

**BYLAWS OF THE PENNSBURY AQUATICS CLUB, INC.**

**REVISED January, 2012**

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**BYLAWS OF THE PENN AQUATICS CLUB, INC.**  
**REVISED JANUARY, 2012**

**Article 1 - Name, Offices**

- 1.1 The name of this organization shall be Penn Aquatics Club, Inc., also referred to as PAC or PENN. It shall also be a not for profit entity.
- 1.2 The principal office of the corporation shall be located in Falls Township, Bucks County Pennsylvania. The corporation may move the location of its principal office and have other offices at such other places as the board from time to time may determine.

**Article 2 - Purpose**

- 2.1 The corporation is organized and shall be operated exclusively for such purposes, within the meaning of section 501 (c) (3) of the Internal Revenue Code. The Club is a non-profit corporation and is not organized for the private gain of any person. The corporation shall provide support for the recreational and competitive teams of Penn Aquatics, foster SAL Swimming/Diving and USA swimming/diving and participate in the Suburban Aquatic League as well as USA Swimming.
- 2.2 The Club will:
  - Provide all club members an opportunity for personal growth both as an individual and as a team member.
  - Foster participation, develop good sportsmanship, team spirit, a good self-image, and above all, help swimmers improve both their skills and their times throughout the season.
  - Help parents, swimmers, and divers appreciate the ideals of swimming and diving and promote a sense of community that will endure beyond the swim and dive season.
  - Strive for the improvement and promotion of competitive swimming, the swimming program of United States Swimming (USS).
  - Provide voluntary support for the competitive swimming program, including executive and administrative officers, meet officials, and other appointees for relevant tasks.
  - Provide the facilities, coaching and support staff to conduct aquatic programs at all levels, and to carry out the business functions of the Club.
  - Engage in fund raising activities for the purpose of providing the swim and dive team with necessary materials and instruction.
  - Provide officials and other personnel necessary to conduct meets in a fair and impartial manner.

## Article 3 - Membership

### 3.1 Membership shall consist of all:

- parents and/or guardians of swimmers and divers who participate in recreational and/or competitive swimming/diving activities conducted by the Club;
- minor children who participate in recreational and/or competitive swimming/diving activities conducted by the Club;
- emancipated persons who participate in amateur competitive swimming activities conducted by the Club;
- the coaching staff and any other persons interested in furthering the purposes of this Club.

### 3.2 Membership Year

The membership year for determining membership shall be from September 1 to August 31 of the following year. All swimmers who maintain their good standing and whose respective parents and/or guardians maintain their obligations to PENN including all monetary and volunteer time commitments, shall be eligible to participate in all SAL and USA programs under the PENN name.

### 3.2 Swimmers and divers will attend the number of practices recommended by the Head Coach unless otherwise excused by the Coach, every week of practice, not just the weeks before the meets

### 3.3 Members must fulfill their membership responsibilities and pay the required fees to remain in good standing. Membership shall continue for so long as all dues, fees, and escrows are current. Membership in the club is open to all individuals supporting its purpose.

Swimmers and/or divers who are not in good standing can have restrictions placed on their practices/competition by the Head Coach and the Board. The Officers are responsible for deciding whether a member is in good standing.

### 3.4 All team members who wish to participate in USA swimming shall be required to register with USA swimming.

### 3.5 No member may transfer a membership or any right arising from such membership to another.

### 3.6 Membership may be revoked by a vote of the Board for any reason including, but not limited to: nonpayment, non participation in volunteer activities, uncooperative and inappropriate conduct to other members, coaches, officials or board members.

## Article 4 - Officers of the Board

- 4.1 The Club shall have seven officers, five elected by the members and six appointed officers that serve on the Board of Directors of Penn. Only members in good standing shall be eligible for elected office, and the requirement that the swimmers in the families of elected officers must be enrolled in the fall/winter or year round program of the Club.
- 4.2 The elected officers shall be: President and/or Co-President, Vice President, Secretary, and Treasurer. The appointed officers shall be: Boys Swim Meet Director, Girls Swim Meet Director, USA Swimming Coordinator/Registrar, Dive Meet Director, Head Coach and two Trustees.
- 4.3 The term of office in one year. No elected officer may hold the same office for more than two consecutive one year terms. The term of office can be extended for one-year intervals only with the unanimous Board approval.
- 4.4 All Officers of the Board are entitled to receive a Board Member discount for swimmer/diver registration fees. Such discount will be determined and approved by the five elected members of the board.
- 4.5 Multiple Offices. No person shall simultaneously hold more than one of any of the offices except in the case of special offices created pursuant to Section 1 of this Article.
- 4.6 An officer must be an active member in good standing.
- 4.7 The annual election of offices will be held at the Spring Banquet. Not later than one month prior to the election, the Board of Directors will name a nominating committee to identify potential candidates for each of the elected position to be filled. During the annual Spring Banquet a slate of candidates will be nominated by the chairperson of the nominating committee. Additional nominations with prior consent of the nominee may be made from the floor at this time.
- 4.8 An officer can be removed for good cause by a two-thirds vote of the members at a general meeting announced at least 10 days in advance.
- 4.9 Vacancies. In case any office of the club becomes vacant by death, incapacity, resignation, retirement, removal, disqualification or any other cause, the board may elect a person to fill such vacancy, and the person so elected shall hold office and serve until the earlier of the next annual meeting or the date on which a successor is elected and assumes office. In the event that any officer cannot conduct the duties of their office for a period exceeding sixty (60) days, the board has the authority to determine the position to be vacant.

- 4.10 Removal. Any officer of the club may be removed from office with or without cause by the affirmative vote of a majority of the voting members, but any officer of the club may be suspended with cause by the affirmative vote of a majority of the board.
- 4.11 Funds. The board shall designate the bank, or banks, in which funds of the club and funds of related activities of the organization shall be deposited, and determine the manner in which checks shall be executed. Funds shall be invested in accordance with policies agreed to by the board. The books shall be audited annually by an auditor selected by the officers, who shall be neither an officer nor a member of the board. A report shall be made available to all members upon request.
- 4.12 Election of Officers. Following the report of the Nominating Committee, if any, at the annual meeting, an opportunity shall be given for nominations from the floor, after which elections shall be conducted by the president. For those persons who have consented to serve, if elected, shall be eligible for nomination either by the nominating committee, or from the floor. The officers shall be considered elected by a majority of voting members present and voting.

4.13 The President/Co President will:

- coordinate the activities of all officers and committee chairpersons
- call special parents meetings as needed
- appoint committee chairpersons and directors for special events
- schedule and preside at monthly board meetings
- appoint a replacement for an officer who resigns

The President and Treasurer may jointly authorize individual expenditures up to \$1000.

4.14 The Vice President will:

- perform the duties of the President/CoPresident in his/her absence
- succeed the President
- automatically become President in case the President resigns
- schedule and preside over monthly board meetings in the absence of the President/CoPresident
- will sit in on committee meetings

4.15 The Secretary will:

- take minutes of all club and executive board meetings and distribute same through coordination with the President, head coach and committee chairpersons
- prepare and distribute information of interest to parents

- make minutes, upon request, available to all parents

4.16 The Treasurer will:

- maintain a bank account of club funds
- receive, reconcile and deposit all monies with 2 days of receipt
- reconcile all monthly bank account statements
- review and approve for payment bills submitted to him/her on a Penn Aquatics check reimbursement form
- prepare checks as deemed appropriate by the board
- checks are to be signed and mailed by the Treasurer after his/her review
- sign all receipts and vouchers and, together with the officers of the board, the treasurer will sign all checks of the club, except in cases where the authority to sign or execute checks has been expressly delegated by the board or by these bylaws to some other officer or agent of the club
- enter regularly on the books of the club to be kept by the treasurer for the purpose of full and accurate accounting of all monies and obligations received and paid or incurred by the treasurer for or on account of the club and upon request, shall exhibit such books to the board at a reasonable time
- present a monthly statement to the board relating to income and expenses to budget and policy
- work closely with the club accounting firm and payroll processor
- prepare and distribute checks for outside entities required for the operation of the club, including PHS pool staff
- attend new swimmer evaluations to sign people in and take new membership forms and payments
- at least twice a week, pick up and distribute mail from the PO box

4.17 Appointed Trustees will:

- attend all board meetings
- carry out duties as may be directed by the board of directors

4.18 The board has the authority to contract with an outside accounting firm for the preparation of financial statements, tax returns, and any other services it deem appropriate. The outside accounting firm will:

- work closely with the Treasurer and payroll processor and assist and advise the Treasurer and the board. Should an audit of the books of the club be required, the officer of the board must select a firm other than the firm who performs the above services.

4.19 The Officers will:

- make the decisions regarding normal operations of the club
- call board meetings for decisions on special events or circumstances
- call special parents meetings for extraordinary circumstances
- recommend the budget for the club
- consult with the head coach regarding coaches salaries and membership fees authorize individual expenditures up to \$1000

**Article 5 - Meetings**

- 5.1 The annual meeting of the membership for the election of officers, and for the transaction of other business that may properly come before the meeting, shall be held at the annual spring banquet or at such other place as the board shall designate.
- 5.2 Regular meetings of the board shall be held monthly, unless otherwise scheduled by the board, at such place, dates and times as the board may determine by resolution.
- 5.3 Special meetings may be called at any time by the president/co president and must be called by the president/co president upon written/email request from any four board members, and shall be held at such place as the president/co president calling the meeting shall designate.
- 5.4 Notice of meetings - time, place, manner and purpose shall be given by email or telephone. Notice of any annual, regular or special meeting shall be given not less than five (5) or more than sixty (60) days prior to the date of the meeting.
- 5.5 At any meeting of the board, the presence of a majority of the officers serving at that time shall constitute a quorum for all purposes except as provided by these bylaws. The act of the majority of those officers, as applicable, present at any meeting at which there is a quorum shall be the act of the corporation except as otherwise may be provided specifically by law or by these bylaws. At any committee meeting, the presence of a majority of the committee members serving at that time shall constitute a quorum and the act of a majority of those present at any committee meeting shall be the act of the committee, except as otherwise may be provided specifically by law or by these bylaws. Either in the absence of a quorum or when a quorum is present, an officer or committee meeting may be adjourned from time to time by vote of the majority of those present in person, without notice to those in attendance other than by announcement at the meeting. At any adjourned meeting at which a quorum shall be present, any business may be transacted which might have been transacted at the original meeting.
- 5.6 Voting - At every meeting of officers, each officer, entitled to vote by the these bylaws shall be entitled to one (1) vote in person, not proxy.

- 5.7 Any action required or permitted to be taken at any meeting of the board, or committee thereof may be taken without a meeting, if prior or subsequent to such action, a written consent to such action is signed by all officers or members of such committee, as the case may be, and if such written consent is filed with the minutes of proceedings of the board or committee.
- 5.8 Meetings by telephone conference call or by any means of communication by which all persons are able to hear each other shall be permitted, upon proper notice, provided that a quorum of officers, as applicable participates in any such conference call.

## **Article 6 - Committees**

- 6.1 Committees - From time to time the board may authorize by resolution such standing and ad hoc committees as the board shall deem necessary. The officers shall also have the authority to authorize, subject to the approval of the board, special committees from time to time as needed.
- 6.2 Appointment - All committees shall be appointed by the President/Co-President, with the advice and consent of the officers, and shall further appoint the chairperson of each committee. Non-trustees shall be eligible for appointment as members of committees, but may not serve as the chairperson of any committee in the absence of specific authorization by the board. In addition, non-trustee or non-officer committee members may not vote in connection with any action that may bind the club.

## **Article 7 - Agents and Representatives**

- 7.1 The board may appoint additional agents and representatives of the corporation to perform such acts or duties on behalf of the corporation as the board may see fit, so far as may be consistent with these bylaws, and to the extent authorized or permitted by law.

## **Article 8 - Finances**

- 8.1 PENN shall have the capability of raising monies. The board shall adopt an annual budget which shall serve as their guide in setting yearly membership fees. The disposition of funds, shall be at the discretion of the board.

## **Article 9 - Fiscal Year**

- 9.1 The fiscal year of the corporation shall be September 1 to August 31 of the following calendar year, unless otherwise determined by the resolution of the board.

## **Article 10 - Prohibition Against Sharing in Corporate Earnings; Dissolution**

- 10.1 No officer, employee, committee member or other person connected with the corporation, or any other private individual, shall receive any of the net earnings or pecuniary profit from the operations of the corporation at any time, provided, however, that this shall not prevent the payment to any such person of reasonable compensation, as determined by the board, for services rendered to or for the corporation and/or for reimbursement of reasonable expenses incurred in connection with such services.
- 10.2 In the event of liquidation, dissolution, termination, or winding up of the corporation, whether voluntary, involuntary or by operation of law, the board shall, after provision for all liabilities, distribute any remaining assets or property of the corporation to the three local swim clubs that the majority of PENN swimmers participate with during the summer season: Brookside Swim Club, Lower Makefield Township Swim Club and Oxford Valley Swim Club or to be determined by the board.

## **Article 11 - Amendments**

- 11.1 Any suggested amendments to the ByLaws shall be submitted to the Board for referral to the general membership. An amendment is considered approved when so indicated by 75% of all members present at a meeting of the Club announced at least 10 days in advance.

## **Article 12 - Team Apparel**

- 12.1 The Club will hold an annual “swimsuit sale” at the beginning of each season. Swimmers/Divers will pay for their own racing suits, towels, warmups, etc.
- 12.2 All team members are required to provide their own equipment for workouts and meets. Standard equipment shall include goggles, fins, swim caps.

## **Article 13 - Head Coach**

- 13.1 The head coach and dive coach will:
- keep the Board apprised of all activities of the program.
  - provide direction to the team coaches and assistant coaches
- 13.2 Coaches under the direction of the head coach/dive coach are responsible for:
- the conduct of all practices

- screening of all applicants by ability to establish members of the team
- choosing participants for meets, including relays.

13.3 Each year there must be a qualified head girl's swim team coach, a qualified head boy's team coach and a qualified head diving team coach.

#### **Article 14 - League Representative**

14.1 There must be a girls, boys, swimming/diving league representative each year. It is their responsibility to attend league meetings in order to keep the club abreast of new rules, etc.

#### **Article 15 - Practice Hours**

15.1 Practice hours will be established each year by the Head Coach in conjunction with the Board and the Pennsbury School District. They will be posted on the website and distributed to all parents as soon as possible.

#### **Article 16 - Dues, Fees and Income**

16.1 Dues

Each Member is obligated to pay dues/registration fees to the Club in order to remain a member in good standing. Each member must pay, as determined by and within the time and on the conditions set by, the board of directors, a registration fee and invitational fees in amounts to be fixed from time to time by the board of directors. No refunds are allowed for any reason or will be provided to members who have initially committed to an invitational.

Dues are to be paid in full immediately upon registration, prior to the beginning of the season. A monthly payment plan is offered at the discretion of the board.

Dues once paid, will not be refunded, (except for the trial period noted in Section 2, Article 10) for any reason including termination of a membership of a team member.

16.2 Trial Period

New team members, are entitled to a two week trial period. This trial period is defined as two consecutive calendar weeks beginning with the first week of the season. If a new member does not wish to continue with the club after this period, registration fees paid will be reimbursed. After this two week period, fees will not be refunded.

### 16.3 Fees

Each team member will pay his/her individual entry fees, and any relay or meet fee for each invitational or USA meet he/she enters. No refunds or cancellations will be accepted for non-participation, injury or any other reason from an invitational committed to.

### 16.4 Multi Sport Athletes

Each team member who is participating in a sport that has not concluded before the beginning of the swim season (September 1), is required to pay the full team registration fee. Pro-rating fees is not an option.

## **Article 17 - Team Member Responsibilities**

- 17.1 The parents of the club as well as all swimmers and divers must respect the established rules, policies and practice procedures set forth by the Penn Aquatics Club. Safety, orderly practices and meets, and a friendly environment are essential to the success of the club.
- 17.2 Swimmers and divers will attend the number of practices recommended by the Head Coach unless otherwise excused by the Coach, every week of practice, not just the weeks before the meets.
- 17.3 Team members may be suspended for violation of the rules of discipline. A suspension of more than one week of practice, must be assigned by the head coach and must be submitted to and approved by the majority of the board. An assistant coach may assign a one day suspension with the approval of the head coach.

## **Article 18 - Parent Participation**

- 18.1 Each family must participate in a set number of meets/events as determined by the board. An event is defined as working at a meet, actively chairing a committee, or actively contributing to the fund raising efforts.
- 18.2 Each family is expected to provide an adult or experienced swimmer/diver to participate as a timer, table worker, official, place judge, diving judge, or any task as needed at all meets.
- 18.3 Each family is expected to sign up for jobs via Sign Up Genius. All jobs will be identified. Each family is expected to create a sign up genius account.
- 18.4 Each family, if called upon, must agree to assist unless there are extraordinary circumstances as approved by the board. Failure to do assist may lead to a dismissal or a suspension from the facilities and meets.

18.5 Swimmers and divers of member families not actively participating in club activities, as defined in Section 18.1 and 18.2, will be advised not to attend practice until participation requirements are met.

## **Article 19 - Termination of Membership**

19.1 Causes of termination include:

- the resignation of the member,
- the failure of the member to pay dues or assessments, if required, within the time set forth by the board of directors,
- the determination by the board of directors or a committee designated to make such determination that the member has failed in a material and serious degree to observe the rules of conduct of the Club or has engaged in conduct materially and seriously prejudicial to the interests and purposes of the Club.

19.2 Procedure to terminate membership include: presenting a termination recommendation to the board of directors for review. It is the responsibility of the board to notify the team member and their family of such termination.

19.3 Termination as a member may be levied by the board at its discretion for violations including, however, now exclusive to: non-payment, non participation in volunteer activities and violation of proper conduct to anyone associated with the Penn Aquatics organization. Associated Penn Aquatics individuals may include, but, not limited to members, coaches, swimmers, parent, divers, officials and opposing teams' coaches and swimmers/divers.