

**BYLAWS
OF
Land O Lakes Lightning Swim Team, Inc., DBA Florida Elite Aquatics**

Updated August 2020

The name of this organization shall be Florida Elite Aquatics. For purposes of USA Swimming, the club code shall be **FE**.

The **Object** of Florida Elite Aquatics shall be to develop and promote athletes in accordance with the standards for Florida Swimming Inc.

The **Policies** of Florida Elite Aquatics shall be in harmony with United States Swimming and the Florida Association of United States Swimming. Policies unique to Florida Elite Aquatics shall be the result of a vote by the Board of Directors.

**ARTICLE I
OFFICES**

Section 1. Registered Office. Florida Elite Aquatics shall at all times maintain in the State of **Florida** as Land O Lakes Lightning dba Florida Elite Aquatics a registered agent, whose business office shall be the registered office of **Florida Elite Aquatics, 18865 SR 54 Suite 186, Lutz, FL 33558**.

Section 2. Other Offices. Florida Elite Aquatics may also have such other offices within or without the State of **Florida** as the Board of Directors may, from time to time, designate, and as the business and affairs of Florida Elite Aquatics may require.

**ARTICLE II
PURPOSES**

Section 1. Nature of Corporation. Florida Elite Aquatics is a nonprofit corporation formed under Title XXXVI, chapter 617, which is organized as a Membership 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. Florida Elite Aquatics has and maintains the official status via the certificate granted by the IRS.

Section 2. Primary Purposes. Florida Elite Aquatics 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 Florida Elite Aquatics, and shall have full power, by majority vote, to adopt rules and regulations governing the action of the Board of Directors and Florida Elite Aquatics Operations.

Section 2. Number, Officers. The Board of Directors shall consist of [**thirteen (13) members**] or [**no less than five (5), and no more than thirteen (13), members**]. Directors need not be residents of the State of **Florida**.

The Board of Directors shall designate from among its members the executive committee which consists of the President, Vice-President, Secretary and Treasurer within 14 days of the annual meeting. The remaining members of the Board shall be At-Large-Members. The Board shall have the power to hire the Aquatics Director.

Section 3 Election, Experience, Term of Office

The members of the Board of Directors shall be elected by a written or electron ballot at the Florida Elite Aquatics annual meeting in August. Election to the Board of Directors shall be by majority vote of the general membership, which constitutes a parent or guardian of a currently registered athlete, which shall occur, except in the case of filling vacancies, at each annual meeting thereof. There shall be only one (1) vote per registered athlete. If there are not enough nominees to fill the board positions and members run unopposed, then the election is a formality to certify the Board of Directors.

Candidates for President must have served on the Florida Elite Aquatics Board of Directors for a minimum of six (6) months prior to being appointed to office of President by a majority vote of the Board of Directors. Candidates for Vice President, Secretary, Treasurer and At Large Board members require no previous board experience. The officers shall assume their duties in August of that year.

Board of Directors terms are for two (2) years.

Section 4. Vacancies. Any vacancy occurring on the Board of Directors prior to the expiration of a term shall be filled by such person as shall be elected by the remaining members of the Board of Directors. A Director so elected to fill a vacancy shall hold office for the unexpired term of his predecessor in office.

Section 5. Annual and Regular Meetings. The Board of Directors shall hold an annual meeting each August, at the call of the President and 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. The Secretary is responsible for notifying the general membership and Board of Directors as to times and places of meetings. Notice of such meetings will be given at least 7 days prior to the meetings. The Board of Directors will meet monthly or as needed to conduct the business of the team.

Section 6. Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors. The person or persons 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 meeting venue (physical place or virtual) 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 7 seven days previously thereto by written notice delivered personally or sent by mail, facsimile or other means of electronic transmission to each Director at his address as shown in the records of the **Florida Elite Aquatics**. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage prepaid. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. 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. The Secretary is responsible for the annual meeting agenda and is to distribute it to the Board of Directors and Membership.

Section 8. Quorum and Proxies. 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. Proxies shall not be permitted.

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 **Florida Elite Aquatics** in any other capacity and receiving compensation therefor. If a Director serves Florida Elite Aquatics in any other capacity, it must be determined by the rest of the Board if this is a conflict of interest. The Board will decide this by majority vote. If a conflict of interest is confirmed, then that Director must be removed from the Board.

Section 11. Actions Taken by Consent. Any action may be taken without a meeting of the Directors if a consent in writing setting forth the action so taken shall be signed by all of the Directors.

Section 12. Resignation. 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 Florida Elite Aquatics or by presenting his written resignation at an annual, regular, or special meeting of the Board of Directors.

Section 13. Employment, Personnel. Within the confines of the Board of Directors approved budget, the Board of Directors will have control over the hiring, termination and pay levels of employees and contractors.

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. Rules. Each committee may adopt rules for its own government not inconsistent with the Bylaws or with rules adopted by the Board of Directors.

Section 7. 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 Florida Elite Aquatics shall be a President, Vice President, Secretary, and Treasurer. The Board of Directors will also consist of the Aquatics Director who shall be hired by the Board of Directors and at least four (4) At-Large Board members as may be elected in accordance with the provisions of this Article. Not more than one (1) office may be held simultaneously by the same person. No more than one (1) member of a family may serve on the Board of Directors during a term.

Section 2. Elections. The Board of Directors of Florida Elite Aquatics shall be elected by a majority vote of the general membership at the organizational meeting every August 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 by a super majority of two-thirds of the entire Board of Directors, whenever in its judgment the best interests of Florida Elite Aquatics 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 for the unexpired portion of the term.

Section 5. President. The President shall be the chief executive officer of Florida Elite Aquatics and, in general, shall supervise and control all of the business and affairs of Florida Elite Aquatics. He may sign, with the Secretary or any other proper Officer of Florida Elite Aquatics 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, resignation, absence 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; see that all notices are duly given in accordance with the provisions of the Bylaws or as required by law; 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.

Section 8. Treasurer. The Treasurer shall be responsible for all funds and securities of Florida Elite Aquatics; receive and give receipts for monies due and payable to Florida Elite Aquatics and deposit all such monies in the name of Florida Elite Aquatics in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of the Bylaws; 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.

Section 9. At Large Board Members. The At-Large board members are not officers of the Board of Directors. They shall serve as a parent liaison between the board of directors and the general membership. The At Large board members shall assist with the registration of Florida Elite Aquatics Athletes. The At-Large board members shall assist with obtaining volunteers for needed positions and committees.

Section 10. Aquatics Director. The Aquatic Director is an ex-officio member of the Board of Directors and shall perform duties as specified in contractual agreements and/ or outlined in his/ her job description.

ARTICLE VI CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Section 1. Contracts. The Board of Directors may authorize any Officer or Officers, agent or agents of Florida Elite Aquatics, 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 Florida Elite Aquatics, 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 Florida Elite Aquatics, shall be signed by such Officer or Officers and/or agent or agents of Florida Elite Aquatics 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 Florida Elite Aquatics shall be deposited from time to time to the credit of Florida Elite Aquatics 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 Florida Elite Aquatics any contribution, gift, bequest, or devise for the general purposes or for any special purpose of Florida Elite Aquatics. 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

Florida Elite Aquatics 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 POLICY

Section 1. Fiscal Year. The fiscal year of Florida Elite Aquatics shall begin on the first day of January and end on the last day of December in each year.

Section 2. Budgets. The President and Treasurer shall submit a proposed budget to the Board of Directors for approval. The proposed budget is to be submitted to the Board of Directors by

November 1st of each year with approval by majority vote of the Board of Directors by December 15th of the same year.

Section 3. Expenditures. All expenditures shall be approved by the Board of Directors.

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 **Florida Elite Aquatics**, 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 seven (7) days written notice is given of intention to alter, amend or repeal the Bylaws or to adopt new Bylaws at such meeting.

ARTICLE XI MEMBERSHIP

Section 1. Voting Membership. There is one vote per registered athlete by the set of parents or the set of guardian(s) for Florida Elite Aquatics Board of Directors. (Example: two (2) registered athletes in one (1) family equals two (2) votes.) Registered athletes may attend the annual meeting but are not eligible to vote.

Section 2. Athlete Eligibility. The athlete shall meet the minimum standards of the Florida Elite Aquatics Swim Team by completing an evaluation from a Senior Coach, by being a current member of the Florida Association of United States Swimming, and upon registration and providing payment of the current dues.

Section 3. Rules and Regulations. All members will be expected to follow the Rules and Regulations as set forth in writing by the Board of Directors at the beginning of each swimming season in August at annual meeting, and at registration of a new athlete.

Section 4. Suspension and Removal. If a member fails to comply with the Rules and Regulations, he/she may be suspended by the Aquatics Director. Removal from Florida Elite Aquatics requires a majority vote of the Board of Directors.

**ARTICLE XII
SWIMMING DUES, ASSESMENTS, AND FEES**

Section 1. Swimming Dues, Fees, and Meet Entry Fees. The Dues of this organization shall be due and payable on the date established by the Board of Directors. Dues may change from session to session and are set by the Board.

Section 2. Emergency Assessments. The Board of Directors of Florida Elite Aquatics reserves the right to assess additional dues when an emergency financial need arises. The Board recommended assessments will require a simple majority vote of those members present at a meeting of the Board of Directors.

Section 3. Entry Fees. Each member is responsible for payment of entry fees for all meets. Fees must be paid on or before the deadline set by the meet coordinator. Payments will be given to the Meet Coordinator who will in turn send a single check to the host of the meet. Refunds may be issued prior to the deadline set by the Meet Coordinator. Refunds will not be made for event scratches.

**ARTICLE XIII
DISSOLUTION**

Upon dissolution, the net assets of Florida Elite Aquatics shall not inure to the benefit of any private individual or corporation, but shall be distributed to Florida Elite Aquatics, Inc., to be used exclusively for educational or charitable purposes.