

EVERGREEN COUNTRY CLUB INC.

CONSTITUTION AND BY-LAWS

2025 REVISION

CONSTITUTION

ARTICLE 1

The Name

Section 1. The name of the organization shall be "Evergreen Country Club, Inc." authorized under the Non-Profit Corporation Law of the State of Pennsylvania of May 5, 1933. Originally founded on the twenty-fourth day of May, 1932, in the City of Reading, Pennsylvania as "Heimatbund, Inc." and later chartered under the Corporation Laws of the Commonwealth of Pennsylvania and approved as "Evergreen Country Club, Inc." by acceptance of Article of Amendment Petition by the Court of Common Pleas of Berks County on May 3, 1948.

Article II

THE OBJECT

Section 1. The object of the organization is to promote and practice German customs, manners and language and encourage good social fellowship and fraternalism amongst its members.

Section 2. An added objective is to promote and practice fraternal sports activities amongst its members.

Section 3. ~~In regards to politics and religion this organization is unbiased and strictly impartial.~~ (change) This organization will not discriminate and will be unbiased in regards to race, politics, religion or sexual orientation.

ARTICLE III

Members

Section 1. The prerequisite for membership in the organization shall be as follows:

- (A) Minimum age requirement shall be 21 years of age.
- ~~(B) Good moral and social status~~ (change) Must pass a background check demonstrating no criminal history.
- (C) Without a known subversive background

Section 2. The members of this organization shall be divided in the following groups:

- (A) Active Social Members. This group will have no voting rights, will not be required to attend official Club meetings, or have a voice in debating issues and will have no ownership rights to any Club property or other Club assets.

- (B) Active Voting Members. This membership is composed of a separate group with full voting rights and will be considered owners of Club property and Club assets.
- (C) Honorary Members. Any Active Voting Member who has at least 25 years or continuous membership may be elected to Honorary Membership or any Active Voting Member who has contributed outstanding services or any profuse contributing sponsor to the organization, may be elected to Honorary Membership. (insert) Nomination to Honorary status to occur at a regular business meeting; an active member must make the nomination and it shall be duly seconded. This action shall be taken by majority vote of Active Voting Members at a regular business meeting of the organization. Honorary Members retain all rights and privileges of an Active Voting Member.
- (D) (insert) Social Members- This membership is composed of a separate group with no voting rights and are not considered owners of Club property or assets.
- (E) The ~~Executive Board~~ (change) Board of Directors shall set the prevailing fees for each class of membership in accordance with Article VIII, Section 1 of the Club Bylaws.
- (F) All current and new members have the opportunity to join either membership class provided they meet all requirements as set by the ~~Executive~~ (change) Board of Directors and Article III Section 1.
- (G) All references to Active Voting Members in this Constitution and By-Laws and their rights, responsibilities and duties shall be interpreted and mean that group described in Article III Section 2B.

ARTICLE IV

Nomination, Election and Installation of Officers/Trustees

Section 1. Nominations of all candidates to all offices shall begin at the regular business meeting in October and shall be carried over and concluded at the regular business meeting in November. (Add) Trustees are considered officers of the Club.

Section 2. The election and installation of officers shall occur at the regularly scheduled meeting in December. There are no nominations at the December meeting unless there is a position that no one is running for. In that case nominations will be open for that one position only.

Section 3. After a one month transition period, the new officers will (add)be sworn into office and assume their duties at the January meeting.

ARTICLE V

Officers

Section 1. The elected officers of the organization shall consist of a President, First Vice-President, a Second Vice-President, a Secretary, a Treasurer, an Assistant Secretary, an Assistant Treasurer, and Six Trustees all elected by the Active Voting Members. The Six Trustees shall be Two Bar, Two Kitchen, Two Grounds, and all attending the ~~Executive Committee~~ (change) Board of Directors Meetings.

Section 2. All elected officers must be Active Voting Members and without a known subversive (add) and/or criminal background.

ARTICLE VI

Duties and Term of Officers

Section 1. President

- (A) It shall be the duty of the President to preside at all meetings of the organization, preserve order, and see that the Constitution and By-Laws of the organization are enforced and to open and close all meetings, enforce all penalties, and perform all duties which are enjoined by the charge and regulations of the organization.
- ~~(B) (remove) To appoint the Membership Committee whose duty it shall be to handle the applications of all prospective members.~~
- (C) To appoint all other necessary committees to carry out all functions of the organization.
- (D) (add) May appoint replacement officer (s) with the advice and consent of the Board of Directors to fill any vacant offices on the Board of Directors.

Section 2. First Vice-President

- (A) It shall be the duty of the First Vice President to assist the President and in the President's absence preside at the meeting of the organization.
- (B) To install newly elected officers immediately after the election to their respective offices.

Section 3. Second Vice-President

- (A) It shall be the duty of the Second Vice-President to assist the President and the First Vice-President in all their duties. (Add) The Second Vice-President shall oversee and manage events including booking music and entertainment.

Section 4. Secretary

- (A) It shall be the duty of the Secretary to keep accurate minutes of the proceedings of the organization in a book prepared for this purpose, to notify the Members of all special meetings and handle the correspondence of the organization. At the expiration of the term of office shall deliver to the successor all books, papers, electronic records and any associated vouchers belonging to this office.
- (B) Shall at each meeting see that all members present, sign the "attendance sign in sheet", which will then be attached to the minutes of that meeting.
- (C) Shall be responsible for the mailing of all official notices and proxies when such are decreed.
- (D) (add) Shall be responsible for handling membership roster, background checks on proposed new members and providing of membership cards to members

Section 5. Assistant Secretary

- (A) Shall assist the Secretary in the performance of all duties.

Section 6. Treasurer

- (A) It shall be the duty of the Treasurer to keep regular and correct accounts of all money received and paid out including all Club functions and bar.

- (B) Shall at each business meeting tender a (add) written financial report of the organization (add) and semi-annual detailed P&L report.
- (C) ~~Shall at each business meeting present for approval by the Active Voting Members all bills and expenses paid since the last regular business meeting. (Delete)~~
- (D) Shall oversee and manage all small games of chance.

Section 7. Assistant Treasurer

- (A) It shall be the duty of the assistant Treasurer to assist the Treasurer in the performance of all duties.

Section 8. Trustees

- (A) The Trustees shall assume the stewardship of all property of the organization.
- (B) (change) Trustees shall be nominated and elected per Article IV. Trustees ~~appointed~~ (change) elected shall be Bar Manager, Kitchen Trustee, Grounds Trustee. Any officer who is not able to complete his duties can be appointed by the (change) Executive Committee. President with the advice and consent of the Board of Directors.

Section 9. Term of Office

- (A) The term of all officers except Trustees shall be for one year.
- (B) The term of office of Trustee shall be for three years with one elected each year.

Section 10. ~~Executive Committee~~ Board of Directors (change)

- (A) The elected Officers shall constitute the (change) ~~Executive Committee~~ Board of Directors of the Organization.
- (B) The (change) ~~Executive Committee~~ Board of Directors shall be presided over by the (change) ~~First Vice President~~ President of the organization.
- (C) The (change) ~~Executive Committee~~ President shall arrange a meeting (insert) of the Board of Directors prior to the regular business meeting of the organization and formulate recommendations to be presented at the meeting.
- (D) The (change) ~~Executive Committee~~ Board of Directors shall consider and act upon all proposals involving capital expenditures before such can be presented and voted upon by the Active Voting Members at the regular meeting of the organization. (insert) The Board of Directors as the governing body is authorized to vote upon and approve normal business expenditures.
- (E) The (change) ~~Executive Committee~~ Board of Directors shall set forth regulations for all social and business activities. Additional regulations covering all personal conduct and behavior should be set forth with respect to the organizations property and intent.
- (F) The (change) ~~Executive Committee~~ Board of Directors shall consider and act upon all complaints made to the organization concerning improper conduct, violation of house rules, or flagrant disregard for property or for the organizations intent or purpose. Such considerations to be presented at the next business meeting for membership action.
- (G) The (change) ~~Executive Committee~~ President shall appoint a replacement to fill the unexpired term of a Club officer if such a vacancy should occur (insert) with the advice and consent of the Board of Directors.

ARTICLE VII

Resignation or Suspension of Officers

Section 1. The resignation must be tendered in writing to the Secretary who shall present same to the (change) Executive Committee Board of Directors at their regular meeting. It shall then be read and acted upon at the business meeting of the organization.

Section 2. Any officers shall be subject to removal at any time if their work is not satisfactory, or if the work in any manner against, or lose interest in the organization.

- (A) The charge shall be brought in the form of a motion duly seconded at a regular meeting of the organization and shall be acted upon at the next regular meeting. Dismissal from office shall become effective by a majority vote of the Active Voting Members.

ARTICLE VIII

Meetings

Section 1. The meetings of the organization shall be held on the second Friday of each month (change) beginning at 8 o'clock P.M.

- (A) In the event of a projected conflicting club activity, meetings will be rescheduled based on an (change) executive board Board of Directors or President's decision. Members will be notified by club newsletter (insert) or email of these changes.
- (B) If inclement weather occurs, members should contact any club official for meeting information.

ARTICLE IX

Amendments

Section 1. No alternation or amendments to this Constitution shall be made unless a motion therefore is presented in writing at the regular business meeting properly signed by the mover and the seconder.

- (A) It shall be read by the President and be continued without debate until the next regular business meeting.
- (B) Each Active Voting Member shall be notified in writing or club newsletter of the amendment under consideration at least two weeks prior to the meeting at which the proposed amendment is to be debated and acted upon.
- (C) At the next regular meeting it shall be read and acted upon. It shall be adopted by a majority vote of Active Voting Members present. Active Voting Members vote by proxy when such is decreed

BY-LAWS

ARTICLE I

Quorum

Section 1. A quorum shall be composed of at least twelve members, four of which shall be officers.

ARTICLE II

Duties of Members

Section 1. It shall be the duty of all members to attend meetings, pay dues promptly, carry out faithfully all the duties of the offices to which they may be elected, and in all respects adhere to the true spirit and intent of the organization.

ARTICLE III

Rights of Members

Section 1. Active Members

(A) They shall have the right to participate in all social and business activities

Section 2. Active Voting Members

(A) They shall have the right to participate in all social and business activities.

(B) They have the right to vote.

(C) They shall be eligible for election of office.

Section 3. Committee Appointees

(A) They shall be eligible to attend all (change)Executive Committee Board of Director meetings, and have a voice in the proceedings pertinent to their committee's affairs.

ARTICLE IV

Admission of Members

Section 1. Active Members: Prospective Active Members shall deposit the prevailing initiation fee and annual membership dues with their application to any member in good standing. The prevailing initiation fee and annual membership dues to be determined by recommendation of the (change)Executive Board Board of Directors and presented to the General Membership at the regular monthly meeting for their approval or rejection. The application shall be read at the next business meeting (change) and posted on the bulletin board for at least two weeks. It shall be acted upon at the subsequent business meeting after an investigation by the (change)Membership Committee Executive Secretary. An affirmative vote of the Active Voting Members at a regular meeting with no more than five dissenting votes is required for acceptance. In the event the prospect is rejected the fee shall be returned and the matter closed.

ARTICLE V

Quotas of Members

Section 1. It shall be within the jurisdiction by vote of the Active Voting Members to establish quotas of total membership or quotas of any class of membership.

ARTICLE VI- Omitted (remove)

ARTICLE VI

Expulsion

Section 1. (change)Members in arrears of dues for a period of thirty days shall be notified of their delinquency in writing two weeks before the end of the period, and upon failing to pay the same, expulsion shall be mandatory at the next business meeting. Members not renewing prior to February 1 of the current year shall be judged to be in arrears and must pay current membership fee plus designated late fee. Members that have not renewed for one calendar year must present old membership card to renew or re-apply for membership using the membership application and shall be approved per Article IV

Section 2. Any member acting contrary to the interests of the organization shall be subject to expulsion by a majority vote of Active Voting Members present at a regular business meeting.

- (A) The charge shall be brought in the form of a motion duly seconded at a regular business meeting of the organization and shall be acted upon at the next regular business meeting.
- (B) Member shall be notified of the charge by letter and notification of such action will be posted on the club bulletin board or by club (insert)newsletter (insert) or email at least two weeks before action is taken at the next regular business meeting.
- (C) Any such member has the right to appeal such action before the (change) Executive Committee Board of Directors before final action is taken.
- (D) Expulsion shall become effective by a majority of the Active Voting Members present.

ARTICLE VII

Dues

Section 1. The yearly dues of all Active and Active Voting Members shall be prevailing fee set by the (change) Executive Board Board of Directors and voted on at the regular membership meeting payable by the first day of the new year with a grace period until February 1.

Section 2. It shall be within the jurisdiction of the Active Voting Members to provide paid-up or Life Membership for reason or cause.

ARTICLE VIII

Ownership of Property

Section 1. The ownership of all assets of the organization is and shall remain vested in the Active Voting Members as defined in Article 3 of this Constitution (change) and in the successors of such Active Voting Members.

Section 2. In the event of the death, resignation, or expulsion of Active Voting Members their interest, or equity in the ownership or assets of the organization is summarily liquidated and reverts to the organization.

ARTICLE IX

Dissolution

Section 1. The organization may be dissolved by appropriate court proceedings taken upon affirmative majority vote of the Active Voting Members with no more than two dissenting votes. All Active Voting Members to be notified in writing or newsletter (insert) or email of such action at least two weeks before the meeting.

Section 2. Upon such dissolution the property and assets of the organization both real and personal after the payment of all debts shall revert to the Active Voting Members of the organization (change) in direct proportion to each members length of membership.

ARTICLE X

Sale of Assets or Property

Section 1. The proposal of sale of any assets or property of the organization must be presented in writing by the Mover and Secunder and read at the next regular business meeting without discussion or action. The motion then to be considered and discussed by the (change) Executive Committee Board of Directors and passed by not more than two dissenting votes. The motion then to be displayed on the bulletin board at least two weeks prior to the next business meeting and all Active Voting Members to be notified in writing or club newsletter (insert) or email at least two weeks before the meeting for consideration of the motion. Majority vote of Active Voting Members is required for passage.

ARTICLE XI

Amendments

Section 1. No addition, alteration, or amendment to these By-Laws shall be made unless a motion thereto be presented in writing at a regular business meeting, properly signed, by the mover and secunder.

Section 2. It shall be read by the President and continued without debate until the next regular meeting.

Section 3. Each Active Voting Member shall be notified in writing or club newsletter of the amendment under consideration, at least two weeks prior to the meeting at which the amendment shall be debated and acted upon. Also notice of this action shall be posted on the bulletin board two weeks in advance of the meeting to consider the same.

Section 4. At the next regular business meeting it shall be read and acted upon. It shall be adopted by a majority vote of the Active Voting Members present and those Active Voting Members voting by proxy when such is decreed.

ARTICLE XII

Adoption

Section 1. The duly acceptance and adoption of this revised Constitution and By-Laws by the organization shall supersede and cancel all previously adopted Constitutions and By-Laws of the Evergreen Country Club, Inc. (Heimatbund, Inc.)