

BY-LAWS OF THE NOCATEE BLUE TIDE SWIM TEAM

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Purpose

The purpose of the Nocatee Blue Tide Swim Team (NBT) by-laws is to establish the NBT mission, set standards for swim team membership, provide organizational structure, establish membership and general responsibilities for the NBT Board of Directors (BOD), and to provide general guidance on how to conduct NBT and BOD business. Additionally, procedures for making these by-laws are established.

Vision

The vision of the Nocatee Blue Tide is to become a premier swim club in North Florida producing and developing world-class swimmers.

Mission Statement

The NBT is dedicated to the emotional and physical growth of its swimmers and to the morale of the community in which they live. The coaches, parents, and all involved in NBT will strive to make swimming a fun and rewarding experience. At the same time, they will foster in both parents and swimmers alike, the benefits of hard work and sacrifice, the traits of good sportsmanship, the value of self-discipline, the seed and fruits of leadership, the exhilaration of amateur competition, and the joy of community spirit.

Article I – Swim Team Membership

Section 1 – Residents: Any resident of Nocatee (including renters with a valid lease agreement and resident I.D. card) and Persons not holding a deed within the Tolomato Community Development District that purchase the rights of a Resident at a cost of \$3,000.00 per year shall be eligible for membership in NBT upon commitment to volunteer hours as specified by the NBT BOD (see Article III and NBT handbook). If membership requests exceed the capacity of the swim team, to accommodate swimmers the head coach may initiate a tryout session at which swimmers will be selected based on ability and needs of the swim team in the various age groups. In the event a member of the coaching staff identifies a swimmer who appears deficient in basic swimming skills, the head coach may initiate a swimming test to determine the swimmers competency and continued participation.

Section 2 – Coaches: Coaches and child/children of coaches of the NBT under the age of 18 shall be extended a free membership in the NBT.

Section 3 – Obligations: By requesting and accepting NBT membership, swimmers and their parents agree to abide by the rules, policies, and procedures established by the NBT BOD and the coaching staff. **Additionally, all swimmers’ parents are required to volunteer to support multiple swim meets (when applicable- see Handbook).** Failure to volunteer may jeopardize swimmer membership on the Nocatee Blue Tide Swim Team.

Article II – General Membership

Section 1 – Composition: The general membership shall consist of all parents and guardians of swimmers in good standing. “Good standing” is defined as: (1) having a valid NBT registration on file with the NBT, (2) commitment to fulfill volunteer hours during the swim season (when applicable), and (3) NBT fees paid in full.

Section 2 – General Membership Meetings: Team meetings will be held as needed at the discretion of the Board of Directors and the Head Coach. These meetings can be used to provide information about registration, volunteer requirements, and introduce the Board of Directors for the upcoming season, which includes year-round and Summer. The time and place of these meetings will be determined by the NBT BOD, be included on the NBT schedule, and should be advertised using appropriate media.

Article III – Board of Directors

Board Officers: The Officers of the Board are President, Vice President, Secretary, Treasurer and Parliamentarian. No Officer may hold more than one Officer position at one time, except in special circumstances approved by the Board. Board members must be residents of Nocatee. Only one family member may hold an Officer position on the Board at one time. (*for more information on Board of Director governance see Section 9)

Section 1 – President: The President shall oversee operations of the Board of Directors. The President shall be responsible for attending all Saint John’s Summer Swim League meetings and shall be the designated voting representative for NBT during such meetings. The President is further responsible for setting meeting dates for NBT Board meetings and for oversight/follow-up for the completion of activities identified by the NBT Board, as necessary, and is the primary signer on the NBT bank account (Vice President is secondary signer). The President shall be a voting member of the Board of Directors. The President’s term will be a minimum of two years. The President may serve for concurrent terms.

Section 2 – Vice President: The Vice President shall act in lieu of the President in the event the President is incapable of acting by reason of death, illness, resignation, or absence. The Vice President shall coordinate and integrate changes to the NBT Articles of Incorporation and By-Laws. The Vice President shall perform duties as delegated by the Board of Directors or the President. The Vice President is the secondary signer on the NBT bank account in the absence of the President and with Presidential authorization. The Vice President shall be a voting member of the Board of Directors. The Vice President’s term shall be a minimum of two years and may serve concurrent terms.

Section 3 – Treasurer: The Treasurer shall have primary custody of and maintain detailed records of the NBT bank account and all NBT related financial transactions, unless otherwise determined by the Board of Directors. The Treasurer shall inform the Board of Directors of total receipts, specific expenditures, and remaining balances at each regular meeting of the Board of Directors. The Treasurer shall maintain a general summary of the NBT budget and will also present a detailed budget every quarter to the BOD for review. The President shall be designated as the account's co-owner in the event the Treasurer is not available to conduct required account activity approved by the Board of Directors. The Treasurer shall be provided with NBT funds to be deposited, and will deposit those funds into the NBT bank account approved by the Board of Directors in a timely manner. The Treasurer shall pay out monies as necessary to support the activities of the team upon order of the Board of Directors and shall maintain appropriate records for all expenses. The Board of Directors may delegate any and all duties of the Treasurer. The outgoing Treasurer shall account to the incoming Treasurer for all financial books, records, and accounts within 60 days of the election of the new Treasurer. NBT funds cannot be obligated, nor payments be made from the NBT account, unless approved by the NBT Board of Directors in advance; either by approval of the annual budget or via special vote for non-budgeted emerging requirements. The Treasurer shall be a voting member of the Board of Directors. The Treasurer's term shall be a maximum of two years.

Section 4 – Secretary: The Secretary shall make and keep minutes of all meetings of the Board of Directors and the General Membership using an approved standardized format and will adhere to the following guidelines:

- A draft of the minutes shall be distributed to the NBT Board of Directors in a timely manner (within one week of the previous meeting).
- The Board of Directors shall review the minutes in advance of the following meeting.
- During the following meeting, the previous meeting's minutes will be adjusted as required and approved by majority vote of the Board of Directors.
- The Secretary shall distribute approved copies of all meeting minutes to appropriate members by email or other methods necessary.

The Secretary shall also maintain a comprehensive record of all documentation generated by the Board of Directors or used by the Board of Directors. All meeting minutes will be filed in a binder and made available to the BOD at any time for reference. The Secretary shall be a voting member of the Board of Directors. The Secretary's term shall be a minimum of two years.

Section 5 – Parliamentarian: The Parliamentarian is an expert in rules of order and the proper procedures for the conduct of meetings of deliberative assemblies. As such, the Parliamentarian is in place to ensure that the entire BOD follows the proper procedures as noted in Roberts Rules of Order (a copy of which will be brought to every BOD meeting as reference). In addition, the Parliamentarian will assist the NBT Board of Directors in the interpretation of our bylaws and rules of order and the planning and proper conduct of meetings. The Parliamentarian will be a voting member of the Board of Directors. The Parliamentarian's term shall be a minimum of two years.

Section 7 – Swim Team Committees: Committees will be established by and under the direction of the Head Coach/CEO of the team.

Section 8- Head Coach/ CEO of Nocatee Blue Tide: The Head Coach will participate in Board discussions and will attend all BOD meetings. The Head Coach will coordinate swim practices, the swim season program, and will direct the hiring and firing of all coaching staff involved with the NBT swim team. The CEO reports directly to the Nocatee Blue Tide Board of Directors.

Section 9- Elections and Processes: All officers of the Board of Directors may be re-nominated to serve in the same position after completing their current term, with the exception of the Treasurer, which serves a maximum term of two consecutive years. All length of terms shall be a minimum of two years (with the exception listed above for the Treasurer). If a Board member resigns their position within their current term, the new board member taking over this position shall complete the current term in addition to the two year minimum term for that position.

Section 9.1 General Powers of the Board: The NBT will maintain a functioning Board of Directors responsible to the swimmers and parents for the operation of the NBT. All corporate powers and governance responsibilities will be exercised under the authority of the Board, subject to any limitations set forth in these Bylaws, to include managing and conducting the business and financial affairs of the NBT.

Section 9.2 Terminations, Vacancies and Resignations:

- A. The Board may terminate any Director, with cause, but only at a meeting called for that purpose. The advance notice of the meeting must state that one purpose of the meeting is to discuss and vote on the possible termination of the Director. Any such termination will be effective by a majority vote of the currently serving Directors in a meeting with a quorum present.
- B. A vacancy on the Board resulting from a termination, resignation, or increase in the number of Director positions may be filled by the currently serving Directors by a majority vote. The new incoming Director will commence serving on the Board on a date determined by the Board, and will complete the existing term of the exiting Board member (if vacancy is due to a termination or resignation).
- C. Any member of the BOD may resign from the Board of Directors at any time by giving notice of his/her resignation in writing addressed to the President or Vice-President of the Nocatee Blue Tide BOD or by presenting his/her written resignation at a meeting of the Board of Directors.

Section 10- Nomination and Voting Process: All positions will be reviewed and any positions that are up for election will be filled in accordance with Roberts Rules of Law and NBT Swim Team Bylaws. Please see additional details in Section 9.

Article IV – Board Operations

Section 1 – Duties and Authority of the Board of Directors: The Board of Directors shall manage the affairs of the NBT. All voting powers as specified in the NBT By-Laws shall be vested in the Board of Directors. The Board of Directors shall have authority to conduct all business necessary for the safe, efficient, and effective operation, management, and advancement of the NBT to include but not limited to expending NBT funds as deemed appropriate. Under no circumstances shall a decision by a member of the Board of Directors be made to expend funds not planned in the approved NBT yearly budget without express approval by a majority vote of the Board of Directors. All preliminary budget decisions directed prior to the approval of the overall budget for each year will be conducted by a subcommittee and brought to the board of directors for a majority vote.

Section 3 – NBT Meetings:

- All meetings shall be monitored by the Parliamentarian (as detailed in Article III, Section 5). Every reasonable effort shall be made to construct a detailed agenda at least one week prior to all meetings. Meetings shall follow the prepared agenda to the greatest extent possible to provide focus and ensure the effectiveness, productivity, and efficiency of NBT meetings.

Section 4 – Quorum and Voting: A quorum shall consist of a majority of the elected members of the NBT Board of Directors. A quorum is required in order for the Board of Directors to vote on issues and make decisions affecting the NBT. Once a quorum has been established, a majority vote of those present shall be sufficient for all purposes, except as otherwise specified in the NBT By-Laws. In the event of a tie, the President’s vote shall be the deciding factor. If the President is not present, then the vote/decision must be deferred. During meetings attended by less than a quorum, Board of Directors members can discuss issues and exchange general information necessary for the continued operation of the NBT. Scheduled meetings of the Board of Directors that consist of less than a quorum must also be documented by minutes.

ARTICLE V - PREREQUISITES TO BECOMING A BOD MEMBER

Section 1 – BOD Prerequisite: All candidates must be a Nocatee resident. Paid staff may hold any Executive Position on the Board (Excluding Head Coach/CEO), but may only hold one position at any given time. Only one parent per family may serve on the Board of Directors at one given time. To be eligible or to apply for the position of President, a member must have served as a voting Board member in another position for at least one term.

ARTICLE VI - COACHING

Section 1 – Hiring of Head Coach: The Board of Directors shall be responsible for hiring the team Head Coach. Should a vacancy occur, the Board President shall appoint a committee from among the Board of Directors to seek, screen, and interview applicants. When the committee determines it has considered a sufficient number of candidates, the

committee shall advise the President, who shall call a special meeting of the Board of Directors to consider and vote on the committee's recommendations.

ARTICLE VII - CHIEF EXECUTIVE OFFICER

Section 1 – CEO: The Head Coach shall act as the Chief Executive Officer (CEO) for the NBT Swim team and shall oversee day-to-day operations of the team. The CEO shall have the power to hire and fire members of the coaching staff, set their salaries and bonuses within the scope of the budget set by the BOD in conjunction with the CEO and set policy as it pertains to the discipline and training of athletes.

Article VIII – Budget

The NBT will pay for all operational expenses using NBT funds. The NBT Treasurer in conjunction with the Head Coach will prepare the budget for each fiscal year. The budget will be presented to the Board of Directors for a final vote prior to the fiscal year beginning. The Treasurer will maintain a progressive comparison between the original budget submission and actual financial developments. The Treasurer will provide the NBT Board of Directors financial updates on an as needed basis. (Head Coach Salary is decided by the BOD and voted on as a separate line item).

Article IX – Amendment of By-Laws

The power to alter, amend, or repeal the NBT By-Laws or adopt new By-Laws shall be vested in the NBT Board of Directors if approved by a majority vote of the elected Board of Directors members at any Board meeting. All proposed changes to the By-Laws must be provided to the NBT Board of Directors membership no later than one meeting prior to the vote to accept or reject the changes. This is required to allow time for careful consideration of the changes. Once changes to the By-Laws are approved, the Vice President shall coordinate a rewrite of the By-Laws incorporating the approved changes. The new By-Laws will be signed by all NBT Board of Directors members. A signed copy of the By-Laws will be distributed to each Board of Directors member. The Secretary will maintain the original copy of the signed By-Laws. A photocopy will be made available to any interested party upon request.

Article X – NTB Team Policies

Section 1 – Team Handbook: In addition to these By-Laws, the Head Coach will review, re-write and maintain a team handbook for all athletes and parents. A copy of the team handbook shall be kept on the team website for review. No policy shall be made in conflict with these By-Laws.

Article XI – Basic Policies

Section 1 – Dissolution: Upon dissolution of this organization, after paying or adequately providing for the debts and obligation of this Team, the remaining assets shall be distributed to one or more exempt organizations within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.