

### **Article 1. Name**

The name of this organization is the Arizona Seals Swimming Academy, a nonprofit organization, hereinafter referred to as Arizona Seals or AZ Seals.

### **Article 2. Articles of Organization**

The organization exists as a voluntary, unincorporated group of its members. These Bylaws, as from time to time amended, shall be deemed to be the articles of the organization. In conjunction with policies, procedures, and guidelines set forth by the Arizona Seals, they shall govern the organization.

### **Article 3. Objectives and Purpose**

Section 1. Arizona Seals exists solely to field and support a competitive team for the promotion, growth, training, enjoyment, good sportsmanship, and participation of young women and men who wish to compete in USA Swimming through the AZ Seals. Our purpose is to encourage the development of local aquatic skill through organization and operation of a swim team in accordance with Section 501(c)(3) of the Internal Revenue Code and the rules and regulations of Arizona Seals, a nonprofit organization.

Section 2. Arizona Seals is organized exclusively for charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 3. Notwithstanding any other provisions of this document, the purposes of the organization will be limited exclusively to exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code.

### **Article 4. Address**

The principal address of Arizona Seals shall be PO Box 531 Maricopa, AZ 85139. All legal records for the Arizona Seals shall be kept at Maricopa Self Storage 20125 N. John Wayne Pkwy #7060 Maricopa, AZ 85139.

### **Article 5. Membership**

Section 1. Membership is limited to parents or guardians of children who are current USA Swimming members or executive board members of Arizona Seals in good standing, and is conditional upon abiding by the rules, regulations and etiquette of Arizona Seals. The Executive Board reserves the right to dismiss any member who does not abide by said rules, regulations and etiquette. All fees and obligations must be current to maintain membership.

Section 2. Membership in Arizona Seals implies a commitment to serve the team in a variety of capacities including, but not limited to, volunteering at competitions and events and serving on Arizona Seals committees.

Section 3. Membership meetings will take place at least once a year, but can occur more often as needed.

#### **Article 6. Executive Board and Their Election**

Section 1. Arizona Seals management shall be vested in the Executive Board hereinafter referred to as the Board. The Board shall consist of six (6) members and the Arizona Seals Head Swim Coach. Additionally, the board may appoint other members, to serve as advisory board members. The board shall consist of seven (7) voting members in total including Head Coach.

Section 2. Under no circumstances shall any Board member(s) receive payment in any form from Arizona Seals for management services rendered. The Board will select a replacement in accordance with these Bylaws.

Section 3. Four (4) members of the Board shall constitute a quorum. Majority vote of Board members present shall decide ordinary business and administrative measures of Arizona Seals. All measures shall be deemed ordinary except those proposing an amendment to the Bylaws.

Section 4. The term of Board members shall be for two (2) years, commencing September 1, following the election and ending August 31, two years later. Terms will be staggered in order to provide continuity within the Board from year to year. Board members may run for any number of consecutive terms. A Board member may hold the same office for two terms; at that time, he/she may run for a different office and maintain their position on the Board. After the subsequent terms, he/she may then run for their previous position.

4a) If a current Board member would like to run for a vacant office, he/she may do so. He/she must resign from their current position prior to August 1 and declare candidacy for the office he/she would like to move to. The vacant office will then be posted, so that another candidate may run for it.

Section 5. Husband and wife teams are acceptable on the Board as two (2) Board members with separate positions and separate votes; however, a husband-and-wife team cannot hold offices that have signing authority in accounts simultaneously

Section 6. Election of Board members shall be conducted by the President either at a meeting with a secret vote, or by email. The majority vote of those in attendance at the meeting or the majority vote of people who respond to the

email within the given timeframe will be considered the final vote. Those nominees who received the greatest number of votes shall be declared elected.

- Section 7. In the event of a vacancy on the Board for any reason whatsoever, such vacancy shall be filled by action of the Board. Such an appointed member shall fill the unexpired term of the vacating active member.
- Section 8. Any board member undergoing a felony criminal investigation shall be temporarily removed from the board; upon conviction, the board member will be permanently removed from the board. Upon acquittal, the board member will be reinstated to the board.
- Section 9. The Arizona Seals Swimming Academy Head Swim Coach is an automatic member of the board and has the same voting rights as other board members.
- Section 10. The Executive Board shall meet at least four times a year. An agenda will be posted on the team website at least two days prior to any meeting, and minutes of the meetings will be posted on the team website within a week of every meeting.
- Section 11. The Executive Board and the coach will hold a parent meeting at least once a year to review and revise these bylaws and conduct any other team business necessary. An agenda of this meeting will be posted on the team website at least two days prior to any meeting, and minutes of the meetings will be posted on the team website within a week of every meeting.

#### **ARTICLE 7. OFFICERS AND THEIR ELECTION**

- Section 1. The officers of this organization shall be a President, Vice President, Secretary, Treasurer, one Board Member at Large, Treasurer in Training, and the AZ Seals Swimming Athlete Representative. All officers shall be Board members in good standing.
- Section 2. Officers shall be elected every two years from the membership. Elections will be held in August and be completed by August 31 of the same year. Newly elected officers shall be installed effective September 1.

#### **ARTICLE 8. DUTIES OF OFFICERS**

- Section 1. The President shall preside at all meetings of the organization and shall set the agendas of each meeting with the head coach. The President shall have the power to appoint members, with Board approval, to all standing and special committees.
- Section 2. The Vice President shall aid the President with all duties pertaining to the office and, in the absence or disability of the President shall assume and perform the

duties of the President. The Vice President may perform other duties that may be requested by the Board of Directors from time to time.

- Section 3. The Secretary shall keep and secure an accurate record of all the proceedings of Arizona Seals and shall furnish the President with copies of all minutes. The Secretary shall conduct correspondence of AZ Seals as directed by the President, issue notices of all meetings, and read all communication directed to AZ Seals at its scheduled meetings.
- Section 4. The Treasurer shall keep and secure accurate records of AZ Seals revenues, expenses, assets, liabilities and monies. The AZ Seals Head Swim Coach shall deposit AZ Seals funds, within a reasonable time after their receipt, in a financial institution whose deposits are insured by an agency of the federal government. The Treasurer shall establish procedures to authorize and control disbursements from the account held by AZ Seals including, but not limited to, check processing and account reconciliation. The Treasurer shall prepare and file reports and financial statements with appropriate authorities. The Treasurer shall furnish the President with balance sheets on the organization's finances and report financial condition to the Board. The Treasurer shall oversee all deposits and act as a statutory agent for the AZ Seals; the Treasurer shall also conduct an annual review of all accounts at a board meeting annually.
- Section 5. The Board Member at Large shall be familiar with the operations of corporation Board of Directors. The Member at Large will be responsible for assisting the Board President in achieving corporation goals and effecting policies and or decisions made by the corporation Board of Directors. The Member at Large are accountable to the membership by virtue of election and the corporation Board. The member at Large will be a voting member of the Board of Directors, fulfill the fiduciary, due diligence and other responsibilities of the corporation Board.
- Section 6. The Treasurer in Training shall spend up to one term of office in training with the current Treasure. The Treasurer in Training shall only be added to the signature list of the Treasury by an express vote from the Board. The Treasurer in Training shall attend all Board meetings and shall work with the Treasurer in all monetary areas. The term of Treasurer in Training is for the sole point of learning how to run the books, to meet personnel at the bank and lawyer's office, and to practice before taking over solely the office of Treasurer. It is intended that once deemed competent by the Treasurer and President to fulfill the duties of the Treasurer, the Treasurer in Training will be voted in by the membership as Treasurer, unless the Treasurer, President, and coach see factual reasons not to; at that point, the matter will be brought to the Board for review.
- Section 7. Amendment  
For the term of 2015-2016, the treasurer in training was approved to have signature authority for the treasurer by the board due to the vacant treasurer

board position. The treasurer in training transitioned to the full-time treasurer board position in 2016. This amendment serves as notification of these actions.

- Section 8. Amendment  
Fundraising shall determine the Boards fundraising expectations and goals; provide guidance for Board members on meeting fundraising goals. Report back to the full Board during board meetings. Review all previous year fundraising activity and make recommendations for improvements for new fiscal year.
- Section 9. No officer, agent or AZ Seals member shall have unlimited authority to bind AZ Seals to any contract or render it liable for any purpose or any amount. The Board may, however, authorize the President or designated person to enter into a specific contract or instrument on behalf of AZ Seals.
- Section 10. The Board President, Treasurer, and Laura Logan shall possess signature authority on AZ Seals funds held within in a financial institution whose deposits are insured by an agency of the federal government. All oversight of the account will remain with the Treasurer as detailed in Article 8, section 4.
- Section 11. AZ Seals Swimming Athlete Representative shall be appointed by the Head Coach and shall have a vote on the Board. This appointment will be reviewed annually by the Head Coach. As an officer of the Board the AZ Seals Athlete Representative will attend meetings and represent all swimmers within Arizona Seals Swimming Academy. It is the responsibility of the AZ Seals Athlete Representative to communicate with swimmers from all groups and present any feedback on behalf of swimmers to the Board.

#### **Article 9. Fundraising Committee**

- Section 1. The purpose of the fundraising committee is to oversee all fundraising efforts by team members that are to benefit the team in purchasing equipment, training materials, coach professional development, or individual swimmer travel costs for specialized meets.
- Section 2. The fundraising committee chair will be headed by a Board Member.
- Section 3. The procedures of the fundraising committee will be to provide Fundraising goals and information to the Head Coach and Board. Upon approval from the Board and the AZ Seals Swim Head Coach, committee members may conduct fundraising efforts. All monies earned will be deposited to the Arizona Seals team account.
- Section 4. Failure to comply with the Fundraising Committee procedures can jeopardize team membership.

#### **Article 10. Public Relations Committee**

- Section 1. The purpose of the Public Relations Committee will be to give the community and state information about the Arizona Seals and to publicize its accomplishments.
- Section 2. The Public Relations Committee will be formed at the discretion of the Board.
- Section 3. The procedures of the Public Relations Committee will be to file a request for public relations to the AZ Seals Swim Head Coach through email. Upon receipt of a request, the Head Coach will make every good effort to publicize that request in local newspaper agencies, team website, team Instagram and team Facebook page.
- Section 4. Individual AZ Seals members may submit articles to the AZ Seals Swim Head Coach and/or Board Member. Upon receipt of such article, every good effort to publicize that request in local newspaper agencies, team website, team Instagram and team Facebook page.

#### **ARTICLE 11. EMPLOYEE HIRE POLICY**

- Section 1. Upon a position for hire becoming open, all candidates will fill out an application available on the team website as well as the pool. Applications will be screened by the coach.
- Section 2. Screened applicants shall sit for an interview with the coach. The interview will be scored, using a rubric.
- Section 3. Upon the offer of hiring, a candidate must agree to a background check. Candidates will use the background check form provided by the coach. When the coach receives a clean background check, the candidate will be submitted to the board for hire. The board will vote to hire at the next meeting or by email or phone.
- Section 4. Upon the offer of hiring, a candidate must have a valid USA Swimming Coach Card. This can be obtained by completing the following: Safety Training, CPR Certification, and Athlete Protection.
- Section 5. Upon receiving the USA Swimming Non-Athlete/Coach Certification, the candidate has one year to complete two Coach Education courses online, scoring a passing score.
- Section 6. Failure to complete the Education courses online within the year time frame will result in immediate termination.
- Section 7. An annual evaluation and review will be administered by the coach at least once a year. The results of the review will be filed in the secretary's records.
- Section 8. All employees must keep their USA Swimming Non-Athlete/Coach Certification valid from date of issue. Failure to do so will result in immediate termination.

## **ARTICLE 12. VOLUNTEER POLICY**

- Section 1. Any person wishing to volunteer to the Arizona Seals Swimming Academy shall fill out an employee application.
- Section 2. The volunteer must submit to an interview with the coach and a background check.
- Section 3. After successful completion of the interview and background check, the volunteer's name shall be submitted to the board for final approval. This can be done through email, phone, or a meeting.
- Section 4. Upon approval from the board, the volunteer may begin working with the coach.
- Section 5. Before a volunteer can work directly with any swimmer, the volunteer must obtain a valid USA Swimming Non-Athlete/Coach certification card.

## **ARTICLE 13. AMENDMENTS**

- Section 1. Bylaws will be reviewed at the annual parent meeting; however, these Bylaws may be amended at any regular meeting of AZ Seals, with at least twenty (20) active members present, by majority vote of the membership in attendance, provided that the proposed amendment has been previously submitted in writing to the President and Board for study at least thirty (30) days prior to the scheduled meeting or by a majority vote through email. The majority vote of those in attendance at the meeting or the majority vote of people who respond to the email within the given timeframe will be considered the final vote.
- Section 2. Any circumstance not specifically covered in the above Bylaws shall be considered on its individual merits by the Board.
- Section 3. Voting to revise or amend these bylaws shall take place by voting.
- Section 4. In addition to voting at scheduled meetings Board Members may propose, motion, and vote via email, conference video/phone call, or by proxy in the form of written authorization including Board Member's name, agenda item number, "yea" or "nay" vote, signature, and date. The majority vote of those in attendance at the meeting or the majority vote of people who respond to the email within the given timeframe will be considered the final vote.

## **ARTICLE 14. DISSOLUTION**

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code, or shall be distributed to the federal government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located,

exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.