

**MISSION STATEMENT & BYLAWS
OF THE
CALVERT AQUATICS CLUB, INC.
April 2018**

MISSION STATEMENT

The mission of the Calvert Aquatics Club (CAC) is to provide quality instruction for our swimmers and produce outstanding young men and women. Our program encourages the development of character, self-discipline, responsibility, and accountability to others. These qualities, combined with hard work, focus our athletes on the pursuit of excellence in all aspects of their lives.

VISION STATEMENT

Calvert Aquatics Club emphasizes a TEAM and FAMILY atmosphere to provide a healthy developmental sequence and challenges to swim training and competition in order to promote athletic development.

Objectives

1. To develop swimmers in their current level to compete at their highest individual level.
2. To promote family and community support in the sport of competitive swimming.
3. To continue to improve and expand aquatic programs for the community by enrolling the greatest number of individuals possible without compromising the quality and character of the Calvert Aquatics Club program.
4. To promote the growth of swimmers as athletes, teammates, and most importantly, people of character, while striving to be the best in and outside of the sport of swimming.
5. To maintain the Calvert Aquatic Club retention rate of 90% or higher on an annual basis.

ARTICLE 1

Name

The name of the organization shall be the CALVERT AQUATICS CLUB, INC. (hereinafter referred to as "CAC").

ARTICLE 2

Offices

Article 2.1 Principal Office

The principal office for the transaction of the activities and affairs of the corporation ("principal office") is located at 136 West Dares Beach Road #125, Prince Frederick, MD 20678. The directors may change the location of the principal office at any time. Any changes of this location shall be noted by the secretary on these Bylaws opposite this article, or this article may be amended to state the new location, and submitted to the Maryland/USA Swimming authority.

Article 2.2

The executive committee may, at any time, establish branch or subordinate offices at any place or places within Maryland or where the corporation is qualified to conduct activities.

ARTICLE 3

Purposes

Article 3.1

CAC is a year-round competitive swimming club founded with the specific objective of promoting swimming programs for the benefit of swimmers of all ages and abilities. CAC was founded to educate, train, and direct the interest of swimmers and to operate solely and exclusively as a charitable, educational, non-profit organization. It is not organized for the private gain of any person.

Article 3.2

CAC is a member of Maryland Swimming and will function in accordance with applicable bylaws, rules, and regulations. Maryland Swimming is a member of USA Swimming, the national governing body of amateur swimming.

ARTICLE 4

Dedication of Assets

The purpose and assets of the non-profit corporation are irrevocably dedicated to charitable purposes. No part of the net earnings, properties or assets of the corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member or director of this corporation. On liquidation or dissolution, all properties and assets and obligations of the corporation shall be distributed and paid over to another organization dedicated to exempt purposes as specified in section 501(c)(3) of the Internal Revenue Code.

ARTICLE 5

Membership

Article 5.1 Qualifications

(a) There shall be one class of membership in this corporation consisting of:

- (i) The parents or legal guardians of and living with the minor children and the minor children who participate in the approved activities of the Calvert Aquatics Club, and
- (ii) Emancipated persons who participate in the approved activities of the Calvert Aquatics Club.

(b) No person may hold more than one membership nor a fractional membership. The right to vote shall be given to one parent or guardian per athlete family (family unit) in good standing or an emancipated person in good standing.

(c) Membership shall be open to all residents of the community without regard to race, color, religion, sex, sexual orientation, national origin, disability or any other legally protected status.

(d) All swimmer athletes participating in the water during Calvert Aquatics Club practices must be current USA Swimming athlete members in good standing. The members of the Calvert Aquatics Club shall abide by all USA Swimming rules and regulations during all practices and at all times while representing the Calvert Aquatics Club.

(e) All coaches and assistant coaches participating in practices or representing the Calvert Aquatics Club at USA Swimming sanctioned swim meets must be current USA Swimming coach members in good standing.

(f) All board members participating in CAC organizational duties or representing the Calvert Aquatics Club at any event must be current USA Swimming non-athlete members in good standing.

Article 5.2 Fees and Dues

Each member must pay, as determined by and within the time and on the conditions set by, the executive committee, a registration fee, and any monthly and/or annual fees to be determined and in amounts to be fixed from time to time by the executive committee. No refunds will be given after the initial thirty (30) day registration date. Swim meet fees will be billed monthly and are non-refundable. Military relocation will be looked at on a case by case basis, when notification is given to the executive committee.

Article 5.3 Termination of Membership

(a) Cause for termination. The membership of a member shall terminate upon the occurrence of one of the following events:

- (i) The resignation of the member,
- (ii) The failure of the member to pay fees or registration within the times set forth by the executive committee, or
- (iii) The determination by the executive committee, or a committee designated to make a determination, that the member has failed in a material and serious degree to observe

the code of conduct of the corporation, of USA Swimming, of MD Swim, or has engaged in conduct materially seriously prejudicial to the interest and purposes of the corporation. This may include one or all members of the family.

(b) Procedure for expulsion. Following the determination that a member should be expelled under subparagraph (iii) above, CAC shall follow the expulsion procedure set forth by the USA Swimming Rules and Regulations.

(c) The individual that has been determined to be expelled from the club has the right to appeal to the executive committee within 10 days for a special hearing of the executive committee for a final determination.

(d) There shall be no refunds for expulsions.

Article 5.4 Membership Volunteer Hours

Each family unit of the Calvert Aquatics Club will be required to complete a predetermined number of volunteer service hours based on the number of swimmers each family unit has. Volunteer service hours can be obtained several ways (ex: swimmer events, fundraising coordinators, swim meets). Tracking of volunteer service hours will be done in CAC Team Unify. Families that do not meet the required number of volunteer service hours will be charged a predetermined fee. Volunteer service hours are effective September 1st – August 31st each year.

ARTICLE 6

Meetings of the Executive Committee

Article 6.1 Place of Meeting

The Executive Committee (EC) shall meet on a monthly basis as determined by the executive committee. Meetings shall be at a location shared in the notice at the time of the called meeting.

Article 6.2 Annual Meeting

The annual meeting of members shall be held in April each year, unless the EC fixes another date and so notifies the members as provided in Article 6.3(b).

Article 6.3 Special Meeting

(a) Authorized persons who may call a special meeting. A special meeting of the members for a lawful purpose may be called at any time by any of the following: the EC, the president or ten percent or more of the members.

(b) Calling meetings by members. If a special meeting is called by members other than the EC, the request shall be submitted by such members in writing, specify the general nature of the business proposed and shall be delivered personally or sent by certified mail to the president or

secretary of the corporation. The EC shall inform the remaining members of the special meeting not less than ten days and not more than 60 days from the receipt of the request.

Article 6.4 Quorum

(a) Percentage required. Thirty-three and one-third percent (33.1/3%) of the voting members shall constitute a quorum for the transaction of business at a meeting of the members.

(b) Percentage required for EC meeting. Fifty-one percent (51%) of the EC must be present at the monthly meeting to conduct business in the name of the corporation.

Article 6.5 Proxy Voting

If a meeting is called as stated under Article 6.2 Annual Meeting, a family unit may submit a proxy vote that is recorded and retained by the Secretary. Both electronic and paper ballot voting will be valid means of proxy voting. The Executive Committee will decide on the manner in which electronic voting is incorporated.

ARTICLE 7 Executive Committee

Article 7.1 Election of the Executive Committee

(a) The Executive Committee will be elected by the general membership at the Annual Meeting. Calvert Aquatics Club will only allow seven executive committee members at one time and will rely mainly on parent and committee support.

(b) The vote will be by closed ballot that will be controlled by the vice-president. A recount may be requested in writing to the president of the EC within 5 days of the election. The new members will take their position at the beginning of July following the election.

(c) There will be a transition period between the completion of the elections and the new board taking office. This will occur between the months of May and June. It will be the current board members' responsibility to train their replacements.

(d) Each member will serve the term stated for his/her office and may be reelected to no more than one additional term per position.

(e) One person shall only serve in one position at a time.

Article 7.2 Nominating Process

(a) This process will be effective as of February 2016 when all executive committee positions will be open for April election. Newly elected EC members will take office July 1. Executive committee term lengths will begin with this election.

(b) In February, the executive committee will nominate (or take volunteers) of 2 or more members, who are in good membership standing, to the Nominating Committee. No member of the Nominating Committee shall be a candidate for the Executive Committee.

(c) The task of the Nominating Committee shall be to solicit candidates from the membership to fill the open positions on the executive committee.

(d) The Nominating Committee will present the list of candidates to the executive committee at the March executive committee meeting. There should be at least one candidate per open position.

Article 7.3 Termination of Executive Committee Members

(a) An executive committee member may be removed from office if he or she fails to make two meetings consecutively without cause. This will require a unanimous vote by the remaining members of the executive committee.

(b) An executive committee member may resign at any time by notifying the President in writing.

(c) The president will have the authority to appoint a replacement of any executive committee member that is either removed or resigns until the annual membership meeting.

(d) Any violation of the Calvert Aquatics Club Code of Conduct or any violation of the USA Swimming rules and regulation shall be grounds for termination of an executive committee member.

(e) Any action that discredits Calvert Aquatics Club or USA Swimming by inappropriate conduct as according to a majority of the board of directors shall be grounds for termination of an executive committee member.

(f) Should a President leave the position during the first year of their term, the Vice President will serve as the acting President until the next general membership meeting, after which the newly elected President will complete the original term. If the office becomes vacant during the second year of the term, the Vice President will fill the position until the end of the term.

(i) The two-year President term will reset on July 1, 2018, to fulfill the 2018-2019 and 2019-2020 swim years.

Article 7.4 Duties of the Offices of the Executive Committee

Powers and Duties. Executive committee members shall serve a one or two-year term (depending on the office) beginning July 1 following the election. The executive committee has

the ultimate responsibility to employ and manage all Calvert Aquatics Club employees and administrative duties in a manner conducive to the continued success of the club. Any duties not specifically mentioned within these Bylaws can be assigned as necessary by the board.

1. The President shall:

Be the chief executive officer of Calvert Aquatics Club and, in general, shall supervise and control all of the business and affairs of Calvert Aquatics Club. He/she shall be the liaison between the active members and the various officers of the Club as well the coaching staff. The president shall preside over all meetings of the Membership and the executive committee. The President shall serve a term of two years.

2. The Vice President shall:

perform all duties of the president in the absence of the president, as well as, perform other duties assigned to him/her by the president. The Vice President shall chair at least one main committee as determined by the president. The Vice President shall serve a term of two years.

3. The Secretary shall:

record all minutes of membership meetings and board meetings, present them to the Executive Committee (EC) no later than one week after the monthly EC meeting, and present them at the commencement of the next months EC meeting for a final vote to accept, distribute to CAC membership, and archive. The Secretary shall also ensure that all notices are duly given in accordance with the provisions of these Bylaws or as required by law, be custodian of the corporate records, send out notification of meetings to the members in a timely fashion, and perform such other duties as from time to time may be assigned to him/her by the president. The Secretary shall receive and develop the monthly newsletter for CAC and distribute to membership in a timely manner. The Secretary shall serve a term of one year.

4. The Treasurer shall:

be responsible for all funds and securities of the Calvert Aquatics Club, receive and give receipts for monies due and payable to the Calvert Aquatics Club, deposit all such monies in the name of the Calvert Aquatics Club in such banks as shall be selected in accordance with the provisions of the Bylaws. The treasurer shall process payroll, file appropriate tax forms, develop yearly budget, and perform such other duties as from time to time may be assigned to him/her by the president. The Treasurer shall provide, at general membership meetings, or when requested, a statement of the financial condition of the Calvert Aquatics Club. The Treasurer shall serve a term of two years.

5. The Registrar shall:

Keep the Treasurer informed with details of membership fund processing with regards to credit card processing in Team Unify, and perform other duties from

time-to-time that may be assigned to him/her by the President. The Registrar will act as a direct representative to the CAC Membership.

6. The Member-at-Large (Novice, Age Group) shall:

act as a direct representative of these groups to the executive committee. He/she shall chair at least one committee as determined by the president. The Member-at-Large (Novice and Age Group) shall serve a term of one year.

7. The Member-at-Large (Junior, Senior) shall:

act as a direct representative of these groups to the executive committee. He/she shall chair at least one committee as determined by the president. The Member-at-Large (Junior and Senior) group shall serve a term one year.

Article 7.5 Compensation

Executive Committee members shall receive no compensation for their services.

Article 7.6 Emergency Procedures

In the need of an emergency vote by the EC (within a 24-hour period), the Executive Committee shall have at least a 51% response to the issue being voted on.

Article 7.7 Committees

The executive committee shall have the authority to establish committees as may be necessary to promote the interests and activities of CAC. The EC shall appoint a chairperson and members of all necessary committees. The specific duties and responsibilities of each committee shall be prescribed by the EC. The committee chairperson shall ensure that the committee is functioning properly under the direction of the EC and shall report all committee activities to the EC. The EC shall always retain all final decision-making authority as it pertains to committee activity.

Article 7.8 Law Enforcement Notification

The executive committee shall provide a statement to local law enforcement, MD Swim, USA Swimming, and Aquatic Manager at any time the safety of Calvert Aquatics Club swimmers are in danger. At the time of being informed either directly or indirectly of an incident by a parent, the executive committee member must state that local law enforcement will be notified.

**ARTICLE 8
Coaches**

Article 8.1 Head Coach

The head coach will be hired by the executive committee and employed by Calvert Aquatics Club under the terms set forth by the executive committee. A yearly review of the head coach shall be conducted by the executive committee.

Article 8.2 Head Coach Duties

The head coach shall develop a coaching philosophy and be responsible for overseeing all aspects of the swimming program including the structure and operation of the swim program. The head coach will supervise the coaching staff and may give input to the executive committee regarding the hiring of assistant coaches. The head coach will also complete other administrative duties as assigned by the executive committee.

Article 8.3 Assistant Coach(es)

The Assistant Coach(es) will be hired by the Executive Committee, with recommendation from the Head Coach. Employment will be with the Calvert Aquatics Club under the terms set forth by the Executive Committee. A yearly review of the Assistant Coach(es) shall be conducted by the Head Coach and the Executive Committee.

Article 8.4 Assistant Coach(es) Duties

Assistant Coach(es) will provide support to the Head Coach and will perform coaching tasks, directed by the Head Coach. At times, the Assistant Coach(es) may need to complete other administrative duties as assigned by the executive committee.

Article 8.5 Termination

(a) Any violation of the Calvert Aquatics Club Code of Conduct or any violation of the rules and regulations governing USA Swimming shall be grounds for termination of a coach.

(b) Any action that discredits Calvert Aquatics Club or USA Swimming by inappropriate conduct according to a majority of the executive committee shall be grounds for termination of a coach.

(c) It will require a unanimous vote by the executive committee to terminate a coach.

ARTICLE 9 Finances

Article 9.1 Fiscal Year

The fiscal year of Calvert Aquatics Club shall begin on the first day of August and end on the last day of July in each year.

Article 9.2 Budget

A budget shall be developed by the executive committee and a record of this budget and all expenditures shall be maintained by the Treasurer.

Article 9.3 Expenses / Deposits

The funds of the checking account shall be for approved expenses in the budget set forth for the fiscal year. The signature of two executive committee members is required to withdraw funds

and write checks from the checking account. All invoices to be paid shall be approved and signed by an Executive Committee member (other than the Treasurer) before payment is made. Deposits shall be made in a timely manner and documented in the accounting software before monthly bank reconciliation.

ARTICLE 10

Books and Records

Article 10.1 Bylaws

The Bylaws shall be made, altered, revised, amended, or appealed at general or special membership meetings. All proposals for said changes shall be submitted to the executive committee in writing for review.

Article 10.2 Contracts

All contracts and agreements authorized by the executive committee must be signed by the president and at least one other executive committee member.

Article 10.3 Expenses/Deposits

Calvert Aquatics Club shall maintain a checking account in a banking institution where account monies are federally insured. A volunteer audit committee will be established in September to gather documents for the year end financial audit. There shall be an audit (by an outside provider) of the books and records of Calvert Aquatic Club at the close of every fiscal year. A completed report shall be presented to the executive committee for review and submitted to the financial records of Calvert Aquatics Club.

Article 10.4 Records

At the conclusion of each fiscal year, all records, reports, minutes, and notes shall be filed into the permanent records of Calvert Aquatics Club, to be maintained by the secretary.

Article 10.5 Insurance

Calvert Aquatics Club shall maintain additional Liability and D&O Insurance from an authorized company that provides coverage for USA Swimming.

ARTICLE 11

Indemnification

Calvert Aquatics Club shall, to the extent legally possible, indemnify each person who may serve or has served at any time as an executive committee member, volunteer, or employee of Calvert Aquatics Club against all expenses and liabilities including, without limitation, counsel

fees, fines, penalties and settlement payments, reasonably incurred or imposed upon such person in connection with any threatened, pending or completed action, suit, or proceeding in which he or she may become involved by reason of his or her service in such a capacity. The executive committee will be covered by Director and Officers insurance.

ARTICLE 12

Parliamentary Authority

The rules contained in the current version of *Robert's Rules of Order Newly Revised* shall govern in all cases to which they are applicable and in which they are not inconsistent with the Bylaws.

ARTICLE 13

Amendments

These Bylaws may be amended or repealed in whole or in part at any regular meeting by a two-thirds vote of the members in good standing present, according to the provisions described in Article 6.