BY-LAWS OF MT. LEBANON AQUA CLUB, INC.

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ARTICLE I: NAME AND GOVERNMENT

SECTION 1

The name of this organization shall be the "MLAC, Inc.", herein after referred to as "MLAC Inc." or "the Club".

SECTION 2

The official mailing address for MLAC, Inc. shall be: P.O. Box 14684, Pittsburgh, Pa. 15234.

SECTION 3

This organization shall be governed by the policies and procedures of USA Swimming, Allegheny Mountain Swimming, these By-Laws, current Standing Rules, and the provisions of legal contracts entered into by the Board of Directors of MLAC, Inc., herein after referred to as the Board.

SECTION 4

The fiscal year of MLAC, Inc. shall run from September 1 of each year through August 31 of the following year.

ARTICLE II: PURPOSE

SECTION 1

The objectives and purpose of MLAC, Inc. shall include the promotion of amateur swimming on instructional and competitive levels through supervised practices; the sponsorship of and participation in competitive meets at the local, regional and national level; and the fostering of a spirit of sportsmanship among its members. All purposes and objectives of the organization shall be in reasonable accordance with the standards and rules prescribed by USA Swimming and Allegheny Mountain Swimming, Inc. (AMS).

SECTION 2

This organization does not contemplate pecuniary gain or profit, incidental or otherwise, to its members or to any individual other than as compensation to its employees pursuant to an employment contract or other agreement. No part of the net earnings of MLAC, Inc. shall be distributed to any member, director, or officer of the Corporation, contributor, or private individual. Any income derived from the promotion of swimming by MLAC, Inc. must be used for further promotion of swimming or for the general welfare of MLAC, Inc. as a whole. In the event of dissolution or liquidation of the assets of this Corporation, its assets shall be distributed

to nonprofit and charitable corporations or institutions (which are exempt under Section 501 (c) of the U.S. Internal Revenue Code) and shall be used for purposes similar to those of MLAC, Inc. The designation of other such corporations or institutions shall be made by the Board.

ARTICLE III: MEMBERSHIP

SECTION 1 MEMBERSHIP

The benefits and services of MLAC, Inc. shall be made available to any individual who desires to participate in the competitive swim program sponsored by MLAC, Inc., who is physically able to do so and provided however at all times a majority of competitive members, as defined in Article III Section 1 (a), be residents of the municipality of Mount Lebanon.

(a) Members – There are two (2) classes of membership: (1) Regular Members and (2) Competitive Members. Regular Members shall be defined as parents or legal guardians of a Competitive Member(s). Competitive Members shall be defined as those individuals who are members of the club team from time to time. A Member Family shall consist of one or two parents or legal guardians and one or more Competitive Members.

SECTION 2 VOTING

Each Member Family in MLAC, Inc. shall be entitled to one vote in the affairs of MLAC, Inc. A Regular Member in each Member Family will cast their vote.

SECTION 3 TERMINATION

(a) Membership may terminate automatically if a Regular Member fails to pay dues, meet entry assessments, and/or other financial obligations within thirty (30) days after notice or fails to make arrangements for payment satisfactory to the Board.

(b) A Regular member may resign his membership at any time by giving notice in writing to the President any refund will be subject to Article IV Section 1 (f).

(c) Membership may be terminated or suspended by Board decision if that Regular Member fails to uphold the requirements stated in the Parent Code of Conduct. Additionally, membership may be suspended or terminated, depending on the seriousness of the offense if any Competitive Member fails to uphold the standards set forth by the Head Coach, the Board, and USA Swimming.

(d) The following shall be considered violations of the USA Swimming Code of Conduct and subject to termination from MLAC, Inc.:

(1) Violation of any of the Athlete Protection Policies set forth in Article 305 of the USA Swimming Code of Conduct.

(2) Violation of any of the Sexual Misconduct Reporting Requirements set forth in Article 306 of the USA Swimming Code of Conduct.

(3) Conviction of, imposition of a deferred sentence for, or any plea of guilty or no contest at any time, past or present, or the existence of any pending charges, for (i) any felony, (ii) any offense involving use, possession, distribution or intent to distribute illegal drugs or substances, (iii) any crime involving sexual misconduct, or (iv) any criminal offense against a minor.

(4) Bullying is prohibited. For these purposes, the term “bullying” shall mean, regardless of when or where it may occur, the severe or repeated use by one or more USA

Swimming members ("Members") of an oral, written, electronic or other technological expression, image, sound, data or intelligence of any nature (regardless of the method of transmission), or a physical act or gesture, or any combination thereof, directed at any other Member that to a reasonably objective person has the effect of: (i) causing physical or emotional harm to the other Member or damage to the other Member's property; (ii) placing the other Member in reasonable fear of harm to himself/herself or of damage to his/her property; (iii) creating a hostile environment for the other Member at any USA Swimming activity; (iv) infringing on the rights of the other Member at any USA Swimming activity; or (v) materially and substantially disrupting the training process or the orderly operation of any USA Swimming activity (which for the purposes of this section shall include, without limitation, practices, workouts and other events of a member club or LSC).

(5) Any inappropriate sexual conduct or advance, or other oral, written, visual, or physical conduct of a sexual nature directed towards an athlete by (i) a coach member or other non-athlete member, or (ii) any other adult participating in any capacity whatsoever in the activities of USA Swimming (whether such adult is a member or not). Any act of sexual harassment, including without limitation unwelcome sexual advances, requests for sexual favors, and other verbal or physical conduct of a sexual nature in connection with or incidental to a USA Swimming-related activity by any person participating in the affairs or activities of USA Swimming (whether such person is a member or not) directed toward any member or other person participating in the affairs or activities of USA Swimming.

ARTICLE IV: DUES

SECTION 1 DUES

Dues shall be set by the Board and shall be sufficient to provide for the anticipated expenses of MLAC, Inc.

(a) Member Dues -- Dues for Competitive Members shall be assessed on an annual basis, per fiscal year.

(b) Amount – The amount of dues per Competitive Member shall be computed on the basis of a schedule set by the Board which shall take into account both the number of Competitive Members in MLAC, Inc. programs and the Competitive Members' classification.

(c) Changes in Dues Schedule - The dues schedule may be changed retroactively.

(d) Payment – The Board of Directors shall be responsible for establishing the annual payment schedule for dues and the appropriate policies governing payment of said dues.

(e) Change in Swimmer's Group Status – In the event that group assignment of a Competitive Member's is changed during the year, the resulting change in dues shall be computed on a pro rata basis per month. Extra dues shall be payable immediately or may be paid in installments as outlined in ARTICLE IV. SECTION 1(d)

(f) Refunds –

1) There shall be no refund of annual registration fee.

2) There shall be no refund of dues or release of obligation to pay dues except as follows whereby pro-rated refunds of such dues, excluding fees passed through to other organizations, would be given:
   i. A certified medical excuse which specifically prohibits swimming for extended time,
   ii. Relocation out of the South Hills area,
   iii. Withdrawal with written notice to the President within thirty days from the team member's first scheduled practice,
   iv. Refunds of dues or release of obligations for reasons not specifically stated in this section shall require written justification provided to the President and will be require unanimous approval of the Board.

SECTION 2 FEES

(a) **Meet Entry Fees/Surcharges** – Each Competitive Member is responsible for paying all meet entry fees and surcharges within 30 days of account charge.

1) Each Regular Member must provide a credit card or ACH to be kept on file unless previous arrangements due to special circumstances have been made and approved by the Board.
2) Meet Entry fees will be added to all accounts by the 25th of each month and billed to the member accounts via credit card/ACH on the first business day of the following month.
3) Any Competitive Members with unpaid meet entry fees or without valid payment on file for more than 30 days may not be permitted to enter additional meets.

(b) Allegheny Mountain Swimming (AMS) /USA Swimming – Fee as current amount set by Allegheny Mountain Swimming and USA Swimming.

(c) Special Fees – Fees for special events and activities shall be set by the Board in a uniform manner and shall be paid in advance in full.

SECTION 3 ASSESSMENTS

The Board may recommend any assessment deemed necessary by sending such recommendation in writing to each member family not less than ten (10) days prior to any annual, regular or special meeting of the MLAC, Inc. Passage shall require a majority affirmative vote of the members present. Assessments may be made effective as of a certain date but shall not be made retroactive.

SECTION 4 PARTICIPATION

A quality program as conducted by the MLAC, Inc. requires the active and enthusiastic participation of all Cleared, Regular Members in its operation. This includes the day to day business operations of the Club, organizing, planning and staffing of all team events and functions and organizing, planning and staffing of swim meets at various levels of competitions throughout the year.

It is the intent of the Board of Directors that this obligation be shared by all cleared regular Members equally. Each Member Family is required to work a set number of sessions each season in accordance with the following:

1. Each year a Regular Member family will start with 0 volunteer sessions and must accumulate the set number of volunteer sessions prior to the end of the year. The year is defined as September 1st to August 31st as defined in Article I, Section IV.
2. Sessions are earned by volunteering for one or more volunteer positions as identified by the Board of Directors.
3. Each volunteer position is assigned a session value by the Board of Directors. This value does not represent the actual time commitment required for a volunteer position.
4. A list of volunteer positions, the prerequisites required for each position and the session value earned can be found on the MLAC web site under the "Parents" tab on the team web site.
5. The Board of Directors will set the required sessions prior to the start of the year and communicate this to the Regular Members.

Many of the volunteer sessions require clearances by law. It shall be the responsibility of each Regular Member to obtain and maintain any and all clearances required by law. Should a Regular Member fail to satisfy their volunteer session obligation in a given year, a fee will be applied to their account at the end of the season (August). The amount of the fee will be set by the board at the start of the season and communicated to the regular members. This fee must be paid prior to registration for the next swim season. Requests for exemption or review of volunteer sessions earned may be brought to the MLAC President and Board of Directors for prior to August 31st of the registration year.

SECTION 5 COMPETITIVE MEMBER'S EXPENSES

(a) With regard to team travel expenses, each Member Family shall be responsible for reimbursement of expenses incurred by MLAC, Inc. on the Competitive Member's behalf.

(b) With regard to any possible subsidy by MLAC, Inc. for attending zone, sectional, national or any other level of national competition, each Member Family shall:

(1) Be an active member in good standing. Active members of MLAC, Inc. are those Competitive Members who:

i. have an above-average attendance record at practices; and

ii. have participated in three USA Swimming-sanctioned meets as a MLAC, Inc. representative during the fall/winter season or two USA Swimming-sanctioned meets during the summer season.

(2) Be responsible for reimbursement of any and all expenses in excess of AMS and MLAC, Inc. funding incurred by MLAC, Inc. on the Competitive Member's behalf.

(3) Be responsible for applying for reimbursement of any transportation and lodging expenses incurred by the Competitive Member, using appropriate forms as designated by AMS or MLAC, Inc. All receipts shall be included with the reimbursement request and should be submitted on a timely basis.

(4) Understand that the amount of any MLAC, Inc. reimbursement is dependent upon the number of swimmers attending the meet, MLAC, Inc. budgetary considerations, available funds and is limited to 80% of the swimmer's transportation and lodging expenses after AMS reimbursement.

(5) Understand that the amount of subsidy, if any, will be determined by the MLAC, Inc. Board of Directors.

(6) MLAC Inc. will cover all coaching expenses for Zones, Sectional or National meets.

(7) This does not include interscholastic, WPIAL or PIAA, meets.

ARTICLE V: MEETINGS OF MEMBERS

SECTION 1 ANNUAL MEETING

a) **Time and Place –** The Annual Meeting of the General Membership of MLAC, Inc. shall be held each year on a date set by the Board. Members shall be given at least ten (10) days written notice of such meetings. The Board may call other general membership meetings as necessary during the year.

b) **Purpose –** The Annual Meeting shall be for the purpose of electing Directors.

   i. In an extreme situation (natural disaster/civil authority mandate) where the Annual Meeting cannot be held as planned, the election of Directors shall take place via online and anonymous ballot at such time that the slate of nominees has been posted according to ARTICLE VI, SECTION 4 (a) 2.

   ii. Such ballot will be counted based on returned ballots which shall constitute a quorum.

SECTION 2 SPECIAL MEETINGS

(a) Call – Special meetings of MLAC, Inc. shall be held upon the call of President, the Vice-President or the Board and must be called by the Board to be held within thirty (30) days upon written request to the Secretary signed by fifteen (15) percent of the members

(b) Time and Place – Special meetings of MLAC, Inc. shall be held at such reasonable time and place as the Board may designate.

(c) Purpose – The purpose of any special meeting shall be stated in the notice of the call, and no other business shall be transacted.

SECTION 3 QUORUM

Fifteen percent (15%) of Regular Members in good standing, present in person, at any properly called meeting shall constitute a quorum.

SECTION 4 VOTING

(a) Method – Voting may be viva voca, but ten (10) members shall have the right to demand voting by roll call. Election of Directors, if contested, shall be by secret ballot.

(b) Decision – All matters coming before the meeting for vote shall be decided by majority vote of those voting, except where different requirements are given elsewhere in these Bylaws.

SECTION 5 MINUTES OF MEETING

Minutes of each meeting shall be available for inspection by any member desiring to do so as soon as practicable but no later than with the notice of the next immediate Annual Meeting of members.

ARTICLE VI: BOARD OF DIRECTORS

SECTION 1 BOARD COMPOSITION

The Board shall be composed of eleven (11) Directors, selected in accordance with ARTICLE VI. SECTION 3, plus the most recent past president not currently a Director and the Head Coach, who shall be non-voting members of the Board, and whose services shall not be considered as service as a Director.

SECTION 2 CONFLICT OF INTEREST

Board members and MLAC employees shall have an obligation to place the interests of MLAC, Inc. ahead of any personal interests. Any conflict of interest situation must be immediately brought to the attention of the President. The following guidelines shall apply in the event of any potential, actual, or perceived conflict of interest.

(a) Full disclosure - Board members and MLAC employees in decision-making roles should make known their connections with groups doing business with the nonprofit. This information should be provided annually.

(b) Board member abstention from discussion and voting - Board members who have an actual or potential conflict of interest should not participate in discussions or vote on matters affecting transactions between the club and the other group.

(c) MLAC employee abstention from decision making - Staff members who have an actual or potential conflict should not be substantively involved in decision-making affecting such transactions.

SECTION 3 TERMS

Directors shall be elected at the Annual Meeting of General Membership each year for terms as defined in Article VII. Where possible, five (5) Directors shall be elected every even calendar year and six (6) shall be elected every odd calendar year.

SECTION 4 ELECTIONS OF DIRECTORS

(a) Nomination Process

(1) Nominating Committee – The nominating committee shall be selected by the Board in February and consist of five (5) Regular Members in good standing, three of whom must be current Board members. It shall be the duty of this committee to nominate candidates to fill the vacancies on the Board created by expiring terms. Such candidates shall have given their consent prior to nomination. Service on the nominating committee shall not disqualify a member from nomination. Consideration shall be given to maintaining reasonably balanced representation of all group levels on the Board.

(2) Notice – The report of the nominating committee shall be distributed to members with the notice of the Annual Meeting thirty (30) days prior to the date of the Annual Meeting and shall include the names of the nominating committee. Alternative qualified candidates may be nominated by Members if written notice of the candidacy is submitted to the Secretary fifteen (15) days prior to the Annual Meeting.

(b) Election – Balloting, if nominations are contested, shall be by secret ballot with each Regular Member voting for the same number of different nominees, as there are vacancies, on the one ballot. The Secretary shall act as teller, but any four (4) members shall have the right to designate an observer. The nominees receiving the greatest number of votes shall be declared elected and shall assume office at the beginning of the next fiscal year unless elected to fill an unexpired term, in which case they shall assume office immediately.

(c) Vacancies – Should a vacancy occur on the Board for reasons other than normal expiration of term, the Board shall nominate a member to fill the unexpired term, and if approved by the Board, the member shall assume temporarily the duties of the Director until the next Annual Meeting.

SECTION 5 REMOVAL OF DIRECTOR(S) FROM OFFICE

(a) Recall by Membership – Any Director may be removed from office, with or without cause, at any annual or special meeting of Regular Members, which stated in its notice that such action was contemplated, by majority vote of the members present.

(b) Removal by Board Action – A Director missing three (3) consecutive meetings of the Board, who does not carry out the duties of their office or who violates the Conflict of Interest policy may be removed from office by majority vote of all the other Board members.

(c) Automatic Removal – A Director whose membership is terminated in accordance with ARTICLE III, SECTION 3, violates the Parent Code of Contact and/or is no longer in good standing shall automatically be removed from the office.

SECTION 6 MEETING OF THE BOARD

(a) Regular meetings - Regular meetings of the Board shall be held each month and special meetings may be called at any time by the President or by any three members of the Board with reasonable written notice to all members of the Board. Regular meetings may be waived by the Board at an earlier meeting.

(b) Quorum – Six (6) Directors shall constitute a quorum for the transaction of business and the act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board. If at any meeting of the Board there shall be less than a quorum present, a majority of those present may adjourn the meeting without further notice, from time to time, until such quorum shall have been attained.

SECTION 7 POWERS AND DUTIES OF THE BOARD

The Board shall:

(a) Regulate and supervise the management and operation of MLAC, Inc.

(b) Attend to all internal affairs of MLAC, Inc. and make such arrangements for carrying on the business as it deems best and in addition to the powers by these bylaws expressly conferred upon the Board.

(c) Approve the budget and financial statements.

(d) Approve financial and other arrangements with coaches and others providing services to MLAC, Inc.

(e) Approve any expenditures of $250.00 or more, excepting meet entry fees or regularly scheduled payments or other expenses already approved as part of MLAC, Inc.'s regular budget.

(f) Exercise all the powers of MLAC Inc. and to all such lawful acts and things as are not by statute or by the charter or by these bylaws required to be done or exercised by the members.

(g) Approve any hiring or termination of employees of MLAC, Inc.

(h) The Board shall not remove the Head Coach without cause, only a majority vote of the Regular Members may terminate the Head Coaches contract without cause as defined in ARTICLE III section 3 d.

(i) The Board shall not have any powers or duties with regards to the training or practice schedules except to communicate membership concerns.

ARTICLE VII: OFFICERS

SECTION 1 SELECTION

(a) Officers – The Members shall elect a President, a 1st Vice-President (successor to President), a Secretary, a Treasurer, a Vice President of Membership/Registrar, a Vice President of Meet Entry/Accounts, a Vice President of Instructional Programs, A Vice President of Communications, A Vice President of Facilities, a Vice President of Fundraising, and a Parliamentarian/Historian, and such other officers as it may deem proper from time to time, all of whom shall be Directors elect at the time of election.

(b) Election – At the Annual Meeting of the General Membership, the Members elect Directors to take office at the beginning of the next fiscal year. During the period between the Annual Meeting and the beginning of the fiscal year, the Directors elect will attend all Board meetings, actively participate in the business of the club but have no vote until the start of the fiscal year.

(**c) Terms –** The term of office for the President and 1st Vice-President shall be two years, and holders of such offices shall be limited to one term. The term of office for all remaining officers shall be two years and holders of such offices may succeed themselves for one additional term subject to nomination and election as defined in ARTICLE VI, SECTION 3.

(d) Vacancy– Should a vacancy occur during the fiscal year, the office shall be filled by action of the Board, as outlined in ARTICLE VI, SECTION 4 (c).

SECTION 2 REMOVAL OF OFFICERS

Any officer may be removed from office at any time, with or without cause, in accordance with ARTICLE VI, SECTION 5.

SECTION 3 POWERS AND DUTIES OF THE PRESIDENT

The President shall:

(a) Preside at all meetings of members of the Board, have general and active management of the business of MLAC, Inc., and see that all orders and resolutions of the Board are carried into effect.

(b) Appoint standing and special committees, subject to approval of the Board, and serve as ex-officio member of such committees except for the nominating committee.

(c) Conduct negotiations with coaches and others providing services to MLAC, Inc., directly, or by delegation to others, as approved by the Board.

(d) Perform such other duties as the Board may direct.

SECTION 4 POWERS AND DUTIES OF THE 1st VICE-PRESIDENT

The 1st Vice-President shall:

a) In the absence of the President, or in case of President's failure to act, in conjunction with the Treasurer, have all the powers of the President, and the two of them acting together shall see that all orders and resolutions of the Board are carried into effect.

b) Maintain, manage, and advise on all MLAC insurance accounts including insurance to cover liability on all activities/programs.
c) Serve as the Safe Sport chair for MLAC including:
   i. Acting as primary lead for members, coaches, and AMS,
   ii. Following up on Safe Sport reports,
   iii. Receive and maintain coaches' acknowledgements of MAAPP/Safe Sport policies, and
   iv. Communicate with AMS/USA Swimming Safe Sport as required.
d) Negotiate annual contracts with all facilities for MLAC use and present to Board and President for final approval and President's signature.
e) Perform such other duties as the Board may direct.
f) Succeed the President as planned succession, subject to nomination and election as defined in ARTICLE VI, SECTION 3.

SECTION 5 POWERS AND DUTIES OF THE SECRETARY

The Secretary shall:
(a) Have charge of the records and seal of MLAC Inc., and perform all the duties inherent to the office of the Secretary MLAC Inc. subject at all times to the direction and control of the Board.
(b) Record and keep in a separate book and electronically, the minutes of all meetings of members.
(c) Record and keep in a separate book and electronically, the minutes of all meetings of the Board, which minutes shall be presented to the next meeting of Directors for approval.
(d) Keep a separate book, a copy of the Charter of MLAC Inc., together with a dated copy of the current bylaws and amendments.
(e) Conduct the general correspondence of the MLAC, Inc.
(f) Be responsible for the timely sending of notices and calls of meetings and for keeping members informed of decisive actions by the Board and of issues to be brought before the membership.

SECTION 6 POWERS AND DUTIES OF THE TREASURER

The Treasurer shall:
(a) Keep accurate and full accounts of receipts and disbursements, collect and deposit all monies and other properties and effects in the name of and to the credit of the MLAC, Inc. in such depositories as the Board may direct.
(b) Disburse the funds of the MLAC, Inc. as may be ordered by the Board, taking proper vouchers for such disbursements.
(c) Issue an annual financial report at the October meeting, after the completion of the fiscal year. In odd calendar years, when a new treasurer is elected, the outgoing treasurer is responsible for the books until the end of the fiscal year and the preparation of the annual report.
(d) Prepare such other financial reports as requested by the Board of Directors and/or the President.
(e) Serve as ex-officio member of all standing and special committees that have control over any funds of MLAC, Inc. and serve as chair of Budget Committee.
(f) Be responsible for preparation and filing of all tax forms.
(g) Perform such other duties as are inherent in the office of treasurer or as directed by the Board. (h) Maintain and administer MLAC, Inc. Payroll.

(i) Succeed the President as planned succession if the 1st Vice President fails to fulfill their obligation, subject to nomination and election as defined in ARTICLE VI, SECTION 3

SECTION 7 POWERS AND DUTIES OF THE VICE-PRESIDENT OF MEMBERSHIP/REGISTRAR

The Vice-President of Membership/Registrar shall:

a) Maintain a current list of members with addresses utilizing MLAC platform, and prior to any meeting of members, with the assistance of the treasurer update this list in accordance with ARTICLE III, SECTION 3.
b) Devise and execute means of communicating club policies, procedures, and cancellation policy to parents via current Member Handbook developed in cooperation with President.
c) Ensure the maintenance and publication of an up-to-date membership numbers within 90 days of the beginning of the fiscal year.
d) Assist General Manager/Head Coach to maintain procedures for adding and deleting swimmers and be responsible for maintenance of a waiting list, if necessary.
e) Arrange fall orientation for new and existing members in cooperation with coaching staff and President.
f) Be responsible for billing and collection of dues and fees as defined in ARTICLE IV with the exception of Meet Entry Fees.
g) Work with Vice-President of Instructional Programming following try-outs to complete the timely registration of new athletes.
h) Complete and file required registrations with Allegheny Mountain Swimming including all Coaches and all Non-Athlete members. Ensure that all required non-athlete members are registered with AMS and have completed all required Safe Sport coursework by deadlines set by AMS and USA Swimming.
i) Plan and manage the Annual Meeting of the General Membership as set forth in ARTICLE V, SECTION 1.
j) Perform such other duties as are inherent in the office of membership or as directed by the Board.

SECTION 8 POWERS AND DUTIES OF VICE-PRESIDENT AT-LARGE

The Vice-President At-Large shall perform the following duties:

(a) Coordinate and/or provide legal guidance to MLAC; and
(b) Perform such other duties as directed by the President or the Board.

SECTION 9 POWERS AND DUTIES OF THE VICE-PRESIDENT OF INSTRUCTIONAL PROGRAMMING

The Vice-President of Instructional Programming shall:

a) Assist the General Manager in management and scheduling of the indoor and outdoor instructional programs.
b) Work with General Manager to develop, promote, staff and administer all MLAC programs.
c) Serve as point of contact for program participants.
d) Oversee management of private lessons.

e) Succeed the President as planned succession if the 1st Vice-President and Treasurer fail to fulfill their obligations, subject to nomination and election as defined in ARTICLE VI, SECTION 3.

SECTION 10 POWERS AND DUTIES OF THE VICE PRESIDENT OF COMMUNICATIONS

The Vice President of Communications shall:

a) Manage and support the MLAC social media platform accounts, including but not limited to: Facebook, Instagram, Twitter, and Twitch.
b) Manage social media advertising accounts including billing, posting, editing, and evaluating.
c) Support General Manager and/or Head Coach in updating and maintaining MLAC website, social media, and web hosting service as needed.
d) Act as public relations for MLAC, Inc., and work to promote the club through all relevant forms of media and social media. Post relevant material to MLAC social media platforms at least once weekly and more frequently when appropriate.
e) Provide social media account statistics/reports (including advertising) to Board monthly.

SECTION 11 POWERS AND DUTIES OF THE VICE PRESIDENT OF TEAM GEAR

The Vice President of Team Gear shall:

a) Manage and arrange for members' purchase of team gear including but not limited to team suit and other required equipment from preferred provider at beginning of registration year for competitive team and at beginning of summer for Piranhas.
b) Act as liaison with the preferred gear provider for MLAC.
c) In conjunction with the Head Coach, manage and decide on purchases of MLAC, Inc. equipment.
d) Manage any mid-year team purchases of spirit or team gear.

SECTION 12 POWERS AND DUTIES OF THE VICE-PRESIDENT OF FUNDRAISING

The Vice-President of Fundraising shall:

(a) Investigate, recommend and organize methods of fundraising.
(b) Collect fundraising deposit and maintain records of family fundraising credits.
(c) Coordinate with the Treasurer and Vie-President Membership/Registrar regarding deposits and maintenance of family fundraising credits.

SECTION 13 POWERS AND DUTIES OF PARLIAMENTARIAN/HISTORIAN

The Parliamentarian/Historian shall:

(a) Maintain MLAC, Inc. BY-LAWS
(b) Foster and maintain an active Alumni Association.
(c) Maintain a historical record and its memorabilia of MLAC Inc.
(d) Maintain and document final reports of standing committees of MLAC Inc.

ARTICLE VIII: COMMITTEES

SECTION 1

Only Regular Members of MLAC, Inc. shall be eligible to serve any elected or appointed positions, unless the board approves a non-member to fill a position.

SECTION 2
The standing committees of MLAC, Inc. shall be listed in the Standing Rules.

SECTION 3
The Board may create such special committees, as it may deem necessary to promote the purpose of MLAC, Inc. and carry on the work of MLAC, Inc. As a special committee is created and appointed for a specific purpose, it automatically goes out of existence when its work is complete and a final report is submitted and received by the Historian.

SECTION 4
The term of office for each committee chair shall be one year or until the selection of a successor.

SECTION 5
Each committee chair shall submit a plan of work to the Board for approval. No committee work shall be undertaken without consent of the Board.

ARTICLE IX: ACCOUNTING, BUDGET FINANCE

SECTION 1 AUDIT
(a) Regular Audits – the Books of MLAC Inc. shall be closed on the last day of August of each year to be audited by a qualified individual or individual other than the Treasurer and approved by the Board at least every other year. The audit shall encompass all assets of MLAC, Inc. or under its control, with property valued at cost, depreciated value, or replacement cost, whichever is least. Separate "funds" shall have a separate accounting with the net gain or loss shown in the consolidated statement. The written report of the audit shall be prepared in time to be presented to the members at the annual meeting.
(b) Special Audits – An audit similar to the annual audit shall be prepared at any time there is a change in the office of Treasurer during the fiscal year.

SECTION 2 BUDGET
(a) The Board shall prepare a budget for the next fiscal year for the July Board meeting. A copy of this budget shall be distributed not later than ten (10) days prior to the July Board meeting.
(b) The Board shall call a Budget Committee meeting as soon as possible after the election of officers and selection of committee chairmen to prepare a preliminary budget for approval at the July Board of Directors meeting.

(1) When a new Treasurer is elected, the outgoing Treasurer, with support from the incoming Treasurer is responsible for the preparation of the budget.
(2) The Budget Committee will be composed of the following:

i. Treasurer (Chair)
ii. President
iii. First Vice President
iv. Past President

v. Incoming Treasurer (when applicable)
vi. Vice-President Membership/Registrar
vii. Vice-President Fundraising
viii. Vice-President Instructional Programming
ix. Head Coach (in advisory capacity).

SECTION 3 CONTRACTS
Contracts for personal services shall require approval of two-thirds (2/3) of the full Board of Directors. Contracts involving loans, leases or other obligations of more than twelve (12) months' duration shall have to be ratified by a majority of all members.

SECTION 4 REIMBURSEMENT
Officers and Directors may be reimbursed for reasonable out of pocket expenses made on behalf of MLAC, Inc., but shall not otherwise be compensated.

SECTION 5 INDEMNIFICATION
MLAC, Inc. shall indemnify and save harmless any individual against the expense of any action, suit or proceedings in which they are made a part by reason of his being or having been a Director, Officer or duly authorized agent of MLAC, Inc., except in relation as to matters to which they shall be adjudged in such action, suit or proceedings to be liable for gross negligence or willful misconduct in the performance of their duties. This right shall extend to all such persons, their successors.

ARTICLE X – AMENDMENT OF BY-LAWS

SECTION 1
The power to make, alter, amend or repeal these By-Laws is vested in the Board of Directors. The affirmative vote of a majority of the actual number of Directors elected and qualified from time to time, shall be necessary to effect alteration, amendment or repeal of the Code of By-Laws.

SECTION 2
The By-Laws should be reviewed and if necessary altered, amended, or updated every two (2) years.

ARTICLE XI: TERMINATION AND DISSOLUTION

SECTION 1
The Club may be terminated and dissolved upon the affirmative vote of at least two-thirds (2/3) of all Regular Members in good standing entitled to a vote. In the event of such termination and dissolution, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Club, make a determination for the further disposition of any additional assets or net worth of the Club as defined in Article II.