

**BYLAWS
OF
Aquatic Boosters DBA Swim Florida**

**ARTICLE I
OFFICES**

Section 1. Registered Office. Aquatic Boosters shall at all times maintain in the State of **Florida** a registered agent, whose business office shall be the registered office of **Aquatic Boosters**.

**ARTICLE II
PURPOSES**

Section 1. Nature of Corporation. The **Aquatic Boosters** nonprofit corporation is organized and shall be operated in accordance with the meaning and provisions of Section 501(c)(3) of the Internal Revenue Code and the regulations issued thereunder.

Section 2. Primary Purposes. **Aquatic Boosters** is organized for the purposes set forth in its Articles of Incorporation which are filed with the State of **Florida**.

**ARTICLE III
BOARD OF DIRECTORS**

Section 1. General Powers. The Board of Directors shall have the general power to manage and control the affairs and property of **Aquatic Boosters**, and shall have full power, by a majority, to adopt rules and regulations governing the action of the Board of Directors. The Board of Directors shall have the full power, by majority vote, to hire the Head Coach. The Head Coach shall have the full power to hire all other Coaching Staff.

Section 2. Number, Election, and Term of Office. The Board of Directors shall consist of **no less than three and no more than eleven (11), members**. Directors need not be residents of the State of **Florida**. Election to the Board of Directors shall be by majority vote, of the members of the Board of Directors, which shall occur, except in the case of filling vacancies, at each annual meeting thereof.

Section 3. Officers. The Board of Directors may designate from among its members a President, Vice-President, Secretary, Treasurer and such other officers as it may consider appropriate with such duties as it may prescribe. The President shall be Robert Kennedy until such time as Robert Kennedy resigns his position as President of Aquatic Boosters. At least three (3) months prior to his resignation, if such time frame is practicable, Robert shall present a

list of three (3) candidates to succeed him in the position of President. The Board shall then elect a President from the list, by a two-thirds (2/3) vote. Each successive President shall be elected in the same manner.

Section 4. Vacancies. Vacancies shall be filled by a by majority vote, of the entire Board of Directors.

Section 5. Annual and Regular Meetings. The Board of Directors shall hold an annual meeting at such time and place as the Board of Directors shall by resolution prescribe. The Board of Directors may by resolution prescribe the time and place of such other regular meetings.

Section 6. Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the President or two Directors. The person(s) authorized to call special meetings of the Board of Directors may fix any reasonable date, hour, and place, either within or without the **State of Florida**, as the date, hour, and place for holding any special meeting of the Board called by them.

Section 7. Notice. Notice of any special meeting of the Board of Directors shall be given at least five (5) days previously thereto by electronic transmission to each Director at his address as shown in the records of **Aquatic Boosters**. Any Director may waive notice of any meeting. The business to be transacted at, and the purpose of, any annual meeting of the Board of Directors need not be specified in the notice or waiver of notice of such meeting.

Section 8. Quorum. A majority of the total number of Directors in office shall constitute a quorum for the transaction of business at any meeting of the Board of Directors; but, if less than a majority of the Directors are present at said meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice. Directors may attend meetings via telephone conference, video conference, or other electronic means. Directors attending by conference call have full voting rights.

Section 9. Manner of Acting. 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 of Directors, unless the act of a greater number is required by law or by these Bylaws.

Section 10. Compensation. Directors as such shall not receive any stated salaries for their services but may be reimbursed for reasonable expenses. Nothing herein shall be construed to preclude any Director from serving **Aquatic Boosters** in any other capacity and receiving compensation therefor.

Section 11. Informal Action. Any action of the majority of the Board of Directors may be taken without a meeting of the Directors if the Board of Directors is notified of such action in writing.

Section 12. Resignation; Removal. (a) A Director may resign from the Board of Directors at

any time by giving notice of his resignation in writing addressed to the President or Secretary of **Aquatic Boosters** or by presenting his written resignation at an annual, regular, or special meeting of the Board of Directors. (b) Except as otherwise provided by law, at any meeting of the Board of Directors called expressly for that purpose, any Director may be removed, with or without cause, by a 2/3 vote of the Directors then in office.

ARTICLE IV REGULAR COMMITTEES

Section 1. Purposes. The Board of Directors may establish such regular committees to assist it in the performance of its duties as it considers appropriate.

Section 2. Number, Election, and Term of Office. The number of members of each regular committee shall be determined by the Board of Directors. Members of each regular committee shall be elected by the affirmative vote of a majority of the Board of Directors and shall serve until resignation or removal by the affirmative vote of a majority of the Board of Directors.

Section 3. Officers. The President may designate from among the members of each regular committee a Chairman and Vice Chairman of such committee, and such other officers as the President may determine. The Chairman, Vice Chairman, and any other officers of each such committee shall have such duties as the President prescribes.

Section 4. Vacancies. Vacancies in the membership of any committee shall be filled by the Board of Directors.

Section 5. Quorum. Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at the meeting at which a quorum is present shall be the act of the committee.

Section 6. Powers. Each regular committee shall have such powers as the Board of Directors may grant it consistent with law, the Articles of Incorporation, and the Bylaws.

ARTICLE V OFFICERS

Section 1. Officers. The Officers of **Aquatic Boosters** shall be a President, Vice President, Secretary, Treasurer, and such other Officers as may be elected in accordance with the provisions of this Article.

Section 2. Election and Term of Office. The Officers of **Aquatic Boosters** shall be elected by a majority vote of the members of the Board of Directors at the organizational meeting and at every annual meeting of the Board thereafter, except that new offices may be created and filled at any meeting of the Board of Directors.

Section 3. Removal. Any Officer may be removed upon an affirmative vote of a majority of the entire Board of Directors, whenever in its judgment the best interests of the **Aquatic Boosters** would be served thereby.

Section 4. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors by affirmative vote of a majority of the Board of Directors.

Section 5. President. The President shall be the chief executive officer of **Aquatic Boosters** and shall supervise and control all of the business and affairs of **Aquatic Boosters**. He may sign, with the Treasurer or any other proper Officer of **Aquatic Boosters** authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments or documents which the Board of Directors has authorized to be executed; and he shall perform all such other duties as may be prescribed by the Board of Directors from time to time.

Section 6. Vice President. In the event the death, unanticipated resignation, or removal of the President, the person who serves as Vice President shall assume the office of President until the Board of Directors elects a successor to the President and shall perform all such other duties as may be prescribed by the Board of Directors from time to time.

Section 7. Secretary. The Secretary shall keep the minutes of the meetings of the Board of Directors; send the minutes to the Board of Directors within one week; see that all notices are duly given in accordance with the provisions of the Bylaws or as required by law and perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Section 8. Treasurer. The Treasurer shall be responsible for all funds and securities of **Aquatic Boosters**; receive and give receipts for monies due and payable to **Aquatic Boosters** and deposit all such monies in the name of **Aquatic Boosters** in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of the Bylaws; be custodian of the corporate records and seal; and perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors. If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Board of Directors shall determine.

ARTICLE VI

CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Section 1. Contracts. The Board of Directors may authorize any Officer or Officers, agent or agents of the **Aquatic Boosters**, in addition to or in place of the Officers so authorized by the Bylaws, to enter into a contract or execute and deliver any instrument or document in the name and on behalf of **Aquatic Boosters**, and such authority may be general or confined to specific instances.

Section 2. Checks, Drafts, and Similar Documents. All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of **Aquatic Boosters**, shall be signed by such Officer or Officers and/or agent or agents of **Aquatic Boosters** and in such manner as shall from time to time be determined by resolution of the Board of Directors.

Section 3. Deposits. All funds of **Aquatic Boosters** shall be deposited from time to time to the credit of **Aquatic Boosters** in such banks, trust companies or other depositories as the Board of Directors may select.

Section 4. Gifts and Contributions. The Board of Directors may accept on behalf of **Aquatic Boosters** any contribution, gift, bequest, or devise for the general purposes or for any special purpose of **Aquatic Boosters**. Such contributions, gifts, bequests, or devises shall be in conformity with the laws of the United States, the State of **Florida**, and any other relevant jurisdiction.

ARTICLE VII BOOKS AND RECORDS

Aquatic Boosters shall keep correct and complete books and records of account and also shall keep minutes of the proceedings of its Board of Directors and committees having any of the authority of the Board of Directors.

ARTICLE VIII FISCAL YEAR

The fiscal year of **Aquatic Boosters** shall begin on the first day of January and end on the last day of December in each year.

ARTICLE IX WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of the law of **Florida** or under the provisions of the Articles of Incorporation or the Bylaws of **Aquatic Boosters**, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE X AMENDMENTS TO BYLAWS

The Bylaws may be altered, amended or repealed and new Bylaws may be adopted by majority vote of the Board of Directors present at any annual, regular or special meeting, if at least fifteen

(15) days written notice is given of intention to alter, amend or repeal the Bylaws or to adopt new Bylaws at such meeting.