

ELMHURST SWIM TEAM BYLAWS
Adopted by EST Unanimous Written Consent on February 21, 2016

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ARTICLE I - NAME

Section 1.01 The swim team created under the Articles of Incorporation, as amended, as a not-for-profit corporation and maintained under these bylaws is known as the ELMHURST SWIM TEAM.

ARTICLE II – MEMBERSHIP

Section 2.01 The ELMHURST SWIM TEAM will be open to the public.

Section 2.02 Except in those situations allowed by USA SWIMMING and also authorized by the Board of Directors, all participants in ELMHURST SWIM TEAM practices, training and activities shall be members of USA SWIMMING at a level appropriate for their participation under USA Swimming rules.

Section 2.03 The ELMHURST SWIM TEAM has no members and no classes of members for governance purposes under the Illinois Not-for-Profit Corporation Act and, as such, the ELMHURST SWIM TEAM is governed by a Board of Directors.

ARTICLE III – PURPOSE

Section 3.01 The ELMHURST SWIM TEAM is organized to teach youth to swim and develop skills for amateur competition on a local and national level; to teach and promote water safety; to teach youth to become swimming and water safety instructors; to educate youth regarding nutrition, physical fitness and development, and physical disabilities; to train youth in coping with and overcoming physical handicaps; to develop leadership skills in our youth; to teach youth and adults sportsmanship and ethics; to provide scholarships to youth so they can participate in these and related fitness and educational programs; and to provide service to the community.

Section 3.02 The ELMHURST SWIM TEAM shall strive to advance its purpose without regard to race, creed, color, national origin, religious affiliation, sex or sexual orientation.

ARTICLE IV – OPERATIONAL LIMITATIONS

Section 4.01 Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1984 (or the corresponding provisions of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1984 (or the corresponding provisions of any future United States Internal Revenue Law.)

ARTICLE V – LEGISLATIVE OR POLITICAL ACTIVITY

Section 5.01 ELMHURST SWIM TEAM shall not directly or indirectly participate in, or intervene in, any political campaign on behalf of (or in opposition to) any candidate for elective public office. Contributions to political campaign funds or public statements of position (verbal or written) made on behalf of the organization in favor of or in opposition to any candidate for public office by ELMHURST SWIM TEAM are prohibited. ELMHURST SWIM TEAM may

engage in Board-approved non-biased and non-partisan voter education or voter registration efforts.

Section 5.02 No substantial part of the activities of ELMHURST SWIM TEAM shall be an attempt to influence legislation (commonly known as lobbying). Legislation includes action by Congress, any state legislature, any local council, or similar governing body, with respect to acts, bills, resolutions, or similar items (such as legislative confirmation of appointive office), or by the public in referendum, ballot initiative, constitutional amendment, or similar procedure. It does not include actions by executive, judicial, or administrative bodies. Lobbying shall only proceed with Board approval following review of applicable Internal Revenue law.

ARTICLE SIX – INUREMENT OF INCOME

Section 6.01 No part of the net earnings of ELMHURST SWIM TEAM shall inure to the benefit of, or be distributed to, any private shareholder or individual, including its members, trustees, officers, or other person having a personal and private interest in the activities of the organization.

ARTICLE SEVEN – GOVERNING BODY

Section 7.01 Board of Directors. ELMHURST SWIM TEAM shall be governed by a Board of Directors representative, when possible, of all age groups within ELMHURST SWIM TEAM. Directors shall be at least twenty-one (21) years of age and shall also be family members of athlete members of USA SWIMMING who are on ELMHRUST SWIM TEAM. The Board shall consist of six (6) individuals, including the six (6) club officers (President, First Vice President, Second Vice President, Secretary, Treasurer, and Registrar). The functions of the Board of Directors shall be:

- (a) To maintain the ELMHURST SWIM TEAM as a not for profit corporation.
- (b) To meet the requirements of federal and state tax laws and regulations, including those for Section 501(c)(3) organizations, as well as of all other applicable laws and regulations.
- (c) To establish the philosophy of the competitive swimming program.
- (d) To approve purchases over Four Hundred Dollars (\$400.00) that are not contemplated by the approved annual budget and to approve all purchases over One Thousand Dollars (\$1,000.00) regardless of whether budgeted; provided, however, that membership dues and other payments made directly to ILLINOIS SWIMMING or USA SWIMMING and meet registration fees paid directly to another local swim club or local swim team that is a USA SWIMMING member need not be approved by the Board unless they exceed the budgeted sum by more than fifty percent (50%).
- (e) To approve and amend, as necessary, the annual budget and review monthly finance and budget reports.

- (f) To engage in preparation of required and discretionary financial disclosures, audits, audit reviews and reports.
- (g) To set team fees.
- (h) To make additions to and amend these bylaws as necessary.
- (i) To host team meetings, one of which shall be an informational meeting for parents and guardians and the other of which shall be for swimmers and their families.
- (j) To take all other lawful actions in furtherance of the Purpose as set forth in Article III and which are not in conflict with the rules and bylaws of either USA SWIMMING or ILLINOIS SWIMMING; provided, however, that the Board shall not act on matters within the exclusive authority of the Executive Committee.

Section 7.02 The Board, without amending these bylaws, may adjust the number of directors such that their number shall not fall below five (5) or exceed nine (9).

Section 7.03 Election of Directors.

- (A) At the time of adoption of these bylaws, all directors were serving one-year terms with the exception of the Co-Vice Presidents who have two-year terms, one expiring in 2016 and the other expiring in 2017. From and after the adoption of these bylaws, all directors shall have terms of one (1) year, with the exception of the First Vice President who shall be elected in odd numbered years and the Second Vice President who shall be elected in even numbered years, each to serve a two-year term. Elections shall proceed annually for all directors with expired terms. If the Board adjusts the number of directors, it shall take steps to preserve staggered terms of the Vice Presidents.
- (B) Elections shall occur each year at the team banquet with one ballot for all positions being assigned to each attending family.

Section 7.04 The President shall be the chair of the Board of Directors and preside over the meetings. Meetings shall occur not less than quarterly during each fiscal year. The Head Coach, the immediate Past President and the Athlete Representative shall be ex officio members of the Board who shall be entitled to attend Board meetings, but who shall have no vote and who shall not count towards the establishment of a quorum.

Section 7.05 A quorum of the Board shall exist when a majority of the Board of Directors is present. Persons attending by telephone may only be counted if they can communicate with all meeting attendees and meeting attendees can communicate with the caller. Telephone participation by a director is to be the exception. Any director participating by telephone shall announce his or her name periodically, but at least prior to any motion or second and prior to any vote. All votes shall be by roll call.

Section 7.06 Each board position will be limited to one vote except when serving on the Executive Committee.

Section 7.07 Robert's Rules of Order will be followed in all matters not covered in these bylaws.

Section 7.08 The Executive Committee of the Board of Directors shall have the six (6) club officers as its members. A quorum for Executive Committee meetings shall be a majority of the officers and officers from the same immediate family count toward the establishment of a quorum. If two or more members on the Executive Committee are from the same immediate family, then only one of them shall have a vote, with such person being identified at the start of the meeting. The Executive Committee, upon motion, may determine to invite those persons to meetings at which the Executive Committee believes their presence will advance the purposes of the meeting. The Executive Committee shall meet to consider any business or hear a report of no business at each meeting of the Board. The Executive Committee shall consider and recommend or determine any matter referred to it by the Board, and it shall function independently of the Board in the following circumstances:

- (a) Annual evaluation of coaching staff;
- (b) Matters of discipline;
- (c) Disputes between the ELMHURST SWIM TEAM and any families;
- (d) Establish financial policy concerning budgeting and appropriation of funds;
- (e) Approve all contracts for facilities, hiring of coaches and special events;
- (f) Prepare the annual budget for the Board to review and approve;
- (g) Approve all contractual registration documents and review registration protocols;
- (h) Serve as the audit committee of the Board unless a distinct committee is formed through election by a majority of the Executive Committee; and
- (i) If an audit committee is formed, review recommendations of (i) any committee appointed for the purpose of determining whether a discretionary audit shall proceed or (ii) any committee formed for the purpose of an audit.

Section 7.09 Other Committees. The Board may create and fill other committees as deemed necessary.

Section 7.10 Vacancies. In the event of a vacancy in any Board, Executive Committee or other committee position, the Board shall elect a replacement to serve for the remainder of the term.

Section 7.11 When there is an elected Athlete Representative, his or her role will be to provide input and ideas from the perspective of a swimmer. The Athlete Representative will be welcome at all meetings, but not required to attend. The Athlete Representative may provide input through the Head Coach or another director.

Section 7.12 A Director who misses three (3) consecutive meetings of the Board are subject to removal upon vote of the other Directors.

ARTICLE VIII – OFFICERS

Section 8.01 The competitive program as established by the Board of Directors shall be carried out by the officers of the ELMHURST SWIM TEAM in cooperation with the Head Coach.

Section 8.02 The officers of the ELMHURST SWIM TEAM shall be elected during the team banquet with one ballot for all positions being assigned to each attending family. The results shall be announced at the banquet..

Section 8.03 A person may hold two (2) offices, but he or she shall only have one vote while doing so. In such event, the quorum shall be determined based on the number of people holding office.

Section 8.04 Such other officers and assistant officers and agents as may be deemed necessary may be elected or appointed by the Board.

Section 8.05 The ATHLETE REPRESENTATIVE to the Board of Directors shall be selected by the Head Coach for appointment by the Board of Directors. Each year, the new representative will be announced at the annual swim team banquet held at the end of the winter season. Eligible athletes must be at least fourteen (14) and have been an active USA SWIMMING athlete member for two years prior to the date of the election.

Section 8.06 The general responsibilities of officers of ELMHURST SWIM TEAM shall be those set forth in these bylaws and under Illinois law and also include:

- (a) **PRESIDENT.** The president shall preside over team meetings, meetings of the Board of Directors and meetings the Executive Committee. The president shall be empowered to sign checks, approve expenditures under Four Hundred Dollars (\$400.00), appoint committee chairs, receive all bills or team correspondence, coordinate team activities and report on the activities of the Executive Committee and Nominating Committee. The president, with the Head Coach, Board and Committee, shall be responsible for enforcing the policies of ELMHURST SWIM TEAM. The President shall also carry out or insure the carrying out of Board and Executive Committee directives.
- (b) **FIRST VICE PRESIDENT AND SECOND VICE PRESIDENT** The Vice Presidents shall assist the President and serve in the President's place during any temporary absence. The Vice Presidents will review all insurance and/or liability issues for ELMHURST SWIM TEAM prior to the start of registration for the short course season.
- (c) **SECRETARY.** The Secretary shall keep the records of the activities of the team other than meet results and registration materials, including team policies, the minutes of all meetings, record of attendance, and club correspondence and meet information.
- (d) **TREASURER.** The Treasurer shall collect all dues and swimmer fees (in coordination with the registrar who will have lead responsibility for collecting swimmer registration fees) and all other fees payable or sums due to the club, have custody of the team accounts and make disbursements as directed by the Head Coach, President or Board of Directors, keep an account of all receipts and disbursements, give an account at each board of directors meeting that will include monthly statements of financial condition compared to budget and prior year (when this data is reasonably available) and sign checks for payment of money by the team.

- (e) REGISTRAR. The Registrar will operate and maintain the registration system, maintain registration records, report to the treasurer and the Board, assist the Treasurer in the collection and reimbursement of team fees and deposits and will maintain all records pertaining to these fees, meet entries and individual times achieved. In coordination with the Head Coach, the Registrar shall also be responsible for team communications concerning meet registration, meet changes and practices.

Section 8.07 Officers, with the exception of the First Vice President and the Second Vice President who serve two year terms, will serve a one year term. Except when his or her election to office is uncontested, an officer may not serve in any one position for more than two consecutive terms. An officer who misses three (3) consecutive meetings of the Board or Executive Committee, or a combination of both, will be subject to removal upon vote of the other officers.

Section 8.08 The Board of Directors shall fill a vacancy in any office.

Section 8.09 Any officer who resigns before his/her term is complete must submit his or her written resignation to the Board of Directors, the President or the Secretary.

Section 8.10 Any vacancy shall be filled by the Board of Directors as soon as practical. Such officer shall be appointed for the unexpired term of his or her predecessor in office.

Section 8.11 President will submit a report on their activities to the general membership at the general membership meeting held at the annual swim team banquet held at the end of the winter season.

Section 8.12 A review of these Bylaws by a committee appointed by the President shall be completed every odd numbered year.

Section 8.13 These Bylaws may be amended from time to time on action by the Executive Committee by a four fifths (4/5) vote.

ARTICLE IX – COACHES

Section 9.01 The Head Coach shall be an employee of ELMHURST SWIM TEAM under the direction of the Board. The Head Coach and Board should endeavor to have a written contract of employment. The duties of the Head Coach shall be to:

- (a) Establish a competitive program which meets with the philosophy of the Board of Directors.
- (b) Suggest candidates for assistant coaches to the Board of Directors;
- (c) Assist the Board in negotiating a contract with the candidates for assistant coach;
- (d) Maintain proper credentials as a coach member of USA SWIMMING and insure all other coaches are credentialed appropriately for their involvement.
- (e) Supervise and provide for the supervision of team practices and team sanctioned meets.

- (f) Be responsible for the behavior of the swimmers at practices and team sanctioned meets.
- (g) Meet with the board of directors at all meetings.
- (h) Be available as an advisory member to the Executive Committee.
- (i) Serve as team representative to any conference of which the team is a member.
- (j) Serve as team representative to ILLINOIS SWIMMING.
- (k) Meet the terms of all ILLINOIS SWIMMING, USA SWIMMING and ELMHURST SWIM TEAM policies and guidelines.
- (l) Conduct a team equipment inventory at the end of the short course and long course seasons.

Section 9.02 All coaches and assistant coaches must be current USA SWIMMING non-athlete members who are certified appropriately for their role with ELMHURST SWIM TEAM.

ARTICLE X – TEAM POLICIES & VOLUNTARINESS OF ASSOCIATION

Section 10.01 The Board acts under these bylaws in several ways, one of which is the adoption and execution as a Board or through others, of ELMHURST SWIM TEAM policies. Any director, officer, employee, volunteer, swimmer and parent of a swimmer, by registering their child(ren) with ELMHURST SWIM TEAM, agrees to these policies. The Coach and President shall have first responsibility for the enforcement of team policies, and the Executive Committee shall handle any appeals from actions of the Head Coach or the President. The decision of the Executive Committee in all matters is final. During meets and practices and while representing the ELMHURST SWIM TEAM in other settings, Section 11.01; the policies and procedures of ELMHURST SWIM TEAM; the rules of USA SWIMMING; or the rules of ILLINOIS SWIMMING. If the Head Coach and the President concur in the exercise of discretion to suspend a team member, the Head Coach and President may also dismiss the athlete from ELMHURST SWIM TEAM if the conduct was severe and egregious.

Section 10.02 ELMHURST SWIM TEAM is a voluntary membership organization. Those registering swimmers with ELMHURST SWIM TEAM and those volunteering for or employed by ELMHURST SWIM TEAM will agree that the association with ELMHURST SWIM TEAM is one that binds them to comply with the bylaws, agreements and regulations and policies of ELMHURST SWIM TEAM.

ARTICLE XI – CONDUCT

Section 11.01 High standards of personal conduct will be maintained by all team members. These will include but not be limited to total abstinence from illegal drugs, alcoholic beverages and tobacco products.

Section 11.02 Coaches, swimmers and volunteers of ELMHURST SWIM TEAM will abide by all ELMHURST SWIM TEAM policies and procedures as well as the rules of USA SWIMMING and ILLINOIS SWIMMING

Section 11.03 The Head Coach and the President shall have in their discretion the right to immediately suspend a team member if in the Head Coach's opinion or the President's opinion such discipline is warranted under any violation of the following: Section 11.01; the policies and procedures of ELMHURST SWIM TEAM; the rules of USA SWIMMING; or the rules of ILLINOIS SWIMMING. If the Head Coach and the President concur in the exercise of discretion to suspend a team member, the Head Coach and President may also dismiss the athlete from ELMHURST SWIM TEAM if the conduct was severe and egregious.

ARTICLE XII – ATHLETES’ RIGHTS

Section 12.01 The Head Coach or the President shall provide a general written report of any discipline involving a suspension or dismissal within two (2) days following the decision to suspend or dismiss to the entire Executive Committee.

Section 12.02 In any matter in which there occurs a suspension or dismissal of an athlete member by the Head Coach and/or the President, the athlete shall be entitled to request a formal hearing before the Executive Committee.

Section 12.03 An athlete making an appeal to the Executive Committee shall receive in advance of the meeting a detailed written statement of the reason for said suspension sent to the address last shown in the club records.

Section 12.04 The Executive Committee may reinstate the athlete immediately, shorten a suspension or reduce a dismissal of an athlete from the team. The Executive Committee's decision may or may not include conditions.

ARTICLE XIII – DISSOLUTION CLAUSE

Section 13.01 Under the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1984 (or corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of by the Circuit Court of the County in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations as said court shall determine, which are organized and operated for such purposes.

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This is a true and complete statement of the Bylaws of the ELMHURST SWIM TEAM including all revisions.

Signature Omitted
Mark Daniel
President
February 21, 2016

Signature Omitted
Christine Pfaff
Secretary
February 21, 2016

Lucy DeMare, 2nd Vice President
Suzy Harrington, 1st Vice President
Dan Harrington, Treasurer
Andriani Siavelis, Registrar

Dave Davis, Head Coach

Bylaws Committee: Suzy Harrington, Lucy DeMare