**Constitution & By-Laws**

**Hornet Age Group Swim Club**

**Article I: Name**

This non-profit organization shall be known as the Hornet Age Group Swim Club, also doing business as the “Hornet Swim Club,” hereinafter referred to as the “Club” or HOSC.”

**Article II: Purpose**

The purpose of the club shall be:

1. To organize and promote competitive swimming for young people of the Southeast DuPage County area.
2. To promote the physical and personal development of all swimmers in the Club.
3. To provide a high level of swimming activity through competitive swimming programs geared to challenge and advance each swimmer’s ability level.
4. To provide for the raising of funds for the maintenance and well-being of the Club.
5. The association is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

**Article III: Membership**

1. The membership of the Club shall be comprised of:
   1. All “Registered Swimmers” who are currently registered as members of the Club and whose registration is in good standing.
   2. The professional coaching staff employed by the Club, and
   3. The members of the “Parent Association.”

Any person may become a “Registered Swimmer” upon passing the minimum skill test established from time to time by the Head Coach and payment of such registration fees as the Board of Directors may from time to time establish for the then current season; provided, however, that any swimmer previously expelled from the Club, pursuant to Items 4 and/or 5 below, may not be reinstated to membership without the affirmative vote of a majority of the Board of Directors.

The “Parent Association” shall be comprised of the interested parent(s) or guardians of the Registered Swimmers and of any swimmer who was a Registered Swimmer in the immediately previous season, who is not currently registered as a swimmer with any other age group swimming organization, club, or team registered and/or chartered by USA Swimming. Any such parent or guardian may become a member of the Association upon payment of such seasonal dues, if any, as the Board of Directors may from time to time establish; provided, however, that any member previously expelled from the Association, pursuant to Item 4 below, may not be reinstated to membership without the affirmative vote of a majority of the Board of Directors.

1. All members of the Club shall be bound by this Constitution and the By-Laws of the Club then in force.
2. Members shall not:
   1. Participate in or otherwise aid any movement or campaign which is adverse to the interests of the Club, or
   2. Participate in or otherwise aid in any movement or campaign, the purpose of which may be to interfere with the policies, practices, tactics or methods of the Club or Club staff involved in Club activities.
3. Any member guilty of violating Item 3 above may be expelled or suspended by the affirmative vote of a majority of the Board of Directors.
4. A Registered Swimmer may be expelled or suspended from the Club for egregious conduct, upon the recommendation of the Head coach and the affirmative vote of a majority of the Board of Directors.
5. All athletes participating in the water during Hornet Swim Club practices shall be registered athlete members of USA Swimming.
6. The professional coaching staff of the Hornet Swim Club shall all be current USA Swimming Non-Athlete members of USA Swimming.
7. The Hornet Swim Club and all of its team members will abide by all USA Swimming/ISI Rules and Regulations during practices and competitions and while representing the Club in any way.

**Article IV: Responsibilities of the Parent Association**

1. Uphold the rules and fulfill the objectives of the conference(s) and association(s) to which the Club belongs.
2. Organize, develop and maintain an active swim team program.
3. Provide assistance as required by the Head Coach and Board of Directors in training, practice periods, team time trails, and other aspects.
4. Assist as required by the Head Coach and Board of Directors in competitive swimming meets by providing trained officials/volunteers (as appropriate) for timing, judging, scoring and starting.
5. Provide “Host” and other subsidiary meet functions.
6. Provide and maintain meet record keeping and award functions.
7. Provide for periodic recognition of performances and achievements for the Registered Swimmers through publicity, announcements and awards.
8. Coordinate activities with those of the Hinsdale Township High School, South swim program – as well as other relevant high school aquatics programs through the Head Coach and Board of Directors.
9. Coordinate activities of mutual interest with the Hinsdale South High School booster club and similar athletic support organizations.

**Article V: Board of Directors**

1. The Board of Directors shall consist of seven voting positions, and one non-voting member: two (2) Co-Presidents, one (1) Past President, a Vice-President, a Secretary, a Treasurer, an ISI Registrar, and an External Relations Liaison. The term of all elected officers shall be two years, or until their successors qualify and are elected. Each member of the Board of Directors shall be a member of the Club in good standing at the time of election and during his/her term of office.

Positions to be elected in even-numbered years:

* First Co-President
* Vice President
* Treasurer

Positions to be elected in odd-numbered years:

* Second Co-President
* Secretary
* ISI Registrar
* External Relations Liaison

1. The Past President is the Co-President whose term has most recently completed. The term of the Past President is one year, or until their successor qualifies.
2. In the event of a vacancy on the Board of Directors, the remaining Board members are empowered to appoint a successor to fill the vacancy for the remainder of the term, except in the case of the Past President. Vacancy of the Past President position is to be filled in order of the most recently serving Past President. If no such Past Presidents are available then remaining Board members are empowered to appoint a successor to fill the vacancy for the remainder of the term.
3. Only Board members may vote at the Board of Directors meetings.

**Article VI: Duties and Authority**

1. The **Co-Presidents** shall preside at all meetings of the Club and/or the Parent Association and shall have general responsibility for the yearly activities of the Club. They shall be ex-officio members of all committees. They shall exercise signing authority over all bank accounts of the Club in conjunction with the ISI Registrar in the case of any bank accounts used for meet fees, and the Treasurer in the case of all accounts of the Club. The Co-Presidents, or their designee, are specifically required to review all proposed contracts prior to execution. Parent volunteer committees reporting to the Co-Presidents may be formed as needed.

**First Co-President** shall have the following additional responsibilities:

* Reviews – Make sure that all performance reviews are completed in accordance with Article VI, Item 13;
* Personnel – Facilitate the Board’s resolution of any personnel issues;
* The External Relationships Liaison will report directly to the First Co-President so they may work cooperatively to develop partnerships and sponsorships in the community.
* Manage the relationship with any consultants, such as dryland trainers, graduate students, or sports medicine partners.

**Second Co-President** shall have the following additional responsibilities:

* Answering email and other inquiries from prospective members, members, etc.
* Goals – Lead Board oversight, awareness and periodic updating of short term and 5-Year goals in support of Club benefit and the USA Swimming Club Recognition Program.
* Address any parent concerns raised from the membership
* Address any concerns raised from the coaching staff

1. The **Past President** acts as a consultant and works on projects as requested by the Board. The Past President assists with respect to personnel matters & to provide advice on any matters before the Board of Directors.
   * + The Past President position is a non-voting Board of Directors position.
     + Parent volunteer committees reporting to the Past President may be formed as needed.
2. The **Vice President** shall perform the duties of the Co-Presidents in the absence of both Co-Presidents and when so acting shall have and may exercise the powers of the Co Presidents, except that unless specifically so empowered by the Board of Directors. The Vice-President shall review, ensure compliance (i.e. special event approval), coordinate and maintain the club’s insurance (i.e. Director’s & Officers, Workers Comp, USA Swimming). In addition, the Vice President is responsible for:
   * + Try-Outs – Work with the Head Coach to decide on a tryout date, publicize tryouts, have necessary forms, coordinate Board and/or other volunteers to assist and all other tasks necessary for successful tryouts.
     + Fees & Registration – Recommend fee structure to the Board in advance of the coming session and manage the online registration process. Ensure that family mailbox folders are in place at appropriate facilities for each member family;
     + **Liaison with USA Swimming** – Including making sure the Club is recognized with the highest designations it qualifies for, compliance with USA Swimming and Illinois Swimming policies and USA Swimming registration for new and renewing swimmers;
     + Parent volunteer committees reporting to the Vice President may be formed as needed
3. The **Treasurer** shall:
   * + Pay authorized bills and invoices in a timely fashion;
     + Receive, collect, disburse, have custody of, and be responsible for all funds and securities for the club;
     + Work cooperatively with the ISI Registrar to maintain a separate dedicated bank account for the purpose of receiving and disbursing meet fees;
     + Establishment, maintenance and security of bank signature cards, online passwords and similar documents or information;
     + Render a written financial report to the Board of Directors and be prepared to make a report at each Board Meeting and at each meeting of the Parent Association;
     + Maintain Club financial records including planning schedules and budgets.
     + Process payroll, including bonuses;
     + Review and process reimbursement requests;
     + Reconcile team records with account statements;
     + Collect on delinquent accounts of all kinds including dues, fees, penalties or fines and meet fees;
     + Prepare monthly statements
     + Prepare and present annual budget;
     + Check the Club PO Box and distribute correspondence to appropriate Directors or other recipients in a timely fashion;
     + Provide and count cash and cash boxes for team events such as hosted meets.
     + Handle receipt and reconciliation of special event fund collections (i.e. championship shirts, cap orders, dinners, etc.)
4. The **Secretary** shall:
   * + Prepare the agenda as well as record and maintain the minutes of the Parent Association and Board Meetings;
     + Read and maintain all non-financial records of the club including policies and contracts;
     + Maintain the Constitution & Bylaws of the Club;
     + Provide copies of the Constitution & Bylaws of the Club to all Board members upon taking office and as needed;
     + Inform all members of the Parent Association, the Coaches and Board of Directors of each Association meeting and all members of the Board of Directors of each Board meeting as well as the Annual Meeting;
     + Oversee the Club newsletter
     + Parent volunteer committees reporting to the Secretary may be formed as needed.
     + Website content
       - Keeping web calendar up to date with practice changes and meets;
       - News articles, club information, meet information, etc.
5. The **ISI Registrar** shall:
   * + Notify members of the ISI meets which the Club will attend and the registration deadline as established by the Head Coach and ISI Registrar;
     + Collect meet fees for all meets in which a swimmer has been entered if not cancelled prior to submission of entries to the meet host. This includes the collection of past due meet fees – working cooperatively with the Treasurer and Assistant Treasurer as needed;
     + Address meet related fee questions;
     + Receive, collect, disburse, have custody of and be responsible for all funds in the bank account used to process meet fees and shall coordinate with the Treasurer with respect to any and all necessary transfers of funds between this account and any and all other accounts of the Club.
     + Reconcile team records with the bank account that is used to process the meet fees on a monthly basis;
     + Render a written financial report to the Board of Directors and be prepared to make a report at each Board Meeting and at each meeting of the Parent Association including at least fees paid out, fees collected, outstanding balances and the reconciliation with the bank account statements for the account or accounts used to process the meet fees;
     + Send entry forms and check for meet fees in a timely manner to the host team as specified in the meet packet for meets the Club is scheduled to attend;
     + Parent volunteer committees reporting to the ISI Registrar may be formed as needed.
6. The **External Relations Liaison** is a strategic role that is primarily focused on vendor management, promoting the club in the community, and overseeing the social activities of the club. The role shall report to the First Co-President and is responsible for the development and enhancement of the Clubs presence within the communities in which it practices and/or has members, including but not limited to:
   * + Publicity – such as articles in local papers, general advertising and coordinating with the team tryout coordinators;
     + Developing strategic partnerships and sponsorships within the community;
     + Optimizing fundraising opportunities including but not limited to the Swimathon. The Swimathon Chair shall report to the External Relations Liaison;
     + Team Participation in community events (i.e. parades);
     + Vendor Management – lining up vendors for suit fittings, caps, meets vendors, sponsors, team and championship t-shirts, spiritwear, and the psych book sold at home meets, etc;
7. **Committee Oversight** - The following committees will have a parent volunteer chairing them and report to the External Relations liaison:
   * + **Social** – Team dinners at travel meets, championship dinners, holiday party and annual banquet;
     + **Travel Coordinator**
     + **Apparel** – Managing Coach apparel and the offering of team suits, caps, apparel and equipment to swimmers, parents and coaches.
     + Parent volunteer committees reporting to the External Relations Liaison may be formed as needed.
8. The **Board of Directors** shall maintain the control and management of the affairs of the Club and the Parent Association. It shall be the duty of the Board to prescribe and guide the activities and direction of the Club. The Directors shall act as liaison for any and all standing committees of the Club and the Parent Association.
9. The **Board of Directors** shall convene and meet for the purposes herein stated as and when necessary and at such meetings shall make policy and authorize functions and conduct of the business of the Club. However, if and when necessary, the Board may authorize specific items of business by means of a Co-President polling the individual members of the Board. Such specific items of business shall be deemed to have been authorized by the Board if individually authorized by a majority of the members of the majority vote, at the next meeting of the full Board, so that such actions and/or authorizations shall appear in the minutes of the Board of Directors.
10. **Performance Reviews** – At the conclusion of each Short Course and Long Course seasons, the Board of Directors shall conduct a written performance evaluation of the Head Coach. The review will be presented by both Co-Presidents or a Co-President and Past President. Other coaches shall receive written performance evaluations at least annually by the Head Coach and Board of Directors. The reviews will be presented by the Head Coach and a parent member of the Board designated by the Co-Presidents.
11. A budget for the next fiscal year shall be prepared by the Board of Directors Elect with the assistance of the current Executive Committee (consisting of the Past President, both Co-Presidents, and Treasurer), for presentation and approval at the first meeting of members. A copy of this budget shall be distributed not later than ten (10) days prior to this meeting.
12. The books of the Club shall be closed each year to be reviewed by a qualified individual or firm other than the Treasurer and approved by the Board.
13. Contracts – All contracts must be approved in advance by vote of the Board of Directors. The Co-Presidents, or their designee, are specifically required to review all proposed contracts prior to execution.
14. The **Board of Directors** will be eligible for a partial reimbursement of registration fees in recognition of the volunteer hours provided to the Club.
    * + All Voting Board Positions, at the conclusion of a session, will be eligible for a 50% reimbursement of session fees. Non-Voting Board Positions will be eligible for a 25% reimbursement amount.
      + The reimbursement amount will be calculated at the rate of one swimmer, at the highest group fees (currently the Elite group). For example, a board member with two swimmers in Bronze and White groups will be eligible for a 50% reimbursement of Elite registration fees for one swimmer.
      + In order to ensure Board Members are fully committed to their responsibilities and the execution of their duties, the reimbursement of fees will be done periodically throughout the Club year. These reimbursements will coincide with the end of each registration session (currently Fall, Winter, Spring, and Summer).
      + The approval of reimbursements for each board member and all parent positions will be voted upon by the two Co-Presidents, with the Past President serving as a tie breaker vote if required.
      + Reimbursements to the Board of Directors and to the designated Parent Positions will only be considered for a vote by the Co-Presidents if the reimbursements will not cause the Club to report a loss at the time of the vote or for the calendar year.
      + The Board will provide all Parent Positions with quarterly notice in advance if the reimbursement for their volunteer position will be considered based upon Club financial performance at that time.
15. Additional **Parent Positions** will be created to handle additional club work. These will be non-voting roles and are not included as members of the Board of Directors.
    * + The **Parent Positions** themselves, and the need for these positions, will be determined by the Board of Directors each year.
      + The Nominating Committee will recommend parents for these positions.
      + The Board of Directors has final determination in the appointment of these positions.
      + The Parent Positions will also be eligible for reimbursement of a portion of session fees. The reimbursement amount will be calculated at the rate of one swimmer, in the group with the highest session fees.
      + The reimbursement percentages will be determined by the role, time commitment involved, and Board of Director vote, and Co-President approval as noted in Subsection 15 above.
16. The following **Parent Positions** will be created which may be changed or modified as needed by the Board of Directors:
    * + Calendar Manager/Pool Liaison – 50% of fees
      + Pool Liaison – Develop and maintain relationships with the pool directors or responsible authorities at all facilities used by the club. This includes negotiating, implementing and managing contracts. Invoices for facility are to be reconciled with actual usage and then submitted to the Treasurer with payment instructions;
      + Website Updating: updating news, links, etc.
      + Meet Director – 30% of fees
      + Team Unify/Website Updates – 30% of fees

**Article VII: Annual Meetings and Elections**

1. An annual membership meeting of the Parent Association shall be held for the purpose of electing the Board of Directors and transacting any and all business, which shall properly be brought before the Parents’ Association. Each family, regardless of the number of swimmers, shall have one vote.

2. The date of the annual meeting shall be between January 31 and March 31. All current members of the Club, as of January 1, shall be advised of the time and date of the meeting by U.S. Mail, or prominent posting on the Club web site and a dedicated email clearly stating the subject not less than one (1) week prior to the date of such meeting.

1. The Co-Presidents shall appoint a nominating committee composed of two (2) Board Members and three (3) members of the Parent Association. The duty of this committee is to nominate candidates to fill vacancies on the Board created by expiring terms. Service on the nominating committee shall not disqualify a member from nomination. Additional nominations from the floor of the annual meeting will be accepted prior to the voting on slated candidates.
2. Voting shall be conducted at the annual meeting by numbered ballots after the nominations are closed.
3. The Board of Directors shall assume their elected offices on April 1.
4. Voting by proxy in any meeting shall not be allowed.
5. Roberts Rules of Order shall govern the conduct of all meetings of the Board and in all situations not covered by these By-Laws.

**Article VIII: Amendments**

1. Amendments to the Constitution may be initiated by recommendation of the Board of Directors, or by petition to the Board of Directors, signed by eight (8) members of the Parent Association.
2. An Amendment shall be an agenda item at the annual meeting and shall be adopted as proposed or as modified by a 2/3 vote of the members present at the annual meeting.
3. Amendments to the By-Laws may be adopted at any meeting of the Parent Association by a majority of the members present at such meeting; provided however, that notice of such meeting shall have been sent by mail or signed for, if hand distributed, to all then current members of the Parent Association not less than one (1) week prior to the meeting.

**Article IX: Dissolution**

Upon dissolution of the association, assets shall be distributed for one or more exempt purposes within the meaning of Section 501©(3) OF THE Internal Revenue Code, or the 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. Any such assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the associate is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

**Article X: Indemnification of Officers, Directors, Employees and Agents**

The Club shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Club) by reason of the fact that such person is or was a director, officer, employee or agent of the Club, or who is or was serving at the request of the Club as a director, officer, employee or agent of another Club, partnership, joint venture, trust or other enterprise, against expenses (including attorneys’ fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Club, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment or settlement, conviction or upon a plea of nolo contendere or its equivalent, shall not, or itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interest of the Club, and with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

Adopted April 3, 2000

Amended June 1, 2001

Amended September 21, 2004

Amended March 22, 2014

Amended March 26, 2017