

BYLAWS OF THE CLOVIS SWIM CLUB

ARTICLE I NAME AND GENERAL PROVISIONS

- 1.01 Clovis Swim Club is a CUSD co-curricular program supported by a Booster Club with an elected Board of Directors. Clovis Swim Club is hereafter referred to in this document as the “Club”
- 1.02 The name of the support organization shall be known as the Clovis Swim Club, located in the County of Fresno, State of California, hereafter referred to in this document as the “Booster Club.” The Booster Club is a 501(c)(3) corporation.

ARTICLE II OBJECTIVES

- 2.01 The objectives of this Club and Booster Club shall be to:
 - A. Foster, develop, and promote amateur competitive aquatic sports for the attainment of the highest development of the mind and body of the competitor, attaining this purpose by emphasizing expert instruction in aquatic skills and techniques, moral discipline, character, and sportsmanship. This aim will be facilitated by Clovis Unified School District (CUSD) for all participants in the Club on a non-discriminatory basis.
 - B. Encourage, promote and facilitate all aspects of the Club, including, but not limited to fundraising, member registration, and all volunteer assignments.
 - C. Host swim meets, training, and events to promote the Club.
- 2.02 The Booster Club is, subject to compliance with applicable State and Federal tax law, a nonprofit unincorporated association formed for the purposes as set forth in section 2.01. All assets of the Booster Club are dedicated to charitable purposes and support of the Club and amateur swimming.

ARTICLE III DEFINITIONS

- 3.01 Unless context requires otherwise, the terms used herein shall have the following meanings:
 - A. The Booster Club is defined as members of the Club who work together, facilitated by CUSD to achieve the objectives outlined above in accordance with the procedures more specifically set forth further in this document. The Club is a community sponsored, CUSD co-curricular amateur athletic program which operates and/or participates in training, swimming competition, etc., pursuant to CUSD Board Policies and

Administrative Regulations. Participants of the Club may include minors (and young adults), including those with special needs, who may or may not be residents of CUSD, but who maintain amateur status in swimming. Adult participants designated as "Masters" may also be participants of the Club; they may or may not be residents of CUSD, and need not be restricted to amateur status.

B. "Community Recreation Swim Programs" means those programs facilitated by the Clovis Unified School District (CUSD) pursuant to CUSD Board Policies and Administrative Regulations, including No. 2504.

C. "Amateur" means a person who has not received financial or other similar compensation for participation in swimming or other aquatic activities.

D. "By-laws" means the rules and regulations governing the operation of the Club and Booster Club.

E. "Fiscal Year" means the period of time commencing July 1 of any calendar year and ending June 30 of the following calendar year (to begin July 1, 2010).

F. "Member" means both General Member and Athlete Member, except where specifically designated otherwise.

ARTICLE IV JURISDICTION

- 4.01 The Club is administered and directed by CUSD. The Club is subject to CUSD rules, regulations, and policies, including those governing its community recreation swim programs and co-curricular and extra-curricular activities.

All Club sponsored activities authorized by these bylaws shall be subject to CUSD rules, regulations, and policies, including those governing its community recreation swim programs, co-curricular, and extra-curricular activities.

The Club is an affiliated member of USA Swimming and the USA Swimming Local Swim Committee (LSC) known as Central California Swimming (CCS). U.S.A. Swimming is the national governing body of swimming in the United States. The Constitution and Bylaws of the Club is adopted by the CUSD Governing Board and are incorporated herein by reference.

ARTICLE V CODE OF CONDUCT

- 5.01 Any swimmer, coach, assistant coach, official, chaperone, sponsor, parent, guardian, spectator or anyone connected with the Club program shall abide by the Code of Conduct set forth in Clovis Unified School District's Board Policy 2505 and its related Exhibits. Any violations of the Code of Conduct will be handled according to the procedures

outlined in Board Policy 2505. Any violation may also be subject to student discipline procedures of the Education Code, employee discipline, or other procedures as appropriate.

ARTICLE VI MEMBERSHIP

- 6.01 **GENERAL MEMBERSHIP:** General Membership in this Club is open to the parents or guardians of swimmers who have paid dues as prescribed by the Club, and meet the following eligibility requirements:
- A. Be over the age of eighteen (18) years of age;
 - B. Be a member of United States Masters Swimming or the parent or guardian of at least one amateur swimmer registered with USA Swimming;
 - C. Has submitted a completed application for membership; and,
 - D. Has not previously been suspended or terminated from membership in the Club.
- 6.02 The General Membership shall constitute the Club.
- 6.03 **ATHLETE MEMBERSHIP:** Potential swimmers in this Club include minors, young adults, as well as adult swimmers (over 18 years of age considered Masters) who may or may not be residents of the Clovis Unified School District. Minor and young adult Club swimmers will maintain amateur status in swimming.
- 6.04 Each family shall have one vote.
- 6.05 Membership in the Club shall become effective upon approval of the membership application and shall remain effective through the end of the fiscal year, or until eligibility can no longer be maintained under Article VI section 6.01 or section 6.03, or until termination or suspension of membership as provided in these Bylaws, whichever occurs first.
- 6.06 The Club may suspend, revoke or terminate the rights privileges and/ or membership of a member on any one of the following grounds:
- A. Failure to maintain eligibility under Article VI section 6.01 or section 6.03, including the swimmer athlete's loss of amateur status;
 - B. Disruptive behavior at meetings, events or activities of the Club;
 - C. Refusal to abide by the Bylaws or the policies of the Club;

D. Conduct that, under the judgment of the Executive Board, undermines the purpose of the Club or threatens the financial stability of the Club.

ARTICLE VII CLOVIS SWIM CLUB BOARD

- 7.01 **ELECTED MEMBERS:** The Booster Club's Board of Directors shall consist of eleven (11) members. There should be at least one Board member from each of the District's high school attendance areas represented by the participants. Exception: If no willing Club parents or guardians of the General Membership are available to represent each of the District's high school attendance areas, the Club will make every effort to encourage the General Membership to attend monthly Board meetings to allow equitable input from all CUSD areas served. Each member of the Board of Directors must be a General Member in good standing of the Club. Individuals may be brought forward to the Nominating Committee by any other member in good standing. Separate nominations will be made for each office. The District Program Coordinator will review the nominations to ensure each participant's attendance area will be represented by a member of the Board (see Exception). Voting will be conducted by written ballots at an annual meeting of all members. The individual receiving the most votes will be elected to the position. In the case of a tie, the names of the top two candidates will be written on pieces of paper and one name drawn. The individual whose name is drawn will be considered elected to the position.
- 7.02 **CUSD PROGRAM COORDINATOR:** CUSD shall designate a CUSD employee to serve as the Program Coordinator. Unless otherwise specified, this shall be the CUSD Aquatics Manager. The Program Coordinator shall have the right to attend all Club Board of Directors' meetings to promote and achieve the objectives of CUSD. The Program Coordinator shall be authorized to coordinate all Club activities between CUSD and the Club deemed necessary to the orderly management and operation of the Club within all applicable CUSD guidelines, policies, and procedures. The Program Coordinator will cast the deciding vote in the event of a tie among the Board members.
- 7.03 **CLOVIS SWIM CLUB EXECUTIVE BOARD** The executive committee shall consist of four members, including the President, First Vice President, Recording Secretary and Treasurer.
- 7.04 **OFFICER RESPONSIBILITIES:**
- A. **PRESIDENT:** The President shall conduct all meetings of the Board and shall have the responsibility of management and operation of the Booster Club. The President shall represent the Board in all matters with CUSD and CUSD's Program Coordinator. The President shall be designated as CUSD's primary contact person representing the Booster Club. The President shall also be responsible for appointing all committees subject to the approval of the Board; and to see that the Bylaws, regulations and policies adopted by the Board of Directors are enforced. In addition, the President will provide to the Board of Directors a regular report of the accounts and general concerns of the Club during the

previous year. The President shall be an ex-officio member of all committees. Upon election, the President's contact information shall be furnished to the CUSD's Program Coordinator and to the CUSD's Director of Co-curricular Services.

B. **FIRST VICE PRESIDENT:** In the absence of the President, the First Vice President shall preside at meetings of the Board, and serve as the President of the Board during the President's absence. The First Vice President shall have the responsibility of Chairman of Swim Meet Directors.

C. **SECOND VICE PRESIDENT:** In the absence of the President and the First Vice President, the Second Vice President shall preside at all meetings of the Club and Board and otherwise perform the duties of the President. The Second Vice President shall perform one or more duties of a Director-At-Large.

D. **RECORDING SECRETARY:** The Recording Secretary shall keep an accurate record of all meetings of the Club and Board of Directors. S/he shall give written notice of all meetings, and shall perform such other duties as the Board may require. S/he shall post a copy of the minutes of each meeting within seven days of the meeting on the Club's website. The Secretary shall also post on the Club's website the agenda for regular meetings at least three days prior to the meeting, or at least twenty four hours prior to any special meeting. S/he will also maintain the Club Bylaws.

E. **SAFETY COORDINATOR:** The Safety Coordinator shall act as a liaison for United States Swimming, Central California Swimming and the Club regarding all safety education and coaches certification programs. S/he shall develop and implement safety programs as delegated by the Aquatics Manager. S/he will perform such other duties as the Board may require.

G. **TREASURER:** The Treasurer shall oversee the financial aspects of the Club including providing CUSD with a copy of an annual audit of the Club's income and expenses, and as further described under Article VIII, §8.01 of these Bylaws. The Treasurer shall keep and maintain books of accounts and records of the Club, including: receipt and deposit with the depository all Club monies; prepare, or provide for the preparation of, the necessary tax forms, execute receipts for such monies as are paid to the treasurer. S/he will perform such other duties as the Board may require.

H. **DIRECTORS-AT-LARGE:** The Directors-at-Large shall be responsible for the following areas: Apparel, Special Events, Fundraising, Club Records, Central California Swimming Representative, and Publicity. They will perform such other duties as the Board may require.

7.05 POWERS AND DUTIES OF THE BOARD

A. To administer, manage, and govern the Club as written by these Bylaws, CUSD policies, or as otherwise determined by the Board and CUSD.

B. To ensure compliance with CUSD rules, regulations and policies, and to ensure the

successful operation of the Club as described in these Bylaws.

- C. To approve the Bylaws of the Club to ensure uniformity and compliance with CUSD rules, regulations, and policies.
- D. To oversee the annual budget for each fiscal year of the Club, including completing an annual audit of the Club's budget and finances.
- E. To confirm proper insurance and registration for swimmers, coaches, and officials of the Club. The Aquatics Manager will be responsible for this duty.
- F. To work with CUSD and the Aquatics Manager to provide Club access to all CUSD athletic facilities, as permitted by CUSD, for practice, swim meets, and other Club functions.
- G. To set standards for all Club uniform and apparel, with CUSD's approval.
- H. To provide scholarship opportunities for swimmers to travel with or otherwise take part in the Club, if the swimmer is financially-in-need.
- I. To provide discounts to families with more than one swimmer with the Aquatic Manager's approval.
- J. To ensure that CUSD policies and regulations are followed, as well as those of USA Swimming, and the Local Swim Committee, Central California Swimming.
- K. To provide training opportunities for Club members who want to practice with a team, but who do not desire to compete.
- L. The Board may not employ personnel, such as coaches or officials, on behalf of the Club.
- M. To perform other duties necessary to achieve the Club's objectives.
- N. To ensure all coaches are CPR, First Aid, and Lifeguard Certified as per USA Swimming regulations. The Aquatics Manager shall be responsible for this duty.
- O. Authorize specific committee(s) only as it may deem necessary to promote the purpose of the Club.
- P. To provide the Juanita Allington Scholarship for Clovis Swim Club graduates who will participate in intercollegiate swimming.

7.06 **NOMINATING COMMITTEE:** The Board of Directors shall appoint a Nominating Committee. The Nominating Committee shall consist of five members, two of whom shall

represent the Board of Directors and three of whom shall represent the General Membership.

- 7.07 **TERMS OF OFFICE:** The regular term of office for the position of President, First Vice President, Second Vice President, Recording Secretary, Representative, Safety Coordinator, and Directors-at-Large shall be one year. All officers shall hold office until their successors are elected and take office.
- 7.08 **VACANCY ON THE BOARD:** If a vacancy occurs on the Board, then such vacancy will be filled at the next regularly scheduled Board meeting. The Executive Committee shall appoint a member from the Club-at-large to fill such vacancy. The new appointee(s) shall only complete the term of office remaining from the vacated position.
- 7.09 **REGULAR MEETINGS:** The Board shall hold regular meetings.
- 7.10 **SPECIAL MEETINGS:** The Board may convene special meetings. Special Meetings may only be called for a specific purpose and twenty four hour notice must be provided.
- 7.10 **QUORUM:** At all meetings of the Board, seven members of the Board, including at least one member of the Executive Board, shall constitute a quorum for the transaction of business.
- 7.11 **REMOVAL AND RESIGNATION:** Any officer or director may be removed with cause, by a majority of the General membership at any Regular or Special Meeting of the Board. Any officer or director-at-large who has missed three consecutive Board meetings, without being excused by the President or Executive Board, is deemed to have resigned. Any officer or director may resign at any time by giving written notice to the Board of Directors or to one of the members of the Executive Board.

ARTICLE VIII FINANCES

- 8.01 **FINANCES:** The Booster Club shall establish and maintain a checking account. All funds received by the Booster Club will be placed a FDIC insured account. The Booster Club shall be solely responsible for collection of any sums due from swimmers, vendors, etc. Expenditures from this account shall require the signature of two Board members, one of whom must be the Treasurer. Expenditures may be made without prior CUSD approval to purchase Club apparel/supplies, items required for swim meet operations, to pay entry fees for meets, travel, lodging and food expenses for swimmers and/or chaperones to attend out-of-town swim meets, or when a Member is on official Club business, provided that these expenditures are pre-approved by the Board. All other expenses approved by the Board require prior approval from the Aquatics Manager or his/her designee. By the 10th of each month, the Treasurer will forward to the Aquatics Manager a copy of the Booster Club's account statement and copy of all cancelled checks received with that account

statement. The Booster Club's Treasurer shall provide CUSD with a copy of an annual audit of the Booster Club's income and expenses.

8.02 FINANCIAL RESPONSIBILITY:

A. CUSD shall not assume, nor be liable for, the debts and/or the financial responsibilities either implied or incurred, of any debt incurred by the Club, Board of Directors, swimmers, coaches, managers, officials, chaperones, or others.

B. The Club shall not assume, nor be liable for, the debts and/or financial responsibilities either implied or incurred, of any debt incurred by the Board of Directors, swimmers, coaches, officials, chaperones, or others, unless approved by the Board prior to the expenditure being made.

8.03 BUDGET: The budget of this Club shall be set by the Board of Directors and shall be prepared on a fiscal year basis.

8.04 DUES: The dues of this Club shall be set by the Clovis Unified School District, on or before August 1 of each year. No other increase in the existing dues shall be implemented without first providing members with notice of such increase at least thirty (30) days before payment is due. The Club will collect dues monthly, quarterly or annually from each member.

8.05 INSPECTION OF BOOKS: Books and records of the Club and Booster Club shall be made available upon written request in accordance with CUSD Board Policy 7202.

ARTICLE IX
MEETINGS OF MEMBERS

9.01 MEETINGS: A general meeting of all general and athlete members shall be held on an annual basis at the time and place designated by the Board. Special meetings may be called whenever deemed necessary by the President or upon the written request to the President by any five general members. All members shall be notified of the time and place of any regular or special meeting by E-mail, mail, or telephone at least seven days prior to the date of the meeting.

9.02 QUORUM: A quorum for the transaction of business at any annual meetings and/or special meetings for General Members shall consist of twenty-five voting members at any general membership meeting.

9.03 PARLIAMENTARY RULES: To the extent not inconsistent with these Bylaws, "Robert's Rules of Order Newly Revised" shall govern the meetings of the Executive Board and all General Membership Meetings. Committees need not be guided by Robert's Rules of Order.

- 9.04 CONDUCT AND ORDER DURING MEETINGS: Members shall exercise proper behavior and decorum during all meetings, activities and events at which the Club is sponsoring, assisting or participating. Any Member who engages in disruptive behavior and persists in such disruptive behavior will be requested to leave by the President, and may have his or her rights and privileges suspended or terminated as provided in these Bylaws. Nothing herein shall limit the Club's right to exercise its legal remedies, including injunctive relief, with regard to any such Member, or to file a complaint with local law enforcement for disturbance of the peace or any other violation of the California Penal Code, or to remove a Member from a meeting who is engaging in disruptive behavior by a law enforcement officer or security guard.
- 9.05 LOCATION OF MEETINGS: Meetings shall not be required to be held at a particular place, date or time. If meetings are held at school facilities, meetings shall be in conformance with requirements of the particular school under the Civic Center Act and the District's Civility Policy.
- 9.06 ATTENDANCE OF NON-MEMBERS AT MEETINGS: Non-members have no right to attend or participate in any meetings of the Club. The Executive Board and Committees, in their discretion, may allow non-members to attend, including attendance at open General Membership Meetings, in order to assist in carrying out the purposes of the Club.
- 9.07 MEETINGS BY TELECONFERENCE: Nothing herein shall prevent any meeting held by teleconference, video screen communication, or other forms of communication enhanced by technology. Participation in a meeting under this paragraph shall constitute presence in person at the meeting.
- 9.08 MINUTES: Minutes of any General Membership Meeting shall be kept by the Secretary or such other designated Officer of the Executive Board. It shall not be required, but it is encouraged that any Committee keep minutes of its meetings. However, if minutes are not kept by the Committee, the chair of the Committee shall give an oral or written summary of the meetings to the President of the Executive Board on at least a quarterly basis.

ARTICLE X DIRECTOR AND OFFICER INDEMNIFICATION

- 10.01 Each person who is or was a director or officer of the Clovis Swim Club (including the heirs, executors, administrators or estate of such person) shall be indemnified by the Clovis Swim Club to the full extent permitted by the Non-profit Corporation Law of the State of California against any liability, cost or expense arising from authorized activities by him/her in his/her capacity as director or officer, or arising out of his/her status as a director or officer (including serving at the request of the Clovis Swim Club as a director or officer).

10.02 The indemnification referenced in Article X, §10.01 shall not be extended to any director or officer of the Club where such liability, cost or expense arises because the director's or officer's conduct was immoral, was undertaken contrary to Club by-laws, is undertaken in violation of any State or Federal law or regulation, or violates any State or Federal Constitution.

ARTICLE XI COMPENSATION

11.01 No Member shall be compensated for their service to the Club. However, any Member of the Executive Board or a Member of a Committee shall be reimbursed for reasonable and necessary out-of-pocket costs advanced on behalf of the Club and pre-approved or subsequently ratified by the Executive Board.

ARTICLE XII BY-LAWS

12.01 Bylaws may be adopted or amended by the vote of a majority of the Club at an annual meeting or special meeting. To amend or adopt Bylaws, the General Membership of the Club will be notified in writing (via E-mail or mail) seven days prior to the meeting and a quorum shall rule.

12.02 These Bylaws shall become effective upon adoption by the Executive Board and ratification by a majority vote of a quorum of the Members of the Club. These Bylaws shall supersede any prior bylaws, to the extent they exist, adopted by the Club.

12.02 The Club shall be governed by these Bylaws and by such amendments hereto as may from time to time be adopted by the General Membership. Each Member of the Club agrees to comply with and be bound by the provisions of these Bylaws and further agrees that the Club shall be operated pursuant to these Bylaws. Upon approval of the Membership, the Bylaws of the Club shall constitute a contract by and between the Members of the Club as to their rights, duties and obligations.

12.03 The process for amendment of by-laws shall be as follows:

- A. Recommendation. Any amendments to these Bylaws may be recommended by any Member of the Executive Board.
- B. Notice of Amendment. If the Executive Board approves a proposed amendment to the Bylaws, notice of any proposed amendment shall be submitted for ratification to the Membership at an annual or special General Membership Meeting. A copy of the proposed amendment shall be made available to any Member. Notice of the proposed amendment shall be given and may be merged with any notice of meeting provided that the proposed Bylaw is described or

summarized in the notice or in any agenda accompanying such notice. Notice shall be given in the same manner as a notice for a General Membership Meeting.

- C. Votes Required. These Bylaws may be amended by a majority vote of a quorum of the Membership. All amendments to these Bylaws, and all Bylaws, shall be binding upon the Members of the Club.
- D. Effective Date. Unless otherwise stated by the proposed amendment to the Bylaws, any amendment to these Bylaws shall be effective immediately following adoption of the amendment.

ARTICLE XIII DISSOLUTION OF THE CLUB

13.01 Upon at least two-thirds (2/3) of the votes of all of the Members, the Club may be voluntarily dissolved effective at the end of the Fiscal Year. Thereafter, the Club shall continue to exist for the purpose of disposing of all assets and obligations of the Club, and performing all other functions necessary to conclude the affairs of the Club.

13.02 The process for dissolution of the Club shall be as follows:

- A. A request to dissolve the Club must be made in writing and signed by at least forty (40) percent of the Members in good standing. An involuntary dissolution shall occur if the Club remains inactive for a period of one Fiscal Year or is involuntarily dissolved by operation of law.
- B. Within five (5) business days after receipt of the request to voluntarily dissolve the Club, the Secretary shall mail a notice of the request and a ballot presenting the issue of whether to dissolve the Club to each Member. The question shall state as follows: "Shall the Clovis Swim Club be dissolved?" The notice shall notify the Members that a vote on the request will be taken at the next regularly scheduled meeting, and that the Members may return the ballot to the Secretary no later than three (3) business days prior to the next regularly scheduled meeting or they may appear at the meeting and cast their votes on the issue at the meeting. Each ballot must contain the name of the Member casting the vote in order to be a valid vote and to be counted.
- C. The Secretary shall retain all ballots returned to him or her, but shall not open them until the request for dissolution is heard at the meeting on which the request is to be voted. The ballots shall be opened at the meeting in the presence of the Members attending and the votes of all ballots shall be counted at the meeting.

13.03 In the event of dissolution of the Club, the assets and funds of the Club shall be turned over to any similar Club intended to act as successor to the Clovis Swim Club or, if none, to CUSD to be used for athletic or educational purposes.

CERTIFICATION

I, as Secretary to the Clovis Swim Club, hereby verify that the within Bylaws are the Bylaws of the Clovis Swim Club, as adopted by the Club on _____.
[Date]

Dated: _____

Secretary to the Executive Board

Clovis Swim Club Board Draft 1/21/2010