

CMSL, Inc. Bylaws

Article I: Identification

Section 1. Name: The name of the Corporation is THE CENTRAL MARYLAND SWIM LEAGUE, INCORPORATED (hereinafter the "Corporation").

Section 2. Seal: The seal of the Corporation shall be circular in form with the name of the Corporation and the word "Maryland" inscribed around the outer edge, and in the center shall be inscribed the words *Incorporated* and *1978*.

Article II: Purpose

Section 1. The purpose of the Corporation is to provide competitive swimming programs for children of member summer swim clubs and pools and to promote love for the sport, advance aquatic skills, teamwork, and the principles of good sportsmanship.

Article III: Membership

Section 1. Continuing Membership and Swimmer Eligibility

- a. Membership in the Corporation shall be limited to those pools or pool organizations which maintain outdoor swimming facilities primarily organized for family recreational swimming during the summer months. Only children of dues-paying full-family members of such pools or pool organizations shall be eligible to swim in CMSL competition. A "full-family membership" shall be defined as one which entitles the head of a household, his or her spouse if residing at the address, and all children up to 18 years or the summer season immediately after graduation from high school, also residing at the address, full access and full use of the swimming facilities without the payment of any additional dues or fees during the pool's operating hours for the Summer season. This does not preclude the payment of additional fees for participation on the swim team which may be required by the pool organization or swim team. Further, no pool or pool organizations shall have any rules or regulations which would in any way prohibit or discriminate against the child of any such full-family member so as to preclude the child from swimming in CMSL competition. Any exceptions to the above requirements must be approved by the Board of Directors by a simple majority.
- b. All swimmers, coaches, and teams shall be covered by an insurance policy determined by the CMSL Board of Directors.
- c. No later than Monday before the first Saturday meet of the current season, all clubs shall transmit electronically, two copies of the team's roster (one roster shall be broken down by age group for each sex, with the names listed alphabetically and shall include the birth date of each swimmer and another listed alphabetically) and an alphabetical list of all insured swimmers as provided by the insurance carrier to the chairperson for each division of the Rules, Grievance, and Ethics Committee and the chair person of each division will forward all rosters and lists of insured swimmers per team, accompanied with the following signed

statement (also appended as Exhibit A) to the Secretary to file for future reference. The secretary is to file all items collected in the CMSL Designated filing system.

Additions to rosters shall be clearly marked and list of insured swimmers should be clearly marked and follow the same procedure.

I, _____, (Team Representative) hereby attest that each and every team member listed on the attached roster and all subsequent additions to this roster is a child of a full-family member of the _____ (Club Name) and that the parent(s)/guardian(s) of each child are entitled to all rights and privileges of said club. I further promise and agree that I, our coaches, and our team, will abide by and comply with the Bylaws and other rules and regulations of the CMSL.

Club Name Team Rep

I, _____, (Coach) have read and agree to abide by and comply with the Bylaws and other rules and regulations of the CMSL.

_____ Club Name _____ Coach

- d. Violation(s) of the requirements for membership and/or eligibility of swimmers, or the intent of these requirements, or failure to follow dual/tri-meet procedures, or failure to file a certified roster in accordance with this Article, may, by action of the Rules, Grievance, and Ethics Committee, following consultation with the Board, result in forfeiture of all meets in which an ineligible swimmer participated or where dual meet procedures were not followed, or in which a team participates prior to filing a certified roster. Repeated, willful and/or flagrant violations may result in suspension, expulsion or any other sanction which the Board deems fit.

Section 2. New or Additional Members

- a. New applications will be considered if the applicant club has a 25 yard or 25 meter course that has at least four seven foot lanes. The application must be received by January 31 to be considered for that year's season.
- b. Upon recommendation of the Board of Directors, approval of 3/4 of the representatives present at any regular or special meeting, and the payment of any required fees or dues, a pool or pool organization conforming to the following conditions shall become a member of the Corporation:
 - i. A pool or pool organization must conform to the requirements for continuing membership and swimmer eligibility as specified in Bylaw Article III, Section 1.
 - ii. Written application for membership shall be made to the Secretary of the Corporation.
- c. Each application shall be accompanied with the following written statement: The (Name of Club) does hereby agree that in consideration of its acceptance as a member of the Central Maryland Swim League, Inc., it will abide by and with the Bylaws and other rules and regulations of CMSL.

_____ Team Rep _____ Club President.

Notwithstanding the aforementioned conditions for membership, the refusal of the Board of Directors to recommend or the representatives to approve the application of any pool organization shall be without the obligation of further explanation.

Section 3. Termination of Membership

The Directors of the Corporation by affirmative vote of 2/3 of all the Directors may suspend or expel a member for cause. Default in the payment of any dues or fees owed by a member shall be considered as a "cause" for termination of membership", for example.

Section 4. Resignation

Any member may resign by filing a written resignation with the Secretary of the Corporation, but such resignation shall not relieve the member resigning of the obligation to pay any dues, assessments or other fees theretofore accrued and unpaid.

Section 5. Transfer of Membership

Membership is not transferable or assignable.

Section 6. Obligations of Members

Each member pool shall:

- a.. Make a firm commitment to participate actively in the program, deliberations and work of the Corporation.
- b. Support the entry of one or two swim teams in the League dual/tri-meet competition season.

Article IV: Representatives

Section 1. Each member pool shall designate a representative(s) to represent the member in all matters involving the Corporation. Such representatives shall continue to act until a successor has been designated by the member pool or club. The designated representatives shall be members in good standing of the member pool they represent. Swim team coaches are ineligible to serve as representative.

Section 2. Each member pool shall be entitled to cast only one vote, such vote to be cast by the designated representative, or in his absence, an alternate.

Article V: Officers

Section 1. The Officers of the Corporation shall be chosen by the Representatives at the annual fall meeting and shall be a president, a vice president, a secretary, and a treasurer. Except for the vice president, as chairperson of the Rules, Grievance & Ethics Committee, an officer shall neither hold any other office nor serve as chairperson of any standing committee nor shall he/she be a team representative, coach, or assistant coach of any CMSL team, or a member of the Maryland Officials Club.

Section 2. The officers of the Corporation shall hold office for two years. The President and Treasurer shall be elected in the even years while the Vice President and Secretary shall be elected in odd years.

Section 3. The Board of Directors may appoint such other persons as it shall deem necessary, which shall hold their offices for such times and shall exercise such powers and perform such duties that shall be determined from time to time by the Board.

Section 4. An officer or director may be removed from office by the Board of Directors whenever in its judgment the best interest of the Corporation will be served thereby.

Section 5. If the office of any officer becomes vacant for any reason, the vacancy shall be filled by the Board of Directors and the new officer so appointed shall serve for the balance of the predecessor's term.

Section 6. The President shall have active executive management of the Corporation, subject to the control of the Board of Directors. He/she shall preside at all meetings of members and the Board of Directors, discharge all the duties incumbent upon a presiding officer, and perform such other duties as these Bylaws provide or the Board of Directors may prescribe.

Section 7. The Vice President shall serve as the Chairperson of the Rules, Grievance & Ethics Committee and perform all other duties as prescribed by these Bylaws or the President. During the absence, disability or resignation of the President, the Vice President shall assume those duties on either a temporary basis or if required until the end of the President's term.

Section 8. The Secretary shall attend all meetings of the members and of the Board of Directors and shall keep a true and complete record of the proceedings of these meetings. He/she shall give notice and shall perform such other duties as these Bylaws may provide or the President may prescribe.

Section 9. The Treasurer shall keep correct and complete records of the accounts of the Corporation. He/she shall be legal custodian of all monies and other valuables that may, from time to time, come into the possession of the Corporation. He/she shall immediately deposit all funds of the Corporation coming into his or her hands in a depository in the name of the Corporation. He/she shall furnish at meetings of the Board of Directors or whenever requested by the Board, a statement of the financial condition of the Corporation, and shall perform such other duties as these Bylaws may provide or the President may prescribe. The Treasurer shall also solicit sponsors for the CMSL handbook and website.

Article VI: Board of Directors and Officers

Section 1. Number and Qualifications

The affairs of the Corporation shall be managed by its Board of Directors. The Directors shall consist of the Officers of the Corporation and the chairpersons of the standing committees listed below. These Chairpersons shall also be referred to herein as Directors. A Director shall be a member in good standing of any member pool of the Corporation.

Section 2. Meetings

Meetings of the Board of Directors may be held from time to time upon the call of the President or Secretary of the Corporation and upon at least three days' electronic notice.

Section 3. There shall be the following standing committees and each Chairperson shall serve as a Board member in the position of a Director: (a) Records, Statistics & Realignment; (b) Administration (includes Publications, Clinics, Multi-Team Tournament, & Software); (c) Rules, Grievance & Ethics (non-voting); (d) Officials & Insurance; (e) Awards; (f) Member at Large and (g) Immediate Past President.

a. Records, Statistics & Realignment chairperson shall perform the following duties:

1) Receive/archive (for the current season) the weekly meet results from each home team;

2) Receive, retain, and record all CMSL records (these are recorded on the CMSL event cards and are turned in by the team reps and must be signed by the meet official);

3) Publish the weekly standings and records;

4) Receive/archive the Straehle and Divisional meet results;

5) Inform awards chairperson of the division championship trophies to be awarded at the Straehle meet; and

6) Shall be charged with the placement of teams in each Division as follows: (i) At or shortly after the Annual Meeting, the Chairperson of the Realignment Committee shall select one representative from each Division to serve on his or her committee. If possible, the person chosen should be from one of the teams which finished near the middle of its Division during the previous competitive swim season and would thus be an unlikely candidate for a move to another Division.

b. Administration (includes Publications, Clinics, Multi-Team Tournament, & Software): Shall be responsible for the production and publication of CMSL handbook as well as the information maintained on the CMSL website and Yahoo! Group.

Shall organize and coordinate the June training session for all coaches, team representatives, stroke and turn judges, table workers, and other training required for the administration of meets. Shall coordinate Multi-Team Tournament among the participating

teams including but not limited to setting the date, determining the qualifying times in consultation with the coaches of participating teams, obtaining sanctioning for the meets, and arranging for all awards. Shall oversee and create policies for using Team Manager and Meet Manager software. The committee will set up a training session each year during the June clinic. The Chairperson will oversee a committee that has a representative from each division, which shall be voted on yearly at the spring meeting.

c. Rules, Grievance & Ethics shall perform the following duties.

(i) The Vice President shall be the chairperson of the Rules, Grievance & Ethics Committee and at the spring meeting each year, the representatives from each Division shall elect one Team Representative to represent the Division on the Committee.

(ii) This committee shall serve a term of 12 months commencing on May 31 of the year of appointment. It shall be one of the functions of this committee to review and make recommendations concerning any proposed changes to the Rules for Swimming Competition (RSC). This report shall be made at the Spring General Meeting.

(iii) Grievances must be submitted in writing to the Division Chairperson on the Rules, Grievance, & Ethics Committee by the Team Representative. Grievances related to

a meet must be submitted in writing to the Division Chairperson on the Rules, Grievance, & Ethics Committee by the Team Representative by 5pm the day following the completion of the meet and within 48 hours to the Chairperson of the Rules, Grievance, & Ethics Committee. (This is defined as when the official authenticates the meet results.) The written grievance must contain names of all concerned parties, the specific Rules of Swimming Competition (RSC) and/or Bylaw violated including the page number in the current CMSL handbook.

d. Officials and Insurance Chairperson shall provide liaison between the CMSL and the Maryland Officials Club as required. Shall ensure all teams practices are covered by insurance and all CMSL approved meets are sanctioned.

e. Awards Chairperson shall arrange for awards for all meets and championship trophies for the current season.

f. Member at Large shall perform duties as needed by any of the members of the board of directors.

g. Immediate Past President shall stay on board for one year as a non-voting member for continuity.

Section 4. The President shall appoint the chairperson of all standing committees except the Rules, Grievance & Ethics Committee.

Section 5. All other committee chairpersons shall select an appropriate number of persons to serve on their committees.

Section 6. Each committee shall have such duties, responsibilities and authority to act as shall be specified and/or approved by the Board of Directors. Decisions by the Rules, Grievance & Ethics Committee with regard to protests, violations and/or interpretations of these Bylaws or the Rules for Swimming Competition shall be final and binding on all parties.

Section 7. Each committee is empowered to perform such acts or to take such actions as are necessary for it to fulfill its responsibilities, but in no case shall any committee or member thereof spend, commit, or otherwise use funds of the Corporation in excess of the amount authorized for that committee's use for the purpose stated in the approved budget or otherwise authorized by action of the Board of Directors.

Section 8. The President may from time to time form special committees to handle matters not within the jurisdiction of the Standing Committees. The President, after appointing the chairperson of such special committee(s) shall either appoint the other members of the committee or request the chairperson to select the committee members.

Article VII: Meetings of Representatives

Section 1. General Meetings

There shall be two scheduled general meetings a year. Unless otherwise ordered by the Board of Directors, one such meeting shall be held in the spring and the other in fall. The regular

meeting in the fall shall be known as the Annual Meeting and shall be for the purpose of electing officers, receiving reports of officers and committees, and for any other business that may arise. The meeting in the spring shall have the purpose of approving new members, receiving reports of officers and committees, approving the budget and arranging the summer season schedule in the divisions.

Section 2. Special Meetings

Special meetings of the representatives may be called by the President or the Board of Directors. Upon a written petition submitted to the President, with a copy to the Secretary, signed by at least 1/3 of the members, the President shall call a special meeting. The notice that calls a special meeting shall state the purpose(s) for which the meeting is called and, except for trivial matters, business transacted at the special meeting shall be limited to that mentioned in the call.

Section 3. Notice

Notice of the date, time and place of regular meetings shall be at least 10 days prior to the meeting by electronic means or telephone.

Section 4. Quorum

A quorum at a general meeting or special meeting of the Corporation shall be one-third of the member teams. The only business that can be transacted in the absence of a quorum is to take measures to obtain a quorum, to fix the time at which to adjourn, and to adjourn or take a recess.

Article VIII: Dues

Section 1. A proposed budget, prepared by the Treasurer and approved by the Board of Directors shall be presented to the representatives for approval at the general meeting in the spring of each year.

Section 2. After review of the proposed budget, the Board of Directors shall determine the prorated share of the anticipated expenditures for each team including Multi-Team Tournament teams. These recommendations shall be submitted for approval and/or modification by the League at the General Meeting in Spring of each year.

Section 3. Dues shall be paid not later than 1st Sunday of June following approval of the budget.

Section 4. The funds of the Corporation shall be used for the defrayment of normal operating costs, including the procurement of ribbons for dual meets, awards for Division Champions, postage, and all printed forms necessary to run all meets. (Entry fees may be charged for Divisional Individual Championships and the Straehle Individual Championships to cover the cost of the awards, administrative expenses and officials' fees.)

Article IX: Corporate Acts

Section 1. All checks, drafts, and orders for the payment of money, notes and other evidence of indebtedness, issued in the name of the Corporation, and all written contracts and agreements to which the Corporation shall be a party, shall be signed by such officer or officers or agent or agents as the Board of Directors may from time to time designate.

Article X: Parliamentary Authority

Section 1. The rules contained in Robert's Rules of Order Revised shall govern the meetings of the Corporation in all cases to which they are applicable, and in which they are not inconsistent with the Bylaws or special rules of order of this Corporation.

Article XI: Amendments

Section 1. Amendments to these Bylaws may be initiated by the Board of Directors or in a written proposal submitted by a Team Representative on behalf of a member pool. Proposed amendments must be submitted in writing to all representatives of the member pools at least 10 days prior to any meeting of the members. A proposed amendment, if passed by a vote of at least 3/4 of the representatives present at such meeting of the members, shall be incorporated into these Bylaws and become effective immediately.