

**MISSION STATEMENT, VISION STATEMENT, & BYLAWS
OF THE CALVERT AQUATICS CLUB, INC.
April 2018, Amended March 2022**

MISSION STATEMENT

The mission of Calvert Aquatics Club, Inc. (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

CAC 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.

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BYLAWS OF CALVERT AQUATICS CLUB, INC.

ARTICLE 1: NAME AND OBJECTIVES

1.1 NAME

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

1.2 OBJECTIVES

The objectives of CAC are to develop swimmers in their current level to compete at their highest individual level; to promote family and community support in the sport of competitive swimming; 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 CAC program; 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; and to maintain the CAC retention rate of 90% or higher on an annual basis.

ARTICLE 2: OFFICES

2.1 PRINCIPAL OFFICE

The principal office for the transaction of the activities and affairs of CAC is located at 136 West Dares Beach Road #125, Prince Frederick, MD 20678. The Executive Committee may change the location of the principal office at any time, with such a change being noted by the Secretary in the corporate records of CAC and submitted to the Maryland/USA Swimming authority.

2.2 OTHER OFFICES

The Executive Committee may, at any time, establish branch or subordinate offices at any place or places within Maryland or where CAC is qualified to conduct activities.

ARTICLE 3: PURPOSES AND ORGANIZATION

3.1 PURPOSES

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.

3.2 MARYLAND SWIMMING MEMBER

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

3.3 NON-PROFIT CORPORATION

CAC is organized and shall be operated within the meaning of Section 501(c)(3) of the Internal Revenue Code exclusively for those purposes set forth in the Articles of Incorporation and these Bylaws.

ARTICLE 4: DEDICATION OF ASSETS

The purpose and assets of CAC are irrevocably dedicated to charitable purposes. No part of the net earnings, properties or assets of CAC, on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member or director of CAC. On liquidation or dissolution, all properties and assets and obligations of CAC 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

5.1 QUALIFICATIONS

There shall be two classes of membership in CAC: voting and non-voting. Voting members shall consist of (i) The parents or legal guardians who live with the minor children who participate in the approved activities of CAC and those minor children, and (ii) Emancipated persons who participate in the approved activities of CAC. Non-voting members shall consist of members of the Executive Committee (Article 7) and Coaches (Article 9), provided, however, members of the Executive Committee and Coaches may also be Voting Members as set forth above.

No person may hold more than one membership nor a fractional membership, apart from members of the Executive Committee and Coaches who are also Voting Members. For Voting Members, 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.

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

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

All coaches and assistant coaches participating in practices or representing CAC at USA Swimming sanctioned swim meets must be current USA Swimming coach members in good standing.

All Executive Committee members participating in CAC organizational duties or representing CAC at any event must be current USA Swimming non-athlete members in good standing.

5.2 FEES AND DUES

Each Voting 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. Refunds in the event of military relocation will be evaluated on a case by case basis, when notification is given to the Executive Committee.

5.3 TERMINATION OF MEMBERSHIP

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 by the Executive Committee to make such a determination, that the member has failed in a material and serious degree to observe the code of conduct of CAC, USA Swimming, of Maryland Swim, or has engaged in conduct materially seriously prejudicial to the interest and purposes of CAC. This may include one or all members of the family.

Procedure for expulsion. Following the determination that a member should be expelled under subparagraph (iii) above, the individual that has been determined to be expelled from CAC has the right to appeal to the Executive Committee within 10 days for a special hearing of the Executive Committee for a final determination.

There shall be no refunds for expulsions.

5.4 MEMBERSHIP VOLUNTEER HOURS

Each family unit of CAC 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 fee to be predetermined by the Executive Committee or a committee designated by the Executive Committee to make that determination. Volunteer service hours are effective September 1st – August 31st each year.

ARTICLE 6: MEETINGS

6.1 PLACE OF MEETING OF EXECUTIVE COMMITTEE

The Executive Committee (EC) shall serve as the Directors of CAC and shall meet on a monthly basis at a time and location of its choosing. The time and location of meetings of the EC shall be included in the notice at the time of the called meeting.

6.2 ANNUAL MEETING OF MEMBERS

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. At the Annual Meeting, Members entitled to vote under Section 5.1 of these Bylaws shall have the right to vote on the election of the EC. The President and Treasurer shall report on the activities and financial condition of the Association at this meeting.

6.3 SPECIAL MEETINGS OF THE MEMBERS

A Special Meeting of the members for a lawful purpose may be called at any time by any of the following: a majority of the EC, the President or ten percent or more of the members.

If a Special Meeting is called by ten percent or more of the members, the request shall be submitted by such members in writing, specify the general nature of the business proposed and shall be delivered personally or via email with officially recognized signatures to ec@calvertaquaticsclub.org, or sent by certified mail to the President or Secretary of CAC. The EC shall inform the remaining members of the Special Meeting within fourteen days from the receipt of the request.

Only those matters that are within the purpose or purposes by those who called the meeting described in the meeting notice may be conducted at a Special Meeting of the Members.

6.4 QUORUM

Percentage required for meetings of the members. Thirty-three and one-third percent (33.1/3%) of the members entitled to vote under Section 5.1 of these Bylaws shall constitute a quorum for the transaction of business at a meeting of the members.

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 CAC.

6.5 PROXY VOTING

If a meeting is called as stated under Article 6.2 Annual Meeting, or Article 6.3 Special 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 EC will decide on the manner in which electronic voting is incorporated.

6.6 MANNER OF VOTING

Any action which may be taken at any meeting of the EC, except elections or removals of Officers or committee chairs or the expulsion of members may be taken without a meeting by the unanimous approval of the EC. If an action is to be taken without a meeting, an electronic vote could take place. If the decision is not unanimous, the EC can call a Special Meeting of the EC or the decision can be taken up at the next monthly meeting of the EC.

6.7 NOTICE OF MEETINGS

Notice of the place, date, and time of each annual or special meeting of members shall be given to all members in a fair and reasonable manner as per policy.

6.8 REMOTE PARTICIPATION

Members may participate in any meeting, whether an Annual Meeting, a Special Meeting, or a meeting of a committee to which they belong, and members of the EC may participate in any meeting of the EC, through conference equipment by means of which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence at a meeting.

ARTICLE 7: EXECUTIVE COMMITTEE

7.1 ELECTION OF THE EXECUTIVE COMMITTEE

The EC will be elected by the Voting Members at the Annual Meeting. The EC shall consist of seven individuals.

The vote will be by closed ballot that will be administered by the Secretary and verified by the Vice-President. A recount may be requested in writing to the President within 5 days of the election. The new members of the EC will take their position at the beginning of July following the election.

There will be a transition period between the completion of the elections and the new EC taking office. This will occur between the months of May and June. It will be the responsibility of the current members of the EC to train their replacements. Before the new EC takes office, a meeting will take place with the current and incoming EC.

Each member of the EC will serve the term stated for his/her office and may be reelected for consecutive terms.

7.2 NOMINATING PROCESS

The EC shall determine a nominating process by February and shall distribute the nominating process to the members.

7.3 TERMINATION OF EXECUTIVE COMMITTEE MEMBERS

An EC member may be removed as determined by a two-thirds vote of the entire EC. In addition, any EC member may be removed by a signed petition encompassing a majority simple vote of the members entitled to vote under Section 5.1 of these Bylaws.

An EC member may resign at any time by notifying the President in writing.

The EC, by majority vote, will have the authority to appoint a replacement of any EC member who is either removed or resigns, and such replacement shall serve until the next Annual Meeting of the members. The appointment shall be made within thirty (30) days from the effective date of the resignation or removal of the EC member.

Any violation of the CAC Code of Conduct or any violation of the USA Swimming Rules and Regulations shall be grounds for termination of an EC member.

Any action that discredits CAC or USA Swimming by inappropriate conduct according to a majority of the EC shall be grounds for termination of an EC member from the EC.

7.4 RESPONSIBILITIES OF THE EXECUTIVE COMMITTEE

a. Powers and Duties

EC members shall serve a one or two-year term beginning July 1 following the election. The executive committee has the ultimate responsibility to supervise and control the business, property, and affairs of Calvert Aquatics Club in a manner conducive to the continued success of the club. Upon the commencement of the EC's term, the EC shall choose from among their number officers of CAC to serve in the capacity set forth in this Section 7.4. Any duties not specifically mentioned within these Bylaws can be assigned as necessary by the EC.

b. Responsibilities of the Executive Committee

1. *The President*

The President shall act as the principal executive officer, supervise and control the affairs of CAC, and perform other duties as may be required by the EC. The President shall serve a two-year term.

2. *The Vice President*

The Vice President shall perform all duties of the President in the absence of the President, as well as perform other duties as may be required by the EC. Should a President leave the position, the Vice President will serve as the acting President until the end of the term. The Vice President shall serve a two-year term.

3. The Secretary

The Secretary shall perform a variety of critical administrative functions, as well as perform other duties as may be required by the EC. The Secretary shall serve a one-year term.

4. The Treasurer

The Treasurer shall be responsible for all funds and securities of CAC, and perform duties as may be required by the EC. The Treasurer shall serve a two-year term.

5. Three (3) Member-at-Large

Each Member-at-Large shall act as a direct representative of membership to the EC to field concerns, questions, group activity planning and perform duties as may be required by the EC. Each Member-at-Large shall serve a one-year term.

c. Conflict of Interest

The EC members shall ensure that a Conflict of Interest Policy is maintained by CAC.

7.5 COMPENSATION

EC members and Officers shall receive no compensation for their services.

7.6 EMERGENCY PROCEDURES

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

7.7 COMMITTEES

The EC 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.

7.8 LAW ENFORCEMENT NOTIFICATION

Consistent with the requirements of applicable law and the Rules and Regulations of Maryland Swim and USA Swimming, the EC shall provide a statement to local law enforcement, MD Swim, and USA Swimming at any time the safety of CAC swimmers are in danger.

ARTICLE 8: EC DESIGNEES

8.1 DEFINITION

In addition to the Officers identified in Article 7, above, the EC may, at their discretion, designate individuals (who are required to be members of the Club) to carry out certain responsibilities of CAC within their delegated scope of authority.

8.2 DESIGNATION

In accordance with Section 8.1, above, the EC may designate individuals to serve in the following positions, with such individuals serving at the pleasure of the EC and subject to removal by a majority vote of the EC at any time:

a. Registrar

The Registrar shall act as a direct representative to the CAC Membership keeping the Treasurer and head coach informed with details of membership fund processing with regards to credit card processing in Team Unify (TU), and perform other duties as may be required by the EC.

b. Safety Officer

The Safety Officer's primary role is to be the CAC Safe Sport Representative and perform other duties as may be required by the EC.

ARTICLE 9: COACHES

9.1 HEAD COACH

The head coach will be hired by the EC and employed by CAC under the terms set forth by the EC. A yearly review of the head coach shall be conducted by the EC.

9.2 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 EC regarding the hiring of assistant coaches. The head coach will also complete other administrative duties as assigned by the EC.

9.3 ASSISTANT COACH(ES)

The Assistant Coach(es) will be hired by the EC, with recommendation from the Head Coach. Employment will be with CAC under the terms set forth by the EC. A yearly review of the Assistant Coach(es) shall be conducted by the EC, in consultation with the Head Coach.

9.4 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.

9.5 TERMINATION

Any violation of the CAC Code of Conduct or any violation of the rules and regulations governing USA Swimming or Maryland Swim may be grounds for termination of a coach.

Any action that discredits CAC or USA Swimming or Maryland Swim by inappropriate conduct according to a majority of the EC may be grounds for termination of a coach.

The Head Coach and Assistant Coaches shall be considered at will employees of CAC and may be terminated at any time by a majority vote of the EC.

ARTICLE 10: FINANCIAL MATTERS

10.1 FISCAL YEAR

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

10.2 BUDGET

A budget showing anticipated revenue and expenses will be developed by the EC with input by the Head Coach, and a record of this budget and all expenditures shall be maintained by the Treasurer.

10.3 INSURANCE

CAC shall maintain all required insurances.

ARTICLE 11: BOOKS AND RECORDS

11.1 BYLAWS

The Bylaws shall be made, altered, revised, amended, or appealed at Annual or Special Meetings of the membership. All proposals for said changes shall be submitted to the EC in writing for review.

11.2 CONTRACTS

All contracts and agreements authorized by the EC must be signed by the President and at least one other EC member.

11.3 EXPENSES/DEPOSITS

CAC shall maintain a checking account in a banking institution where account monies are federally insured. 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 and Executive Committee member (other than the Treasurer) before payment is made. A financial audit shall take place of the books and records of CAC every three years. A completed report shall be presented to the EC for review and submitted to the financial records of CAC.

11.4 RECORDS

At the conclusion of each fiscal year, all records, reports, minutes, and notes shall be filed into the permanent records of CAC, to be maintained by the Secretary.

ARTICLE 12: INDEMNIFICATION

CAC shall, to the extent legally possible, indemnify each person who may serve or has served at any time as an EC member, volunteer, or employee of CAC 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 EC will be covered by Director and Officers insurance.

ARTICLE 13: 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 14: AMENDMENTS

These Bylaws may be amended or repealed in whole or in part by a two-thirds vote of the members in good standing and entitled to vote under Section 5.1 of these Bylaws, according to the provisions described in Article 6.