

SWIM FORT LAUDERDALE MASTERS BOOSTER CLUB, INC. BY-LAWS

**These amended by-laws were voted and passed at the board of directors meeting of
Swim Fort Lauderdale Masters Booster Club, Inc. on November 24, 2014**

Signed: _____ David Boudreau, President

ARTICLE 1: NAME AND LOCATION

The name of the corporation is Swim Fort Lauderdale Masters Booster Club, Inc. The principal office of the corporation for the transaction of its business is 501 Seabreeze Boulevard, Fort Lauderdale, Florida 33316. The corporation may have other office, or offices, from time to time as may be designated by its Board of Directors or Executive Committee.

ARTICLE II: PURPOSES & OBJECTIVES

The mission of the Swim Fort Lauderdale Booster Club, Inc. is to build a positive community among swimmers, coaches, swim families and the City of Fort Lauderdale Aquatic Complex, both in training and competition.

- a. To ensure financial viability and stability of the Swim Fort Lauderdale Masters Booster Club, Inc. ("Booster Club").
- b. To promote and support the activities of the Swim Fort Lauderdale Masters Team, its coaches, and team athletes. The Booster Club also will exist to encourage volunteerism among athletes and other affiliated participants.
- c. To contribute to the morale of the swim team by providing activities designed to subsidize the costs of team and coaches' supplies, equipment and travel. Additionally, the Booster Club will promote and support competition meets; outfit members with team logo gear and underwrite selected social events.
- d. To raise funds for the team primarily by initiating and working projects at locally hosted swim meets. These initiatives will include the sales of team logo items; staffing of refreshment concession facilities and operating swim meet related functions such as timing and officiating. Additionally the Booster Club will undertake other non-swim meet fundraising activities that are consistent with its objective to enhance and support Swim Fort Lauderdale Masters.

ARTICLE III: MEMBERSHIP

- a. Membership to Booster Club shall be available to active, dues paying members of the Swim Fort Lauderdale Masters Team, their families, and sponsors who are in good standing with the organization.
- b. Only members of the Booster Club shall be eligible to participate in the business meetings.
- c. Only voting member of the Booster Club may serve in any of its elective or appointed positions. A voting member of the Booster Club is defined as an active, dues paying member of the Swim Fort Lauderdale Masters Team.

ARTICLE IV: BOARD OF DIRECTORS AND ELECTION

Section 1. Composition and terms of service

- a. A board of four (4) voting directors will govern the Booster Club.
- b. The voting board of directors will be comprised of a:
 1. President
 2. Vice president
 3. Recording secretary
 4. Treasurer
- c. Additionally two (2) non-voting board members shall serve as advisors to the board and attend Booster Club meetings accordingly. These members will include the Swim Fort Lauderdale Masters head coach and a City of Fort Lauderdale Aquatic Complex representative.
- d. Two members of the same family shall not serve on the board of directions simultaneously.
- e. Each board of directors' member shall serve for a term of two (2) years. However to allow for staggering of term expirations, inception initial terms for president and treasurer shall be for three (3) years and inception initial terms for vice president and secretary will be for two (2) years
- f. Each term will commence on the first day of February each calendar year.

Section 2. Directors and their Election:

- a. Directors shall be elected during an annual meeting held in January of each year.
- b. A person shall not be eligible to serve more than two (2) consecutive terms in the same office, but may stand for re-election at that time if no other candidate is duly nominated.
- c. There shall be a nominating committee composed of three (3) members who shall be appointed by the board of directors at the November monthly board of directors meeting. The president shall appoint a chair.
- d. The nominating committee shall nominate one person for each office to be filled and report its nominee slate at the December monthly board of directors meeting. In order to be nominated, a person must be a member in good standing of the Swim Fort Lauderdale Masters. The slate of nominees will be included in the notice of the annual meeting. Additional nominees may be accepted from the floor of the annual meeting.
- e. Only those persons who have consented to serve if elected shall be nominated.
- f. Members of the nominating committee may be elected to office.
- g. Only active, dues paying Swim Fort Lauderdale Masters Team members are eligible to vote.
- h. A majority of votes shall elect the specific director. In the event that a majority is not clearly established, written ballots can be collected and counted.
- i. Vacancies on the board occurring between annual elections shall be filled by a majority vote of the remaining board members, at their discretion. The term of office of the vacancy shall commence with the date of nomination and vote of approval and remain in effect until the date of the next annual meeting.
- j. Any member of the board of directors who is absent for three (3) consecutive meetings, unless he/ she shall present satisfactory excuses, shall be deemed to have resigned as a member of the board. In the event of resignation by way of lack of attendance, the board member may be reinstated by a majority vote of the remaining board members.

ARTICLE V: DUTIES OF DIRECTORS

- a. The president shall preside at all meetings of the booster club and shall perform such other duties as may be required by the booster club or its board of directors, and shall coordinate the work of the directors and committees of the booster club in order that the purposes and objectives of the booster club may be promoted
- b. The vice-president shall act as aide to the president and shall perform the duties of the president in the absence or disability of that director to act.
- c. The recording secretary shall record the minutes of all meetings of the board of directors and the general meetings of the booster club and shall perform such other duties as may be delegated.
- d. The treasurer shall have custody of all of the funds of the corporation; shall keep a full and accurate account of receipts and expenditures; and shall make disbursements as authorized. Three signatures shall be on file at the bank. The treasurer shall present a financial report at each meeting of the board of directors or at other times when requested by the board of directors and shall make a report at the annual meeting. The treasurer shall be responsible for the maintenance of such books of account and records.

ARTICLE VI: CUSTODIANSHIP OF PROPERTY

- a. The board of directors or its designee shall be responsible for the on-going custodianship of Booster Club property, real or collateral; including team gear.
- b. Booster Club property may be acquired, used or disposed of in accordance with the directions of the board of directors.
- c. The board of directors shall not incur any debt or liability exceeding the net assets of the Booster Club.

ARTICLE VII: COLORS, DESIGN AND INSIGNIA

The board of directors in coordination with the City of Fort Lauderdale may adopt insignia, colors, mascot, logo, design, trademarks, badges, flags and banners as it deems desirable and may change them from time to time at its discretion.

ARTICLE VIII: SIGNATURES AND CONTRACT DOCUMENTS

- a. Formal documents and contracts require the approval of the board and the signature of two (2) directors of the board, one of which will be the president.
- b. The board may approve certain expenditures or contracts at formal meetings and thereby authorize the activity without the two signatures.
- c. Renewals and/or on-going programs may be excluded with board approval.

ARTICLE IX: SPECIAL COMMITTEES

- a. Power to form special committees and appoint their members rests with the board of directors.
- b. The president shall be a member, ex-officio, of all committees, except the nominating committee.

ARTICLE X: MEETINGS

Section 1. Regular board of director meetings

- a. Regular meetings of the board of directors will be held quarterly. As necessary the Board may conduct other meetings at their discretion. Board business that is conducted via electronic means (email) is also subject to Roberts' Rules of Order.
- b. If changes to a scheduled meeting are necessary, it will be the responsibility of the president to coordinate the change and notify board members as soon as possible.
- c. Regular meetings will be held at the Booster Club's principal office but can be held at other locations at the board's discretion.
- d. Order of business will normally be roll call, previous meetings minutes approval, reports, old and/or open business, new business and adjournment.

Section 2. Booster club general membership meetings

- a. Meetings of the booster club general membership shall be held up to four (4) times per year.
- b. The purpose of the general membership meetings will be to conduct business of the Booster Club at large, including but not limited to, updates on all board and committee activities, swim team competitions and affiliated events; as well as other business request by the board of directors.

Section 3. Annual meeting

- a. The annual meeting will be held in January of each year. A notice of the meeting date, place and time will be distributed at least thirty (30) days in advance.
- b. The annual meeting shall be held for the purpose of election of directors, transacting general business of the Booster Club and to conduct such other business as may be requested by the board of directors.

Section 4. Special meetings

- a. A special meeting may be called whenever at least three (3) members of the board request it.
- b. Whenever a special meeting is called a minimum of seven (7) day notice is required unless otherwise agreed upon.
- c. Notice of a special meeting must state the purpose of the meeting.

ARTICLE XI: QUORUM

- a. Three (3) members of the board of directors shall constitute a quorum for the transaction of business in any meeting of the board of directors.
- b. In the event a board member is unable to attend a meeting during which a quorum has not been established, written or email approval can be furnished for purposes of approving a proposal or motion

ARTICLE XII: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order, Newly Revised shall govern the board of directors meetings in all cases were they are applicable.

ARTICLE XIII: AMENDMENTS

The bylaws of the Swim Fort Lauderdale Masters Booster Club may be amended at any regular meeting of the board of directors by a 75% vote of the board members present at such meeting or by proxy.

ARTICLE XIV: DISSOLUTION

The corporation may be dissolved by a two-thirds majority vote of the voting members of the Swim Fort Lauderdale Masters Booster Club, Inc. If the corporation is dissolved, the board of directors is responsible for ensuring that all debts and obligations are paid, and the appropriate record retention consistent with regulatory retention requirements. The board of directors is also responsible for the disposition of all materials and assets that shall be donated to another organization.