

By-Laws of the Riverside Aquatic Club

(An Indiana not-for-profit Club)

Article I – Name

The name of the organization shall be Riverside Aquatic Club, Inc, duly incorporated under the laws of the State of Indiana as a not-for-profit corporation, whose address is 3413 Jaffery Drive, New Albany, IN 47150, hereinafter referred to as RAC or 'The Club'.

Article II – Purpose and Objectives

The purpose of The Club is to:

1. Promote and encourage competitive swimming throughout the year.
2. To offer youth of the area an opportunity to develop their skills in the sport.
3. Through the sport of competitive swimming, an effort will be made to instill all the beneficial traits so often exhibited by the amateur athlete, i.e. character, leadership and sportsmanship.
4. To create an informed membership that will maximize parent participation and provide funds to enrich the organization.

Article III – Membership

1. Membership shall consist of parents and/or legal guardians of any swimmer whose application for membership has been accepted by the Board of Directors in the form of acceptance of a completed USA Swimming Registration Form. Membership will require timely payment of all fees and acceptance of parent participation requirements according to guidelines issued by the Board.
2. Team membership may be revoked by a majority of the Board of Directors. Grounds for revocation include failing to meet the standards as set forth in the Club Policies, By-Laws, conduct that is detrimental to the Riverside Aquatic Club or its members, poor sportsmanship, or failing to maintain a current financial status.

Article IV – Organization and Management

1. The day to day management of the affairs of the club shall be conducted by the Head Coach, who will act as the Chief Executive Officer of the Club. The CEO will have the authority to hire and fire members of the coaching staff. The CEO is responsible for and has the authority to produce the club program according to the goals developed by the Board and Head Coach in unison. The CEO will be directly responsible to the Board of Directors [**hereinafter referred to as "The Board"**], who will have the authority to hire and fire the CEO-Head Coach. The President, Vice President/Treasurer and Secretary of the Board shall serve as the Club's Executive Committee. The Executive Committee shall be responsible for determining the CEO-Head Coach's compensation and shall meet bi-annually with the CEO-Head Coach to review the Club's finances.

The CEO-Head Coach is a voting member of the Board of Directors in all matters except those concerning the salary, employment and discipline of the CEO-Head Coach. All other areas of responsibility and authority are defined by the CEO-Head Coach Contract.

2. A Board of Directors, consisting of eight members, including the CEO-Head Coach and Co-Head Coach, will develop and oversee the long term goals of the club, assist the CEO-Head Coach in achieving the goals, fundraise on behalf of The Club for the enrichment of the program, create an informed membership, maximize parent participation and represent The Club to the larger community. The Board of Directors may delegate specific duties and responsibilities to coaches, other members, and standing committees.

3. The board members shall serve for a term of two years, and may serve beyond the two year term at the discretion of the CEO-Head Coach and Executive Committee. New Board members will be presented at the mandatory Parent meeting in September.

4. Vacancies on the board, including officers, occurring between annual elections, shall be filled by the Board of Directors by majority vote of the remaining Board members. The term of office of the vacancy shall begin immediately and exist until the end of the term.

5. A Board member may be removed from office by a vote of 2/3rds of the board.

6. All members of the Board of Directors, shall serve without any remuneration whatsoever.

7. ~~The Board must have a quorum of 5 members voting to consider a motion.~~ **[A quorum shall consist of no fewer than one-third of the fixed or prescribed number of Directors. The Board will make decisions on consensus in its meetings and will follow parliamentary procedures to formalize decisions that are required to conduct the business of The Club.]**

8. Board members and officers may be re-nominated and re-elected at the completion of their tenure on the board without restriction.

9. No member of the Club shall be elected to the Board of Directors unless he or she has been a fully paid member in good standing within the Club for the past twelve months and has met the minimum parent participation requirement as well as any other requirements for membership.

[10. Participation on the Board of Directors will also include email communication and any other form of communication that serves to keep Board members informed of all decisions, recommendations, and general business of The Club. Communication participation is expected, but not solely sufficient to maintain membership on the Board of Directors.]

Article V – Election of Officers, Terms and Duties

1. The Board of Directors shall elect the following officers from among its members:

President, Vice-President/Treasurer and Secretary. The outgoing President will preside at the August Meeting when these elections occur. These officers shall serve a one year term. They will retain a voice and vote at all meetings of the Board of Directors.

2. The President of the Board serves as Chairman for all Board and Club functions; establishes special committees, appoints committee chairmen from among the Board of Directors; provides overall direction to each Board member and committee to ensure implementation of the goals and objectives of the Board, and performs all related duties necessary to ensure the successful operation of the club.

3. The Vice-President/Treasurer assumes all Presidential duties in the absence of the President; performs all duties deemed necessary by the President, assumes the Presidency in the event that the office becomes vacant and oversees all fund-raising activities. The Vice-President/Treasurer shall assist the CEO-Head Coach in overseeing the Club's finances.

4. The Secretary shall keep the Records of the Club, conduct all official correspondence, issue notices of meetings and perform such other duties as may be normal for the Office of Secretary.

Article VI – Committees

1. Each committee shall take charge of matters implied by its title, and shall make such reports and take such action as may be approved by the Board of Directors and directed by the President.
2. Standing Committees shall be of such number as shall be deemed necessary by the Board. Each committee is chaired by a member of the Board, but need not be composed exclusively of members of the Board if other committee members are also in good standing in the Club. Chairmen are appointed by the President, except as specified below.
 - a. **Fund Raising** – The Vice-President shall serve as chairman of the Fund Raising Committee.
 - b. **Communications** – The Secretary shall serve as chairman of this committee.
 - c. **Ways and Means** – The Treasurer shall service as chairman of this committee.
 - d. **Competition** – A Board member-at-large will serve as chairman of this committee and may also be the Meet Operations Director
 - e. **Nominating Committee** – The President shall serve as chairman of this committee
 - f. **Membership Committee** – A Board member-at-large will serve as chairman of this committee.
 - g. **Recognition Committee** – A Board member-at-large will serve as chairman of this committee.
3. Special committees will established by the President as deemed necessary to accomplish the work of the Club.

Article VII – Meetings of the Board

1. The Board of Directors shall meet at regularly scheduled monthly meetings to conduct all business that shall pertain to the Club.
2. The President or a majority of the Board of Directors may call special meetings provided all members of the Board of Directors are given 48 hours notice of said meetings. The 48 hour notice may be verbally waived by individual board members.
[3. For situations requiring board action that occur where there is not time to hold a special meeting, the President may call for a vote via email on an issue. In this instance, a majority of The Board must vote affirmatively for the action to be declared passed.]
- ~~3.~~ **[4.]** All meetings of the Board of Directors shall be conducted in accordance with the Rules of Order as contained in Robert's Rules of Order.
- [5. Annually The Board shall review its operation and achievement of outcomes as an initial step in developing new outcomes for the upcoming year. A review of the BY-LAWS shall be included in this review. Amendments to the BY-LAWS may be made by the Council during this review or at other times as deemed appropriate by The Board.]**

Article VIII – Amendments

Additions, deletions or changes to these by-laws will require approval by two-thirds majority of the Board of Directors present at a regularly scheduled or special meeting of the Board of Directors.

Article IX – Dissolution

Upon dissolution, the net assets of the Club must be turned over to Indiana Swimming or other Controlling Board which regulates Amateur Swimming in the Southern Indiana area.

[CERTIFICATION

These bylaws were approved at a meeting of the Board of Directors by a two-thirds majority vote on XXX YY, 20ZZ.

President

Date]

Riverside Aquatic Club

Board Contract

Riverside Aquatic Club agrees to provide each board member with the following:

1. Access to the management of Riverside Aquatic Club, as needed for the proper operation of the board.
2. Ample notice of all meetings.
3. Minutes of all board meetings.
4. Relevant information to conduct his or her job as a board member.

The board member agrees to do the following as a Riverside Aquatic Club policy volunteer:

1. Learn about Riverside Aquatic Club, read financial reports and other pertinent club documents, keep up to date on Riverside Aquatic Club programs, finances, and management.
2. Attend as many board and committee meetings as practicable, and participate in all such meetings, using fair, independent judgment, and due care in conducting the business of Riverside Aquatic Club.
3. Seek financial support to secure the financial well-being of Riverside Aquatic Club.
4. Avoid all conflicts of interest with Riverside Aquatic Club.
5. Remain loyal to Riverside Aquatic Club, always exercising board powers in the interest of Riverside Aquatic Club, and not for the interest of yourself or others.
6. Keep all Riverside Aquatic Club matters confidential.

Board Member: _____

Board President: _____

Date: _____

Riverside Aquatic Club **Statement of Understanding**

As a board member of Riverside Aquatic Club, I am fully committed and dedicated to the mission and vision of the club and have pledged to carry out both. I understand that my duties and responsibilities include the following:

1. I am fiscally responsible, with other board members, for this organization. I will know what our budget is and take an active part in reviewing, approving, and monitoring the budget and fundraising to meet it.
2. I am legally responsible, along with other board members, for this organization. I am responsible to know and oversee the implementation of policies and programs.
3. I accept the by-laws and operating principles manual and understand that I am morally responsible for the health and well-being of this organization.
4. I will actively engage in fund-raising for this organization in whatever ways are best suited for me. These may include individual solicitation, undertaking special events, writing mail appeals, and the like. I am making a good faith agreement to do my best and to raise as much money as I can.
5. I will actively promote Riverside Aquatic Club, encourage and support it's staff and work in concert with all board members.
6. I will attend board meetings, be available for phone consultation, and serve on at least one Riverside Aquatic Club committee. If I am not able to meet my obligations as a board member, I will offer my resignation.
7. In signing this document, I understand that no quotas are being set, that no rigid standards of measurement and achievement are being formed. Every board member is making a statement of faith about every other board member. We trust each other to carry out the above agreements to the best of our ability.

Board member: _____

Date: _____

Riverside Aquatic Club

Ethics Commitment

We, as board members of Riverside Aquatic Club, dedicate ourselves to carrying out the mission and vision of this organization. We will do the following:

1. Recognize that the chief function of Riverside Aquatic Club at all times is to serve the interests our constituency, the athletes.
2. Accept as a personal duty the responsibility to keep up to date on emerging issues and conduct ourselves with professional competence, fairness, impartiality, efficiency and effectiveness.
3. Respect the structure and responsibilities of the board, provide them with facts and advice as a basis for making policy decisions, and uphold and implement policies adopted by the board.
4. Keep the community informed about issues affecting it.
5. Conduct our organizational and operational duties with a positive leadership exemplified by open communication, creativity, dedication, and compassion.
6. Exercise whatever discretionary authority we have under the law to carry out the mission and vision of the organization.
7. Serve with respect, concern, courtesy, and responsiveness in carrying out the mission of the organization.
8. Demonstrate the highest standards of personal integrity, truthfulness, honesty, and fortitude in all our activities in order to inspire confidence and trust in our activities.
9. Avoid any interest or activity that is in conflict with the conduct of our official duties.
10. Respect and protect privileged information to which we have access in the course of our official duties.
11. Strive for personal and professional excellence and encourage the professional developments of others.

Board Member: _____

Board President: _____

Date: _____