NORTHFIELD SWIM CLUB, Inc.

Bylaws

Approved May 12, 1988

ARTICLE I. .....NAME

The name of this corporation shall be the Northfield Swim Club, Inc., hereinafter called the Club.

ARTICLE II. ..... PURPOSE

The purpose of the Club shall be to promote the development of swimming skills and competitive swimming among the youth in Northfield and the surrounding area, to administer and to finance programs related to the development of swimming skills and competitive swimming, and to do all things incidental thereto.

It is intended that the Club shall be and continue to be a non-profit corporation and as such shall be exempt from federal income taxation under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) to which contributions, bequests, and gifts are deductible for federal income, estate and gift tax purposes under Sections 170(c), 2055(a)(2), and 2522 (a) (2) thereof respectively.

The Club shall not afford pecuniary gain, directly or indirectly to its members.

The duration of the Club shall be perpetual.

No capital stock shall be authorized or issued in the corporation.

The members of this Club shall have no personal liability for Club obligations.

Article III .....Membership

a. Active members shall be parents or guardians of swimmers who meet the qualifications for Club membership. All active members shall enjoy full rights and privileges of membership including the right to vote at the Annual and Special Meetings of the Club.

The term "Active Member" refers to the people who head the household of the swimmer, including the swimmer's father, mother, or guardian. Each household, irrespective of the number of their swimmers, shall be considered a single "Active Member" for all purposes, including voting purposes.

b. Swimmers participating in the Club shall be in a household holding active membership or such other swimmers as the Board of Directors may wish to admit.

c. Associate Membership may be obtained by individuals or organizations interested in promoting and supporting the purposes of the Club. Associate members shall enjoy all the rights and privileges of membership except the rights to hold office and vote.

Voting

Voting rights shall be limited to one vote for each Active Member, whether it be a household or individual membership. Voting rights shall be limited to those Active Members present at the specific meetings. Voting by proxy shall be prohibited. Swimmers will not have the right to vote at the Annual and Special Meetings of the Club.

Meetings

a. The Annual Meeting of the Club shall be held in August of each year at such a time and place as determined by the Board of Directors for the purpose of electing members of the Board of Directors, receiving reports of officers, and for such other business as may arise. Notice of the time and place of the Annual Meeting shall be mailed by the Board of Directors to all Active Members of the Club at least seven (7) days, but not more than thirty (30) days prior to such a meeting.

b. Special Meetings of the Club shall be called as deemed necessary by the Board of Directors or upon written request to the Secretary executed by eight (8) Active Members of the Club. The Secretary of the Club shall give notice of such special meetings and their purpose to each member of the Club at least seven (7) days prior to such meetings.

c. The presence of 10 percent of the Active Members in good standing shall constitute a quorum at any meeting of the Club. There shall be no voting by proxy or cumulative voting.

d. Business transacted at all special meetings shall be confined to purposes stated in the call, unless first voted by 2/3s of the Active Members present.

Eligibility

The Board of Directors of the Club shall be the sole judge of qualifications for membership. No application for membership shall be denied because of race, color, creed, national origin, sex or any other reason unrelated to the aims, objectives, and purposes of the Club.

Fees and Assessments

a. Fees. Prior to the beginning of each swim season (winter and summer) the Board of Directors shall prepare a budget and shall determine the amount of the Club membership fee to be paid before the swimmer can participate. In addition to the Club membership fee the swimmer must pay all fees including insurance required by Minnesota Swimming, Inc. and United States Swimming, Inc.

b. Partial Fee. If a swimmer begins participating at a point after the Club begins its season or stops participating before the end of the season the Club shall reduce the amount of the Club fee in an amount to be determined by the Board of Directors. No membership is assignable or transferable. The amounts to be paid to Minnesota Swimming and/or USS will not be refunded.

c. Scholarship. If an Active Member or potential Active Member cannot afford the Club membership fee, that member or potential member should contact the President of the Club to apply for a scholarship. The Board of Directors shall work out an amount to be paid and a payment schedule, if necessary. All Active Members will be required to pay all Minnesota Swimming and USS fees including insurance.

d. Multiple Swimmers. If an Active Member or a Potential Active Member faces a hardship caused by having more than one swimmer participating in a season, the Board of Directors shall consider whether the amount of the Club fee shall be reduced.

Special Assessments

Special assessments may be levied from time to time. The purpose and amount of each special assessment shall be determined by the Board of Directors.

Termination of Membership

The Board of Directors may, by affirmative vote of two-thirds (2/3)s of the members of the Board, revoke the membership when the conduct of any member or the child or ward of any member is determined to be detrimental to the aims, objectives, and purposes of the Club.

ARTICLE IV .....Board of Directors

Membership

The property and business of this Club shall be managed by its Board of Directors, which shall consist of not less than five (5) members nor more than (13) members. Said Directors shall be elected at large at the annual members meeting. The first board of directors shall consist of seven (7) members, including a President, Vice President, Secretary, Treasurer, Entries ChairPerson, and two (2) Members-at-Large.

Election and Term, Nominating and Balloting Procedures.

Directors of the Club shall be elected by the Active Members at the Annual Meeting of the Club. New Directors shall begin their terms upon election and shall serve a 26 month term or until their successors have been determined. Terms served by the Directors shall be staggered. At the first election, three directors shall be elected for one year, and four for two years. All the candidates for Directors shall be nominated by a committee of three or more appointed by the current Board of

Directors for that purpose. Said nominations shall take place by January 15th. The names of the nominated members shall be made known to the members in such a form as is from time to time determined by the Directors at least three days prior to the annual election. The nominating committee shall supply appropriate ballots and ballot boxes and shall be charged with the duty of tabulating the result of the election and reporting the same within 24 hours after the close of the election to the Board of Directors.

Officers

a. The Board of Directors at its first meeting and at its first meeting after each annual meeting of members shall elect a President from its own number, and the Board shall also annually elect a Vice President, a Secretary, a Treasurer, and an Entries Chairperson The Club Swimming Coach and the High School Swimming Coaches will be members of the Board, ex-officio, without a vote.

b. Other Officers. The Board may appoint such other officers and agents as it shall deem necessary, from time to time, who shall hold their offices for such terms and shall exercise such powers and perform such duties as shall be determined from time to time by the Board.

c. Terms of Office. The officers of the Club shall hold office for one year or until their successors are chosen and qualify in their stead. Notwithstanding an earlier termination of his office as Director, an officer elected or appointed by the Board of Directors may be removed from their office with cause by the affirmative vote of a majority of the whole Board of Directors.

Vacancies.

If the office of any Director or any officer becomes vacant by reason of death, resignation, retirement, disqualification, removal from office or otherwise, the Directors then in office, although less than a quorum, by a majority vote, may choose a successor or successors, who shall hold office for the unexpired term in respect of which such vacancy occurred.

Meetings

The Board of Directors shall meet at least two (2) times annually. One of these meetings shall be the Annual Meeting. The Annual Meeting shall be held in January of each year at a time and place to be determined by the Board of Directors. All meetings shall be open to all Active Members.

Special meetings of the Board of Directors may be called by the President or by any four (4) members of the Board by giving no less than two day's notice to the members of the Board. The time and place of the meetings shall be determined by the President or by the members of the Board calling the meeting.

Order of Business

The Board of Directors may from time to time determine the order of business at their meetings. The usual order of business at such meetings shall be as follows:

1. The meeting is called to order by the President at the time and on the date of the meeting.

2. Roll call-quorum being present, the meeting proceeds with business.

3. Reading by Secretary of minutes of previous meeting and their consideration and approval.

4. Report of Officers.

5. Report of Committees.

6. Report of coaches and designated representatives.

7. Consideration of communication.

8. Unfinished business.

9. New business.

10. Motion to adjourn.

Powers and Duties

The board of Directors shall be vested with the executive power of the Club. It shall have charge of the affairs, funds, and property of the Club and shall have the power and authority to do and perform all acts and functions in furtherance of the purpose of the Club and in accordance with these bylaws including the setting and collecting of Club fees, the selection of the coach or coaches, and the conduct of swimming meets.

In addition to the powers and authorities conferred upon them by these By-laws, the Board of Directors shall have the power to do all lawful acts necessary and expedient to the furtherance of the purposes of this Club, that are not conferred upon the members by these By-Laws or by Statute.

Quorum and Voting

A majority of the members of the Board shall constitute a quorum. The act of a majority of the Directors present at a meeting at which a quorum is present, shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these Bylaws.

Offices and Responsibilities

The President will:

-- be responsible for maintaining and continuing the organization as provided by the Articles of Incorporation and these Bylaws and the Board of Directors.

-- preside at all meeting of the Club and the Board of Directors.

-- sign, with the Treasurer, all contracts and obligations authorized by the Board.

-- report on the activities of Club annually to the membership at the Annual Meeting.

-- provide information about the club to the community.

-- handle complaints.

-- prepare the meeting agenda.

-- maintain liaison with the coach so the desires of the Club are know to the coach.

-- obtain the names of potential coaches and set up interview with the Board

-- perform all duties pertaining to the office and such other duties as the Board of Directors may assign.

The Vice. President will:

-- assist the President and perform duties as requested by the President or the Board of Directors.

-- preside at regular and special meetings of the Board of Directors in the absence of the President.

-- shall assume the duties of the Safety Officer.

-- perform such other duties as the Board shall prescribe.

The Secretary will:

-- keep an accurate list of the names and addresses of all members and swimmers.

-- keep an accurate record of the proceedings of all meetings of the Club, the Board of Directors, and of all other matters of which a record shall be deemed advisable by the Club or Board of Directors, which record shall be open at all reasonable times to inspection by any member of the Club.

-- send notices of meetings of the Club or of the Board of Directors.

-- In the absence or inability to act of the Secretary, his or her duties shall be performed by a person appointed by the President to act as Secretary pro tem.

The Treasurer will:

-- maintain accurate financial records of the Club and report on the financial status of the Club at all meetings of the Club and the Board of Directors.

-- be the custodian of all funds of the club.

-- prepare a proposed budget to be reviewed and adopted by the Board of Directors.

-- collect the fees, assessments, and dues from each member.

-- oversee the registration of swimmers and the registration of the Club with Minnesota Swimming, Inc and United States Swimming.

-- pay all bills of the Club which constitute expenditures approved by the Board of Directors.

-- maintain detailed accounts of the assets, liabilities, receipts and disbursements of the Club, which books shall be open to examination or audit as directed from time to time by the Board of Directors and transferred to his or her successor at the close of the term of office.

-- sign all checks authorized by the Board of Directors.

-- sign, with the President, all contracts and obligations authorized by the Board.

-- render an annual report to the membership at the Annual Meeting.

The Entries Chairperson will:

-- collect all entry fees owed by the members.

-- enter the Club swimmers in the meets in which the Club participates.

-- maintain the financial records for each individual swimmer and for the meet entry checking account.

The Members at Large (2) will:

-- perform those duties to be defined by the Board of Directors.

-- Be the delegate to the annual MSI mtg.

ARTICLE V.....AMENDMENTS & PARLIAMENTARY AUTHORITY

Amendments

The Articles of Incorporation or these bylaws may be amended by a two-thirds (2/3) votes of those voting, a quorum being present, at any Annual or Special Meeting of the Club, provided that notice of the proposed changes has been mailed to each member at least ten (10) days prior to the date of the meeting.

Parliamentary Authority

Robert's Rules of Order Newly Revised shall be the parliamentary authority for all matters of procedure not specifically covered by these bylaws or by special rules or procedures adopted by the Club.

ARTICLE VI.....FISCAL YEAR March 31st

The fiscal year of the Club shall end on January 31.

ARTICLE VII.....DISSOLUTION

Upon the dissolution of the Club after paying or making provision for payment of all the liabilities of the Club, any remaining assets of the Club shall not inure to the benefit of any private individual or corporation but shall be distributed to the Northfield School District to be used exclusively for education or charitable purposes, or if the School District is not then in existence, such assets shall be distributed to be used exclusively for educational or charitable purposes.

NORTHFIELD SWIM CLUB MISSION AND PURPOSE STATEMENT

MISSION: To provide instruction and training at all levels of swimming to youth of the Northfield area.

PURPOSE: To accomplish it's mission by striving for these four goals:

1. To assist all enrolled athletes to develop the skills inherent in the sport of swimming through expert instruction and close supervision;
2. To enhance the self-image and self-esteem of participants through positive experiences in practice sessions and competitions as appropriate;
3. To sponsor competitors in divisions appropriate to participants athletic skill and guidelines of the MSI; and to host two or more home meets each season for these competitors and others;
4. To promote swimming in the Northfield area, and to encourage NSC participants to continue their training and achievement through participation in programs at area schools.

BOARD MEMBER JOB DESCRIPTION:

TITLE: Northfield Swim Club Board Member

PURPOSE: Members of the Northfield Swim Club Board:

1. Assure that the corporation complies with all legal requirements of it's charter and it's non-profit status;
2. Establish policies that advance the club's mission and accomplish it's goals;
3. Ensure the financial support necessary for it's program and assure fiscal responsibility in it's management;
4. Oversee both the instructional and competitive components of the club program and contract for qualified coaching staff.

DUTIES AND RESPONSIBILITIES:

1. Attend Board meetings regularly.
2. Participate actively in policy development, program planning, public relations, and fundraising for the Northfield Swim Club.
3. Provide leadership to all necessary Board committees and serve on at one standing committee each year.
4. Represent the interests and concerns of the parents of athletes enrolled in both the instructional and competitive programs of the club.
5. Maintain clear communication between parents, the Northfield Swim Club Board and the coaching staff.

QUALIFICATIONS:

1. Commitment to a sports philosophy which emphasizes individual goal-setting, progress in skill development, the value of practice and self-discipline, and the enhancement of self-esteem through athletic experiences;
2. Active interest in the sport of swimming;
3. Ability to communicate, organize and implement ideas;
4. Willingness to commit time and energy to maintaining a quality community swimming program.

BENEFITS:

1. Personal satisfaction deriving from service to youth and to the community;
2. Opportunity for personal growth and leadership development;
3. Increased knowledge of the skill and dedication required for swimming achievement;

TIME COMMITMENT: The Northfield Swim Club meets monthly for approximately two hours on a day and time of the members choosing. Committees meet as needed; standing committee meet 2-4 times per year.