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CONSTITUTION

ARTICLE I - Name

The Society shall be known as, “The Akron Turner Club, Inc.” and is incorporated under the Laws of the State of Ohio as a corporation not for profit.

ARTICLE II - Declaration of Principles

The Society affirms the principles of The American Turners and aims to promote the physical, mental and moral advancement of its members. Various sections of this Society may be formed from time to time as they are deemed necessary to the fulfillment of these principles.

ARTICLE III - Membership Types

The membership of the Akron Turner Club, Inc. shall be of four (4) classes, i.e., Active, Honorary, Auxiliary, and Special Event Associate:

- a) Active members are those people who have not accumulated twenty-five (25) years of continuous membership and are required to pay regular dues to the organization.
- b) Honorary members are those people who have accumulated twenty-five years (25) of continuous membership and are required to only pay per-capita dues to the National and District organizations. Honorary membership may also be conferred for extraordinary services to the society.
- c) Auxiliary members are those people who belong to The Akron Turner Club Auxiliary, a financially independent branch recognized by the Akron Turner Club only and not the American Turners, thus rendering them ineligible to participate in National events. They shall have no voting rights or be able to hold office in the Akron Turner Club. They may attend club meetings as guests only. They cannot make motions and can only speak when recognized by the President. They will be issued key cards to enter the club but cannot bring guests in with them. They will be put on the mailing/E-mail list to keep them informed of club events. They shall abide by all club rules.
- d) Special Event Associates are those people who only wish to attend special events of the club for a pre-determined fee. They will be issued a “Day Pass Membership Card” that will expire when the club closes. These passes are only valid for the designated event area and may not be used to gain entrance to other sections of the Akron Turner Club. They shall have no voting rights nor be eligible to attend meetings or participate in any official American Turner sponsored events. They must abide by the club rules and the Akron Turner Club Constitution and By-Laws.

ARTICLE III - Guests

Guests are non-members who enter the club with a club member who is in good standing. They shall be signed in by the member no more than three (3) times, after which the guest must apply for a full membership or refrain from entering the club in the future. Former members who did not renew their memberships, shall not be permitted to enter the club as a guest. They can only come in to renew their membership. Guests shall have no rights and must be accompanied by the regular member who signed them in. The member is responsible for their guest's conduct and shall be reprimanded if the situation calls for it. A guest may not remain in the club if his/her sponsor exits club property.

ARTICLE IV - Initiation

All applications for membership must be **legibly** signed by two (2) members who have been in good standing for the previous year or longer and be presented in a regular meeting of the Society.

ARTICLE V - Rights and Duties of Members

All members in good standing have equal rights and duties to:

- a) Participate in all meetings of the Society except when Executive Session is called by the President for Board Members only.
- b) Vote and be elected to the various offices of the Society, except as otherwise provided in Section 2 of the By-Laws.
- c) Use the property of the Society for the prescribed purposes.
- d) Obey the Constitution, By-Laws and such Rules and Regulations of the Society as established by the Board of Directors from time to time or at any meeting of the members of the Society.

ARTICLE VI - Meetings of Members

- a) **Quarterly Meeting:** The regular quarterly meeting of the Society shall be held simultaneously with the regular monthly meeting held on the first Tuesday in April, July and October unless otherwise changed by vote of the Society, for the purpose of hearing the reports of the directors/trustees, officers and committees.
- b) **Annual Meeting:** The annual meeting of the members of this corporation shall be held in January at the same time and place as specified in the Constitution and By-Laws for the regular annual membership meeting. If the club should need to close due to weather on the original scheduled meeting date, the meeting will be rescheduled for the next available Sunday. This meeting, along with any special meeting, is the only meeting in which a membership vote can be taken, if a quorum qualifies and if thirty (30) days notice of the issue that will be voted upon is given to the President prior to the meeting. (See item d) below).

- c) **Special Meetings:** Special meetings of the corporation may be called by the President of the Board of Trustees, who shall be the President of the Club, by the Board of Trustees, or by the President upon the written request of forty (40) members.
- d) A written, printed or E-mail notice of the Annual Meeting, or any special meeting of the members, stating the time, place and in case of special meetings, the topic thereof, shall be given to each member entitled to vote at such meetings appearing on the books of the corporation, by standard mailing or E-mailing same to his/her address as the same appears on the records of the corporation, at least thirty (30) days before any such meeting provided, however, that no failure or irregularity of notice of any annual meeting shall invalidate the same or any proceeding thereat.
- e) Twenty-five (25) members shall constitute a quorum for the Annual Meeting or any other special meetings.
- f) Unless a majority interest of members present shall decide otherwise, the order of business at any shareholder's meeting shall be as follows:
 - 1. Reading, acceptance or correction of minutes of the previous meeting
 - 2. Reading of Committee reports
 - 3. Unfinished business
 - 4. New business
 - 5. Adjournment
- g) Members of the Board of Directors are the only individuals who can vote on any and all employee issues. If a situation warrants, only the Board of Directors will retain an attorney. Club members may sign a petition if the quorum qualifies and/or submit individual correspondence to comment on an employee's job performance and/or description. The Board of Directors will review this, and the Board of Directors will determine a resolution of the same.

In the case of a dispute or question as to procedure, the standard and recognized Rules of Parliamentary Procedure shall govern unless otherwise specifically provided in these Regulations or By-Laws.

ARTICLE VII - Nomination and Elections

- a) A nominating committee of three (3) members of the society, who are not members of the Board of Directors, shall be elected in open meeting or may be appointed by the President. The nominating committee shall meet at least one month prior to the Annual Meeting to nominate at least twenty-two (22) candidates which may include the current eleven (11) incumbents of the current board of the Board of Directors to be elected. Members shall have the right to make further nominations from the floor at the Annual Meeting or at a special meeting as provided for in Article VI, Section c).
- b) The election of Directors shall take place at the Annual Membership meeting and shall be by ballot, which must be cast by members in person who are considered in good standing - each

member having one vote. The Akron Turner Club Auxiliary is also entitled to cast a single ballot to reflect their member's collective vote.

- c) A sample ballot of candidates nominated by the committee shall be posted upon the bulletin board at least ten (10) days prior to the said Annual Meeting.
- d) A plurality shall be necessary to elect.
- e) Any member duly elected/appointed to office who fails to attend three (3) consecutive meetings duly called, without satisfactory excuse, shall forfeit his/her office and his/her successor shall be named by the Board of Directors. (See g) below.
- f) Election ballots shall be sealed and held for one (1) year following the Annual Meeting and election in January. It shall be the sole responsibility of the President to maintain the election ballots in the President cabinet.
- g) When a vacancy occurs on the Board, the sealed ballots shall be opened and the next person in line with the most votes shall be offered a position. This procedure shall be followed until the vacancy is filled. If none of the previously nominated members accept, then the President shall appoint a member who is in good standing to serve in the vacated position.

ARTICLE VIII - Board of Directors

- a) The Board of Directors shall consist of eleven (11) members to be elected at each Annual Meeting in January to hold office for one (1) year until their successors are elected and qualified.
- b) The Board of Directors shall meet at least once each month. Special meetings may be called by the President or at the written request of three (3) Board members.
- c) A member of the Board against whom charges have been proffered shall be suspended from office. If the charges are proved, they shall forfeit their office. And if they are not proved, they shall be reinstated.
- d) A majority of the Board shall constitute a quorum.

ARTICLE IX - Officers

The Board of Directors shall meet immediately after the Annual election and after the new Directors have been qualified, to elect from their number the following officers of the Society, i.e. President, Vice-President, Recording Secretary, Treasurer, and three (3) members who shall constitute the House Committee, and three (3) members who shall constitute the Park Committee, and three (3) members who shall constitute the Physical Education/Gym Committee. The committees may be increased, due to additional duties, by the President.

ARTICLE X - Standing Committees

Standing committees shall consist of three (3) or more members each, appointed by the President with the advice and approval of the Board of Directors. These committees shall be:

- a) Golf Committee
- b) Cultural Archives Committee
- c) Membership Committee
- d) Entertainment Committee
- e) Sunshine Committee
- f) Bowling Committee
- g) Euchre Committee
- h) Physical Education/Gym Committee
- i) Park Committee

ARTICLE XI - Initiation Fee and Dues

The initiation fee and dues of the Society shall be fixed at the Annual Meeting, to hold for at least one (1) year or until changed at a special meeting called for this purpose. Dues paid by new members joining after April 1st, will be prorated the following year, upon renewal, for first time membership holders only. The pro-ration will be deducted from their second-year dues and the dues statement will reflect that portion of the annual dues for the months of actual membership during the first year.

ARTICLE XII - Violations

In the event of any violation of the Constitution, By-Laws, Rules and Regulations of the Society, the Statutes of the American Turners shall govern all charges, etc.

ARTICLE XIII - Amendments

Amendments to this Constitution shall be presented in writing at a regular meeting or a special meeting called for that purpose and a two-thirds majority of all members voting shall be required for their adoption. Copy of proposed amendments and date upon which same shall be voted on, must be mailed, or e-mailed, to all members at least thirty (30) days prior to meeting date.

ARTICLE XIV - Disbandment

In the event that the Akron Turner Club, Inc., disbands for any reason and must sell its property and buildings, all monies of profit shall be turned over to the National American Turners Endowment Trust Fund and according to the procedure contained in Ohio Revised Code Sections 1702.47 to 1702.55, inclusive, as said provisions may from time to time may be amended.

BY-LAWS

SECTION 1 - Membership

- a) All persons who currently are or become members of the Akron Turner Club, Inc., pursuant to the provisions contained in the club's Constitution and By-Laws, will also be deemed to be members of the Corporation.
- b) The Akron Turner Club, Inc., shall keep a membership book containing the name and address of each member and date of their admission to membership.
- c) Application for membership shall be made in accordance with the rules of The American Turners and such additional rules as may be prescribed by the Corporation. Such application must be subscribed by the applicant and two (2) members of the Corporation in good standing. The annual membership fee shall accompany the application.
- d) The name of the applicant shall be posted upon the bulletin board in the club room for a period of at least one (1) month before action by the Board of Trustees is taken upon his/her application, during which period the applicant shall enjoy all the privileges of membership excepting the right to make a motion or vote at meetings and rent facilities.
- e) In case of rejection of his/her application, or should the application be withdrawn, the dues paid therewith shall be returned to the applicant.
- f) All objections to an applicant must be verbal or in writing prior to action being taken on the application.
- g) After the waiting period provided for in item d) above, hereof, the application, objections, if any, and the report of the Membership Committee shall be presented to the Board of Trustees, who shall by vote accept or reject said applicant.

SECTION 2 - Rights and Duties of Members

- a) Dues must be paid annually in advance.
- b) Any member who becomes three (3) months in arrears in his/her dues shall be notified in writing by the Membership Chairperson. Should any member fail to pay delinquent dues during the month following such notification, they may be excluded from membership in the Society.
- c) To be eligible for office, a member must be in good standing for at least two (2) consecutive years prior to the elections thereof.
- d) A member will not be eligible for office if said member is an employee of the Society at the time of the election and also may not serve as an employee of the Society as a member of the Board of Directors or a Trustee of the Society.

- e) The Board of Directors shall have full power relative to the reinstatement of excluded members and the placing in good standing of members who are being carried.

SECTION 3 - Duties of Trustees

- a) The Trustees of the Corporation will be those persons elected to the Board of Directors of the Club, and in all respects shall be the same in number and in duration of term.
- b) Trustees shall hold office until the expiration of their term as Directors and shall continue in office until their respective successors shall have been duly elected and qualified.
- c) A resignation from the Board of Directors of the Club shall be deemed to be a resignation from the Board of Trustees of the Corporation, and shall be deemed to take effect upon its receipt by the Secretary, unless some other time is specified therein. In case of any vacancy in the Board of Trustees, through death, resignation, disqualification, or other causes deemed sufficient by the Board, the replacement Director, duly selected according to the Constitution and By-Laws of the Club, will become the replacement Trustee.
- d) A Trustee shall perform his or her duties as a Trustee in good faith, in a manner in which he or she believes to be in or not opposed to the best interests of the Corporation, and with the care that an ordinarily prudent person in a like position would use under similar circumstances. In performing his or her duties, a Trustee is entitled to rely on information, opinions, reports, or statements, including financial data that are prepared or presented by those persons listed in Ohio Revised Code Section 1702.03 (B), as such section may from time to time be amended.
- e) Regular meetings of the Board of Trustees of the Corporation shall be held in conjunction with the meetings of the Board of Directors of the Club. The same rules regarding quorum and meetings of the Directors shall apply to the Board of Trustees.
- f) The officers of this Corporation shall be the same persons with the same titles as the duly elected officers of the Club, and their term of services shall be same and subject to the same rules regarding removal and replacement.
- g) All officers shall generally exercise such power as is incident to the particular office occupied by such officer within the Club, and also such other powers as may be assigned to such officer by the Board of Directors, and do not contravene the authority to non-profit corporations by the Ohio Revised Code.

SECTION 4 - Duties of Officers

- a) The Board of Directors shall have one (1) meeting every month and shall have charge of all business transactions of the Society. All decisions of the Board of Directors shall be sanctioned by the Society at large.

- b) The President shall open and preside over all meetings of the Society and become a member ex-officio of all committees, but have no vote, keep order and represent the Society in a just and worthy manner, and shall also sign all contracts and records.
- c) The Vice-President shall perform all duties of the President in case of the absence or disability of the latter. In case both President and Vice-President are absent or unable to perform their duties, the Board of Directors shall appoint a President pro tempore.
- d) The Recording Secretary shall keep minutes of the proceedings of meetings of the Society and make proper record of same, which shall be attested by him/her.
- e) The Treasurer shall receive, disburse and be responsible for all funds of the Society, except the Auxiliary, and keep accurate records thereof, and deposit all funds in banks designated by the Board of Directors. They shall issue and sign checks when properly authorized. They shall submit, monthly, a financial statement of the condition of the Society and an annual report at the Annual Membership Meetings.
- f) At the expiration of the term of office of the Society, they shall turn over to their successor, or the Board of Directors, all property, books, paper and monies of the Society in their hands.
- g) The House Committee under the jurisdiction and with the approval of the Board of Directors, shall have immediate charge and control of the operation of all functions of the Club Room and shall have the control and management of the Building and shall have the control of the internal affairs of the Society. They shall hire a Club Manager who shall be directly responsible to them. They shall meet at least once each month and make a complete monthly report of their activities to the Board of Directors, or at such other times as the Board of Directors may request. All purchases shall be made by them or under sanction by the Board of Directors, but in no event shall any purchases exceed the sum of Three Hundred Dollars (\$300) without the approval of the Board of Directors except those purchases made for general bar supplies and liquor (including purchases over \$300.00). Purchases made for the aforementioned items may be approved by the Club Manager, with approval of the House Committee under jurisdiction of the Board of Directors. The House Committee, with approval of the Board of Directors, reserves the right to refuse or revoke such purchase requests by the Club Manager at any time. All Club Room and Building invoices shall be subject to audit by the House Com.

SECTION 5 - Duties of Standing Committees

- a) The Golf Committee shall have complete charge of all golf activities.
- b) The Cultural Activities Committee shall have general supervision of the cultural and other educational activities of the Society.
- c) The Membership Committee shall investigate all applicants for membership and make a verbal

or written report on each application at the meeting of the Board of Directors following the presentation of same. He or she shall receive all initiations fees and dues and keep an accurate record thereof and turn same over to the Treasurer at least once each month. He or she shall also, with the consent of the Board of Directors employ such help as may be necessary for the proper collection of dues.

- d) The Entertainment Committee shall have complete charge of the entertainment program of the Society, including parties, dances, picnics, and all matters pertaining thereto.
- e) The Sunshine Committee shall report to the Board at each monthly meeting, all fellow members who are ill or in distress, and the Board shall suggest means and ways, if possible, to assist said member. They shall notify the President of the death of any member.
- f) The Bowling Committee shall have complete charge of all bowling activities.
- g) The Euchre Committee shall have complete charge of all euchre activities.
- h) The Physical Education/Gym Committee shall have control of all matters pertaining to gymnastics, athletics and all events and exhibitions pertaining thereto, and may select such sub-committees as it may deem necessary. The Physical Education/Gym Committee shall have the authority to spend One Hundred (\$100) per purchase, but in no event shall any purchase exceed One Hundred (\$100) without the direct approval of the Board of Directors/Trustees. The Physical Education instructors shall automatically become members of this committee ex-officio.
- i) The Park Committee shall have charge of the operation of the park. The Park Committee shall have the authority to spend Two Hundred (\$200) per purchase, but in no event shall any purchase exceed Two Hundred (\$200) without the direct approval of the Board of Directors/Trustees.
- j) No standing committee shall retain any funds without the express permission of the Board of Directors. Any funds retained shall be reported in writing to the Treasurer who shall report to the Board of Directors. A standing committee shall have no authority to incur any expense without the approval of the House Committee or the Board of Directors.

SECTION 6 - Suspension/Expulsion

- a) A member may be suspended or expelled for conduct unbecoming a Turner. "Unbecoming behavior may include, but not be exclusive of others, over excessive cursing, fighting, immoral conduct, loud and socially unacceptable actions."
- b) A member may be suspended or expelled for non-payment of dues when in arrears four (4) months or more.
- c) A member may be suspended or expelled for any immoral conduct or misappropriation of funds. A member must be expelled immediately if caught in the act of stealing. A member fighting in the club room, or on the club property, is subject to permanent expulsion.

- d) Any member may be suspended or expelled for the illegal use of drugs on club property.
- e) Any member so suspended or expelled shall be denied the use of all Society facilities.
- f) Suspended members, after the term of their suspension expires, may require re-application of their membership. Terms of suspension, duration and reinstatement will be at the discretion of the Board of Directors.
- g) Any member, once expelled, shall not be reinstated.
- h) A member charged with an offence shall be notified by certified US Mail ten (10) days prior to his/her hearing. Relative parties will also be notified to attend the hearing. If any party involved is unable to attend, he/she must notify the President twenty-four (24) hours in advance. The meeting will proceed as scheduled, but NO decision will be made until the parties are heard.

SECTION 7 - Amendments

Amendments to the Code of Regulations of the Akron Turner Club, Inc., an Ohio non-profit corporation, shall be presented at the Annual Meeting of all membership or at a special meeting called for that purpose, and a two-thirds majority of all members voting shall be required for their adoption. A copy of all proposed amendments and the date upon which same shall be voted upon, shall be mailed, or e-mailed, to all members at least thirty (30) days prior to the meeting date