

**BYLAWS
OF
LAS CRUCES AQUATIC CLUB, INC.**

ARTICLE I: Name

The name of this Corporation shall be Las Cruces Aquatic Club, Inc., also referred to as Las Cruces Aquatic Club (LCAC).

ARTICLE II: Composition

Section 1: The corporation is organized and shall be operated exclusively of such purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 and the Regulations thereunder as they now exist or as they may hereafter be amended (collectively, the “Code”).

Section 2: All the resources of this corporation shall be acquired, managed, and expended at the discretion of the Board of Directors, hereafter the “Board” to achieve the objectives and policies of the corporation.

ARTICLE III: Objectives

The objectives of the corporation shall be:

1. To provide support for the competitive teams sponsored by LCAC.
2. To secure facilities for the use of the competitive teams and programs sponsored by LCAC.
3. To provide youth and adult swimmers with beginner, intermediate, and advanced levels of swimming.
4. To participate in local, regional, national, and international swimming competitions.
5. To foster sportsmanlike conduct and competition.
6. To encourage the development of organizations and facilities that will increase the quantity and quality of participation in aquatic sports in the region.
7. To raise and disperse funds in furtherance of objectives one through six.

Article IV: Membership

Section 1: **LCAT Owner** - The Las Cruces Aquatic Team (LCAT) Owner shall be an LCAC member.

Section 2: **Parents and Guardians** - Parents and guardians of swimmers participating on the LCAT swim team shall be LCAC members.

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Section 3: **Swim Team Members** - All swimmers participating as members of the LCAT swim team shall be LCAC members. All Swim Team Members shall be required to register with USA Swimming as members of LCAT.

Section 4: **Coaches** - The LCAT Head Coach and members of the LCAT coaching staff shall be LCAC members.

Section 5: **Alumni Members** - Swimmers (and their parents and guardians) who formerly swam with LCAT (and departed in good standing) are eligible to be LCAC members.

Section 6: **Voting Members** - The following shall be voting members:

a. The LCAT owner;

b. The LCAT Head Coach; and

c. The parents and guardians (of current LCAT swimmers) who comply with all of the following:

(1) whose children and wards have been selected by the LCAT Head Coach or other Coaches, as applicable, to participate with the programs offered through LCAC and competitive teams sponsored by LCAC;

(2) who assist in the conduct of swim meets and other related fundraising and non-fundraising activities sponsored by the LCAC;

(3) who constructively contribute to the welfare, best interests, and public image of LCAC and programs offered by, and/or competitive teams sponsored by, LCAC;

(4) whose children and wards maintain their membership through good conduct and through proper team discipline; and

(5) who support LCAC through swimmer dues and other income producing activities.

Section 7: Voting members shall be entitled:

a. to vote to elect officers of the Board of Directors,

b. to be elected to the Board of Directors,

c. to serve on standing committees,

d. to participate in all activities of the corporation; and

e. to require the Bylaws and the rules of the corporation to be uniformly enforced.

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Section 8: **Termination of Voting Membership:** Any voting member in violation of any part of Article IV, Section 6c and its subparts, shall be subject to membership review by the Board of Directors. Upon such review, the Board may, by a majority vote, suspend or revoke membership.

Section 9: **Reinstatement of Voting Membership:** Any former member may petition the Board of Directors for reinstatement of voting membership by preferring proof of compliance with Article IV, Section 6c and its subparts. The Board of Directors may, by a majority vote, reinstate voting membership.

ARTICLE V: Board of Directors

Section 1: The LCAC Board shall consist of the LCAT Owner, the LCAT Head Coach, the immediate past Board President and the following elected officers:

- a. President
- b. Vice President
- c. Secretary
- d. Treasurer
- e. Social Chair
- f. Social Media Chair
- g. LCAT Team Representative
- h. Meet Director
- i. Fundraising Chair

Section 2: The immediate past Board President shall be a non-voting member of the Board. The term shall be one year.

Section 3: The LCAT Head Coach shall be selected jointly by the LCAT Owner and the LCAC Board President.

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Section 4: Eligibility to be nominated and elected as an officer of the Board is limited to LCAC Voting Members who are in compliance with Article IV, Section 6c and its subparts.

Section 5: **Term of Office:** Elected officers will serve a two-year term and may be re-elected to indefinite consecutive terms.

Section 6: **Voting:** A simple majority of the Board is required to pass a motion.

Section 7: **Duties:** The duties of the elected officers of the Board are as follows:

a. President

- (1) shall be the chief executive officer of the corporation.
- (2) shall preside at all meetings of the corporation.
- (3) shall preside over all Board meetings.
- (4) shall develop the agenda for meetings with the assistance of the officers.
- (5) shall use Roberts Revised Rules of Order or other recognized rules of procedure for elective membership bodies to maintain orderly discussion.
- (6) shall be an ex-officio, non-voting member of all committees.
- (7) shall appoint the members and chairpersons of all standing and ad hoc committees, with the assistance of the officers.
- (8) ensures the corporation complies with all federal, state, and local laws, rules, and regulations.
- (9) ensures the corporation complies with all USA Swimming and New Mexico Swimming rules and regulations.
- (10) ensures compliance by the members of all official corporation policies.

b. Vice President

- (1) shall assist the President in all functions.
- (2) shall act as President in the event of the absence of the President.
- (3) shall perform other duties as assigned by the President.

c. Secretary

- (1) shall keep and publish the minutes of the Board and membership meetings.
- (2) shall perform other duties as assigned by the President.

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d. Treasurer

(1) shall monitor and report to the Board on budget expenditures at Board meetings.

(2) shall monitor and ensure budgeted line items are not exceeded.

(3) shall collect and deposit all non-dues generated income, such as meet revenues, fundraising revenues, etc.

(4) shall issue payments for LCAC approved budgeted expenses.

(5) shall perform other duties as assigned by the President.

e. Social Chair

(1) shall be responsible for organizing social team events.

(2) shall be responsible for securing a team hotel at away meets.

(3) shall perform other duties as assigned by the President.

f. Social Media Chair

(1) shall manage all LCAC social media platforms, to include development and maintenance of LCAC's Teamunify website.

(2) shall assist in the design of LCAC promotional materials.

(3) shall assist in the design and implementation of LCAC's marketing strategy.

(4) shall perform other duties as assigned by the President.

g. LCAT Team Representative

(1) shall represent LCAT at New Mexico Swimming, or other USA Swimming entity, meetings.

(2) shall perform other duties as assigned by the President.

h. Meet Director

(1) shall be responsible for the organization and execution of the swim meets hosted by LCAC.

(2) shall perform other duties as assigned by the President.

i. Fundraising Chair

(1) shall be responsible for the organization and execution of LCAC fundraising events.

(2) shall perform other duties as assigned by the President.

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Section 8: **Removal:** Any elected officer of the corporation may be removed from office with or without cause by the affirmative vote of a majority of the voting members, but any elected officer of the corporation may be suspended with cause by the affirmative vote of a majority of the Board.

Section 9: **Indemnification:** Each person who is or was a director, officer, or employee of the corporation (including the heirs, executors, administrators, or estate of such person) shall be indemnified by the corporation to the fullest extent permitted by the Nonprofit Corporation Law of the state of New Mexico against any liability cost or expense incurred in the capacity as director, officer, or employee, or

arising out of the status as director, officer, or employee (including serving at the request of the corporation as a director, officer, employee, or other agent of the corporation). The corporation may maintain insurance, at its expense, to protect itself and any such person against any such liability, cost, or expense.

ARTICLE VI: Elections

Section 1: **Nominations:** A nominating committee shall publish a call for nominations for Board officer openings at least 30 days prior to the election. Eligibility to be nominated and elected as an officer of the Board is limited to LCAC Voting Members who are in compliance with Article IV, Section 6c and its subparts. Nominations can be submitted by any LCAC member, to include self-nominations. A nominating committee shall announce a slate candidates for election no later than 10 days prior to the election.

Section 2: **Elections:** The election date shall be announced to the Voting Members no later than 30 days prior to the election. Election of officers shall take place at the Annual Membership Meeting by written ballot. An officer shall be considered elected by a majority of Voting Members present and voting. Instant run-off voting shall take place when there are more than two candidates for an elected position. An officer's appointment to office shall take place at the next Board meeting following the election.

Section 3: Every effort shall be made to avoid election of all Board officer positions in the same year.

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ARTICLE VII: Meetings

- Section 1: **Board Meetings:** The Board shall meet on a monthly basis. Meetings shall be open to all LCAC members, except in the event of closed sessions. A simple majority of Board officers constitutes a quorum. Meetings cannot be called to order unless the President or Vice President is present.
- Section 2: **General Membership Meetings:** The Annual Membership Meeting shall take place on a date determined by the Board. Members shall be notified in writing at least 30 days prior to the Annual Membership Meeting.
- Section 3: **Special Meetings of the Members** may be called by a majority vote of the Board or on a petition of a simple majority of Voting Members in good standing. Notwithstanding the terms herein, each Voting Member in good standing present at such meeting shall have one vote.
- Section 4: **Roberts Revised Rules of Order**, or other recognized rules of procedure for elective membership bodies, shall be used as may be required for orderly discussion.

ARTICLE VIII: Financial Administration

- Section 1: **Fiscal Year:** The fiscal year shall be September 1 through August 31.
- Section 2: **Budget:** At the September Board Meeting a proposed budget shall be presented and finalized by the Board.
- Section 3: **Bookkeeper:** The Bookkeeper shall be appointed by the Board. The Bookkeeper:
- a. must hold an accounting degree from a four-year AACSB accredited accounting program.
 - b. shall issue invoices, collect payment, and deposit payments received from dues paying members.
 - c. shall issue payments from LCAC approved budgeted expenses.
 - d. shall exercise day-to-day authority over the LCAC accounts.
 - e. shall report to and advise the Board on budget performance at the monthly Board Meeting.
 - f. shall oversee and ensure compliance with tax regulations.

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Section 4: **Expenditures:** All expenditures by the Bookkeeper and Treasurer must be approved budgeted expenses. The Bookkeeper and Treasurer shall notify the Board of any single expenditure exceeding \$500.00 except for contractual obligations for salaries and facility usage. The Board President is empowered to approve expenditures of non-budgeted expenses less than \$500.00.

ARTICLE IX: Vacancies

Section 1: If the office of the President is vacated, the Vice President shall assume the office for the duration of the term.

Section 2: If an office other than the President is vacated, the Board shall select an interim Board member to fill any such vacancy for the duration of the vacated term.

ARTICLE X: Representation

Section 1: No individual member or group of members shall state views as being those of the Corporation without authorization of the Board.

Section 2: The President shall have the authority to sign contracts on behalf of and in the best interests of LCAC.

ARTICLE XI: Dissolution

Upon the dissolution of this corporation, assets, if any, shall be distributed for one or more Exempt purposes within the meaning of Section 501(c)(3) of the Code (or corresponding section of any future code), or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such corporation(s), as said court shall determine, which are organized and operated exclusively for such purposes.

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ARTICLE XII: Amendments

The Board shall have the power to make, alter, amend, and repeal the Bylaws and/or the Certificate of Incorporation of the corporation by affirmative vote of a majority of the Board.

Dated: November 10, 2008

Revised: October 16, 2019

Revisions Adopted: October 16, 2019

Secretary