

BURKE CENTRE SWIM CLUB, INCORPORATED

BYLAWS

1. ARTICLE 1 - STATEMENT OF ORGANIZATION

- 1.1. Name. The Burke Centre Swim Club, Incorporated. (“BCSC”)
- 1.2. Nonprofit Corporation. The BCSC is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Virginia Nonstock Corporation Act for charitable purposes.
- 1.3. Team Format. The BCSC consists of two teams: The Burke Centre Penguins and Burke Centre Stingers.

2. ARTICLE 2 - STATEMENT OF PURPOSE

- 2.1. Purpose. The purpose of the BCSC Bylaws is to define the objectives, organizational structure, and procedures that exist to support the BCSC and its constituent Penguins and Stingers swim teams. This is to assure that there is a common and consistent understanding of the program, such that all participants can enjoy the benefits and share equally in the responsibilities associated with the operation of the BCSC.

3. ARTICLE 3 - SWIM TEAM OBJECTIVES

- 3.1. Objective. The primary objective of the BCSC program is to provide a structured environment in which all eligible swimmers can learn competitive swimming, improve upon their swimming skills, develop physically, and be recognized for their

accomplishments. The swim team environment should reinforce the importance of good sportsmanship and build character in the swimmers.

4. ARTICLE 4 - LEAGUE AFFILIATION

- 4.1. League. To accomplish its primary objective, the BCSC will affiliate itself with an organized swim league in the Northern Virginia area. League membership will be determined by the Board of Directors on a year-to-year basis. Criteria to be used in selecting an appropriate league shall be a balance of the level of competitiveness, proximity to the Burke community, and ability of the league to provide the means for implementation of the swim team objectives.

5. ARTICLE 5 - TEAM BOARDS AND TEAM OFFICERS

- 5.1. Team Boards. Each team will have a Team Board whose responsibility will be to oversee day-to-day activities of the swim teams and ensure a quality swim program for their respective team members. Each member of the Team Board is elected by the General Membership of their respective team, either the Penguins team or the Stingers team. Three members of each Team Board shall also serve as members of the corporate Board of Directors, as described in article 6. Subject to the approval and oversight of the corporate Board of Directors, each Team Board is authorized to form committees, authorize or direct the treasurer to disburse funds, hire staff, plan and schedule events and perform other management duties as required to operate the swim team.
- 5.1.1. Number. The number of members of a Team Board shall be six (6).
- 5.1.2. Term. The term of office for a Team Board member shall be three (3) years, beginning upon his or her election near the end of the swim season and concluding upon the election of the Team Board member's successor three years later. The terms of the board members shall be staggered such that two members' terms expire at the end of each season.
- 5.1.3. Eligibility. Any individual in good standing in the General membership as

discussed in article 7 is eligible to serve on the Team Board. Non-member individuals who have previously been club members (swimmers or parents of former swimmers) may also serve on a Team Board subject to the same provisions detailed in the following paragraphs.

5.1.4. Nomination and Election. In July of each year, each Team President will provide the team's general membership with information about the board election, the number of available positions (normally two), requirements to serve on the board, and a nomination form to be filled out by prospective Team Board members. The form will require at least 3 signatures of current members who support the individual's nomination for inclusion on the ballot for the available team board positions. All individuals who submit valid nomination forms by a deadline specified by the Team President shall have their name included on the election ballot. The election will be conducted near the end of the swim season and does not require a meeting of the general membership, but may be conducted via written or electronic survey, petition, or election. No quorum is required for votes on Team Board membership. Each member household eligible to vote may vote for up to the number of available Team Board positions. For the two Team Board positions normally available each year, the two nominees receiving the most votes will be elected to the Team Board.

5.1.5. Removal. Other than voluntary resignation, a Team Board member may only be removed by a recall process involving the General Membership. A recall process may be initiated if four (4) Team Board members vote to remove another member. These four Team Board members must provide an explanation (written electronic communication preferred) of the reason(s) for recall to the general membership. The recall process does not require a meeting of the general membership, but may be conducted via written or electronic survey, petition, or election. To be recalled, fifty (50) percent of the membership of the Team whose board member is being recalled must indicate via survey, petition, or election their desire to recall the Team Board Member in question. The removal is effective immediately upon the conclusion of the recall process.

- 5.1.6. Vacancies. A vacancy on a Team Board resulting from a resignation or the removal of a Team Board member may be temporarily filled by the affirmative vote of four (4) of the remaining Team Board members. The temporary Board member, once in office may serve for 60 days or until the election of a new Team Board member, whichever is shorter. Nominees for this election will be taken from those eligible as described in section 5.1.3, with nominees submitting a valid nomination form by a date specified by the Team President. This election does not require a meeting of the general membership, but may be conducted via written or electronic survey, petition, or election. No quorum is required for a vote to fill a Team Board vacancy. Each member household eligible to vote may vote for up to the number of vacant Team Board positions. The candidate receiving the most votes will be elected to the Team Board and shall serve the remainder of the term of the member he or she is replacing. If more than one vacancy is being filled during the election, the number of nominees, equaling the number of vacancies, receiving the most votes will be elected to the Team Board.
- 5.1.7. Meetings. A Team Board may hold regular or special meetings, as may be provided in the notice of the meeting and approved by the Team President or the Team Board. The Team President shall serve as chairperson of the Team Board and shall preside at all meetings of the Team Board. Team Board meetings shall be called by the Team President as needed to conduct the business of the team. These meetings are open to the General Membership, who should contact the Team President to obtain the time and place of the next meeting.
- 5.1.8. Notice of Meetings. Notice of Team Board meetings shall be given to each member of the Team Board not less than twenty-four (24) hours before the meeting, by delivering the same to such member in person or to such member's residence or business address (or such other place as such member may have directed in writing) by mail, electronic mail, or other means of written communication or by telephoning such notice to the member. Any such notice shall set forth the time and place of the meeting.
- 5.1.9. Waiver of Notice. A Team Board member may waive any notice required by

law, the Articles of Incorporation, or these Bylaws before or after the date and time stated in the notice, and such waiver shall be equivalent to the giving of such notice. Except as provided in the next paragraph of this section, the waiver shall be in writing, signed by the Team Board member entitled to the notice, and filed with the minutes or corporate records. A Team Board member's attendance at or participation in a meeting waives any required notice to the member of the meeting unless the member at the beginning of the meeting or promptly upon arrival objects to holding the meeting or transacting business at the meeting and does not thereafter vote for or assent to action taken at the meeting.

5.1.10. Quorum; Voting. A quorum of at least four (4) Team Board members is required for a Team Board meeting. The act of the Team Board members present at a meeting at which a quorum is present shall be the act of the Team Board. A Team Board member who is present at a meeting of the Team Board when action is taken is deemed to have assented to the action taken unless the member (i) objects at the beginning of the meeting, or promptly upon arrival, to holding it or transacting specified business at the meeting; or (ii) votes against, or abstains from, the action taken.

5.1.11. Compensation and Expenses. No Team Board member shall be entitled to any direct or indirect compensation related to that person's services as a member of the Team Board. A member may be reimbursed for any out-of-pocket expenses incurred on behalf of the Corporation or in connection with the transaction of the Corporation's affairs and approved for reimbursement by the Board of Directors specifically authorized to grant such approval.

5.2. Team Officers. Team Officers shall consist of a president, vice president, at-large club board member, and a corresponding/recording secretary. The president, vice-president, and at-large club board member shall also serve as members of the corporate Board of Directors (see article 6).

5.2.1. Election; Term. Team Officers shall be elected by the Team Board. The term of office for a Team Officer shall be one (1) year commencing at the fall board meeting following their election to the team board and concluding at the following

year's fall board meeting. Team Board members serving in their first year on the Team Board may not serve as the president.

5.2.2. Removal. The Team Board may remove any member from an officer position, with or without cause, but only at a meeting called for that purpose, and the notice of the meeting must state that the purpose, or one of the purposes, of the meeting is the removal of the member from that officer position. The removal of a Team Officer requires the vote of four (4) other Team Board members. Removal from a Team Officer position does not result in the member being removed from the Team Board.

5.2.3. Duties of the Team Officers.

5.2.3.1. Duties of Team President. The Team President shall be responsible for conducting the business of his or her respective team. The Team President shall coordinate and oversee the activities of the other Team Board members as well as key member volunteers to ensure the effective functioning of the team throughout the off-season planning and preparation, and during the swim season operation of the team. The Team President shall also serve as a member of the Corporate Board of Directors. The Team President shall perform all duties incident to his or her office and such other duties as may be required by law, by the Articles of Incorporation, or by these Bylaws.

5.2.3.2. Duties of Team Vice President. The Team Vice President shall assist the Team President in managing the team and shall also serve as a member of the Corporate Board of Directors. The Team Vice President shall, in the absence of the Team President, or in the event of his or her inability or refusal to act, perform all the duties of the Team President, and when so acting, shall have all the powers of, and be subject to all restrictions on, the Team President.

5.2.3.3. Duties of the At-Large Club Board member. The At-Large Club Board member shall serve as a member of the Corporate Board of Directors.

5.2.3.4. Duties of Team Secretary. The Team Secretary shall keep the records of the swim team, other than meet results and related information, to include the minutes of all meetings, records of Team Board meeting attendance, and team

correspondence. Additionally, the Team Secretary shall be responsible for the preparation of all ballot initiatives and to oversee the balloting process.

5.3. **Duties of General Team Board Members.** Team Board Members not holding a specific officer position shall assist the Team Officers during the offseason in planning for the upcoming season. During the season, they shall act as deemed necessary by the Team Board to ensure the smooth functioning of the team, to include undertaking required projects, activities, or tasks.

6. ARTICLE 6 - DIRECTORS

6.1. **Number.** The number of directors of the Corporation shall be six (6).

6.2. **General Powers.** The Corporation shall have a Board of Directors. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation managed under the direction of, its Board of Directors, subject to any limitation set forth in the Articles of Incorporation. As elected representatives of the swim club, the board of directors as a whole, is authorized to prepare and approve budgets, select individuals for appointed positions, form committees, authorize the treasurer to disburse funds, plan and schedule events, interface with the Burke Centre Conservancy, and perform other management duties as required to operate the overall swim programs.

6.3. **Election and Term.** Members of the team board of directors shall be nominated and elected by the General Membership of each team at the conclusion of the summer season as described in article 5. The six (6) members of the BCSC Board of Directors consist of three (3) elected members from each team board.

6.4. **Officer Positions.** Corporate officer positions include: Chairman of the Board, and Vice-Chairman of the Board. The term of office for the Chairman and Vice-Chairman of the Board shall be one (1) year, beginning upon his or her selection at the fall Board of Directors meeting and concluding upon the selection of new Corporate officers at the following year's fall board meeting.

6.4.1. **Selection of Officers.** At the fall board meeting in an odd-numbered year, the

Chairman must be selected from one of the three (3) Penguin Team Board members, and the Vice Chairman must be selected from one of the three (3) Stinger Team Board members. At the fall board meeting in an even-numbered year, the Chairman must be selected from one of the three (3) Stinger Team Board members, and the Vice Chairman must be selected from one of the three (3) Penguin Team Board members. It is acceptable, but not required, that the Chairman and Vice Chairman officers are also the presidents on their respective Team Boards. Where selection from a specific Team Board is required, the three directors from that team shall designate the director who shall hold the officer position in question.

6.4.2. Resignation or Removal of Officers. An officer may resign at any time upon written notice to the Board of Directors, and no acceptance of a resignation shall be necessary to make it effective. The Board of Directors may remove an officer at any time, with or without cause, through majority vote of the Club Board (4), but only at a meeting called for that purpose, and the notice of the meeting must state that the purpose, or one of the purposes, of the meeting is the removal of the member from that officer position. An officer who resigns or is removed from an officer position may retain their seat on the BCSC board of directors unless also recalled from the respective Team Board in accordance with paragraph 5.1.4.

6.4.3. Duties of Officers. The Chairman and the other officers of the Corporation shall have such powers and duties as generally pertain to their respective offices as well as such powers and duties as may be delegated to them from time to time by the Board of Directors.

6.4.3.1. Duties of the Chairman. The Chairman shall be the chief executive officer of the Corporation and shall, subject to the control of the Board of Directors, supervise and control the affairs of the Corporation and the activities of the officers. He or she shall serve a one (1) year term. The Chairman will be responsible for scheduling and running meetings of the Board of Directors. He or she will set the agenda for meetings, and will see to it that minutes are taken summarizing decisions and action items. The Chairman shall perform all duties incident to his or her office and such other duties as may be required by law,

by the Articles of Incorporation, or by these Bylaws. He or she shall, except as otherwise expressly provided by law, by the Articles of Incorporation, or by these Bylaws, in the name of the Corporation, execute such deeds, mortgages, bonds, contracts, checks, or other instruments which may from time to time be authorized by the Board of Directors.

6.4.3.2. Duties of Vice Chairman. The Vice Chairman shall, in the absence of the Chairman, or in the event of his or her inability or refusal to act, perform all the duties of the Chairman, and when so acting shall have all the powers of, and be subject to all restrictions on, the Chairman. He or she shall serve a one (1) year term as Vice Chairman. The Vice Chairman shall have other powers and perform such other duties as may be prescribed by the Board of Directors.

6.5. Meetings. The Board of Directors may hold regular or special meetings, as may be provided in the notice of the meeting and approved by the Chairman or the Board of Directors. The Chairman shall serve as chairperson of the Board of Directors and shall preside at all meetings of the Board of Directors. In the Chairman's absence, the Vice Chairman may preside over a meeting.

6.5.1. Notice of Meetings. Notice of meetings of the Board of Directors shall normally be given to each director not less than seven (7) days before the meeting. For special or emergency circumstances, notice may be given not less than twenty-four (24) hours before the meeting. Notice is given by delivering the same to each director in person or to each director's residence or business address (or such other place as such director may have directed in writing) by mail, electronic mail, or other means of written communication or by telephoning such notice to the director. Any such notice shall set forth the time and place of the meeting.

6.5.2. Waiver of Notice. A director may waive any notice required by law, the Articles of Incorporation, or these Bylaws before or after the date and time stated in the notice, and such waiver shall be equivalent to the giving of such notice. Except as provided in the next paragraph of this section, the waiver shall be in writing, signed by the director entitled to the notice, and filed with the minutes or corporate records. A director's attendance at or participation in a meeting waives any required notice to

the director of the meeting unless the director at the beginning of the meeting or promptly upon arrival objects to holding the meeting or transacting business at the meeting and does not thereafter vote for or assent to action taken at the meeting.

6.5.3. Quorum; Voting. A majority of the number of directors fixed in these Bylaws shall constitute a quorum for the transaction of business at a meeting of the Board of Directors. For issues decided by the Board of Directors, four votes (a majority of the number of directors fixed in these Bylaws) shall be required for passage. A director who is present at a meeting of the Board of Directors or a committee of the Board of Directors when corporate action is taken is deemed to have assented to the action taken unless the director (i) objects at the beginning of the meeting, or promptly upon arrival, to holding it or transacting specified business at the meeting; or (ii) votes against, or abstains from, the action taken.

6.5.4. Telephonic Meetings. The Board of Directors may permit any or all directors to participate in a regular or special meeting by, or conduct the meeting through the use of, any means of communication by which all directors participating may simultaneously hear each other during the meeting. A director participating in a meeting by this means is deemed to be present in person at the meeting.

6.5.5. Action Without Meeting. Action required or permitted to be taken at a Board of Directors' meeting may be taken without a meeting if the action is taken by all members of the Board. The action shall be evidenced by one or more written consents stating the action taken, signed by each director either before or after the action is taken, and included in the minutes or filed with the corporate records reflecting the action taken. Action taken under this section shall be effective when the last director signs the consent unless the consent specifies a different effective date and states the date of execution by each director, in which event it shall be effective according to the terms of the consent.

6.6. Compensation and Expenses. No director shall be entitled to any direct or indirect compensation related to that person's services as a director. A director may be reimbursed for any out-of-pocket expenses incurred on behalf of the Corporation or in connection with the transaction of the Corporation's affairs and approved for

reimbursement by the Board of Directors or any committee of the Board of Directors specifically authorized to grant such approval.

- 6.7. Insurance for Corporate Agents. Except as otherwise provided under provisions of law, the Board of Directors may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the Corporation (including a director, officer, employee, or other agent of the Corporation) against liabilities asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not the Corporation would have the power to indemnify the agent against such liability under the Articles of Incorporation, these Bylaws, or provisions of law.

7. ARTICLE 7 - SWIMMERS AND GENERAL MEMBERSHIP

- 7.1. Swimmers. A swimmer may join a team upon completion of a yearly club registration, full payment of club registration fees, successful completion of a swim evaluation and subject to the swim league rules for swimmer eligibility. Burke Centre Swim Club fees shall be payable annually during the spring registration period, the amount to be determined by the corporate Board of Directors. In addition, all swimmers shall be members of the Burke Centre Conservancy Pools.
- 7.2. Swimmer Membership. Membership shall exist for the period covered by the annual dues for each individual swimmer, running from initial registration until the beginning of registration one year later. Membership may be terminated by a majority vote of the Board of Directors should a swimmer or member engage in behavior determined by the Board of Directors to be seriously against the interests of the Corporation.
- 7.3. General Membership. General Membership shall consist of the parents or legal guardians of the swimmers during their period of registration. Each household is entitled to a single ballot in elections and other membership referenda. The General Membership is expected to assist in performing the tasks necessary to operate the swim team, as described herein, and to vote for the Team Board members.
- 7.4. Registration. Spring Registration will be conducted after 1 January by publishing an article in two monthly editions of the Burke Centre Conservator. A registration period

for returning swimmers/families will normally begin in mid-March, with new swimmer/family registration opening in April. The final date for registration, after which a late fee may be assessed, will be determined by the corporate Board of Directors and will normally occur in early June. At the discretion of the corporate and team boards, registration may also be accepted after the deadline, but not after the second Saturday in July.

- 7.4.1. Registration Fee. A Registration Fee shall be established by the corporate Board of Directors for the purpose of defraying the costs associated with running the swim teams.
- 7.4.2. Volunteer Fee. A Volunteer Fee may be established by the corporate Board of Directors for the purpose of ensuring higher volunteer participation during the swim season by the general membership. The fee will be collected from each member household either during the registration process or by the time of each team's time trial meet. The fee will be returned (either through refund, return, or safe disposal of un-cashed check) at the end of the swim season to the member households that have met the club volunteer requirement. The amount of hours or events needed to fulfill the volunteer requirement will be established and publicized prior to the registration period for each season.
- 7.4.3. Refunds. All refunds of Registration Fees shall be at the discretion of the Board of Directors. The Board of Directors shall use, but not be limited to, the following guidelines: 1) Full refund minus a processing fee to be determined by the Board of Directors prior to June 30 and 2) No refund after June 30th. All requests for refunds must be submitted to in writing to the respective Team President.
- 7.4.4. Team Assignment and Draft. Applications of swimmers new to Burke Centre Swim Club will be set aside for a team draft. New swimmers with siblings or other family members on a specific team will normally be assigned to the same team. Families will not be split between teams unless the parent(s) specifically request and agree to the split, and the team presidents mutually agree to accept the split swimmers. Once assigned to a team, a swimmer/family will normally remain assigned to that team during all subsequent seasons.

7.4.5. Team Draft. The function of the draft is to balance the teams in the categories of age, gender, and general skill/experience, while also attempting to grant family preference for team assignment. Each team is considered to be equal in capability, e.g. one or the other is not an "A" or "B" team, nor "competitive" or "developmental".

7.4.5.1. Timing. The draft will be conducted during the first half of May, prior to the Spring General Membership/New Families meeting, in order to provide time to notify new families of their team assignment.

7.4.5.2. Participants. The two team presidents, two team Representatives, and the Registrar should attend the Team Draft meeting. The Registrar shall act as a non-voting participant to record all team assignments.

7.4.5.3. Basis for Assignment. The draft will be completed without benefit of time trials, using only information provided on the swim club's registration form such as age, gender, address, team preference, swimmer's experience, and any official United States Swimming times. All new swimmers in the same family are assigned to the same team.

7.4.5.4. Draftable Swimmers. Newly registering swimmers having times equivalent to United States Swimming (USS) "A" or "B" times are defined as "draftable" swimmers. Draftable swimmers will be selected and assigned using alternating "picks" between the teams, with the team who received the final pick during the previous season's draft choosing second. Any imbalance in draft selections resulting from assignment decisions other than USS times should be documented and accounted for by balancing selections in the subsequent year's draft meeting.

7.4.5.4.1. Siblings. If a draftable swimmer has other siblings registering to swim, each individual swimmer with a USS "A" or "B" time counts as one draft choice. Since siblings are normally assigned to the same team, any resulting imbalance in draft selections will be worked out by allowing the other team to make multiple selections in the next round. A draftable swimmer with other family members also registering for the club but with

no draft eligible times would count for only one draft selection.

7.4.6. Late Registration. Any swimmers registering after the draft meeting will be assigned to a team using the same guidelines as discussed above, including draftable swimmer picks, though without the formality of a draft meeting. If the two team presidents and registrar cannot agree on a team assignment, the Club Board will discuss and vote, if necessary.

7.5. Membership Meetings.

7.5.1. General Membership / New Families Meeting. Each Team Board will hold a General Membership/New Families meeting prior to the beginning of the swim season. The purpose of the meetings is to introduce the General Membership and swimmers to the coaching staffs for the new season, to provide information and answer questions for new families, and to organize and prepare for the upcoming swim season. This includes the distribution of enrollment materials, solicitation of volunteers for various appointed positions, and other business items as may be required to begin the season's activities.

8. ARTICLE 8 - SALARIED AND APPOINTED POSITIONS

8.1. Salaried Positions.

8.1.1. Head Coach. The Penguins team and the Stingers team shall each have a Head Coach. He or she is responsible for running practices, supervising assistant coaches, scheduling swimmers for meets, and maintaining team discipline. The primary functions of the Head Coach are to teach proper swimming techniques and good sportsmanship, to assist and encourage swimmers in improving their swimming skills, and to develop and run a structured swimming program that is approved by each team's Team Board. The Head Coach must have all appropriate licenses as required by state and county regulations, and provide credentials as to his or her skills and experience. He or she shall be directly accountable to his or her respective Team Board.

8.1.2. Assistant Coaches. Assistant Coaches must have all appropriate licenses as

required by state and county regulations. Additional Assistant Coaches shall be hired or removed as necessary at the discretion of the Head Coach in consultation with the Team Board. Assistant Coaches shall take direction from the Head Coach. He or she shall be directly accountable to the Head Coach as well as the respective Team Board.

8.1.3. Selection. The Team Boards of the Penguins team and the Stingers team in consultation with the Head Coaches of each team are responsible for the selection of all of the coaches of their respective team. The selection process will be open and publicized and a detailed job description will be provided to prospective applicants by the respective Team Board. The Team President shall seek qualified candidates and present a list of candidates to the Team Board and Head Coach for approval.

8.1.4. Background Checks. All individuals aged eighteen (18) and over holding salaried coaching positions will be subject to criminal and other background checks prior to employment.

8.2. Appointed Positions. Any individual of the General Membership in good standing can serve in an appointed position. It is permissible for a Team Board member to concurrently serve in an appointed position. At the discretion of the Board of Directors, members holding appointed positions may be subject to criminal and other background checks necessary to ensure participant safety and minimize the risk of financial mismanagement.

8.2.1. Club Board of Directors Appointed Positions. Appointed positions may include, but are not limited to the BCSC Treasurer, BCSC Registrar, and the BCSC Liaison to the Burke Centre Conservancy. An individual selected to an appointed position is done so pursuant to a majority vote of the Board of Directors. He or she shall serve for the term of one (1) year with no term limitations. The Board of Directors has the right to fill vacated positions as required or to otherwise remove and replace an existing appointee should the need arise. Those wishing to serve in an appointed position are encouraged to contact the Chairman of the Corporation. Additional appointed positions may be established and terminated by the Club Board of Directors as the need arises.

- 8.2.1.1. Club Treasurer. The Club Treasurer shall provide accounting and financial support to the Board of Directors, to include but not limited to, disbursement of checks, preparation of tax records, retaining records of swim team expenditures, and preparation of reports requested by the Board of Directors. The Treasurer shall be provided with an approved budget by the Board of Directors and monitor all disbursements for consistency with said budget. Any disbursement for greater than \$250 for an item not specifically identified in the budget requires a majority vote of the Board of Directors in a regular or special meeting and shall require the co-signatures of the Treasurer and the Chairman of the Board. The Treasurer shall coordinate with each Team Board to ensure that all expenditures are credited to the correct budget category. In cooperation with the Board of Directors, the Treasurer shall prepare a financial statement, available upon request to any member, which includes: start of year budget, performance against the budget, and a proposed budget for the next year. In support of these responsibilities, the Treasurer shall maintain a notebook of all financial records for the current and prior years, which is open to inspection by the General Membership, upon request.
- 8.2.1.2. Burke Centre Conservancy Liaison. The Burke Centre Conservancy Liaison shall assist the Board of Directors with the preparation and submission of the annual report and pool usage request to the Burke Centre Conservancy, facilitate and coordinate all communications, including usage requests and submissions for the Conservator newsletter, between the Burke Centre Conservancy and the BCSC, and attend Burke Centre Board of Trustees meetings as needed to address issues of interest to the BCSC. The individual serving as Burke Centre Conservancy Liaison must be a resident of Burke Centre.
- 8.2.1.3. Club Registrar. The Club Registrar shall receive or track all official swimmer registrations for the club and registration fees, provide each team a roster of current members, coordinate receipt of registration fees and requests for refunds with the Treasurer on a timely basis, and provide such team rosters

as the league and Burke Centre Conservancy may request. In addition, the Club Registrar will provide each Team President with detailed registration information including new swimmers prior to the Board of Directors draft meeting in May. The Club Registrar will attend the draft meeting, serving as a non-voting participant and record all team assignments.

8.2.2. Team Board Appointed Positions. Appointed positions may include, but are not limited to, Team Representative, Volunteer Coordinator, Social Coordinator, Computers/Scoring, Ribbon Coordinator, Officials Coordinator, Announcer, Clerk of Course, Head Timer, Snack Bar Coordinator, and Set-up Coordinator. An individual selected to an appointed position is done so pursuant to a majority vote of the respective Team Board. He or she shall serve for the term of one (1) year with no term limitations. The Team Board has the right to fill vacated positions as required or to otherwise replace an existing appointee should the need arise. Those wishing to serve in an appointed position should contact their Team President. Additional appointed positions may be established and terminated by the Team Board as the need arises.

8.2.2.1. Team Representatives. Both the Penguins team and the Stingers team shall have a Team Representative to the swim league. The Team Representatives shall be responsible for representing their team at all league meetings, communicating the results of these meetings to the Team Boards, and overseeing activities pertaining to competitive team events. This may include training and scheduling officials to run meets, scheduling team meets, distributing maps for away meets, and serving as the official representative of the team at all competitive events.

9. ARTICLE 10 - MISCELLANEOUS PROVISIONS

9.1. Fiscal Year. The fiscal year of the Corporation shall be from Mar 1 – February 28 (29 in leap years).

- 9.2. Conflict of Interest Policy. In order to prevent actual or the appearance of impropriety in the financial dealings of the club, a Conflict of Interest policy will be drafted and maintained by the club Board of Directors. This policy will clarify director, team board member, salaried, and appointed position responsibilities related to decisions regarding the disbursement of club funds where family or other personal relationships may exist.
- 9.3. Transition to these Bylaws. It is anticipated that these bylaws will be voted on at the beginning of the 2014 summer swim season. After approval of these bylaws, an election shall be held near the end of the 2014 season to fill the twelve (12) Team board positions (6 per team) specified by these by-laws in section 5. This election shall be conducted as described in section 5.1.4. For each team, the initial vacancies shall consist of two (2) three-year terms, two (2) two-year terms, and two (2) one-year terms to initially establish the desired staggered term structure for Team Board members.
- 9.4. Amendments. Any member of the General Membership may submit written suggestions for amendments to these Bylaws to the Board of Directors. The Board of Directors is authorized to prepare and submit the amendment for a vote by the General Membership. A copy of a proposed amendment being put before the General Membership for a vote shall be provided to the General Membership as well as a cover letter summarizing the changes proposed by the amendment. Proposed amendments shall be distributed to the General Membership at least one week in advance of the vote. This vote may be conducted at the Spring General Membership meeting, at a meeting called specifically for the purpose of revising or amending the bylaws, or via written or electronic survey, petition, or ballot. No quorum is required for votes to amend the bylaws. Each member household eligible to vote may cast one vote. Passage of the bylaw amendment or revision requires a majority of votes cast in favor.