

# **Dexter Community Aquatic Club**

# **BYLAWS**

Adopted March 1996, Amended March 2004, Amended March 2006, Amended March 2009, Amended May 2017

## ***Article I. Name/Structure/Purpose/Affiliations***

*Section 1. Name:* The name of this club shall be the Dexter Community Aquatic Club (DCAC).

*Section 2. Structure:* The Dexter Community Aquatic Club (DCAC) is a nonprofit corporation formed under the provisions of Act 162 of 1982 of the State of Michigan. It is organized, and shall be operated, in accordance with the meaning and provisions of Section 501(c)(3) of the Internal Revenue Code and the regulations issued thereunder. It is governed by a Board of Directors consisting of parent volunteers. No parent serving on the DCAC Board, or in an advisory capacity to the DCAC Board, shall receive remuneration for his/her services from DCAC.

*Section 3. Purpose:* DCAC is organized for the purpose of providing age group competition in the area of aquatics. The Club's objectives are to:

- teach sportsmanship and stress team goals
- build physically and emotionally sound athletes
- encourage self-achievement based on personal best effort
- develop self-confidence through a supportive and nurturing program

*Section 4. Affiliations:* DCAC is a club member of USA Swimming. It is also affiliated with Michigan Swimming and the Washtenaw Interclub Swimming Conference (WISC). DCAC may join or leave swim leagues and conferences as the Board directs.

## ***Article II. Membership***

*Section 1. Terminology:* This club shall be operated on a membership basis solely for the purposes stated in Article I. Membership is required for all participants. A registered swimmer or diver on the Dexter Community Aquatic Club shall be referred to as a member. The member's parents or guardians shall be referred to as parent members. Together they shall be referred to as member families.

*Section 2. Eligibility:* Membership in the club shall be available to all individuals who are under the age of 19 at the beginning of a swim season, as well as current, coach-approved, collegiate swimmers, regardless of race, color, creed, national origin, religious preference, or swimming ability except as follows. For safety purposes, all swimmers must demonstrate that they can swim one length of the pool without stopping before they are granted membership.

*Section 3. Membership Fees:* Membership fees will be established by the Board of Directors. The Board will make its best effort to publish these fees no later than thirty (30) days prior to the beginning of each swim season.

*Section 4. Financial Standing:* Members must remain current on all applicable fees assessed by the club. Fees for each season must be paid in accordance with deadlines established by the Board, and remitted in a manner consistent with the club's payment policy. The Board of Directors, at their discretion, may restrict or suspend participation of swimmers until all outstanding payments are received. A member who is in good financial standing with the club shall be referred to as an active member.

*Section 5. Use of the DCAC Membership List:* The membership list shall be used solely for purposes relating to the Dexter Community Aquatic Club.

## ***Article III. Board of Directors***

*Section 1. Composition:* The Board of Directors shall consist of four (4) officers: President, Vice President, Secretary, and Treasurer along with six (6) additional Board Members: the Head Coach, Meet Chair, Membership Chair, USA Chair, Social Chair, and Member-At-Large. The Head Coach will have no vote on any matter dealing with the Head Coach's employment, benefits, performance, or compensation.

*Section 2. Eligibility to Serve on the Board:* To serve on the DCAC Board, an individual must be a parent or guardian of an active member. All Board Members are expected to fulfill their duties.

*Section 3. Powers of the Board:* The Board of Directors shall have the power and duty to develop and implement appropriate club policies, and to conduct and direct all business and affairs of the club. At least every other year, the Board shall have an outside entity conduct an audit or financial review.

*Section 4. Head Coach Requirements:* The Board of Directors will be solely responsible for hiring, evaluating, and/or terminating the Head Coach. The Head Coach must meet the requirements set forth by USA Swimming. Members of the Board of Directors or any other DCAC parent member shall be prohibited from assuming any coaching responsibilities unless expressly requested to do so by a majority vote of the Board of Directors. Likewise, all parent members are prohibited from any type of on-deck coaching of any swimmer during practices and meets. Failure to comply with this regulation could result in membership suspension or termination by a majority vote of the Board of Directors.

*Section 5. Term Limits:* A parent member may serve in the same position on the DCAC Board for a maximum of two full consecutive terms. This two-term maximum can be extended in the event that the position cannot be filled. However, the Board is expected to exert its best efforts to find qualified candidates for all positions. A parent member may serve on the Board of Directors for a maximum of three (3) full consecutive terms. A parent member may again serve on the Board of Directors following an absence from the board for at least one full year. For purposes of determining the eligibility of board officers and members who are serving on the board at the inception of these bylaws, they will be considered in their first term of service.

*Section 6. Other Restrictions:* No individual may hold more than one Board position at a time. No more than four (4) members of the Board of Directors may reside outside the Dexter Community School District. To be eligible to be nominated for President, a nominee must have served on the Board of Directors in any capacity for at least one full term. Only one parent or guardian of a given member may serve on the Board as an officer at a given time. Parents or guardians who have swimmers swimming on another swim club are ineligible to serve on the Board. Having a swimmer who swims for a high school or middle school team does not disqualify a parent or guardian from serving on the Board.

*Section 7. Term of Office:* The term of office for Board Members shall be two (2) years. This term of office shall begin on May 1st and end on April 30<sup>th</sup>. The Head Coach shall serve on the Board for the duration of their tenure as the Head Coach.

Board Members' terms are staggered in order to help ensure a continuity of leadership. Board positions shall be elected on the following schedule.

| <u>Odd Years</u> | <u>Even Years</u> |
|------------------|-------------------|
| Treasurer        | President         |
| Secretary        | Vice President    |
| USA Chair        | Membership Chair  |
| Social Chair     | Meet Chair        |
| Member-At-Large  |                   |

*Section 8. Board Vacancies:* Vacancies shall be filled by appointment of the Board of Directors. The Board shall exert its best efforts to fill vacancies within 90 days. Individuals appointed to a position on the Board shall serve for the duration of the term of the office to which they were appointed.

*Section 9. Board Meeting Attendance:* Board Members are required to attend a majority (more than half) of scheduled Board and general membership meetings. Any Board Member unable to attend such meetings shall make arrangements for another Board Member to perform his/her duties at the meeting if necessary.

*Section 10. Board Member Duties:* The duties of the Board of Directors shall be as follows:

President

- The President shall preside over meetings and coordinate the club's activities by delegating duties and workloads to committees and/or board members. It is the President's responsibility to call Board meetings and to notify Board Members of those meetings. The President shall coordinate and oversee access to bank accounts, accounting software, and credit-card processing software.

Vice President

- The Vice President shall act as President in the event of the absence or disability of the President. In the event the office of the President becomes vacant, the Vice President shall become the President for the duration of the term.

### Secretary

- The Secretary shall keep a book of minutes of all meetings of the Club and Board of Directors, and shall submit a copy of the minutes to each Board Member. Minutes will be made available to any active member family online.

### Treasurer

- The Treasurer shall be responsible for monitoring the financial health of the club. They shall deposit monies received in a timely fashion, and make disbursements as directed by the Board. The Treasurer will maintain the club's electronic and physical financial records and ensure that appropriate state and federal filings are made on time. They will monitor payroll activity and ensure that club insurance coverages remain in effect. The Treasurer shall make a financial report at each meeting of the Board using information from the club's accounting software and team management software.

### Head Coach

- The Head Coach will be responsible for designing, implementing and overseeing practice and training regimens. They will have primary responsibility for determining the meet schedule along with individual and team entries. The Head Coach is responsible for recruiting and hiring assistant coaching staff, with Board approval, and supervising that staff. They are responsible for monitoring and recommending equipment purchases and upgrades.

### Meet Chair

- The Meet Chair shall be responsible for securing and tracking meet workers, making assignments, ensuring meet results and ribbons are distributed, maintaining meet supplies, and organizing all home meets in general. The Board shall help recruit such assistance as is needed to carry out these duties.

### Membership Chair

- The Membership Chair shall be responsible for preparing registration materials and organizing each season's registration process. The Membership Chair shall communicate with members regarding their membership status, and coordinate with the Treasurer to track the payment of fees by members.

### USA Swimming Chair

- The USA Swimming Chair shall be responsible for reporting all relevant USA Swimming and Michigan Swimming information to the Board of Directors. The Chair shall coordinate athlete, coach, and non-athlete USA registrations.

### Social Chair

- The Social Chairs shall act as a liaison between new parents and the club. The Chair shall be responsible for coordinating the annual New Parent Meeting, and be available to field questions and explain club requirements throughout the season. The Social Chair shall also plan and coordinate team social and spirit building activities each season. The Board shall help recruit such assistance as is needed to carry out these duties.

### Member-At-Large

- The Member-At-Large position is a parent member to serve the board in a consulting capacity. This Board position is optional and is not required to be filled if vacated.

Notwithstanding the above, the Board may redistribute specific duties among Board Members as needs and circumstances warrant.

*Section 11. Frequency of Board Meetings:* The Board of Directors shall have as its goal to meet at least once a month. Board meetings are generally called by the President, but may be called by consensus of at least five (5) Board Members.

*Section 12. Quorum and Voting at Board Meetings:* A quorum at the Board of Directors meetings shall consist of six (6) Board Members. Decisions of the Board shall be determined by majority vote of those present.

*Section 13. Conflict of Interest:* A Board Member shall not vote on issues that present a potential conflict of interest between the Board Member and the club. If the Board believes that a Board Member has potential conflict of interest on a particular interest, the Board may vote to require that Board Member to abstain from voting on that issue.

*Section 14. Open Meetings:* Meetings of the Board shall be open to all active parent members unless the Board votes to hold an executive session due to the sensitive nature of some issues.

*Section 15. Removal of Board Members:* Any Board Member may be removed from office with, or without cause, by a 2/3<sup>rd</sup> majority of vote of all of the other Board Members at two consecutive Board meetings.

## ***Article IV. Elections/Voting/Membership Meetings***

*Section 1. Elections:* The club shall conduct an election once a year for the purpose of electing the Board of Directors. Unless otherwise determined by the Board, this election shall take place in March. Members shall be notified of the date of the election at least 21 days in advance.

*Section 2. Nominations:* To be nominated to the Board, an individual must be a parent or guardian of an active member during the season in which the election is held. Nominations of parents or guardians of active members will be accepted by the current Board starting twenty one (21) days prior to the election. In order to be eligible to run, an individual must accept their nomination and meet with the Board to ensure that they understand the scope of their responsibilities as a Board Member. The Board will publish a slate of all eligible nominees not later than seven (7) days before the election.

*Section 3. Quorum:* Quorum for voting shall consist of 1/3 of the active member families registered for the swim season in which the voting takes place.

*Section 4. Voting:* All active member families registered for the season in which voting takes place shall be eligible to vote. Each eligible family shall have one vote for each position, or issue, on the ballot. Decisions of the general membership shall be made by a plurality of votes cast, provided that quorum is met, except as noted for bylaw amendments and dissolution.

*Section 5: General Membership Meetings:* General membership meetings may be called by the Board as deemed necessary. Members shall be notified of these meetings at least seven (7) days prior to the meeting.

## ***Article V. Amendment of Bylaws and Dissolution***

*Section 1. Amendment of Bylaws:* These bylaws may be amended by a 2/3 majority of the votes cast by the general membership of the club, provided that quorum is achieved, and that active member families were notified of the amendment by mail, or by email, at least 15 days in advance of voting on the amendment. Member families have the opportunity to propose bylaw

amendments. All such proposed bylaw amendments shall be submitted to the President. Such amendments shall be discussed by the Board and, if considered appropriate, placed before the membership at a date decided upon by the Board.

*Section 2. Dissolution:* The Club may be terminated and dissolved upon the affirmative vote of at least two-thirds (2/3) of its Members entitled to vote. In the event of the dissolution of the Club for any reason, no part of the assets shall inure to any private individual. Any assets remaining upon dissolution shall be distributed to an organization having similar purpose which is exempt from federal income taxation pursuant to Section 501 (c) (3) of the Internal Revenue Code of the 1986 or equivalent provisions of any future amendments thereof as decided by the Board.