not required for out-of-town guests of a pool member. Out-of-town is to be considered outside of El Paso County. Out-of-town guests will be permitted to use the pool facility for only two weeks. After this two- week period has expired, it will be necessary for the member to purchase guest passes for the out-of-town guests.

## **ARTICLE VI MEETINGS AND QUORUMS**

SECTION 1. There shall be a minimum of two general membership meetings held annually. The first will be held in August of each year, and its primary purpose shall be the election of the Board and financial reports. The second shall be during the swimming season as called by the Board of Directors. Members shall be notified in accordance with ARTICLE VI, SECTION 4 of the Constitution.

SECTION 2. Special general meetings may be scheduled by the President as deemed advisable or upon request of the majority of the Board of Directors or the written request of ten voting members of the organization.

SECTION 3. Meetings of the Board of Directors will be held once a month throughout the year. Time and place of said meetings to be established by the Board of Directors and all board members will be duly notified. Any member of the SAA has the right to attend a Board meeting whenever he/she desires to do so.

SECTION 4. Notice of all regular or called General Membership Meetings shall be published not less than one week prior to said meeting. Said notice shall contain the primary subjects to be discussed and voted upon. In the case of special meetings, only the published business shall be discussed and voted upon.

SECTION 5.

- A. The members present and represented by absentee vote shall be a quorum for all regular and special general membership meetings.

- B. A quorum at all Board of Directors meetings shall be at least seven of the eleven members of the Board.

SECTION 6. A simple majority of those voting members present and voting at all regular or special general membership meetings shall constitute a valid decision binding upon all members of the association, except as specified in the vote on a membership assessment under ARTICLE V, SECTION 9.

SECTION 7. Absentee ballots may be cast by any member unable to attend a general membership meeting when sickness or hospitalization or other justifiable circumstances prevent his/her attendance at the time of the meeting. The Board of Directors shall determine the validity of such right.

SECTION 8. Robert's Rules of Order shall be the final authority on all questions of procedure for the conduct of organizational meetings.

## **ARTICLE VII ELECTIONS**

SECTION 1. The Executive Officers of the organization shall be elected by the majority of the voting members present and voting at the general electoral meeting. Each will serve for a term of one year.

SECTION 2. The Committee Chairpersons shall be six members of the organization nominated and elected by the majority of the members present and voting at the general electoral meeting. Committees can be co-chaired. Each will serve a term of one year.

SECTION 3. Executive Officers and the Committee Chairpersons nominated for the office must be present, or a written statement of acceptance by them of the position nominated for must be presented to the membership, at the time his or her name is placed in nomination.

SECTION 4. The Board of Directors can appoint an SAA member to fill any vacancy occurring within the Executive Officers and Committee Chairpersons, except the office of the President. The Vice-President shall automatically succeed to the post of President in the event this office becomes vacant. Members thus appointed shall serve the uncompleted term.

SECTION 5. Officers and Committee Chairpersons may be removed from office by a two-thirds majority of voting members present and voting at a meeting called for this purpose.

## **ARTICLE VIII ADOPTION AND AMENDMENTS**

SECTION 1. Amendments to the Constitution may be introduced at any regular or called general membership meeting of this organization and adopted by a majority vote of the voting members present and voting.

SECTION 2. Any member introducing new amendments to the Constitution and/or By-Laws must submit for the Board's approval a typewritten and fully revised version of the Constitution and By-Laws to include the newest changes. A copy of the proposed amendments approved by the Board shall be publicly displayed. At the next general membership meeting, a majority vote of the quorum present will be required for the adoption of the proposed amendments. If and when adopted new sets will be distributed to all members.

SECTION 3. Amendments or changes in the By-Laws of this Constitution may be made, from time to time, in the best interests of all its members by the majority vote of the Board of Directors at any monthly meeting of the Board.

SECTION 4. This constitution shall supersede all previous constitutions and shall become effective upon approval by the SAA General Membership.

**ARTICLE IX  
LEGAL**

The Board of Directors may employ a legal advisor to counsel the officers and directors in the conduct of the business affairs of the organization. Though desirable, the advisor need not be a member of the Association.

**ARTICLE X  
FINANCE**

SECTION 1. All active members shall pay dues as determined by the SAA Board and in accordance with the By-laws. The dues of membership in the SAA shall be determined by the SAA Board.

SECTION 2. The Treasurer shall receive all dues collected by the Membership Chairperson and all other monies of the SAA, and deposit the same in an authorized depository. The Treasurer is authorized to pay all routine operating expenditures.

**BY-LAWS**  
**TO THE CONSTITUTION FOR THE SECURITY ATHLETIC ASSOCIATION**  
**AMENDED AND ADOPTED, EFFECTIVE May 2, 2009**

SECTION 1. All applications for membership shall be received by a membership committee and approved by the Board of Directors.

SECTION 2. All applications shall be acted upon in the order in which they are received.

SECTION 3.

- A. The yearly dues assessed each membership to off-set operating costs of the Association are not fixed from year to year.
- B. Dues will be payable in full by October 31<sup>st</sup> of year prior to opening season. If members wish to make monthly installments, payments will be accepted monthly with the final payment to be made no later than April 1<sup>st</sup> -prior to the opening pool season.
- C. Dues not paid in full the due date, may be subject to a late fee as determined by the Board.

SECTION 4. Duties of the Executive Officers:

- A. *PRESIDENT* – It shall be the duties of the President to:
  - Preside at all meetings of the Board of Directors.
  - He/She shall have one vote on the Board of Directors, but only in the case of a tie.
  - Ensure the Constitution and Bylaws are upheld.
  - Call all board and membership meetings. Determine and provide a written agenda for the meeting.
  - Ensure that all meetings of the SAA are conducted according to proper procedures of Robert’s Rules of Order.
  - Serve as an ex-officio member of all committees.
  - Write checks and make deposits at the request of the Treasurer.
  - Maintain a President continuity book and complete an end of year review.
- B. *VICE-PRESIDENT* – It shall be the duties of the Vice-President to:
  - In the absence of the President, the Vice-President shall perform his/her duties. Should neither be present to preside over said meeting, a chairman shall be elected by those present to preside over the meeting.
  - Assist the President as requested.
  - Set forth a 12 month planning calendar from September to September. Calendar should include, but not limited to: pool open season, monthly board meetings, general membership meetings, special events, fundraiser dates, social events, maintenance clean-up dates, and committee meetings.
  - Maintain and update SAA website.
  - Maintain a Vice President continuity book and complete an end of year review.
- C. *SECRETARY* – It shall be the duties of the Secretary to:
  - Maintain a permanent record of all minutes from all meetings of the Association and the Board of Directors along with monthly financial reports.
  - Provide general membership with meeting minutes, if requested.
  - Notify members as to the time and place of meetings in accordance with the Constitution and By-Laws,
  - Keep a complete list of the membership, coordinating with the Membership Committee and Treasurer.
  - Welcome all new members to the SAA, in conjunction with the Membership Committee. Provide them with a copy of the current board members, Newsletter, Welcome Letter, Constitution/Bylaws, and current financial report.

- Collect any telephonic or electronic votes as an addendum to the minutes.
- Write and distribute annual newsletter for the general membership, with input from the Board.
- Write all correspondence, including emails, as needed for the SAA.
- Prepare, copy, supply all forms and written correspondence necessary for SAA operation (i.e. party contract, membership application, membership card, employee contracts).
- Maintain a Secretary continuity book and complete an end of year review.

D. *TREASURER* – It shall be the duties of the Treasurer to:

- Be bonded and sign on all accounts of the SAA along with the President. Execute any signature cards, along with the President, at the bank.
- Prepare an annual operation budget (project cost plan) to be approved by the SAA Board and presented to the general membership for approval NLT December.
- Keep an itemized account of all receipts, disbursements and all supporting vouchers and records, using sound business practices and generally accepted accounting principles.
- Collect all funds received and deposit in appropriate accounts within 5 working days of receipt.
- Disburse SAA funds as directed by the SAA Board, sharing authority with the President to execute checks.
- Present a written monthly financial report to the SAA Board, concerning all monies.
- Provide a copy of the monthly financial reports to the General Membership. - Accounting books shall at all times be open to inspection.
- Prepare and send invoices for membership dues.
- Disperse funds for property and liability insurance.
- Prepare the books and an annual financial report at the end of the calendar year.
- Mail both Federal and State Tax returns after completion by the auditor. Maintain all tax-exempt status paperwork.
- Maintain signature card for Post Office Box. Collect and distribute mail in a timely manner.
- Coordinate with all committees concerning their financial matters.
- Maintain a Treasurer continuity book and complete an end of year review.

SECTION 5. Duties of the Committee Chairpersons are as follows. Each committee may be co-chaired and have numerous members, but each committee has only one vote at a Board meeting. Each committee will function within their yearly budget, set forth by the Treasurer.

A. *MEMBERSHIP*- It shall be the duty of the Membership Chairperson to:

- Create membership application.
- Coordinate with the Secretary to ensure an accurate Membership Roster.
- Coordinate Membership Drives and other measures to draw in new membership.
- Create possible membership categories and prices (i.e. Family +1, half season prices for those that will move in the summer), with approval from the Board.
- Create possible new membership incentives (i.e. coupons, incentives for signing application early), with approval from the Board.
- Coordinate with Advertising Committee to ensure everyone is consistent dissemination of information.
- Maintain a continuity book and complete an end of year review.

B. *BUSINESS SPONSORSHIP/ADVERTISING*- It shall be the duty of the Sponsorship Chairperson to:

- Create a program to solicit businesses for donations and/or sell advertising opportunities. Monies raised in this program can not exceed 35% of the SAA gross income receipts, according to the IRS tax laws for a 501c (social club, non-profit) status.
- Ensure all sponsors are properly thanked for their support.
- Maintain a continuity book and complete an end of year review.

- C. *FUNDRAISING*- It shall be the duty of the Fundraising Chairperson to:
- Coordinate all fundraising activities (i.e. car wash, yard sale, cookie sales, raffles, home-based businesses). Monies raised will be incorporated into the operating funds of the SAA.
  - Maintain a continuity book and complete an end of year review.
- D. *SOCIAL ORGANIZER*- It shall be the duty of the Social Chairperson to:
- Coordinate all fun/social activities for the membership (i.e. Family Nights, 4<sup>th</sup> of July Party, Flick-n-Float, Raft-n-Draft, Adult parties, Fall Festival, family fun days)
  - Purchase and stock concession supplies for sale daily or at any social event.
  - All social events need to be financially self-sustaining at a minimum. Any income produced from a social event will be added as income to the SAA operating budget.
  - Maintain a continuity book and complete an end of year review.
- E. *PUBLICITY/ADVERTISING*- It shall be the duty of the Publicity Chairperson to:
- Use all legal means available to publicize the SAA and encourage membership, to include but not limited to: newspaper, TV, and electronic bulletin boards.
  - Create flyers and distribute using a variety of legal means (i.e. newspaper, TV, Chamber of Commerce, local schools, parades, churches, daycare, local businesses).
  - Coordinate with Membership Committee so the information presented the community is consistent.
  - Maintain a continuity book and complete an end of year review.
- F. *MAINTENANCE AND GROUNDS*- It shall be the duty of the Maintenance and Grounds Chairperson to;
- Coordinate with WSD#3 on all matters concerning the surrounding property outside the fence, to include the parking lot and trees.
  - Coordinate all activities to be completed during Spring Clean-up and Fall Clean-up to ensure the pool is prepared to open and close each season.
  - Periodically inspect the grounds and maintenance and correct any deficiencies.
  - Create priority list of maintenance projects that need to be addressed.
  - Submit a wish list of items that the SAA needs. Ask donations from the membership (or outside the membership) to fill the needs on the wish list.
  - Maintain a continuity book and complete an end of year review.

- SECTION 6. *POOL MANAGER*- It shall be the duty of the Pool Manager to:
- Sole day-to-day supervision over the upkeep and operation of the pool and related aquatic activities, to include swim lessons and water aerobics.
  - Authority to hire/fire guard staff, with the approval of the Executive Officers.
  - Maintain current aquatic certifications, to include First Aid, CPR, Water Safety Instruction, Lifeguard Certification, and Lifeguard Training Certification. Pool Management Certification and Pool Operators Course are also recommended.
  - Maintain copies of the manager and guards' aquatic certifications.
  - Prepare and manage staff schedule, within budget limits.
  - Coordinate pool parties to include contract, payment, and guard schedule.
  - Purchase and stock necessary pool chemicals, within budget limits.
  - Collect and safe keep daily income and receipts from cash register, coordinating with the Treasurer for deposit.
  - Be empowered to authorize necessary expenditures to run the pool, not to exceed one hundred dollars in each instance. Coordinate with the Treasurer to account for all expenses.
  - Maintain a continuity book and complete an end of year review.

SECTION 7. The SAA Board will hire a Pool Manager to operate the pool facilities. The Pool Manager will employ all life guards, with the Executive Officer's approval. Salaries of all employees will be fixed by the Executive Officers, as well as the number of persons to be employed. Whenever practical, employees will first come from the ranks of the members of the SAA.



SECTION 8. Participation from each family in the General Membership is necessary for the non-profit SAA to flourish. Therefore, each family is expected to volunteer to ensure SAA success. Each family should contribute a minimum of 2 hours of time to the Spring clean-up project, Fall clean-up project, Family Night, and/or committee participant.

SECTION 9. Hours of operation of the recreational facilities will be regulated and specified in house rules established by the Board of Directors.

SECTION 10. At the close of each year, the records and books of the Association shall be reviewed by a Finance Committee made up of three SAA members. Duties of the Finance Committee shall be to review the books of the Association annually. When satisfied that the records are correct and accurate, the committee shall sign a statement to that effect.

SECTION 11. All changes in any business affairs related to the Association other than changing the constitution of by-laws (see ARTICLE IX, SECTION 3) must be typed in resolution form. This shall be presented to the Board of Directors to be signed by the majority of the members present at the meeting. In turn, the Secretary will make copies to give all board members to attach with the constitution and by-laws.

SECTION 12. No alcoholic beverages at the pool during regular swimming hours.