

By-Laws
Livonia Community Swim Club
Livonia, Michigan

Article 1 – Name Section 1.1 The name of this organization shall be Livonia Community Swim Club, or LCSC hereinafter referred to as the “Club”.

Article 2 – Purpose

Section 2.1 The exclusive purpose of the Club is to provide a program of aquatics development for those individuals interested in aquatic training and amateur competitive swimming.

Section 2.2 The program offered by the Club will be in accordance and approved by Michigan Swimming Inc. and United States Swimming Inc.

Section 2.3 The Club is organized as a social welfare organization 501(c)(4). This Club promotes the social welfare of the community by offering competitive swimming opportunities to all members of the Club. Membership is open to all members of the community. This Club will not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation pursuant to section 501(c)(4) of the Internal Revenue Code or equivalent provisions of future amendments thereof.

Article 3 – Membership

Section 3.1 Subject to availability of adequate pool space, membership is open to the family who is a resident in the State of Michigan. Each family group shall hold a single membership and shall be entitled to one vote in any matter requiring a vote of membership. As used in these By-Laws, the term “membership” shall refer to the parent or guardian holding voting privileges or to the swimmer, as the context requires.

Section 3.2 Those desiring membership in the Club shall be placed in a practice group by a coach. Upon placement in a practice group, the candidate for team membership must register with and thereafter maintain a current membership with Michigan Swimming, Inc. (registration fees to be paid for by members).

Section 3.3 The goal of every swimmer practicing with the Club is to swim representing the Club and must attach him/herself to the Club immediately upon eligibility to do so.

Section 3.4 Membership to the Club is contingent upon all membership dues and fees being current and paid up to date and upon the parent/legal guardian member also participating fully in Club fund raising activities as so prescribed by the Board.

Section 3.5 Each family is responsible for working two jobs at each USS swim meet hosted by the Club. Families who do not contribute or work the prescribed number of jobs at each meet will be assessed a fee as designated on the Club’s registration forms for each job not fulfilled. Assessment is to be paid within 10 days of the first day of the meet, after which any unpaid

assessment will result in the swimmer being barred from practice and 2meets until such fine is paid. Valid reasons for not working are left to the discretion of the Meet Director.

Section 3.6 Membership may be revoked by vote of the Executive Board upon consultation with the Coach if conduct of the swimmer or family is detrimental to the purpose of the Club or in violation of these By-Laws.

Section 3.7 Discipline during swim practices and competition shall be the responsibility of, and at the discretion of, the coach. The coach shall have the authority to eject a member from any practice or take such other reasonable disciplinary action as he or she deems necessary or appropriate to maintain a suitable practice atmosphere, and may recommend to the Executive Board that a swimmer's privileges be suspended or terminated.

Section 3.8 No member may transfer a membership, for value or otherwise, or any right arising from such membership.

Article 4 – Board of Directors

Section 4.1 The management of the Club shall be under the general direction of a Board of Directors. The Board shall consist of at least ten (10), in number. The Head Coach, if approved by the majority of the Board, may also serve on the Board of Directors.

Section 4.2 The Board of Directors shall consist of parents / legal guardians of swimmers who are attached to and representing the Club, except the Head Coach Board member of the Board.

Section 4.3 Terms of office for Board positions shall be two year terms. All Board members shall be elected every two years, except the Head Coach Board member who may be appointed every year.

Section 4.4 The Board of Directors shall transact all Club business and shall make and amend rules for the regulation of the Club. It may appoint and remove such officers or employees as it may deem necessary, and may regulate their duties and compensations.

Section 4.5 The Board of Directors shall consist of the following: President, Vice President/Meet Director, Secretary, Treasurer, Meet Entries, Dues Chairperson, Safety, Membership, Head Coach (if appointed by the Board to serve in this capacity), and at least 2 other members.

Article 5 – Officers Section

5.1 Duties of the Officers of the Club.

A. The President of the Club shall be the chief executive of the Club and, as such, under the discretion of the Executive Board, shall have the principal authority for the day to day management of its affairs and shall have the power to perform all acts, execute and deliver all documents, and take all steps that the President may deem necessary in order to effectuate the actions and policies of the Board of Directors. In addition, the President shall provide timely notification of such actions to the Board. The President shall preside over all meetings of the

membership and the Board of Directors, and shall perform all such incidental duties as are properly incident to the office of President. The office of President shall be held by a member who is now or previously had been a member of the Board for two years. However, if there is no candidate running for President that meets this criteria, then the office of the President shall be held by a member who has belonged to the Club for a minimum of two years prior to his election as President.

B. The Vice-President shall exercise all the duties of the President in the absence of the President and shall have other duties as are assigned by the President from time to time.

C. The Secretary shall give notice of and attend all meetings of the membership and the Board of Directors and shall make provision for the keeping of a record of all proceedings. The Secretary shall have custody of the principal records of the Club, and shall conduct all correspondence and carry into execution all resolutions or directions of the membership or Board of Directors not provided for.

D. The Treasurer(s) shall keep an account of all monies received and expended for the use and benefit of the Club and shall make disbursements as authorized by the Board. All sums received by the Treasurer(s) shall be promptly deposited in such depositories as approved by the Board. The Treasurer(s) shall maintain the financial records of the Club and shall make a monthly report of all receipts and disbursements at the monthly meetings of the Board of Directors.

Section 5.3 Election of Board of Directors and Officers

A. Elections will be held in April of every year at the General Membership meeting with ballots being distributed via email, newsletter, and will be available on the Clubs website. The President, Secretary, Safety, Member at Large and Meet Entries will be elected in even years; the Vice President, Treasurer, Meet Director, Dues Chairperson and Membership Chairperson will be elected in odd years. Those Officers elected at the April meeting will assume office on the first of May of the year they are elected.

B. Candidates receiving the highest number of votes shall be elected.

C. Nominations may be written in on the ballot or made at the April general meeting.

D. Vacancies on the Board of Directors may be filled by a majority of directors then in office or by a sole director until such time as the voting club members elect a director(s) to fill any vacancy(s). Club members may elect a director(s) at any time to fill vacancy(s).

E. Notice of the results of elections, including special elections by the Board of Directors to fill vacancies shall be communicated to the general membership in a timely manner.

Article 6 – Committees Section

6.1 The Board of Directors may, by resolution adopted by a majority of the directors then in office, designate one or more committees, each consisting of one or more directors and one or more General Members. Any committee, to the extent provided in the resolution of the Board, shall have the authority to make business decisions regarding that committee, including spending of funds within the budget set up by the board.

Article 7 – Fees and Compensation

Section 7.1 Directors, Officers and Members/Chairs of Committees shall receive:

A. No compensation for their services;

B. Such reimbursement of expenses may be determined by resolution of the board of directors and be just and reasonable.

Section 7.2 Upon approval of the Executive Board, a small discount may be given one time during the Club's fiscal year to active Board members to offset nominal, non-reimbursable expenses.

Article 8 – Meetings

Section 8.1 The Board of Directors and the Head Coach shall meet once a month, at such times and intervals as they deem appropriate to transact Club business.

Section 8.2 Any action required or permitted to be taken by the Board of Directors may be taken without a meeting, if all members of the board, individually or collectively, consent in writing to that action. Such action by written consent shall have the same force and effect as a unanimous vote of the Board of Directors. Such written consent(s) and such outcome of the action/vote shall be filed with the minutes of the proceedings of the Board. In addition, all Board Members will be immediately notified in writing of the outcome of such action/vote.

Section 8.3 A simple majority of the Board of Directors shall constitute a quorum for the conduct of any business properly brought before any regular or special meeting of the Board of Directors.

Section 8.4 A minimum of two (2) general meetings will be held each year. One (1) meeting shall be held in the Fall and one (1) meeting shall be held in the Spring.

Section 8.5 General meetings will be scheduled with advance notice given to the general membership.

Section 8.6 Special meetings of the Board of Directors may be called for any purpose at any time by the President, the Vice President, the Secretary, the Treasurer, or any two directors. Notice of the time and place of the special meeting shall be given to each Director as is reasonably allowed by time concerning the matter at hand.

Article 9 – Records and Reports

Section 9.1 The Club shall keep:

A. Adequate and correct books and records of accounts;

B. Minutes in written form of the proceedings of its members, board and committees of the board.

C. A record of its members, including names, addresses, phone numbers and other such contact information.

D. Updated Emergency Forms as long as a member is active.

E. Articles of Incorporation and By-Laws as amended, which shall be open to inspection by the members at all reasonable times.

Article 10 – Fees and Assessments

Section 10.1 Fees shall be paid in a timely manner as prescribed by the Board of Directors.

Section 10.2 A swimmer must be current with all fees to be entered in any USS swim meet.

Section 10.3 Fees shall be established by the Board of Directors in an amount deemed sufficient to meet reasonably anticipated expenses for the following year. Fees shall be established in August for the months of September through August. Amounts may be increased or decreased by the Board of Directors upon reasonable prior notice to all members.

Section 10.4 Any payment of fees or installment which remains unpaid for more than 14 days after the due date shall be subject to a default charge in the amount of 10% of the amount of such payment. If a member shall remain in default more than fifteen days following the second notice, such member shall be suspended from all membership privileges until all indebtedness, including any late charges shall have been paid in full.

Section 10.5 The Board of Directors, by the affirmative vote of not less than $\frac{3}{4}$ of the Directors then serving, may establish a special assessment at any time and in such amount as the Board, in its sole discretion, deems necessary to meet the Club's financial obligations. Special assessments shall be due and payable 30 days from the date of the mailing of notice of the assessment unless another date is established by the Board and stated in the notice of assessment

Article 11 – Amendments

Section 11.1 These By-Laws may be amended or repealed, in whole or in part, by a three-fifths (60%) vote of the membership present at the applicable meeting. This vote can be held at the General Membership meeting held in April, the New Member meeting in August or at a Special Membership meeting called, with at least two (2) weeks notice to the membership. Each member family will have one vote.

Section 11.2 The amendment or revision must have been presented and discussed at a preceding Board meeting.

Article 12 – Annual Report to Members

Section 12.1 An annual report shall be provided to members prepared by the Treasurer with the approval of the Board within 120 days after the close of the corporation's fiscal year. Such a report will be a brief summary of the revenue or receipts of the Club and the expenses and disbursements of the corporation.

Article 13 – Coaches

Section 13.1 The coaching staff shall consist of a Head Coach and a number of Assistant Coaches as so deemed necessary by the Board of Directors.

Section 13.2 Coaches are hired by the Board of Directors and must comply with all rules and regulations with policies set forth in these By-Laws and directed by the Board of Directors.

Section 13.3 The coaching staff shall establish and conduct daily practice as they deem fit, provide appropriate supervision of swimmers during use of facilities both at practice and at swim competitions.

Section 13.4 All coaches must have the proper certification cards necessary for employment by Club. The coach must maintain responsibility for renewing such cards as necessary.

Section 13.5 The Club shall pay for and register each coach with USA Swimming, Inc. as required in the fall of each year. The coach will be responsible to renew and keep current all certification cards required by USA Swimming, Inc. The Club will also pay and register each coach with membership to ASCA and will reimburse coaches for their required background checks.

Article 14 – Indemnification

Section 14.1 The Club shall indemnify to the fullest extent authorized or permitted by law any person, and his heirs or legal representatives, who is made or threatened to be made a party to any action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was an officer or director of the Club or serves or served in any other enterprise at the request of the Club. 7