



By-Laws for Pendleton Swim Club, Inc.

In order to more efficiently undertake the duties and responsibilities for the development of the Pendleton Swim Club, Inc. the following aims and by-laws are established.

1. NAME

- A. This organization shall be known as THE PENDLETON SWIM CLUB, INC, which is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distribution to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- B. No part of the net earnings of the organization shall inure to the benefit of: or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in nor intervene in (including publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- C. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

II. AIMS

- A. To encourage and promote competitive swimming for both boys and girls.
 - 1. The organization will provide an USA Swimming charter under which the swimmers may compete in USA Swimming competition all year round
 - 2. The organization will compete as a swim team in dual meets and sanctioned meets of both the winter and summer sessions as determined by the head coach of the swim club

- B. To develop and encourage good sportsmanship in both children and adults.
 - 1. While striving for improvement and excellence through the rigors of supervised practice and stiff competition, the organization will put equal emphasis on policies to develop humble winners and gracious losers
 - 2. Parent expectations shall be signed and followed by the parents/guardians of swimmers for a child to be a member of Pendleton Swim Club

- C. To encourage and promote the development of competitive swimming.
 - 1. The organization may sponsor invitational type swim meets and/or a Swim-AThon type activity to publicize competitive swimming and to earn money to sustain itself

III. MEMBERSHIP

Membership shall consist of the coaching staff; parents or court appointed legal guardians and/or sponsor of swimmers who participate in the approved activities of the Pendleton Swim Club, Inc. Membership will be open to all residents of the community without regard to race, color, religion, sex, sexual orientation, national origin, disability or any other legally protected status. Membership may be granted once the coaching staff confirm the swimmer's minimum level of swimming ability and the swimmer is accepted on the team. Membership may be limited based on the number of swimmers that can be safely accommodated in the pool.

IV. SWIM TEAM QUALIFICATIONS

- A. To be a member of the Pendleton Swim Club's team, a swimmer shall:
 - 1. be 5 years or older
 - 2. have paid the appropriate swim team dues and fees
 - 3. be a current USA Swimming member
 - 4. develop a fundamental knowledge of and the ability to perform the four competitive swimming strokes and the various racing starts and turns
 - 5. have a permission authorized by the parent or legal guardian
 - 6. participate for the club in dual and sanctioned swim meets scheduled by the organization
 - 7. co-operate with the swim team coach and his/her assistants in all manners concerning the swim club

V. ORGANIZATION

A. Executive Committee

1. The Executive Committee shall be the governing body of the Pendleton Swim Club, Inc. and shall be composed of the officers and the head coach
2. Officers of the Executive Committee shall be as follows:
 - a. President - elected for a one-year term; moves into a non-voting, advisory role on board for (1) year after completed service as President. If the President must resign in the middle of a term, the Vice President will assume the role until the time he/she would have already assumed the role.
 - b. Vice President – elected for a one-year term; moves into President role for a one- year term. If the Vice President must resign in the middle of a term, the Executive Committee will replace someone to finish just that term and consider keeping the current President in place until needed.
 - b. Secretary - elected for a two-year term. If a Secretary must resign in the middle of a term, the Executive Committee will replace someone to finish just that term.
 - c. Treasurer - elected for a two-year term. If a Treasurer must resign in the middle of a term, the Executive Committee will replace someone to finish just that term.
 - (1) Secretary and Treasurer to be elected in alternate years.
 - d. The swim team head coach
3. Role of the Executive Committee shall be as follows:
 - a. Act on behalf of the board as a decision-making entity between board meetings
 - b. Consider board structure and propose bylaws amendments on an ongoing basis
 - c. Manage all salary and HR issues
 - d. Develop a strategic plan to be considered by the board
 - e. Liaise with the High School Athletic Director on behalf of the club
 - f. Assess penalties for violation of rules and regulations
 - g. Propose fee structures each season for approval by the Board
 - h. Send one representative to the annual Indiana Swimming House of Delegates Meeting
4. Duties of the officers
 - a. President
 - (1) Shall call and conduct the meetings of the Executive Committee and the Board
 - (2) Shall appoint members to all standing committees and form whatever other committees he/she or the Executive Committee deem necessary
 - (3) Shall be responsible for general conduct of the organization
 - (4) And shall perform such other duties as needed

- (5) Shall represent the club in a variety of settings, including but not limited to Indiana Swimming meetings, Parks Board meetings, and at PHHS.
 - (6) Shall meet with the PHHS Athletic Director yearly to review shared governance of coaching arrangement and perform a yearly review of the head coach (if the head coach of PSC is also the PHHS head coach).
- b. Vice President
- (1) Shall learn the duties of President
 - (2) Shall assume the duties of President if President unavailable or unable
 - (3) Shall have been a member of the general board for at least one (1) year at any time before assuming the responsibilities of Vice President
 - (4) Shall be an ex-officio member of all committees and attend committee meetings as needed
 - (5) Shall be actively involved in the events and fundraising activities of the club
- c. Secretary
- (1) Shall record the minutes of all meetings of the Executive Committee and Board meetings
 - (2) Shall distribute Executive Committee meeting notes electronically of all to the Executive Committee within 1 week of the meeting
 - (3) Shall distribute Board meeting notes electronically to the Board within 2 weeks of the meeting
 - (4) Shall conduct all correspondence referred to him/her by the Executive Committee
 - (5) Shall perform all such other duties as are incident to the office
- d. Treasurer
- (6) Shall keep records of all fundraising activities earned by the swim team and any disbursements thereof
 - (7) Shall work with the business manager to handle all disbursements, as directed by the Executive Committee
 - (8) Shall report the financial condition of the organization at each regular meeting
 - (9) Shall perform all such other duties as are incident to the office.
- g. Swim Team Head Coach
- (1) Shall direct all team practices and determine needs for special practices
 - (2) Shall establish the conditioning and training programs to be used by the swimmers
 - (3) Shall hire and annually review all assistant coaches.
 - (4) Shall direct assistant coaches to give specific instructions or training to swimmers

- (5) Shall determine the number of meets for the team to participate in
- (6) Shall be an ex-officio member of the Executive Committee with voting privilege to be determined by the President
- (7) Shall, along with the assistant coaches, determine which swimmers will be used for the events in each meet

B. The Board

1. The Board shall be composed of the officers, the head coach, the business manager, and the At-Large Members
2. At-Large Board Members – 4 in total
 - a. Shall be voted in for a 2 year term, preferably rotating 2 At-Large members in even years and 2 in odd years
 - b. Shall participate in all board meetings and contribute expertise
 - c. Shall support the club's fundraising efforts and programming
 - d. Shall support the coaching staff, as needed
 - e. Shall head one of the following committees, recruit and convene a group from the membership to promote the work of that committee, and come to each Board Meeting with a committee report
 1. Events Committee
 2. Fundraising Committee
 3. Equipment and Facility Committee
 4. Nominations and Officials Committee
 5. Meets Committee
 6. Publicity and Registration Committee
3. Business Manager
 - a. Shall work with Head Coach and Head Official to process and maintain Registrations for Swimmers, Officials, Coaches and Club as required by USA Swimming and IN Swimming.
 - b. Process and maintain billing and financial matters for the Club to include member payments, collection of past due accounts, payroll, financial reports, annual tax returns, and Insurance Requirements
 - c. Oversee and maintain Club Website in partnership with assigned Webmaster and webhost (e.g. Commit, Teamunify, etc.)
4. Ad Hoc Committees and Duties
 - a. Other committees and duties deemed necessary by the membership to consider specific problems, which may come before the organization, shall be appointed by the President for a stipulated time and for the specific purpose of considering those problems

VI. MEETINGS

- A. Executive Committee Meetings
 - 1. Regular meetings shall be held and the time and place designated by the President for the purposes outlined in V. 3.
 - 2. A quorum for the transaction of business at any Executive Committee meeting shall consist of a majority of the voting members of the Executive Committee. If a quorum is present, a majority of those present may conduct business or may have the power to adjourn the meeting until a future time
 - 3. At all Executive Committee meetings, each voting member shall be entitled to cast one vote for whatever matter is being voted on, except the President shall not vote except to break a tie

- B. Board Meetings
 - 1. The President will call regular Board Meetings
 - 2. Each At-Large Member will offer a committee report
 - 3. The President will offer an Executive Committee report
 - 4. A majority (more than half of voting members) of the Board Members shall constitute a quorum at any scheduled Board Meeting
 - 5. At any given point in time, only one family member may serve on the Board as a voting member, either as an Executive Committee member or as an At-Large Member

- C. Parents' Meeting
 - 1. The President shall call a Parents' Meeting near the beginning of each short-course season
 - 2. Purpose of Parents' Meeting shall be as follows:
 - a. To inform new members of purposes, aims, organization, etc. of the organization
 - b. To inform all members of activities within the club: fundraising and social
 - c. To introduce the club to the coaching staff, officers and Board Members

- D. Annual Meeting
 - 1. The President shall call an Annual Meeting near the end of each short-course season.
 - 2. Purpose of the Annual Meeting shall be as follows:
 - a. To review the events of the last year
 - b. To recognize swimmers and their achievements
 - c. To recognize volunteers and their contribution
 - d. To hold elections for the Executive Committee Officers and the Board At-Large Members

VII. ELECTIONS

- A. Procedure
 - 1. The At-Large Board Member overseeing the Nominations Committee will be actively promoting open positions on the Executive Committee and Board

throughout the year

2. The club members will be notified at least 3 weeks before the Annual Meeting to submit nominations
 - a. Nominations can be collected by electronic survey or paper ballot
3. All candidates nominated shall be contacted by the President and agree to run for the office(s) for which he or she is being nominated
4. The election of Executive Committee Members and At-Large Members shall be held at or before the Annual meeting each year
 - a. Elections can be collected by electronic survey or paper ballot
 - b. Each family is limited to one vote in all business matters

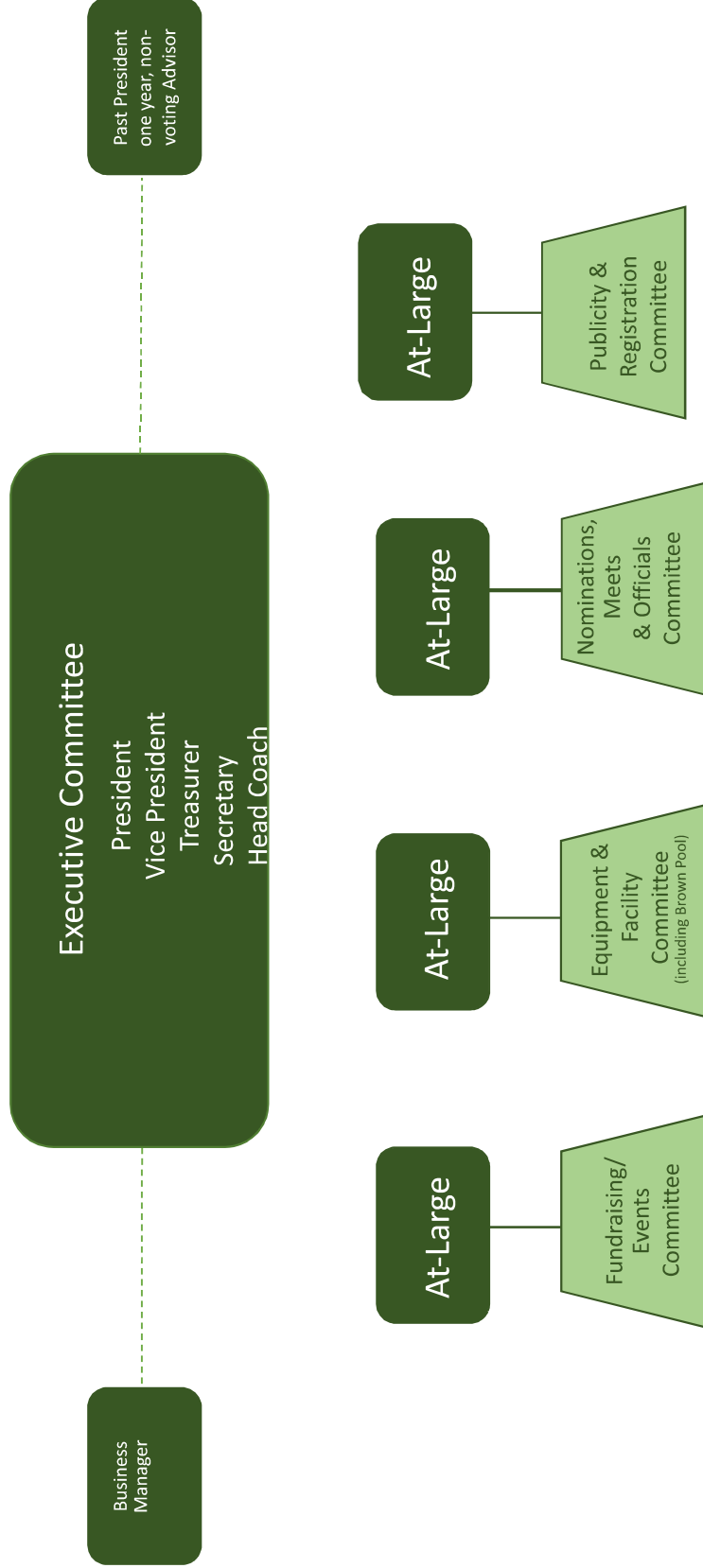
VIII. AMENDMENTS

A. Procedure

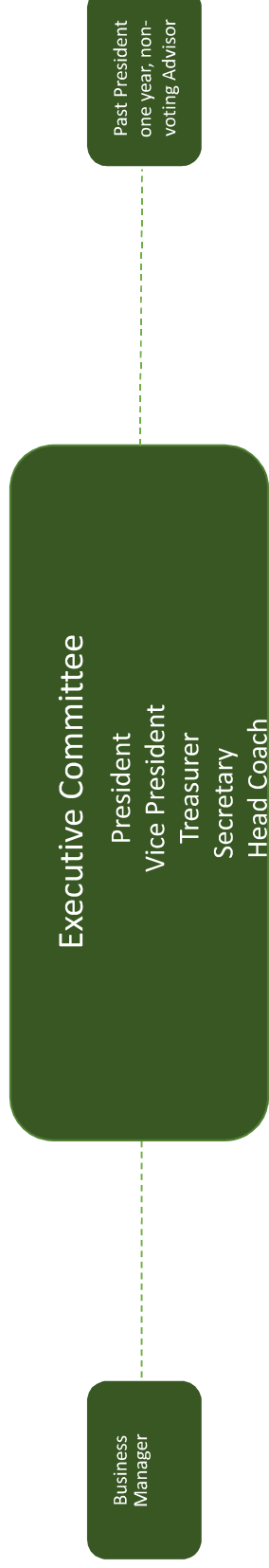
1. Amendments to this Constitution may be proposed in writing to the Executive Committee and shall be voted on at the next regular or special meeting of the Executive Committee or through email if time is restricted.
2. Amendments approved by the Executive Committee shall be presented and voted upon at the next Board Meeting or through email if time is restricted.
3. Amendments approved by the Board shall be presented and voted upon by the membership of Pendleton Swim Club, Inc.
 - a. Votes can be collected by electronic survey or paper ballot
 - b. Each family is limited to one vote in all business matters

IX. INDEMNIFICATION CLAUSE

- A. Each person who is or was a director, officer, or employee of the corporation, Pendleton Swim Club, (including the heirs, executors, administrators, of estate of such person) shall be indemnified by the corporation to the full extent permitted by the Nonprofit Corporation Law of the state of Indiana against any liability cost of expense incurred in the capacity as director, officer, or employee, arising out of the status as a director, officer, or employee (including serving at the request of the corporation as director, officer, employee, or agent of another corporation).
- B. The corporation may maintain insurance, at its expense, to protect itself and any such person against any such liability, cost, or expense.



- At-Large Board Member Chairs one of the Committees
- Members of the Committee are parents from the club recruited by the Committee Chair
 - The Committee meets virtually or in person every 1-2 months
- The Committee is responsible for keeping its' area on track, work plan based on calendar
- The President is brought into Committee meetings, as needed and acts as a resource
- The At-Large Board Member brings a committee report to each scheduled board meeting



- Allowed to act on behalf of the board, a decision-making entity between board meetings
 - A forum for conversation and discussion leading up to board meetings
 - Consider re-thinking the board structure and amending bylaws on an ongoing basis
 - Solve problems as they arise, such as HR issues
 - Head Coach annual evaluation
 - Help develop the strategic plan to be considered by the board
 - Do necessary research board needs
 - Liaise with the High School AD on behalf of the club
 - Shepherd any hiring situations
 - Call the monthly board meeting