

# Knickerbocker A.A., Inc.

## By-laws of the Association

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Revised 04/2017

### Article I – Name and Purpose

- 1.0 This Corporation, Founded and organized on the 14<sup>th</sup> day of February 1901, shall be known as the “Knickerbocker Athletic Association” of Lowell Massachusetts, and shall adopt its headquarters the building located at 36 Chamberlain St. Lowell, Massachusetts.
- 1.1 The Knickerbocker A.A., hereafter known as the association, reserves the right to relocate its headquarters by a majority vote of the member entitled to vote. Voting will be accomplished by a written ballot. The membership shall be notified of such action, in writing, at least thirty (30) days prior to the day of the vote. The need of such a vote will be decided by the “House Committee”.
- 1.2 The purpose of the association is to promote the mutual welfare of its membership, the advancement of society socially and fraternally, and for the promotion of athletic exercises and amateur sporting events.
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### Article II – Officers and House Committee

- 2.0 The officers of the association shall be a President, Vice President, Secretary, Treasurer and a board of five (5) Directors, which operating together shall constitute the “House Committee”. The “House Committee” shall have full power to conduct the business of the Association.
- 2.1 Terms of Office – The President, Vice President, Secretary and Board of Directors shall be elected by the membership for the following terms.
- 2.1.1 President and Vice President – Two (2) year terms which shall expire on alternate years.
- 2.1.2 Secretary – Two (2) year term effective with the October election held on the same year as the election for the office of Vice president.
- 2.1.3 Board of Directors – Two (2) year term with staggered October election dates. There shall be Five (5) members of the Board of Directors, Two of which shall be filled in the same election year as the president. The other Three will be filled on the alternate year with the election of the Secretary and Vice President.
- 2.1.4 Treasurer – Appointed for one (1) year by a majority of the incoming Board of Directors at the first annual meeting of the Board by recommendation of the President.
- 2.2 Meetings of the House Committee

2.2.1 Meetings of the "House Committee" shall be held on the first and third Monday of the month at 7:00 P.M. within the confines of the Knickerbocker Club. If the meeting time is to be changed, all "House Committee" members present and voting must agree to the change. The change must be posted on the bulletin board at the bar and in the member's room seven (7) days in advance.

### 2.3 Officers Duties

2.3.1 President – The president shall be the "General Manager" of the club, by reason of his election to the office. He shall be responsible for the hiring and firing activity of the club. He shall chair all of the "House Committee" meetings, however shall have no vote on an action except to break a tie vote of the committee. The termination of an employee is subject to the concurrence of the "House Committee".

2.3.2 Vice President – The Vice president shall be the Assistant Manager and Head Bartender. He shall be responsible for the coordination of the spare bartenders and waitresses for functions held at the club. He also has a vote at the "House Committee". He shall also chair the "House Committee" meetings in the absence of the president.

2.3.3 Secretary – The secretary shall record all the minutes of the "House Committee" and general body meetings. He shall be responsible for the "flyer" mailed to each body member, outlining the upcoming events at the club. He has no voting rights at the "House Committee" meetings.

2.3.4 Director – A Director shall participate as a voting member of the "House Committee". He shall serve on any committee by which he is appointed by the president and shall act as a conduit between the membership and the "House Committee".

2.3.5 Treasurer – The treasurer shall be responsible for administering the financial affairs of the club. He is responsible for the collection of dues, cash transactions of the club and the maintenance of a bank account for the payment of bills and obligations of the club. He shall pay all bills and obligations, which amount to 300.00 or over by check. The check must bear two (2) of the following signatures;

President	Vice President
Secretary	Treasurer

All other bills may be paid from petty cash, but are still accountable. The treasurer has no voting rights at the "House Committee" meeting.

2.4 Compensation - Compensation for all officers shall be proposed to the body members at each June meeting.

2.4.1 President

2.4.2 Vice President

- 2.4.3 Secretary
- 2.4.4 Treasurer
- 2.4.5 Director

## 2.5

2.5.1 If any Officer or Board member misses 8 out of the 30 scheduled meetings (Board and/or Body) during a 12 month consecutive period, they shall forfeit the Office that they were elected to with forfeiture of any compensation. This removal shall take place after approval by a majority vote of the remaining voting Board.

2.5.2 In the event that there are more than four (4) months left to the office vacated, a special election will be called by the "House Committee" to fill the remaining term of that office. A special election will be held by referencing chapter 4.5 of the current By-laws.

2.5.3 If any Board member or Officer misses a Board meeting, they will forfeit their compensation for that meeting and that compensation will be transferred back into the General Fund.

2.6 Sub Committees – Sub Committees shall be appointed by the "House Committee" and are to report to that body. The Sub Committee shall follow the general recommendation of the "House Committee" for the task. One member of the "House Committee" shall act as chairman ex-officio of any subcommittee chartered, said member being appointed by a majority vote of the "House Committee", unless the subcommittee chartered has been granted the right to elect its own chairman.

2.7 Expenditures – The employment of all personnel shall come within the power of the "House Committee", at such wages agreed upon by a majority vote of said committee. All expenditures for maintenance and operation of the club shall be made by a majority vote of the "House Committee". The "House Committee" shall bring before the body membership all expenditures, other than maintenances and operations, where the cost will exceed the value of \$10,000.00.

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## Article III – Membership

3.1 There shall be three (3) type of membership

3.1.1 Associate Members – A onetime fee of \$1.00 will allow and Associate Member the privilege of using the "restaurant" and "bar" facilities. The Associate Member is not entitled to attend a general body meeting, or to vote in any matters pertaining to the operation of the club. Associate member privileges are effective when the club accepts their "membership fee".

3.1.2 Regular Body Members – As a member in good standing, this member enjoys all of the privileges that the club has to offer, is entitled to participate in the general body meeting, vote on matters pertaining to the operation of the club and may run for any of the “House Committee” positions available.

3.1.3 Honorary Member – May be granted by the “House Committee” if that person has been a member in good standing for five (5) consecutive years. This member is entitled to all of the privileges of a regular member, except that they are exempt from payment of dues.

### 3.2 Dues

3.2.1 The annual dues for regular members shall be \$15.00 per year

3.2.2 The amount of dues may, at the discretion of the organization be changed at any time, provided written notice of the intent of the “House Committee” is posted in some prominent place within the club rooms, and passed by a majority vote of the membership present and voting at the next body meeting.

3.2.3 Dues are payable on the first Sunday of October and shall be paid no later than January first of the following year. Members that do not pay their dues by January first will be considered in arrears at that time shall be suspended from participating in club activities.

3.2.4 New members will be assessed an initiation fee of \$35.00 in addition to the annual dues.

3.2.5 Members in arrears, that have been suspended, shall pay the initiation fee in addition to the annual dues in order to be reinstated.

3.2.6 Members of the “House Committee” shall be exempt from the payment of dues during their time in office.

### 3.3 Application for general membership

3.3.1 The proposal of new members shall be referred to the “House Committee”, for approval or rejection, upon the form provided for such purpose, except that “Associate Members” shall be admitted automatically upon payment of the onetime \$1.00 fee.

### 3.4 Rules and regulations

3.4.1 Each and every person applying for membership in the Knickerbocker A.A., Inc., before such membership is granted, shall subscribe to all of the rules, regulations and articles of the Association as are contained herein or shall hereafter be adopted by the Association by vote of the membership or through order of the “House Committee”.

3.4.2 Any member guilty of breach of any of the rules and regulation contained herein so subsequently adopted through order of the “house Committee”, shall by a majority vote of the “House Committee”, be expelled from the Association.

- 3.4.3 All regular, honorary and associate members and their guests will abide by section 1 of chapter 138 of the general laws of Massachusetts.

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## **Article IV – Election Proceedings**

### **4.1 Election proceedings**

- 4.1.1 Election shall be held on the second Monday of October. The secretary shall publish the date of the election and the nominees, at the bar in the member's room. In addition the secretary will include the notice of the election in the flyer that is mailed to all members in good standing.
- 4.1.2 No member shall hold more than one office at any one time.
- 4.1.3 Absentee ballots shall be available for the aged, infirmed or any member who will be out of town on Election Day. This ballot may only be obtained by personal request from the member to the secretary
- 4.1.4 Eligibility – A candidate for office must have been a member in good standing for the previous twelve (12) consecutive months.

### **4.2 Nominations**

- 4.2.1 Nominations shall be held at the September body meeting, which is held on the second Monday in September.
- 4.2.2 The Nominee should be present at the body meeting when his name is submitted for nomination and acceptance. Anyone interested in accepting a nomination, but will not be present at the nomination meeting, may send his designee to the nomination acceptance for the position desired.
- 4.2.3 If a nominee accepts nominations for two (2) offices, the chairperson of the meeting must advise the nominee that he must decide which office he wishes to be a candidate for and that he must decline the nomination for one of the offices
- 4.2.4 When a motion is made to close a nomination for an office, the chairperson of the meeting shall announce such motion to the body, and then ask the body three (3) more times if there are any more nominations. If there are none, then at that time the motion to close the nomination may be seconded and voted on.
- 4.2.5 In the event that all offices that are up for nomination are begin sought unopposed, there will not be an October election. If even one position is opposed, the October election shall take place as scheduled.

### **4.3 Rights of the Candidates**

4.3.1 A candidate has the right to inspect the list containing names and last known addresses of all of the voting members of the club.

4.3.2 A candidate may ask for a recount of votes and ballots and may have an observer present to witness the recount.

#### 4.4 Ties in the vote

4.4.1 In the case of a tie in the voting, a new election for the office for which the vote occurred shall be conducted at the next scheduled body meeting following the original election night.

4.4.2 In the event that this special election is necessary, the secretary shall post the date of the special election the club and also notify all voting members by mail of such election at least seven (7) days prior to the election.

#### 4.5 Vacated offices

4.5.1 In the event an office becomes vacated as a result of the October election, nomination will be called for at the November body meeting and an election will be held in December.

4.5.2 In the event that an office becomes vacated and more than four (4) months to the term of office remain, a special election will be called by the "House Committee" and the nominations for that election will be held at the next scheduled body meeting. A vote of those nominated will be held at the next scheduled body meeting following the nominations. Refer to 4.2.2

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### Article V - Meetings

5.1 Regular body meetings of the Association shall be held on the second Monday of the month at 6:30PM. The following months are designated to conduct the business issues noted as well as regular business matters.

February	-Regular business meeting
April	-Annual financial report presentation
June	-Regular business meeting
September	-Semi-annual financial report and nominations
October	-Annual election of officers
November	-Call for Christmas committee volunteers

5.2 The membership shall be notified of any meeting by way of a flier from the secretary of the club

5.3 The general body meetings shall be conducted as outlined in "Roberts rules of Order", unless such action will conflict with any of the articles contained in these bylaws. Unless a motion is made and carried not to cover a given topic, the following topics will be covered as a minimum.

5.3.2 Treasurer's report

5.3.3 Roll call of officers and directors

5.3.4 Old business

5.3.5 New business

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### **Article VI – Bylaw Changes**

6.1 Amendments, additions or changes to these bylaws may be made by a two thirds vote of the body present and voting, provided that such intentions have been made in writing by the secretary to the membership and also posted in the club rooms at least seven (7) days prior to the day upon which the voting will take place.

6.2 The failure of any article or section in these bylaws, for whatever reason, will not preclude or diminish the effect of any other, and all other will remain in full force and effect.

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### **Article VII – General Bylaws**

7.1 Real Estate owned by the club may be sold only upon an affirmative vote of two thirds (2/3) of those eligible to vote as regular body members plus honorary members. Such a vote may not take place until at least thirty (30) days after notification of all members in writing, specifying the date, time and question to be voted on. The need for such a vote will be decided by the "House Committee".