

# BYLAWS OF THE HIGHLAND SPLASH SWIM CLUB

## I. NAME

The name of this organization is the Highland Splash Swim Club, hereinafter referred to as the Club.

## II. PURPOSES

- A. The Club is organized and operated exclusively for educational and charitable purposes described in section 501 © (3) of the Internal Revenue Code. No part of the net earnings of the Club shall inure to the benefit of any private person or individual or board member or director of the Club. Furthermore, no substantial part of the Club's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Club shall not participate in any campaign activity for or against any political candidates.
- B. The purpose of the Club is educational and to promote good sporting conduct, self-discipline and self-confidence, while improving swimming ability among children. The Club will provide children with the opportunity to compete individually and as a team.

## III. MEMBERSHIP

- A. **Swim Team Members.** A swim team member, referred to as a swimmer, is a child who is accepted as a member by the coaches and pays the appropriate fees and is between the ages of 6 – 18 with a valid City of Highland pool pass.
- B. **Requirements.** Swimmers must be able to swim across the pool without stopping (25 yards), and float on his/her back for one minute. Tryouts for new swimmers will be the first week of practice. Coaches will accept eligible swimmers onto the team during the season as deemed appropriate. Please note that swim team practice is for swimmers who have made the team and is not an acceptable substitute for swim lessons.
- C. **Swimmer's Age Group.** The cut-off date for determining a swimmer's age group shall be May 31. If a swimmer's birthday is on or after May 31, he or she may be allowed to swim in the lower age group all summer.
- D. **Obligations.** By requesting and accepting Club members, swimmers and their parents agree to abide by the rules, policies and procedures established from time to time by the Club general membership, the Club Board and the coaches. Additionally, all swimmers' parents are required to volunteer to support multiple swim meets.
- E. **Dues and Fees.** Payment of the annual fees and the Highland Community Pool Pass are due at the time a swimmer joins the team. Late fees may be assessed for dues not paid on time. Annual fees are due at registration. A swimmer may not participate in this program unless registration fees are paid in full or other arrangements are made by the Highland Splash Swim Board. Any assessed fees to the Club by outside organizations may be passed on to the responsible member.

F. Suspension or Expulsion. A swimmer or family may be subject to suspension or expulsion from the team if, in the opinion of the coaching staff or the Board, they interfere with the established program, exhibit poor sporting conduct, behave in a manner that is destructive to the team, or fail to pay assessed dues and fees. If suspension or expulsion is recommended, the member shall have the opportunity to appear before the Board to explain or refute the charge. If a hearing is requested, a majority vote of the Board is required for the suspension or expulsion to stand.

#### IV. OFFICERS

- A. Offices. The officers of the organization shall be the President, Vice President, Secretary and Treasurer. Each officer shall hold office for one year. The Vice President, Secretary, and Treasurer shall be elected each year at the annual meeting of the Club.
- B. Duties. The duties of the President shall be to preside at all meetings and be the ex-officio chairman of all committees. The Vice President shall, in the absence of the President, perform the functions of the President. The Secretary shall keep minutes of all meetings and be responsible for all reports, documents and correspondence. The Treasurer shall collect and disburse all funds of the Club and keep a correct account of all moneys received and paid out as directed by the Board. The Treasurer shall make all financial records available for review by the Board or a designated committee.
- C. Vacancies. In the event of a vacancy in an elected position, a person will be appointed by the President, with the approval of the Board, to fill the remainder of the term.
- D. Election. Election of officers and members-at-large shall be held at the annual meeting of the Club. Election shall be by a majority of votes.
- E. Terms of Office. Officers and members-at-large shall hold office for one year beginning January 1. Officers and members-at-large are eligible for reelection.

#### V. BOARD

- A. Composition. The Board shall consist of the four elected officers, five elected members-at-large, and not more than nine appointed members. The Coach (es) and Midwest Conference Team representatives shall be (an) ex-officio member (s).
- B. Duties. The Board is responsible for the management of the affairs of the Club and has general control over all its activities. They shall make such rules, regulations, and policies, and shall establish such committees, as they deem necessary to conduct the activities of the Club and its members. They shall review and approve the books and records of the Club at the end of each fiscal year. The Board is responsible for hiring and firing all coaches and shall develop procedures to do so. Vacancies in the position of head coach shall be filled by conducting a search to find the best-qualified applicant. A two-thirds vote of the Board is required to hire or fire coaches. The President (or designee), with direction from the Board, shall act as the direct supervisor of the Head Coach.
- C. No salary or other compensation beyond reimbursement of authorized expenses shall be paid to any officer or Board member.
- D. A Board member may be removed from office by a two-thirds vote of the Board.

## VI. MEETINGS

- A. Board. The Board shall meet monthly from January through August at a time and place to be determined by the President with Board approval. Additional Board meetings may be called by the President or at the request of three Board members as necessary. All board meetings are open to the membership. Members may request time on the agenda and may participate in discussion, but do not have a vote at Board meetings. Notice of meetings shall be given to members at least five days before the meeting.
- B. Quorum and Voting. Sixty percent (60%) of the members of the Board, including at least three elected members, constitute a quorum of the Board. At least four votes, or a majority of those present, whichever is greater, are required for any action by the Board.
- C. Whenever any notice is required to be given under the provisions of the General Not-For-Profit Corporation Act of Illinois or under the provisions of the Articles of Incorporation or these Bylaws, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice. Attendance at any meeting shall constitute waiver of notice thereof unless the person at the meeting objects to the holding of the meeting because proper notice was not given.
- D. The Annual Meeting will be held in January. A quorum is necessary to hold the meeting.

## VII. FINANCIAL MATTERS

- A. The fiscal year of the Club shall begin on January 1 and end on December 31 of each year.
- B. Membership dues and fees shall be established by the Board.

## VIII. AMENDMENTS

- A. Any member may propose an amendment to these bylaws. A written copy of a proposed amendment with rationale must be given to the President at least one month before the January meeting. The President shall include it in the agenda and notice of the January meeting.
- B. A two-thirds vote of the members in attendance at the January meeting is required for passage of any amendments to the bylaws.

## IX. DEDICATION OF ASSETS

- A. The properties and assets of this non-profit corporation are irrevocably dedicated to charitable purposes. No part of the net earnings, properties or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member or director of this corporation. On liquidation or dissolution, all properties and assets and obligations shall be distributed and paid over to an organization dedicated to charitable purposes, provided that the organization continues to be dedicated to the exempt purposes as specified in the Internal Revenue Code 501 ©(3). That organization shall be Highland Splash Swim Club if it qualifies as a distribute under this Article

## X. DISSOLUTION

- A. In the event this Club dissolves, splits or otherwise ceases to legally exist under the terms and conditions of these bylaws, the remaining assets of the Club, after all just debts have been discharged, shall be disbursed to any non-profit organization or organizations. These other organizations shall be determined by the individual members; and their pro rata share of the assets shall be sent to that non-profit organization.

## XI. INDEMNIFICATION

- A. The Club shall indemnify, subject to the limit stated below, any person who incurs expense by reason of the fact he or she is or was an officer, board member, employee or agent of the Club. This indemnification will be mandatory in all circumstances in which indemnification is permitted by law.
- B. 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 by reason of the fact that he or she is or was an officer, board member, employee or agent of the Club, or is or was serving at the request of the Club, against expenses (including attorney's fees), judgments, fines and amounts paid in settlement, actually and reasonably incurred by such person in connection with such action, suit or proceeding, if such person acted in good faith and in a manner he or she 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.

## XII. INSURANCE

- A. The Club may purchase and maintain insurance on behalf of any person who is or was an officer, board member, employee or agent of the Club, or who is or was serving at the request of the Club as an officer, board member, employee or agent against any liability asserted against such person and incurred by such person in any such capacity, or arising out of his or her status as such, whether or not the Club would have the power to indemnify such person against such liability under the provisions of these bylaws.