



# 2019-2020 By-Laws of the Tri-City Channel Cats Parents Association

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## **ARTICLE I – NAME AND PURPOSE**

- Section 1. **NAME.** The name of this organization shall be the Tri-City Channel Cats Parents Association. (Herein after referred to as the Association.)
- Section 2. **PURPOSE.** The purpose of this Association shall be to promote interest and participation in amateur competitive swimming by providing the organizational resources to recruit, train, and support the year round operation of the swim team, and enter the team into competition. The Association represents the interests of the swim team to the Inland Empire Swimming (IES) organization, other sports organizations, and to the community. This representation is performed in accordance with the revised Articles of Incorporation and under the rules prescribed by USA Swimming, Inc. and Inland Empire Swimming.
- Section 3. **MISSION.** The Tri-City Channel Cats mission is to provide athletes with the environment to realize his or her potential and learn the skills that will enable success in swimming and life.

## **ARTICLE II – MEMBERSHIP AND VOTING RIGHTS**

- Section 1. **GENERAL.** Each parent of a Tri-City Channel Cat swim team member who is currently registered and an active team member shall automatically be a member of the Association. Active membership is defined as maintaining currency in dues and fees, and participation in daily practice.
- Section 2. **TEAM MEMBERSHIP REQUIREMENTS.** Membership on the swim team requires membership to USA Swimming.
- Section 3. **SUSPENSION OF MEMBERSHIP**
- (A) **FOR CONDUCT.** Any member(s) may be suspended and swimmer(s) barred from practice and competition as determined by the board of directors for conduct unbecoming a member of the TCCC team as outlined in the Channel Cat code of conduct, the IES code of Conduct, or the USA Swimming Code of Conduct. Any coach can initiate suspension from practice and competition. The board of directors will review and authorize the suspension. Parent membership shall not be affected by temporary suspension of a swim team member from practice or competition imposed by the coach as a disciplinary measure.
- (B) **FOR DELINQUENT DUES.** Any member(s) may be suspended and swimmer(s) barred from practice and competition for non-payment of dues or fees. Non-payment of dues or fees for one month shall result in notification to the member of the monies owed and consequences of continued delinquency. Non-payment of dues or fees for two months shall result in notification and suspension from practice

and competition. Dues must be current at the beginning of each season for a swimmer(s) to be allowed in the pool (generally September 10<sup>th</sup> and May 10<sup>th</sup>) and be eligible for certain Championship meets. For example, summer fees must be current at the beginning of Short Course season for a swimmer(s) to be allowed in the pool.

#### Section 4. TERMINATION OF MEMBERSHIP

(A) FOR INACTIVITY. Membership of parents shall be terminated if the swim team member retires or becomes inactive. Termination, inactivity or retirement shall not relieve the member of the obligation to pay all fees and charges accrued but unpaid at the time of leaving the Association.

(B) FOR CONDUCT. Repeated offenses and delinquencies as described in Section 3 are subject to termination of membership by a majority vote of the board of directors.

Section 5. VOTING RIGHTS. Each member family is entitled to one vote on matters put to a vote at general and annual meetings.

### **ARTICLE III – MEETINGS**

Section 1. MEETINGS. An annual meeting shall be called to elect officers and directors. Families of summer team swimmers are not considered members for the purpose of voting. The President or Board of Directors shall call a general meeting of the membership at least once per year, which may be the annual meeting.

Section 2. BOARD MEETINGS. The Board of Directors shall meet monthly, except when a general meeting is scheduled during the month. The President, or his/her designee, may call special Board meetings to consider items of business that shall be identified in the notice of the meeting. Notice of changes to regular meetings, or special meetings, will be made by the Secretary, or their designee, indicating date, time, and location at least five days prior to the intended meeting.

Section 3. QUORUM. A quorum at a general meeting shall comprise 30% of the member families being represented by one or more adults. Members not in attendance are encouraged to designate a proxy when a vote is to take place at the meeting. A proxy gives the power of attorney to a member family to cast a vote for another member family. Instructions for designating a proxy are provided on the Channel Cats web site.

Section 4. LACK OF QUORUM. If a quorum is lacking at a general meeting, the Board of Directors may authorize an email vote. An email vote shall inform all members of the matter to be decided and request a response. An email vote shall inform all members not voting at the meeting of the matter to be decided and request an email response vote. A written record (or other means as approved by the Board of Directors) shall be compiled of all votes. The Board of Directors shall review and

certify the vote results at its next meeting and report the results to the membership.

Section 5. CONDUCT OF MEETING. Meetings may be conducted according to Robert's Rules of Order, Newly Revised.

#### **ARTICLE IV – BOARD OF DIRECTORS**

Section 1. SIZE AND OFFICERS. The Board of Directors shall consist of the following persons: President, Vice President, Treasurer, Secretary, IES Representative, Past President, and up to four members at large. The fourth member at large is optional, and if selected will be a community member who provides a unique insight and supports the purpose of the organization as outlined in Article 1. The fourth member at large will be appointed by the Board of Directors rather than through election. To the extent possible, the Board of Directors shall contain equal representation from each indoor practice facility used by the Channel Cats. The executive board shall consist of the President, Vice-President, Secretary, and Treasurer. Executive meetings may be convened as business necessitates.

Head and Assistant-Head Coaches are Ad-hoc members of the Board with voting privileges for issues put to the Board for a vote. Coaches have no term limitations.

Section 2. TERM OF OFFICE. Members of the Board of Directors shall be elected annually and shall serve for one year starting in September. The Treasurer's term shall be two years initially, then one-year increments thereafter. The same term of office shall typically apply to the Co-Treasurer. The treasurer shall begin transition to their new duties at the first regularly scheduled meeting of the Board following their election.

Section 3. NOMINATION. The President shall appoint a nominating committee at least 30 days before the annual parent meeting. The committee shall nominate at least one person for each Board position. The nominee(s) for President, Vice President and for IES Representative should have served a minimum of one year on the Board. Nominations from the floor will be accepted at the time of the elections.

Section 4. ELECTION. Board members shall be elected by a simple majority of votes of a quorum at the annual meeting. See Section 5, Article 3 for lack of quorum action.

Section 5. VACANCIES. Vacancies of the Board of Directors may be filled by appointment by a majority vote of the Board. A Board member thus appointed shall serve until the next annual meeting. The Board may declare a vacancy if a Board member is absent for three consecutive meetings without making prior arrangements.

Section 6. REMOVAL. A Board member may be removed by written petition signed by 2/3 of the active members.

Section 7. INDEMNIFICATION. Each person who is or was a director, officer, or employee of the corporation (including the heirs, executors, administrators, or estate of such person) shall be indemnified by the corporation to the full extent permitted by the Nonprofit Corporation Law of the state of Washington against any liability cost or expense incurred in the capacity as director, officer, or employee, or arising out of the status as a director, officer, or employee (including serving at the request of the corporation as a director, officer, employee, agent of another corporation).

Section 8. DIRECTORS AND OFFICERS INSURANCE. The corporation may maintain insurance, at its expense, to protect itself and any such person (Article IV Section 7) against any such liability, cost, or expense.

## **ARTICLE V – RESPONSIBILITIES OF THE GENERAL MEMBERSHIP AND BOARD OF DIRECTORS**

Section 1. POWER RETAINED BY THE GENERAL MEMBERSHIP. The general membership shall elect or remove Board members (except as provided in Article IV Section 5); amend, add or delete by-laws, and approve the following: Annual budget, extraordinary expenditures, special fees, and special projects. An extraordinary expenditure is defined, as a legitimate expense incurred, not planned, forecast, or foreseeable during the normal course of business.

Section 2. BOARD OF DIRECTORS. The Board of Directors shall conduct the business of the Association and is vested with all powers not retained by the general membership. It shall contract with a coach, prepare an annual budget, authorize expenditure of budgeted funds, arrange for use of pools, and facilities for practice and meets, and carry out all supporting activities. It shall act in all official dealings with the coach(s), pool facilities, Inland Empire Swimming, and other organizations. It shall establish policies for relationships among the coach(s), the Association, parents and swimmers. It shall act as a hearing panel on any issues which arise among these parties, except as specified in part 4 of the United States Swimming Rules and Regulations.

Section 3. PRESIDENT. The President shall be the Chief Executive Officer of the Association and shall be responsible for directing its activities. He/she shall preside at all general and Board meetings. He/she shall appoint committees or make other appointments as authorized by the Board.

Section 4. VICE PRESIDENT. The Vice President shall perform the duties of the President if the President is absent or incapacitated. The Vice President shall perform other duties as authorized by the Board.

Section 5. TREASURER. The Treasurer shall be responsible for custody of funds and financial assets of the Association, shall maintain current and accurate records of the Association, shall report the financial status to the Board and the membership, and shall prepare financial reports required by state and federal governments or USA Swimming. The Treasurer shall maintain a checking account and investment

accounts in institutions as determined by the Board, shall collect all funds for deposit to the accounts, make all deposits and sign all checks and make all withdrawals from accounts. The Treasurer shall keep the current official membership list with complete names and addresses, official notices and correspondence. The Secretary will assist the Treasurer in this function. The Treasurer may appoint a Co-Treasurer, who is subject to approval by the Board.

In recognition of the effort required of the Treasurer to perform these duties, the Training Fee and dues offset obligation for the Treasurer's swimmer shall be waived. In the case of multiple swimmers, the training fee for the oldest swimmer shall be waived. Multiple swimmer discounts will continue to be computed and assessed, based on the total number of swimming children in the Treasurer's family.

- Section 6. SECRETARY. The Secretary shall keep minutes of all general and Board meetings, maintain the official book of the meeting minutes, and keep the official corporate records.
- Section 7. IES REPRESENTATIVE. The IES Representative shall be the official representative to the House of Delegates of Inland Empire Swimming.
- Section 8. MEMBER AT LARGE. The Member at large will be available to welcome new parents, answer questions, and make all families feel welcome. They will also take on duties as assigned by the President and Coaches.
- Section 9. OTHER BOARD MEMBERS. The President may assign Board members specific duties or chairmanships.

#### **ARTICLE VI – CHAIRMANSHIPS AND COMMITTEES**

- Section 1. APPOINTMENT. Chairmanships and committees shall be established by the Board and appointed by the President to carry out functions, as the Board deems necessary.
- Section 2. REPORTING. Chairmen and committees shall report to the Board.

#### **ARTICLE VII – BOOKS AND RECORDS**

- Section 1. INSPECTION. All books and records of the organization may be inspected by any member or his agent or attorney for any proper purposes after a request and approval by the Board. At the time a new Treasurer assumes office, the books shall be presented to a BOD-approved reviewer for independent review.

#### **ARTICLE VIII – FISCAL YEAR**

- Section 1. FISCAL YEAR. The fiscal year and the operating budget shall be from September 1 to August 31.

**ARTICLE IX – AMENDMENT OF THE BY-LAWS**

Section 1. PROCEDURE. New by-laws may be adopted and these by-laws amended or repealed at any general meeting provided that prior notice is given to all members of the proposed changes in the by-laws. Amendment requires a simple majority vote of a quorum at a general meeting.

**ARTICLE X – DISSOLUTION**

Section 1. PROCEDURE. The association may elect to dissolve by 2/3 vote of the entire membership. Members may cast their vote in person or by written vote received by the Secretary prior to the meeting. The motion for dissolution shall name three members to act as trustees to pay or make adequate provisions for all liabilities, to distribute remaining assets, and shall fix a time to complete the liquidation. Distribution of assets shall be made in compliance with section 501(c~3) of the Internal Revenue Code and the provision of the Articles of Incorporation and these by-laws, including applicable sections of USA Swimming on limitations of use of assets.

Voted on and approved by the members on October 23, 1997.  
Revised and approved by the members on May 12, 2012.  
Revised and approved by the members on May 16, 2014  
Revised and approved by the members on May 8, 2015  
Revised and approved by the members on May 20, 2017  
Revised and approved by the members on May 19, 2018

President: Brooke Pool  
Secretary: Justin Gerry

Date: September 4, 2019  
Date: September 4, 2019