

Date: August 27, 2010
To: Cary Swim Club Members
Subject: Notice of Annual Membership Meeting and Vote on Proposed Bylaw Amendments

Cary Swim Club members:

The annual meeting of the Cary Swim Club, Inc. (CSC) will be held on Sunday, September 12, 2010, beginning at 3:00PM, at the pool located at 536 Walnut Street, Cary, N.C. with an ice cream social at 2:30 during registration. There is a lengthy and important agenda in front of us. I request your attendance to ensure a quorum and help decide the types of activities that will be allowed at CSC. The four items are the agenda are:

1. Election of 1 Board Member to fill a 1 year term (October 2010 to September 2011)
2. Election of 4 Board Members for a 3 year term (October 2010 to September 2013)
3. Approval of Budget / Membership Dues for October 2010 to September 2011
4. First vote on proposed amendments to our bylaws

The proposed bylaw amendments, with a "loose description", to be considered are captured below:

- A. Limitations on the Board of Directors
- B. Conflicting Amendments
- C. Any type of Alcohol at any time
- D. Beer and Wine at any time
- E. Beer and Wine at Social Functions plus Friday and Saturdays from 5-9 pm
- F. Beer and Wine at Social Functions (No Swimming)
- G. Beer and Wine at limitations on hours and number of yearly Social Functions with cost borne by participants (No Swimming)
- H. Refund of Membership dues based on passage of an Alcohol bylaw

The specific wording of each proposed bylaw amendment being considered can be found on the CSC website, caryswimclub.org. Any member may request a printed copy of the proposed bylaw amendments by contacting the CSC Secretary.

The current bylaws require the CSC Board of Directors to vote to either support or not support each bylaw. This vote might be considered as a recommendation, but that language is not detailed in the bylaws. Instead, this is simply a requirement of the current bylaws. The Board's vote to either "Support" or "Not support" are detailed below, with the letters corresponding to the list above:

- A. Not Support
- B. Support
- C. Not Support
- D. Not Support
- E. Not Support
- F. Support
- G. Not Support
- H. Not Support

Note: Amendments C, D, and E were not supported due to the lack of a policy coverage from any insurance company for a 501.3.C Corporation such as Cary Swim Club. Requests for coverage were made to 6 different insurance agents, including our current insurer, and none would cover CSC in the circumstances described by amendments C, D, and E.

Also, please be aware that the CSC Board discussed each bylaw, prior to making a recommendation. During the discussion, some of the points raised or researched were:

- costs of maintaining guards,
- insurance coverage and possible changes in premium,
- enforcement implications,
- potential need for a liquor license of any type,
- safety implications,
- changes in the “atmosphere” at CSC
- and other factors.

Also, the voting was not always unanimous but there was no requirement to detail the number of Directors supporting or opposing a bylaw amendment. The order above will be our voting order for the bylaws on 09/12/2010.

It will be my role to moderate the discussion and ensure that voting is orderly. After the motion is read, a short period of discussion will follow.

If anyone desires to end discussion, the individual shall state:

“I call the question”.

Following that request, the voting body will then vote to end the discussion. If the majority agrees to end discussion, then a vote on the amendment will take place. However, if there is no agreement to end discussion, then discussion will continue.

In order for an Annual meeting to take place, a quorum of members must be present or counted as a proxy. The bylaws state:

Article 3, Section 6. Quorum One-tenth of the voting members, represented in person or by proxy, shall constitute a quorum at meetings of members. The members at a meeting at which a quorum is present may continue to do business until adjournment, even if quorum is not maintained.

In order to pass, a proposed bylaw amendment must be approved by two thirds of the membership considered in attendance at the meeting. Members are considered as being in attendance at the meeting by a) attending in person on that day or b) by attendance of their designated proxy on that day or c) by properly submitting a CSC issued ballot (see instructions on attached ballot),. In Section 3 of Article 9, the bylaws read:

Article 9, Section 3. Amendments...(5TH Sentence) If the members present and voting approve the proposed amendment by a two-thirds vote, the amendment will then be considered at a subsequent general membership meeting held no sooner than one month following the meeting and not longer than one year following the meeting.

Remember, a bylaw amendment must be passed in two separate votes to be considered. We will reconvene membership at a later date, if necessary, to vote on only the amendments that pass the first vote with a 2/3 majority on 09/12/2010.

As always, I appreciate your attendance and participation in this cooperative venture. In addition, I ask that all members work with each other to maintain decorum and respect the opinions of other members. Thanks in advance for your support.

As noted in the above agenda, there will be five open spots on the Cary Swim Club Board of Directors. Four spots are for the standard 3 year term, and one spot is for a 1 year term due to the retirement of a Director (Peggy Hoffert). If you are interested in running for a position on the Board, please contact me directly at dangevine@nc.rr.com.

Sincerely,
David Angevine
President, CSC