

BY-LAWS OF THE MADISON SWIMMING ASSOCIATION

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Article I. Name

Name: The name of the club is **Madison Swimming Association** (herein sometimes referred to as “Club” or “MSA”). This club has a youth team called Madison Swimming Association and a master swim team called Madison Titan Masters.

Mailing Address: The address of the Club is Dublin Park, 8324 Madison Pike, Madison, Alabama 35758

Article II. Purpose

The Madison Swimming Association is a non-profit, year round competitive swim team designed to help participants go as far as they wish in the sport of swimming while teaching discipline, hard work, goal orientation, sportsmanship, and fun.

1. 1. The goals of the Club are to:
 - a. Develop mental, physical, and social fitness.
 - b. Foster high standards of sportsmanship and conduct.
 - c. Teach the enjoyment and sense of accomplishment inherent in the sport of competitive swimming.
1. 2. Individual and team goals include:
 1. a. Skills – mastering the basic skills involved with competitive swimming.
 2. b. Fitness – learning to appreciate good health and becoming aware of one’s capabilities.
 3. c. Teamwork – learning to work together to achieve team goals, and respecting each other as an integral part of the team.
 4. d. Sportsmanship – accepting decisions and discipline, respecting others rights and abilities, and learning to win or lose with dignity and honor.
 5. e. Self-esteem – learning individual worth as a member of the group with unique traits, talents, and abilities.
 6. f. Goals – learning to set goals and striving to achieve them.
 7. g. Fun – learning that competitive swimming can be fun.
3. 3. Regular membership: The regular membership governs all Madison Swimming Association (MSA) activities, including but not limited to:
 1. a. Setting all team policies.
 2. b. Supporting the team in its efforts to promote swimming as a competitive activity with high standards of sportsmanship and conduct.
 3. c. Promoting cordial interaction and communication between parents, coaches, and swimmers.
 4. d. Raising funds for pool use, coaches’ compensation, equipment, and other team needs as determined by the Executive Committee and/or the General Membership.
 5. e. Providing volunteer staffing for all home meets.
 6. f. Supporting the coaching staff as needed.

4. 4. Support: All regular members of MSA are required to uphold and support all the activities listed in Article II, Section 3. Failure to do so constitutes grounds for dismissal from MSA membership.

Article III. Membership

1. 1. There shall be two classes of membership in the club. (1) Regular members and (2) competitor members. Regular membership is made up of: parent(s)/guardian(s) of youth swim team members, active coaches, assistant coaches, and USA Swimming Certified Officials. Competitors are members of the youth and master teams.
2. 2. Regular members are considered “in good standing” and eligible to vote at meetings in one of the following ways:
 1. a. Have child/children currently participating in the program and current with their monthly swim team and meet fee payment.
 2. b. Have child/children not currently participating in the program, but who have been or expect to be participating within the current year, and whose team registration fees are paid. Parent(s)/guardian(s) whose swimmers move away or transfer to another swim team or who give notice of permanently quitting competitive swimming are automatically dropped from the membership at the same time. Parent(s)/guardian(s) who have child/children participating on another USA swim team while their other child/children continue with MSA are eligible to vote at General Membership Meetings, but not to hold office.
 3. c. Regular members are eligible to hold elective office after at least six (6) months of their child/children’s USA Membership while in good standing with MSA.
 4. d. Have current certification with USA Swimming as a Coach or as an Official. In addition, Officials must work all MSA home meets.
 5. e. Regular members shall have one (1) vote on all matters brought before a vote of the general membership, provided, however, if both parents or legal guardians of a Competitor member are Regular members, then such parents or guardians shall have one (1) vote between them.
3. 3. No applicant for adult membership shall be denied membership due to race, color, age or religion.
4. 4. Competitor membership is comprised of those youth and master swimmers admitted to the team, whose fees are paid up. Standards for admission to the team are set by the Coaching Staff. Competitor members shall have no voting rights, unless a competitor member also qualifies as a regular member.

Article IV. Fees

1. **1. Amounts:** Fees are set by the Executive Committee for programs according to expenses necessary for the successful operation of the team.
2. **2. Payable:** Monthly fees are due on the first (1st) day of each month. Fees are considered past due five (5) days after the due date, and are subject to a late fee. Scholarship or other payment arrangements may be made, dependent upon Executive Committee approval.

3. **3. Privileges:** Swimmers not fulfilling their financial obligations to the team may be denied practice, competition, and award privileges until these obligations are satisfied. Swimmers having financial obligations owing from previous year will be denied registration until all such obligations are cleared. (*Amendment proposed September 2013*)
4. **4. Meet Fees:** Swim meets require a fee at the time of meet entry. Fees vary according to the meet host surcharge, individual and relay events entered. Meet fees are due when swimmers sign up for a meet. The Coach will assign relays.
5. **5. USA Swimming Annual Registration Fee:** There is an annual registration fee for individual participation in USA Swimming. Participation is required by every team member. No swim team member may practice without USA membership. All swim meets and workouts require USA Swimming membership for all participants.
6. **6. Fiscal Year:** The Club's fiscal year shall run from August 1st until July 31st of each year.

Article V. Executive Committee

1. **1. Members:** The management of the business and affairs of MSA shall be vested in its Board of Directors, also known as the Executive Committee, which shall be comprised of elected Officers, At-large Executive Committee members of the Club, and the Head Coach; all are voting members. All members of the EC shall be members of USA Swimming.
2. **2. Responsibilities:** The EC shall have general charge and supervision of the affairs of the Club throughout the year, fix the hour and place of all meetings, hire and fire the head coach, and shall perform such other duties as specified in these By-Laws. The EC shall be subject to the will of the Membership as set forth at the General Membership Meetings. Decisions made by the EC shall be communicated to the general membership via the MSA website, or any other appropriate means as seen fit by the EC. Committees are created as deemed necessary by the EC. Chairpersons are appointed by the President with the approval of the EC.
3. **3. Designation:**
 1. **a. Officers:** The Officers of MSA shall consist of the President, Vice President, Secretary, Treasurer and Registrar.
 2. **b. At-Large Executive Committee:** Up to two additional persons may serve as part of the Executive Committee.
 3. **c. Eligibility:** All Officers and At-large Committee members must have an active swimmer for at least six (6) months of the last twelve (12) months prior to election. No one person may serve in more than one elected office at one time.
4. **4. Duties:**
 1. **a. President:** Presides at all meetings of the membership and the Executive Committee meetings. In the name of MSA, with the Secretary and as directed by action of the Executive Committee, the President shall sign all written contracts and obligations of MSA. The President shall exercise general supervision over the business and affairs of MSA, has signature authority on MSA checks, and acts as the third member of the Disciplinary Tribunal for grievances and disciplinary action. The

President will serve as the representative at all meetings of Southeastern Swimming requiring a team representative, or appoint a substitute.

2. **b. Vice President:** Attends all Executive Committee meetings. Shall assist the President and in case of absence, incapacity, or inability of the President to perform the duties of the office, the Vice President shall perform such duties. This two year term is split with the first (1st) year serving as Vice President and the second (2nd) year serving as President.
3. **c. Secretary:** Attends all Executive Committee meetings. Shall have the custody and care of the corporate records of the club. The Secretary shall keep the minutes of all meetings and include as attachments all proposals and reports presented at the meeting. All pertinent information will be posted to the team website as news and/or events. With the President, the Secretary shall sign all written contracts and obligations of MSA, maintaining copies on file. The Secretary shall ensure that all coach contracts are current. The Secretary shall post timely notices of all General Membership and Executive Committee meetings as required by these By-Laws. The MSA website serves as the preferred way of communicating information to the membership. The Secretary shall create and maintain poolside folders for all swim families. The Secretary shall maintain the MSA Handbook and make copies available to the membership. The Secretary shall maintain the official correspondence of MSA and do and perform such other duties as may be required of the Secretary by the Executive Committee. In the event of his or her absence, incapacity, or inability to act, any other officer or director of MSA may perform the duties of the Secretary. If the Secretary is not present at any meeting of the Executive Committee or the membership, a secretary pro tem shall be chosen to perform the Secretary's duties.
4. **d. Treasurer:** Attends all Executive Committee meetings. Shall be responsible for the maintenance and custody of all the financial records of MSA. The Treasurer shall be responsible for purchasing two boxes of checks listing Madison Swimming Association and their home address. Shall be responsible for the collection, accounting, and safekeeping of all MSA monies; and the creation and safeguarding of records which pertain to such transactions. The Treasurer shall prepare a yearly budget to be approved by the Executive Committee and the General Membership at the Fall Meeting, and present a financial report reflecting all income, expenses and bank balances at each of the regularly scheduled meetings of the Executive Committee. Incumbent Treasurer shall mentor the newly appointed Treasurer six (6) months following election of the new Treasurer or until the EC deems that the incumbent has fulfilled their duty, whichever comes first.
5. **e. Registrar:** Attends all Executive Committee Meetings. Shall maintain a list of all athletes (swimmers) and non-athletes (coaches, officials and Executive Committee members) currently registered with MSA. The Registrar shall register all MSA athletes and non-athletes with USA Swimming. The Registrar shall maintain a database of swimmers individual times, and the list of team records for long and short course events. The Registrar shall ensure that all MSA coach certifications and registrations are up to date. In coordination with the Head Coach, the Registrar shall be responsible for collecting, processing and submitting meet entries for all MSA

team meets. Registrar serves as an authorized check writer on all MSA bank accounts. Incumbent Registrar shall mentor the newly appointed Registrar six (6) months following election of the new Register or until the EC deems that the incumbent has fulfilled their duty, whichever comes first.

6. **f. At-Large Executive Committee Members:** Attend all Executive Committee Meetings; serve as voting members of the Executive Committee and will be selected by the Nominating Committee from the Regular Members. At-Large Executive Committee Members can be selected from the following positions (but are not limited to):

1. **i. Meet Director:** Shall plan and execute all swim meets to be hosted by MSA according to the guidelines as set forth by the Executive Committee.
2. **ii. Sponsorship Chair:** Shall serve in capacity of sponsorship chair. This person shall seek donations and acquire sponsorships for team following the sponsorship guidelines set forth by the EC. All sponsors must be approved by the EC. Any agreements made with potential sponsors must be approved by the EC. All documents/letters must be approved by EC prior to use.
(Amended to add Sponsorship coordinator in April 2013. Amendment proposed to add as At-large Committee Member September 2013.)

7. **g. Coordinators:** Do not serve as voting members (unless selected to serve as At-Large Committee Member) and are selected by the Nominating Committee from the Regular Members. Coordinators are welcome at all Executive Committee meetings but are only required to attend those that pertain to their specific duty:

1. **i. Event Coordinator:** Shall plan the winter party, end of year banquet, and any other social activities of the club. Shall also plan, execute and supervise the hospitality room for any and all meets hosted by MSA.
2. **ii. Apparel Coordinator:** Shall procure team suits, team shirts, trophies, patches and any coordinating apparel. Shall be responsible for the ordering, collecting monies, and distributing of apparel.
3. **iii. Webmaster:** Shall maintain MSA website according to guidelines as set forth by the Executive Committee.
4. **iv. Head official:** Maintains a list of all team officials and their qualifications. Shall be responsible for organizing training for all officials current and new. Will be required to work all MSA home meets as stated in Article III. *(Amendment proposed to add as coordinator position effective September 2013.)*

5. 5. Election:

1. a. A nominating committee appointed and approved by the EC shall select at least one (1) candidate for each elective office from the current membership and provide said list to the Secretary no later than April 1st of the same year. Such candidates shall have given their consent prior to nomination. Service on the nominating committee shall not disqualify a member from nomination. Vice-President shall head nomination committee. *(Amendment proposed September 2013.)*
2. b. Office of the Secretary shall be elected for a two (2) year term by the Annual Spring General Assembly meeting of EVEN number years and take office

immediately following the Annual Spring General Assembly meeting or May 1st of the same year, whichever occurs last. Office of the Registrar shall be elected for a two (2) year term by the Annual Spring General Assembly meeting of ODD number years and take office immediately following the Annual Spring General Assembly meeting or May 1st of the same year, whichever occurs last. Office of Treasurer shall be elected for a two (2) year term by the Annual Spring General Assembly meeting of EVEN number years and take office immediately following the Annual Spring General Assembly meeting or May 1st of the same year, whichever occurs last. Offices of the President and Vice President shall be elected for a two (2) year term by the Annual Spring General Assembly meeting of ODD number years and take office immediately following the Annual Spring General Assembly meeting or May 1st of the same year, whichever occurs last. To ensure continuity of board leadership, in the case that both the President and Vice President intend to exit the Board during the same year, the incumbent President and Vice President shall be considered non-voting Ex Officio members of the Board for a period of six months following the installation of new persons into those positions. Offices of At-Large Committee Members and Coordinators will be elected annually.

6. **6. Terms:** Elected EC Officers shall hold office for a term of two years. Officers shall not be eligible to serve for more than one consecutive term in the same office. Elected At-Large Committee Members and Coordinators shall hold office for a term of one year (renewable upon approval of EC). No person shall be eligible to serve for more than one (1) consecutive term in the same office. If no member agrees to be nominated for an elected position and there is no one to fulfill the elected position, an elected officer may serve an additional term. (Amended in April 2012.)
7. **7. Vacancies:** Vacancies shall be declared by the Executive Committee upon acceptance of a written resignation, and may be declared upon absence from duties of any officer or committee Chairperson for more than three (3) months. Upon declaration of a vacancy, a successor shall be appointed by the Executive Committee to serve the remainder of that term, except a vacancy in the office of President shall automatically be filled by the Vice President. A person filling an unexpired term for less than one (1) year is eligible to serve a consecutive term in the same position.

Article VI. General Membership And Executive Committee Meetings

1. **1. Regular General Membership Meetings:** There will be two (2) regular General Membership meetings each year, one (1) fall meeting and one (1) spring meeting. Dates to be set by the Executive Committee. MSA General Membership meetings are open to every member in good standing. Notice of all General Membership meetings shall be given at least two (2) weeks before the meeting.

2. **2. Fall and Spring General Membership Meetings:** The fall meeting is used to introduce any newly elected officers, orient new members and their parents to the team and all the Head Coach and President to outline club programs for the up-coming short course season. The spring meeting is to elect EC members and outline the club programs for the up-coming long course season.
3. **3. Special Meetings of the General Membership:** Special meetings of the General Membership may be called by the President and may be called by the Secretary upon receipt of written petition by twelve (12) members in good standing.
4. **4. Executive Committee Meetings:** EC meetings shall be held at such time and place as scheduled by the EC. Notice of all regular meetings shall be given at least one (1) week in advance. EC meetings shall be open to all members, though only EC members may vote. Regular members attending the EC meetings will be present only to observe meeting and may not participate or hold discussion during meeting. Regular members may ask to be on the agenda to make presentations/proposals or discussion with EC. EC has the right to close meetings to the Regular Membership when there are items of a sensitive or personal nature that need to be discussed. (*Amendment proposed September 2013*) Special EC meetings may be called by the President and may be called by the Secretary upon written petition by four (4) members of the EC. In the event of a special meeting, an email will be sent to all regular members announcing the time, place, and purpose of the meeting at least 24 hours in advance of the meeting.
5. **5. Quorum:** A quorum at General Membership meeting shall consist of those members present at the meeting. A quorum for the Executive Committee is a majority of the Executive Committee.
6. **6. Procedure:** When not in conflict with these By-Laws, procedure for all meetings shall be governed by the latest edition of Robert's Rules of Order. All decisions are made by majority vote, except where By-Laws are amended as described in Article X – Amendments.

Article VII. Coaching Staff

1. **1. Employment Status:** All Coaches are hired by the EC and serve under contract with MSA as direct employees and are paid on a bi-weekly schedule. Coach salaries are based on a salary schedule determined by the EC.
2. **2. Head Coach:** Qualifications for Head Coach shall be set forth by the Board, and shall conform to league and insurance requirements. The Head Coach sets the swim team calendar and whenever possible attends all meets at which team members are competing. Prepares, conducts and supervises all workouts; determines recipients annual awards; directs and supervises Assistant Coaches; serves as a voting EC Member; communicates team happenings to the EC including disciplinary concerns, etc.; is to be supportive of parent activities and those activities set forth by the EC that fall within the realm of the Coach's responsibilities and these By-Laws; generally to perform all duties normally pertinent to the position. Minimum standards are to be set by the Coaching Staff each fall for skill levels of

swimmers. These standards may be changed as the need arises. The Head Coach selects new swimmers on the basis of standards.

3. **3. Assistant Coaches:** Assistant Coaches are contracted as needed. The Head Coach is responsible for recommending to the EC all hiring and firing of Assistant Coaches. All Assistant Coaches work directly under the supervision of the Head Coach.

Article VIII. Swim Team Rules And Discipline

1. 1. The current version of USA Swimming Rules & Regulations Code of Conduct will be adhered to for all USA Swimming activities.
2. 2. Rules for MSA practices and other swim team activities shall be set and enforced by the Coaching staff. A written version of these rules called Code of Conduct is to be made available to the General Membership and posted to team website.
3. 3. Disciplinary Tribunal: This committee shall be appointed by the EC as necessary, comprising of the President, the Head Coach, and a third non-interested Adult member. In the event that the President or Head Coach is personally involved in the complaint, a third non-interested Adult member shall be appointed. The membership of the Tribunal shall remain the same until total resolution of any given problem, but may change for any other non-related disputes. Jurisdiction of the Disciplinary Tribunal shall be limited to appeals concerning Coach's discipline of swimmers.

Article X. Amendments

These By-Laws may be amended as necessary by the EC with all changes given in writing to the Membership at least two (2) weeks prior to the next scheduled General Membership meeting. These By-Laws may be amended with a two-thirds (2/3) vote of the Executive Committee, and a majority vote of the membership at a General Membership meeting. There shall be no proxy voting.

Article XI. Dissolution

In the event MSA shall dissolve itself for any reason, assets remaining after payment of all obligations shall be donated to a recognized tax-exempt swimming organization as provided in the Articles of Incorporation, to be determined by the EC.

Article XII. Investments

MSA shall have the right to retain all or any part of any securities or property acquired by it in whatever manner, and to invest and reinvest any funds held by it, according to the judgment of the Board of Directors, without being restricted to the class of investments which a Director is or may hereafter be permitted by law to make, or any similar restriction, provided, however that no action shall be taken by or on behalf of MSA if such action is a prohibited transaction or would result in the denial of the tax exemption under Section 501 of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

Article XIII. Indemnification Provision

All board members are indemnified wherein the organization agrees to indemnify each member and to pay expenses/costs in the event of an action against the board and/or its members.

Article XIV. Exempt Activities

Notwithstanding any other provision of these By-Laws, no Director, Officer, Employee or representative of MSA shall take any action or carry on any activity by or on behalf of MSA not permitted to be taken or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended or by any organization to which contributions are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

Article XV. Non-Profit Organization

The club shall at all times be operated on a non-profit basis for the mutual benefit of its members. No dividends or other interests in the assets of the club shall be paid by the club to its members. No part of the earnings of the club shall inure to benefit of, or be distributed to, its members, officers, or any other private persons or corporations, except that the club shall be authorized and empowered to pay reasonable compensation for services rendered and expenses incurred and to make payments and distributions and in full furtherance of the purposes set forth herein. No substantial part of the activities of this club shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the club shall not participate in any political campaign on behalf of any candidate for public office.

Change Log

These By-Laws were:

Adopted May 17, 2003

Amended April 15, 2004

Amended March 31, 2005

Amended 2006

Amended March 2008

Amended April 2009

Amended April 2012

Amended April 2013

Amended September 2013

Amended April 2018