

Bylaws of the Oregon City Swim Team, Inc.

ARTICLE I - ORGANIZATION AND MANAGEMENT

Section 1 - Name

The name of the Corporation shall be the Oregon City Swim Team Inc. "Team." It is a non-profit corporation organized and existing under the laws of the State of Oregon, and pursuant to section 501(c)(3) of the Internal Revenue Code.

Section 2 - Mission/Purpose

The *Mission* of the Team is to be a recreational/competitive swim team that promotes Lifetime Fitness, Character Growth, and Personal Excellence through hard work and challenges both in and out of the pool. The *purpose* of the Team shall be to foster the advancement of international amateur swimming competition through the development and continuing support of local amateur swimming. This support shall take the form of providing swimmers the opportunity to train and compete in the sport of swimming at all levels: local, national, and international. The Team shall be a member of United States Swimming, Inc., and Oregon Swimming Inc.

Section 3 - Board of Directors

The Board of Directors, "Board", shall be vested with the management and operations of the Oregon City Swim Team, Inc. including the staff, technical operations and business aspects. The Board shall be composed of the following Officers: President, Vice President, Secretary and Treasurer. Officers may serve in only one Board position at a time. With the exception of the Athlete Representatives, only one member of a family may serve on the Board at a time. All Officers and Directors of the Team shall hold individual membership in United States Swimming, Inc.

Section 4 - Duties of the Board

The Board shall carry on the financial business of the Team. The Board shall institute such rules and policies as necessary to carry out the purpose and functions of the Team so long as consistent with these Bylaws and the Team's Standing Rules. The Board shall levy mandatory U.S.A. Swimming Inc., and Oregon Swimming Inc., and other fees upon the membership as necessary.

Section 5 - Executive Committee

The Executive Committee shall consist of the President, Vice President and Secretary. The purpose of the Executive Committee shall be to appoint a Treasurer to the Board.

ARTICLE II - MEMBERSHIP AND VOTING RIGHTS

Section 1 - Member in Good Standing

A member of any class whose dues, fees, obligations, and all other assessments are paid timely shall be considered a “member in good standing”. Members not in good standing shall have their voting privileges suspended.

Section 2 - Membership Classes

The membership classes shall include:

Family – “Family” shall consist of the entire family of a swimmer on the *Team*. A family in good standing is given the privilege of one vote per family at General Membership and Special Meetings of the Team. The family representative voting on behalf of the family must be over 18 years of age at the time of voting.

Individual – “Individual” shall consist of those persons who support the Mission and purpose of the Team and who are in good standing in the Team. One vote per individual if over 18 years of age.

Athlete – All athlete swimmers shall be registered members of Oregon Swimming, Inc., U.S.A. Swimming, Inc and the Team. They shall have a current contract and medical release on file with the Team. The athletes have no voting capacity except as stated above.

ARTICLE III - MEETINGS

Section 1 - Board Meetings

The Board shall meet monthly or as needed to properly discharge of its duties. The quorum Board meetings shall consist of half the eligible voting Officers/Directors. There shall be no proxy voting.

Section 2 - Executive Committee Meetings

The Executive Committee shall meet when necessary to appoint a Treasurer. Quorum for an Executive Committee meeting shall be two thirds of the officers eligible to vote. There shall be no proxy voting.

Section 3 - General Meetings

Purpose - General Meetings shall be held to afford the membership the opportunity to elect officers, review General Meeting Minutes, amend Bylaws and/or Standing Rules, review the Board's actions, approve/amend the annual budget, and review the Team Financials. Each meeting will include an open question time.

Dates - There shall be a minimum of two (2) General Meetings in a calendar year, one (1) in the spring and one (1) in the Fall. The Board shall set the dates of general membership meetings and shall send call to meeting notifications to members no less than fourteen (14) days in advance of the meeting date.

Notifications - Meeting notifications sent no less than fourteen (14) days in advance shall include but are not limited to: election notices, proposed amendments to bylaws and/or standing rules and amendments to the annual budget. Exception will be made for meetings being called due to an *emergency situations*. The meeting agenda and general financial reports will be provided at or prior to the meeting.

Quorum - Quorum for any general membership meeting shall be the majority of families in good standing present at the general membership meeting. There shall be no proxy voting.

Section 4 - References

The following are to be used, when required, as references for these Bylaws:

1. U.S.A. Swimming Inc. Rules—Current Edition
2. Oregon Swimming Inc. Swim Guide—Current Edition
3. Revised Robert Rules of Order—Current Edition.

ARTICLE IV - NOMINATIONS AND ELECTIONS

Section 1 - Nominations & Elections

Nominations can be received at anytime. Elections shall be by majority vote of eligible constituency. Members shall vote by ballot when there is more than one candidate running for an office. However, unopposed candidates may be elected by raise of hands or voice vote. Elections shall be held annually at the Spring General Meeting.

Section 2 - Terms

President, Vice President, Secretary and Treasurer, will serve a term of two consecutive years. President will be elected and Treasurer appointed in even numbered years. Vice President and Secretary will be elected in odd numbered years. The outgoing Board members will assist the incoming Board Members for the first three months of their term to ensure a smooth transition. The outgoing Board will not have voting rights on the Board after new Board begins their term. Newly Elected and Appointed Officers and Directors shall take office June 1 of the year they are elected or immediately if filling a vacancy.

Section 4 - Vacancy

Vacancies created for whatever reason in any office may be filled by appointment of the President with Board approval. Vacant positions shall be filled as soon as possible. Order of succession shall be President, Vice President, Secretary. If there are more than one vacancy at one time, an emergency meeting will be called.

Section 5 - Recall

Elected officers or appointed directors may be recalled by an election to be held when the Board is presented with a petition signed by two-thirds majority of membership in good standing. The recall of an elected officer or director shall require a simple majority of all voting members present at the meeting. Any vacancy so created shall be filled as otherwise provided herein.

ARTICLE V - DUTIES OF OFFICERS AND DIRECTORS

Section 1 – President

The President shall conduct meetings. The President shall be responsible for the appointment of a Meet Director with approval by vote of the Board. The President shall be responsible, with the Vice-President, for appointment and contract negotiations of the team's Coaches, with Board approval. The President shall be a voting member of the Board and Executive Committee.

Section 2 - Vice President

The Vice President shall conduct meetings in the President's absence. The Vice President shall coordinate financial functions of the Team in conjunction with the Treasurer and shall manage membership, including the registration of new members. The Vice-President shall be responsible, with the President, for appointment and contract negotiation of the team's Coaches, with Board approval. The Vice President shall be a voting member of the Board and Executive Committee.

Section 3 - Secretary

The Secretary of the Team shall keep the records of all meeting minutes and legal documents of the Team. The Secretary shall file and publish such records as required by these Bylaws, Standing Rules and at the request of the Board. All Board members shall provide correspondences requiring recording to the Secretary at monthly board meetings. The Secretary shall ensure all records, minutes, correspondence, Bylaws, and Standing Rules are available upon member or Board request. The Secretary shall oversee the Newsletter and Website publications. The Secretary shall be a voting member of the Board and Executive Committee.

Section 4 - Treasurer

The Treasurer shall be appointed by the Executive Committee. The Treasurer shall verify the record of all monies paid to the and by the *Team*. The Treasurer shall disburse monies within the boundaries of the membership approved budget. The Treasurer shall provided written financial reports at all Board and General Membership Meetings. The Treasurer shall also provide reports as requested by board members. The Treasurer shall prepare a proposed budget for Board approval that will then be presented for membership approval. The Treasurer shall be a voting member of the Board.

Section 5 - Athlete Representatives

The active athletes representing the Team in competition may elect two Athlete Representatives. The representatives shall have been active for a period of one year prior to the election. The Athlete Representatives will provide a report to the Board upon request but is not required to attend Board Meeting. Athlete Representatives shall not have voting rights on the Board.

Section 6 - Meet Director

The Meet Director shall supervise all competitive swimming events sponsored by the Team and shall assist in ensuring that the rules of competitive swimming are followed. The Meet Director shall not have voting rights on the Board.

Section 7 - Ad Hoc Committees

Other Committees and their Directors shall be appointed by the Board, as needed. Ad Hoc Committee Directors shall not have voting rights on the Board as Ad Hoc Committee Directors.

ARTICLE VI - BYLAWS AND STANDING RULES

Section 1 - Amendments

Bylaws and Standing Rules may be amended as follows:

Bylaws - A two-thirds majority of the voting membership, present at the meeting, is required to amend these Bylaws.

Standing Rules - Simple majority of the voting membership, present at the meeting is required to amend the Team's Standing Rules.

ARTICLE VII - HEARINGS

Section 1 - Hearing and Appeal

Any action by the Team or Board concerning a member or athlete swimmer rights or privileges shall be subject to the right of hearing.

Section 2 – Complaint

Complaints against a member, coach, athlete swimmer, or Board member shall be submitted to the Board in writing. The Board will act as they deem necessary in regards to the complaint.

Section 3 – Notice

The Board shall notify the member, coach or swimmer of the complaint, and advise them of the right to a hearing regards to the complaint.

Section 4 – Hearing

The hearing shall be held before a panel of no less than three (3) representatives from the team. No party to the complaint or witness may serve on the panel. A date shall be established at a time mutually agreed upon by the panel. A decision of the panel shall require a two-thirds vote of all panel members eligible to vote. Parties associated with the complaint or witness to the complaint are not required to attend if the safety and well being of swimmer may be put in jeopardy by attending.

ARTICLE VIII - SUSPENSION OF RIGHTS OR EXPULSION

Section 1 - Delinquent Dues or Assessments

A member whose dues, fees, obligations, and/or other assessments are delinquent shall be notified by the Treasurer. The Board may suspend all privileges of membership or remove a family from the team for delinquent accounts. The Board may grant additional time for payment or waive fees/assessments under appropriate circumstances.

Section 2 - Unsportsmanlike Behavior

An Athlete or Individual Member may be suspended or removed from the team if, in the opinion of the coaching staff, he or she exhibits unsportsmanlike conduct.

Section 3 - Inappropriate Behavior

Any member may be asked to leave/be banned from Team events or practices, if in the opinion of the coaching staff and/or Board, they exhibit inappropriate behavior according to the Team’s Code of Conduct. The board may vote unanimously to remove a member of any class for a violation of the Code of Conduct at a team event and/or practice.

ARTICLE IX - INDEMNIFICATION

Each person who is or was a Director, Officer, or Employee of the Team (including the heirs, executors, administrators of estate of such person) shall be indemnified by the Team to the full extent permitted by the Non-Profit Corporation Law of the State of Oregon, or of any state in which the act or omission in indemnified against occurred, against any liability, cost or expense incurred by him or her in his or her capacity as Director, Officer or Employee, or arising out of his or her status as a Director, Officer or Employee.

ARTICLE X - TEAM POLICY AGAINST DISCRIMINATION

In administering its affairs, the Team shall not discriminate against any person on the basis of race, color, age, religion, sex, sexual orientation, national origin, or physical handicap in its programs, activities, and employment policies and shall observe the letter and spirit of all equal opportunity and civil rights laws.

Approved by Members on : _____

President: _____ Secretary: _____