

CONSTITUTION & BYLAWS [Revised Oct 29th, 2023]



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ARTICLE I: NAME

This non-profit organization shall be known as the Hornet Age Group Swim Club, also doing business as the "Hornet Swim Club," hereinafter referred to as the "Club" or HOSC."

ARTICLE II: Purpose

The purpose of the club shall be:

1. To organize and promote competitive swimming for young people of the Southeast DuPage County area;
2. To promote the physical and personal development of all swimmers in the Club;
3. To provide a high level of swimming activity through competitive swimming programs geared to challenge and advance each swimmer's ability level;
4. To provide for raising of funds for the maintenance and well-being of the Club;
5. As an Illinois not for profit (EIN 39-1992814) organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

ARTICLE III: Offices and Registered Agent

1. The principal office of the club shall be located in DuPage County, Illinois. There may be other such offices, as the Board of Directors shall designate
2. The office registered with the Secretary of State may be changed by the Board of Directors as necessary.
3. The Club shall annually file a registered agent with the Secretary of State; the registered agent may be changed by the Board of Directors, as necessary.

ARTICLE IV: Membership

1. The membership of the Club shall be comprised of:
 - a. All "Registered Swimmers" who are currently registered as members of the Club and whose registration is in good standing with the club, USA Swimming and other regulatory bodies as necessary.
 - b. The professional coaching staff employed by the Club, and
 - c. The members of the "Parent Association."

Any person may become a "Registered Swimmer" upon passing the minimum skill test established from time to time by the Head Coach and payment of such registration fees as the Board of Directors and/or USA swimming or other regulatory bodies may from time to time establish for the then current season; provided, however, that any swimmer previously expelled from the Club, pursuant to Items 4 and/or 5 below, may not be reinstated to membership without the affirmative vote of a majority of the Board of Directors.

The "Parent Association" shall be comprised of the interested parent(s) or guardians of the Registered Swimmer(s) and of any swimmer who was a Registered Swimmer in the immediately



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previous season, who is not currently registered as a swimmer with any other age group swimming organization, club, or team registered and/or chartered by USA Swimming. Any such parent or guardian may become a member of the Association upon payment of such seasonal dues, if any, as the Board of Directors may from time to time establish; provided, however, that any member previously expelled from the Association, pursuant to Item 4 below, may not be reinstated to membership without the affirmative vote of a majority of the Board of Directors.

2. All members of the Club shall be bound by the Constitution and By-Laws of the Club in force.
3. Members shall not:
 - a. Participate in or otherwise aid any movement or campaign which is adverse to the interests of the Club; or
 - b. Participate in or otherwise aid in any movement or campaign, the purpose of which may be to interfere with the policies, practices, tactics or methods of the Club or Club staff involved in Club activities.
4. Any member guilty of violating Item 3 above may be expelled or suspended by the affirmative vote of a simple majority of the Board of Directors.
5. A Registered Swimmer may be expelled or suspended from the Club for egregious conduct, upon the recommendation of the Head coach and the affirmative vote of a majority of the Board of Directors.
6. All athletes participating in the water during Hornet Swim Club practices shall be registered athlete members of USA Swimming.
7. The professional coaching staff of the Hornet Swim Club shall all be current USA Swimming Non-Athlete members of USA Swimming.
8. The Hornet Swim Club and all of its team members will abide by all USA Swimming/ISI Rules and Regulations during practices and competitions and while representing the Club in any way.

ARTICLE V: Responsibilities of the Parent Association

1. Uphold the rules and fulfill the objectives of the conference(s) and association(s) to which the Club belongs including USA Swimming, Inc., and Illinois Swimming, Inc.
2. Organize, develop, and maintain an active swim team program.
3. Provide assistance as required by the Head Coach and Board of Directors in training, practice periods, team time trials, and other assistance as required.
4. Assist as required by the Head Coach and Board of Directors in competitive swimming meets by providing trained officials/volunteers (as appropriate) for timing, judging, scoring and starting; eligible for account reimbursement as determined by USA Swimming and IL Swimming regulations and the Board of Directors.
5. Provide "Host" and other subsidiary meet functions as herein specified; fulfill volunteer requirements at "hosted" home meets, subject to additional requirements or responsibilities as determined by the Board of Directors.
6. Provide and maintain meet record keeping and award functions.
7. Provide for periodic recognition of performances and achievements for the Registered Swimmers through publicity, announcements, and awards.



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8. Coordinate activities with those of the relevant local high school aquatics programs through the Head Coach and Board of Directors.
9. Coordinate activities of mutual interest with relevant local high school aquatics booster clubs and similar athletic support organizations.

ARTICLE VI: Board of Directors

1. The Board of Directors shall consist of at least seven (7) and no more than nine (9) voting positions: President, President-Elect, Vice President, Secretary, Treasurer, Treasurer-Elect, ISI Registrar, External Relations Liaison and Head Coach. As necessary, the position of Past President shall be appointed as a non-voting advisory board member. The term of all elected officers shall be two years, or until their successors qualify and are elected; with the exception of the Head Coach position who may be appointed to continuous terms so long as they remain in the Head Coach position. Each member of the Board of Directors shall be a member of the Club in good standing at the time of election and during his/her term of office, also registered with USA Swimming, IL Swimming or other regulatory bodies as necessary.

Positions to be elected in even-numbered years:

- Second President
- Vice President
- Treasurer
- Secretary

Positions to be elected in odd-numbered years:

- First President
- ISI Registrar
- Treasurer-Elect

Standing position(s):

External Relations Liaison

2. The Past President is the President whose term has most recently completed. The term of the Past President shall be one year, or until their successor is identified.
3. In the event of a vacancy on the Board of Directors, the remaining Board members shall appoint a successor to fill the vacancy for the remainder of the term, except in the case of the Past President. Vacancy of the Past President position is to be filled in order of the most recently serving Past President. If no such Past Presidents are available then remaining Board members are empowered to appoint a successor to fill the vacancy for the remainder of the term. All appointments shall be nominated and confirmed by a simple majority vote of board members present at any regular board meeting.
4. Quorum for all Board meetings shall consist of at least two-thirds (2/3) of currently appointed and/or duly elected board members and quorum shall be required for any matter requiring a Board vote.



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5. Only Board members in good standing may vote at the Board of Directors meetings. For all votes where potential conflicts of interest exist, such as disciplinary issues of a child or family relation, head coach salary and/or retention, board discipline or similar, board members in question shall be ineligible to cast a vote on those matters and shall recuse themselves from such decisions.

Article VII: Duties and Authority

1. The First President and Second President shall preside at all meetings of the Club and/or the Parent Association and shall have general responsibility for the yearly activities of the Club. They shall be ex-officio members of all committees. They shall exercise signing authority over all bank accounts of the Club in conjunction with the ISI Registrar in the case of any bank accounts used for meet fees, and the Treasurer in the case of all accounts of the Club. The Presidents, or their designees, are specifically required to review all proposed contracts prior to execution. Parent volunteer committees reporting to the Presidents may be formed as needed.

First President shall have the following additional responsibilities:

- Reviews – Make sure that all performance reviews are completed in accordance with Article VI, Item 13
- Personnel – Facilitate the Board's resolution of any personnel issues
- Cooperatively develop partnerships and sponsorships in the community, in partnership with the External Relationships Liaison; Manage the relationship with any consultants, such as dryland trainers, graduate students, or sports medicine partners
- Goals – Lead Board oversight, awareness and periodic updating of short term and 5-Year goals in support of Club benefit and the USA Swimming Club Recognition Program.
- Address any parent concerns raised from the membership
- Address any concerns raised from the coaching staff
- Other duties as required to maintain club operations

Second President shall have the following additional responsibilities:

- Reviews – Make sure that all performance reviews are completed in accordance with Article VI, Item 13
 - Personnel – Facilitate the Board's resolution of any personnel issues
 - Cooperatively develop partnerships and sponsorships in the community, in partnership with the External Relationships Liaison; Manage the relationship with any consultants, such as dryland trainers, graduate students, or sports medicine partners.
 - Goals – Lead Board oversight, awareness and periodic updating of short term and 5-Year goals in support of Club benefit and the USA Swimming Club Recognition Program.
 - Address any parent concerns raised from the membership
 - Address any concerns raised from the coaching staff
 - Other duties as required to maintain club operations
2. The **Past President** acts as a consultant and works on projects as requested by the Board. The Past President assists with respect to personnel matters & to provide advice on any matters before the Board of Directors.



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- The Past President position is a non-voting Board of Directors position;
 - Parent volunteer committees reporting to the Past President may be formed as needed.
3. The **Vice President** shall perform the duties of the Presidents in the absence of both Presidents and when so acting shall have and may exercise the powers of the Presidents, excepting any duties specifically so empowered by the Board of Directors. The Vice President shall review, ensure compliance (i.e. special event approval), coordinate and maintain the club's insurance (i.e. Directors & Officers, Workers Compensation, USA Swimming). In addition, the Vice President is responsible for:
- Fees & Registration – Recommend fee structure to the Board in advance of the coming session and manage the online registration process. Ensure that family mailbox folders are in place at appropriate facilities for each member family;
 - **USA Swimming Liaison** – make sure the Club is recognized with the highest designations it qualifies for, compliance with USA Swimming and Illinois Swimming policies and USA Swimming registration for new and renewing swimmers;
 - Forming Parent volunteer committees reporting to the Vice President as needed
 - Other duties as required to maintain club operations
4. The **Treasurer and/or Treasurer-Elect** shall:
- Pay authorized bills and invoices in a timely fashion;
 - Receive, collect, disburse, have custody of, and be responsible for all funds and securities for the club;
 - Work cooperatively with the ISI Registrar to maintain a separate dedicated bank account for the purpose of receiving and disbursing meet fees;
 - Establish, maintain and ensure security of bank signature cards, online passwords and similar documents or information;
 - Render a written financial report to the Board of Directors and be prepared to make a report at each Board Meeting and at each meeting of the Parent Association;
 - Maintain Club financial records including planning schedules and budgets.
 - Process payroll, including bonuses;
 - Review and process reimbursement requests;
 - Reconcile team records with account statements;
 - Collect on delinquent accounts of all kinds including dues, fees, penalties or fines and meet fees;
 - Prepare monthly statements;
 - Prepare and present annual budget;
 - Check the Club PO Box and distribute correspondence to appropriate Directors or other recipients in a timely fashion;
 - Provide and count cash and cash boxes for team events such as hosted meets.
 - Handle receipt and reconciliation of special event fund collections (i.e. championship shirts, cap orders, dinners, etc.)
5. The **Secretary** shall:
- Prepare the agenda as well as record and maintain the minutes of the Parent Association and Board Meetings;



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- Read and maintain all non-financial records of the club including policies and contracts;
 - Maintain the Constitution & Bylaws of the Club;
 - Provide copies of the Constitution & Bylaws of the Club to all Board members upon taking office as needed;
 - Inform all members of the Parent Association, the Coaches and Board of Directors of each Association meeting and all members of the Board of Directors of each Board meeting as well as the Annual Meeting;
 - Oversee the Club newsletter if not completed by the Head Coach
 - Parent volunteer committees reporting to the Secretary may be formed as needed.
 - Website content if not completed by the Head Coach
 - Keeping web calendar up to date with practice changes and meets;
 - News articles, club information, meet information, etc.
6. The **ISI Registrar** shall:
- Notify members of the ISI meets which the Club will attend and the registration deadline as established by the Head Coach and ISI Registrar;
 - Collect meet fees for all meets in which a swimmer has been entered if not canceled prior to submission of entries to the meet host. This includes the collection of past due meet fees – working cooperatively with the Treasurer and Assistant Treasurer as needed;
 - Address meet related fee questions;
 - Receive, collect, disburse, have custody of and be responsible for all funds in the bank account used to process meet fees and shall coordinate with the Treasurer with respect to any and all necessary transfers of funds between this account and any and all other accounts of the Club.
 - Reconcile team records with the bank account that is used to process the meet fees on a monthly basis;
 - Render a written financial report to the Board of Directors and be prepared to make a report at each Board Meeting and at each meeting of the Parent Association including at least fees paid out, fees collected, outstanding balances and the reconciliation with the bank account statements for the account or accounts used to process the meet fees;
 - Send entry forms and check for meet fees in a timely manner to the host team as specified in the meet packet for meets the Club is scheduled to attend;
 - Parent volunteer committees reporting to the ISI Registrar may be formed as needed.
7. The **External Relations Liaison** is a strategic role that is primarily focused on vendor management, promoting the club in the community, and overseeing the social activities of the club. The role shall report to the First Co-President and is responsible for the development and enhancement of the Clubs presence within the communities in which it practices and/or has members, including but not limited to:
- Publicity – such as articles in local papers, general advertising and coordinating with the team tryout coordinators;
 - Developing strategic partnerships and sponsorships within the community;
 - Optimizing fundraising opportunities including but not limited to the Swimathon. The Swimathon Chair shall report to the External Relations Liaison;



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- Team Participation in community events (i.e. parades);
 - Vendor Management – identify and engage vendors for suit fittings, caps, meets, sponsors, team and championship t-shirts, and spiritwear.
8. The Head Coach is the primary Board interface with the swimming operations of the Club. The Head Coach shall perform all duties and functions required to maintain swimming operations including practices and meets including but not limited to all activities specifically enumerated in the currently executed HOSC HEAD COACH EMPLOYMENT CONTRACT.
 9. The **Board of Directors** shall maintain the control and management of the affairs of the Club and the Parent Association. It shall be the duty of the Board to prescribe and guide the activities and direction of the Club. The Directors shall act as liaison for any and all standing committees of the Club and the Parent Association.
 10. The **Board of Directors** shall convene and meet for the purposes herein stated as and when necessary and at such meetings shall make policy and authorize functions and conduct of the business of the Club. However, if and when necessary, the Board may authorize specific items of business by means of a President polling the individual members of the Board. Such specific items of business shall be deemed to have been authorized by the Board if individually authorized by a simple majority of the Board members affirmative vote, at the next meeting of the full Board, so that such actions and/or authorizations shall appear in the minutes of the Board of Directors, as authorized as of a specified date.
 11. **Performance Reviews** – As needed, the Board of Directors shall conduct a written performance evaluation of the Head Coach, as determined necessary by board vote. The review will be presented by both Presidents or a President and Past President. Other coaches shall receive written performance evaluations as needed by the Head Coach and Board of Directors. The reviews will be presented by the Head Coach and a parent member of the Board designated by the Co-Presidents.

Annually, the Board shall vote on all coaching positions: a simple majority affirmative vote of Directors being required for coach hiring, salary, retention, extension, termination or other similar contract matters for each salaried contract coaching position in which terms are to be dictated per currently active, and executed coaching contracts. The Head Coach shall recuse themselves from all votes on matters of Head Coach hiring, salary, retention, extension, termination or other similar contract matters.
 12. A budget for the next fiscal year shall be prepared by the Board of Directors with the assistance of the Past President, both Presidents, and the Treasurer, for presentation and approval at the first annual meeting of members. A copy of this budget shall be distributed not later than ten (10) days prior to this meeting.
 13. The books of the Club shall be closed each year (on or before date) to be reviewed by a qualified individual or firm other than the Treasurer and approved by the Board.
 14. **Contracts** – All contracts must be approved in advance by simple majority vote of the Directors. The Presidents, or their designee, are specifically required to review all proposed contracts prior to execution.
 15. The Board of Directors will be eligible for a partial reimbursement of registration fees in recognition of the volunteer hours provided to the Club.



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- All Board Positions exclusive of the Head Coach, at the beginning conclusion of a session, will be eligible for a 50% reimbursement of session fees. Contracted coach reimbursement schedules to be excluded from Board reimbursement amounts and negotiated directly through appropriate coaching contracts.
 - The reimbursement amount will be calculated at the rate of one swimmer, at the highest billed group fees. For example, a board member with two swimmers in entry level groups will be eligible for a 50% reimbursement of the highest billed group registration fees for one swimmer.
 - The reimbursement of fees will be applied periodically throughout the Club year to coincide with the end beginning of each registration session (currently Fall, Winter, Spring, and Summer).
 - The approval of reimbursements for each board member and all parent positions will be voted upon and approved by a simple majority of the Board at the last regular board meeting before the end of each registration session.
 - Reimbursements to the Board of Directors and designated Parent Positions will only be considered for a vote if the reimbursements will not cause the Club to report a financial loss at the time of the vote or for the calendar year.
 - The Board will provide all Parent Positions with quarterly notice in advance if the reimbursement for volunteer positions will be considered based upon Club financial performance at that time.
16. Committee Oversight - The following committees will have a parent volunteer chairing them and report to the External Relations liaison:
- Social – Responsible for coordinating team dinners at travel meets, championship dinners, holiday party and annual banquet;
 - Travel Coordinator – Arranging hotel accommodations for travel meets - Apparel– Managing Coach apparel and the offering team suits, caps, apparel and equipment to swimmers, parents and coaches.
 - AD HOC – Parent volunteer committees reporting to the External Relations Liaison may be formed as needed.
17. Additional **Parent Positions** may be created to handle additional club work. These non-voting roles are not included as members of the Board of Directors.
- The Parent Positions, and the need for such positions, will be determined by the Board of Directors prior to the Annual Meeting.
 - The Nominating Committee will recommend parents for these positions.
 - The Board of Directors will appoint recommended parents to these positions.
 - The Parent Positions will be eligible for reimbursement of a portion of session fees, as outlined in Section 17. The reimbursement amount will be calculated at the rate of one swimmer, in the group with the highest session fees.
 - The reimbursement percentages will be determined by the requirements of the role, time commitment involved, and are subject to Board of Director approval and vote.



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18. The following **Parent Positions** will be created which may be changed or modified as needed by the Board of Directors, with reimbursement amounts to be communicated at the time of position created:
- Calendar Manager/Pool Liaison/Special Events Coordinator: Develop and maintain relationships with the pool directors or responsible authorities at all facilities used by the club. This includes negotiating, implementing and managing contracts/special events. Invoices for facility are to be reconciled with actual usage and then submitted to the Treasurer with payment instructions; - up to 50% of fee reimbursement per full season Sep-Aug
 - Website Updating - updating news, links, etc. up to 30% of fee reimbursement per full season Sep-Aug
 - Meet Director/Deck Referee – up to 50% of fee reimbursement per full season Sep-Aug
 - Team Unify/Website Updates – up to 30% of fee reimbursement per full season Sep-Aug
 - Officials: Subject to the successful completion and maintenance of USA and IL Swimming eligibility requirements, and subject to the HOSC Meet Official Credits, officials may be eligible for account reimbursement up to \$450 per full season Sep-Aug.

ARTICLE VIII: Annual Meetings and Elections

1. An annual membership meeting of the Club shall be held for the purpose of electing the Board of Directors and transacting any and all business, which shall properly be brought before the Parents' Association. The family of each Registered Swimmer in good standing shall be designated one (1) vote, regardless of the number of swimmers, shall have one vote.
2. The annual meeting shall occur between January 31 and March 31. All current members of the Club in good standing, as of January 1, shall be advised of the time and date of the meeting by U.S. Postal Mail, or prominent posting on the Club web site and a dedicated email clearly stating the subject not less than one (1) week prior to the date of such meeting.
3. The Presidents may appoint a nominating committee composed of two (2) Board Members and three (3) members of the Parent Association. The duty of this committee is to nominate candidates to fill vacancies on the Board created by expiring terms. Service on the nominating committee shall not disqualify a member from nomination. Additional nominations from the floor of the annual meeting will be accepted prior to the voting on slated candidates. Is this part of the annual meeting?
4. Voting shall be conducted at the annual meeting by numbered ballots after the nominations are closed.
5. Board Members shall be elected to their positions by a two-thirds (2/3) vote of the members in good standing present at the annual meeting.
6. The Board of Directors shall assume their elected offices on April 1.
7. Voting by proxy in any meeting shall not be allowed.
8. Robert's Rules of Order shall govern the conduct of all meetings of the Board and in all situations not covered by these By-Laws.



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ARTICLE IX: Amendments

1. Amendments to the Constitution & By-Laws may be initiated by recommendation of the Board of Directors, or by petition to the Board of Directors, signed by eight (8) members of the Parent Association.
2. An Amendment may be added as an agenda item at the annual meeting and shall be adopted as proposed or as modified by a two thirds (2/3) vote of the members present at the annual meeting.
3. Amendments to the By-Laws may be adopted at any meeting of the Club by a majority of the members present at such meeting; provided however, that notice of such meeting shall have been sent by mail, elec or signed for, if hand distributed, to all then current members of the Parent Association not less than one (1) week prior to the meeting.

ARTICLE X: Dissolution

Upon dissolution of the association, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(C)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax 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 of by the Court of Competent Jurisdiction of the county in which the principal office of the associate is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XI: Indemnification of Officers, Directors, Employees and Agents

Annually the Board of Directors shall secure and maintain in force a Directors and Officers Insurance policy commensurate with the coverage required for the Directors and Officers of the club.

The Club shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Club) by reason of the fact that such person is or was a director, officer, employee or agent of the Club, or who is or was serving at the request of the Club as a director, officer, employee or agent of another Club, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Club, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment or settlement, conviction or upon a plea of nolo contendere or its equivalent, shall not, or itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interest of the Club, and with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

Adopted April 3, 2000

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Amended June 1, 2001

Amended September 21, 2004

Amended March 22, 2014

Amended March 26, 2017

Amended July 10th, 2022

Amended September 17th, 2023

Amended October 29th, 2023