

BY-LAWS OF THE EDGEWATER LIGHTNING SWIM TEAM

PURPOSE

The purpose of the Edgewater Lightning Swim Team (“Association”) By-Laws is to set standards for swim team membership, provide organizational structure, establish membership and general responsibilities for the Board of Directors, and to provide general guidance on how to conduct team business.

ARTICLE I SWIM TEAM MEMBERSHIP

Section 1. Edgewater Residents. Any resident of Edgewater, between the ages 4 and 18 as of June 1st, with a valid pool pass shall be eligible for membership in the Association upon payment of fees as assessed by the Association Board of Directors, (“Board”). If membership requests exceed the capacity of the swim team to accommodate swimmers, nonresidents will be denied membership. If membership requests still exceed capacity, the coach shall institute a try-out session at which swimmers will be selected based on ability and the needs of the swim team in the various age groups and consult with the Board prior to its utilization. Residents shall have priority over all nonresidents so long as applications are received by the application deadline set by the Board.

Section 2. Coaches. Current coaches for the Association under the age of 19 shall be extended a free membership in the Association.

Section 3. Nonresidents. Residents outside of Edgewater (“Nonresidents”), between the ages 4 and 18 as of June 1st, shall be permitted to become Association members upon payment of fees as assessed by the Board. If membership requests exceed the capacity of the team, Edgewater residents will have priority regardless of ability. If there is capacity for some but not all nonresidents, the head coach shall institute a try-out session at which swimmers will be selected based on ability and the needs of the swim team in the various age groups. The head coach shall consult with Board prior to scheduling a try-out session.

Section 4. Obligations. By requesting and accepting Association membership, swimmers and their parents agree to abide by the Team Code of Conduct and the rules, policies and procedures established from time to time by the Association general membership, the Board, and the coaches. Additionally, all swimmers’ parents are required to volunteer to support multiple swim meets. Failure to volunteer will jeopardize swimmer membership and the ability of the Association to continue to function as a member of the Gwinnett County Swim League (GCSL).

Section 5. Removal. Failure of the swimmer and/or their parents to abide by the Code of Conduct, rules and policies set forth by the Board and coaches will not be tolerated. First and

minor offenses are managed by the head coach. Repeat and serious offenses are managed by the Board. Remedies include Suspension from the next meet, or expulsion from the team. Suspension from the meet requires a simple majority vote of the Board. Expulsion requires a two thirds majority vote from the Board.

Section 6. Minimum Swimming Proficiency. Each swimmer shall have a minimum swimming proficiency as determined by the coaching staff. Generally, the swimmer should be able to swim the length of the pool unassisted. At the discretion of the coaching staff and head coach, swimmers that are not able to demonstrate a minimum swimming proficiency may be removed from the team prior to the first swim meet. In this event, the swimmer will receive a full refund of all registration fees.

ARTICLE II GENERAL MEMBERSHIP

Section 1. Composition. The general membership shall consist of all parents and guardians of swimmers in good standing. "Good standing" is defined as, (1) having a valid registration on file with the Board, (2) and in good standing with the Edgewater Home Owners Association.

Section 2. Semi-Annual Meetings. There shall be a preseason meeting of the Association general membership prior to the first swim team practice of each season. The general membership shall also meet within two (2) months of the end of the swim season to elect new Board members. If possible, this meeting will be held in conjunction with any annual awards banquet. The time and place of these meetings will be determined by the Board, and shall be published to the general membership in advance of the meeting date.

Section 3. Special Meetings. Special meetings of the Association general membership will be held when determined necessary by a majority vote by the Board. The time and place shall be determined by the Board chairperson.

Section 4. Notice. Notice of general membership meetings shall be made no later than one month in advance of the meeting date using advertising medium determined by the Board to be the best practical means of notification. Normally notice will be posted on the Association Website and via E-mail.

Section 5. Quorum. So long as notice has been provided in accordance with Article II, Section 4, a quorum for either an annual or special meeting shall consist of those parents or guardians in attendance. A majority vote of those eligible and present shall be sufficient for all purposes, except as otherwise specified herein.

ARTICLE III BOARD OF DIRECTORS

Section 1. Members. The voting members of the Board shall be comprised of those members elected by the general membership. All Board members must be an Edgewater resident

in good standing with the Edgewater HOA and the Association and a parent or guardian of an Association swimmer. Only one member from a swimmer's family may serve on the Board. The Board shall include the following officers: Chairperson, Vice Chairperson, Treasurer, Secretary, and up to five members at large.

Section 2. Nomination and Election of Board Members. The nomination and voting process will be administered by an Election Committee, appointed by the standing Board Chairperson and composed of members in good standing not seeking election. At the end-of-season semi-annual meeting of the general membership, normally conducted in mid August; the general membership shall elect the new Board members by majority vote. Nominations for Board positions may be made by any member in good standing for any member in good standing provided the nominee consents. The election shall be announced at least one month prior to the election date. The final nominee slate shall be formulated and announced to the general membership for consideration one week prior to the election. The election process will consist of hard copy ballot with the nominees clearly indicated. The ballots will be distributed at the beginning of the meeting. Each nominee or a designated representative from the general membership will be afforded two minutes to speak. The election will be held, ballots collected, and a count conducted by the Election Committee. The results will be announced by the Election Committee prior to the meeting's termination. In the case of a tie vote, a run-off election will be held between the two nominees. In a tie vote situation the nominees may elect to speak an additional two minutes in order to sway voters. Additional votes will be taken until the tie is broken.

Section 3. Term of Office. Board members shall serve a two year term. Generally one half of the Board members are elected each year providing continuity year-to-year on the Board.

Section 4. Resignation and Removal. Board members may resign by providing written notice to the Board Chairperson (or Vice Chairperson in the event of a Chairperson resignation) one month in advance of their effective resignation date. Any Board member may be removed with or without cause by a two thirds majority vote of the full membership of the Board in a Special Board Meeting. Board members whose removal has been proposed shall be given at least ten (10) days notice of the meeting and the purpose thereof and shall be given an opportunity to be heard at the meeting.

Section 5. Vacancies. Vacancies may be filled by members selected by majority vote of the remaining Board. The newly appointed Board member will complete the remaining term of the previously elected board member. A special meeting of the general membership is not required to fill vacancies so long as at least four elected members remain on the Board. If and when only three or fewer elected members of the Board remain in office, the Board must order a special meeting be held within 30 calendar days

and the Board shall have no further authority to act until said vacancies have been filled by the general membership.

Section 6. Compensation. No elected Board member shall receive any compensation from the Association for acting as such.

Section 7. Board of Directors Positions. The Board will be comprised of nine (9) voting members as follows: Chairperson, Vice Chairperson, Treasurer, Secretary, and five (5) members at large. The Chairperson, Vice Chairperson, Treasurer and Secretary (“Executive Committee”) shall be elected from Board members at the first Board meeting by the sitting Board members. An Executive Board meeting shall be held within sixty (60) days of the general election to nominate and elect the Executive Committee.

A. Chairperson. The Chairperson will serve as the chief member of the Board. During recess the Board shall have general control and management of the Association business and affairs, except that any powers not specifically reserved by the Chairperson may be delegated by the Board. The Chairperson shall act as the intermediary and chief liaison with the Gwinnett County Swim League (GCSL). The Chairperson shall attend all GCSL meetings unless the Vice Chairperson is designated to do so by the Chairperson in the Chairperson’s absence. The Chairperson shall act as the intermediary and chief liaison between and among the general membership, Board, Edgewater HOA, and coaches, for the purpose of handling and resolving contentious issues. The Chairperson shall preside at all meetings of the Board and the Association general membership unless the Vice Chairperson is designated to do so by the Chairperson in the Chairperson’s absence. Ideally this would be a person in their second year of their term on the Board.

B. Vice Chairperson. The Vice Chairperson shall act in lieu of the Chairperson in the event the Chairperson is incapable of acting by reason of death, illness, resignation, or absence. The Vice Chairperson shall be responsible for general oversight of all committees, unless the Board assigns oversight of a specific committee to another member. The Vice Chairperson shall coordinate and integrate changes to the Association By-Laws and Code of Conduct. The Vice Chairperson shall be responsible for all home meets and coordination thereof. The Vice Chairperson shall be responsible for the coordination and oversight of the coaching staff. The Vice Chairperson shall attend all GCSL meetings unless the Secretary is designated to do so by the Chairperson. The Vice Chairperson shall be responsible for forwarding a meeting summary, and/or other information provided at the GCSL meetings to the remaining members of the Board. Ideally this person would be in their first year of their term on the Board and would be the Chairperson the following year.

C. Treasurer. The Treasurer shall have primary custody and maintain detailed records of the Association bank account and all Association related financial transactions.

The Treasurer and the Chairperson shall develop the Association Yearly Budget ("Budget") at the beginning of each year for Board approval prior to the beginning of the swim season. The Board shall approve the Budget by a simple majority vote. The Treasurer shall inform the Board of total receipts, specific expenditures, and remaining balances at each regular meeting of the Board. The Treasurer shall maintain all required tax records and ensure reports are submitted to appropriate government agencies in a timely manner. The Treasurer shall deposit all Association funds, which the Treasurer receives, in such bank accounts as the Board designates as soon as possible. The Treasurer shall pay out moneys as business may require upon the order of the Board with proper vouchers to justify the expense. Expenses shall be paid by check only. Expenses will not be paid from cash on hand. The Board may delegate any and all duties of the Treasurer. At semi-annual meetings of the general membership, the Treasurer shall submit a written report of the Budget, account balances at the previous meeting, receipts and expenditures during the interim period, and remaining balances. Association funds cannot be obligated nor payments made from the Association account unless approved by the Board in advance; either by approval of the Budget or via special vote for non-budgeted, emerging requirements. The outgoing Treasurer shall account to the incoming Treasurer for all financial books, records, and accounts within 60 days of the election of the new Treasurer. The outgoing Treasurer shall coordinate the transfer of the Association Bank account and signature authority with the incoming Treasurer within 60 days of the appointment of the new Treasurer.

- D. Secretary. The Secretary shall make and keep minutes of all meetings of the Board and the general membership. The Secretary shall distribute the minutes of the Board meetings to the Board within one week of the meeting. Minutes of the semi-annual meeting shall be posted on the Association website and e-mailed to the general members within one week of the meeting. The Secretary shall also maintain a list of all participating Association members with name, address, telephone number, email address (if any), and names and ages of swimmers. The Secretary shall maintain a comprehensive record of all documentation generated by the Board or used by the Board. The Secretary shall also maintain the Association website and provide general announcements to the general membership by e-mail as deemed appropriate by the Secretary and the Board.

Section 8. Members at Large. The remaining members of the Board should chair one of the committees set forth in below at the direction of the Board. Members at large shall perform other duties as delegated by the Board or the Chairperson.

- A. Head Official. The Head Official shall be responsible for coordinating the Officials at all meets (Starter, Stroke and Turn, Clerk of Course, and Timers). Ideally this person would be a GCSL qualified Stroke and Turn Official.

- B. Fundraising Representative. The Fundraising Representative shall actively recruit sponsors for the Association and shall be responsible for the Luminary fundraiser and
- C. Concessions Manager. The Concessions manager shall coordinate the sale of concessions at the home meets. Concessions manager shall report the cash collected at the end of each meet. The cash shall be counted at the end of the meet and cross verified by two members. The treasurer shall deposit the cash in the bank immediately after the meet.
- D. Membership. Membership shall be responsible for recruiting, team spirit, social events, the end of year celebrations and selection of awards.
- E. Volunteer Coordinator. The Volunteer Coordinator shall actively recruit volunteers to fill positions needed to ensure the Association functions smoothly.
- F. Computer Person. The computer person shall be responsible for coordinating and implementing the meet manager software for all meets.
- G. Equipment Manager. The equipment manager shall be responsible for the team equipment. An inventory shall be prepared at the beginning and end of each season and presented to board. The end of season inventory shall include suggested improvements and replacements and proposed budget items.

Section 9. Auxiliary Members. Certain unelected persons may serve as non-voting auxiliary members of the Board in an advisory capacity. Auxiliary members will normally include the Edgewater Homeowners Association Pool Committee Chairperson, the chairperson of any committee described herein who is not a voting member, and the head swim coach. At the discretion of the Board, other committee chairpersons and ex-officio members may also serve as auxiliary members of the Board. Auxiliary members will attend regular and special meetings of the Association Board only when invited by the Board to do so. The Chairperson of the Association may hold any Board meeting consisting of only voting members without notice to one or more auxiliary members.

Section 10. Oversight of the Association Board. The Board shall be subject to oversight by the Edgewater Homeowners Association (HOA) Board of Directors. The Board will give due regard to the authority of the HOA to terminate the rights of Association with respect to use of its facilities.

Section 11. Duties and Authority of the Association Board. The Board shall manage the affairs of the Association. All voting powers not specifically reserved for the general membership herein shall be vested in the Association Board. The Association Board shall have the authority to do all things necessary for the safe, efficient and effective operation, management, and advancement of the Association to include but not limited to expending Association funds as it deems appropriate. Under no circumstances will a decision by the Board be made to expend funds not planned in the approved

Association Yearly Budget, or otherwise pre-approved by the Board, unless the Treasurer has calculated and briefed the financial impact of the desired expenditure.

Section 12. Agreements, Contracts, Deeds, Leases, Checks, or Other Instruments. All agreements, contracts, deeds, leases, checks, and other instruments of the Association shall be executed by at least two (2) Executive Committee members.

Section 13. Fiscal Year. The initial fiscal year of the Association shall be set by resolution of the Board of Directors. Unless otherwise provided, the fiscal year shall be the October 1 to September 30.

Section 14. Association Meetings. Every reasonable effort will be made to announce and advertise Association meetings well in advance of the meeting date. All meetings of the Association will be monitored by the Vice Chairperson who will function as the Parliamentarian. The acting Parliamentarian will use Robert's Rules of Order as a guide to conduct all meetings in an organized fashion. Every reasonable effort shall be made to construct a detailed agenda at least one week prior to all meetings and then to follow that agenda to the greatest extent possible. This will provide focus and assure the effectiveness, productivity and efficiency of Association meetings. The Association Board plans and executes four types of meetings.

A. Executive Board Meeting. Executive Board meetings will be conducted at the Chairperson's discretion. These meetings are considered closed to all but voting members of the Board and their invited guests. Executive meetings are conducted on that rare occasion when unusually sensitive information needs to be discussed. An example would be the failure of an Association member to pay their fees. The Board may elect to shift from a regular forum to an executive forum during a Regular Board meeting if the content of the discussion warrants. In this case all non-voting members of the Board may be required to leave. If a Board member is the subject of sensitive discussions then the majority of the remaining Board may require that Board member to leave the Executive session.

B. Special Board Meeting. Special Board meetings will be conducted at the Chairperson's discretion and may be declared either Executive or Regular in nature. These meetings are typically short notice. Special meetings shall be held as determined necessary by the Chairperson or a majority of the voting members of the Board. Reasonable effort must be made to provide telephonic, electronic, hard copy or in-person notice to members at least 24 hours prior to any special meetings.

C. Regular Board. Regular Board meetings are monthly meetings of the Association Board and are generally held in the Edgewater Clubhouse. These meetings are open to all Association members and will normally be scheduled for the third Sunday of each month at 7 pm during January through July. The Board may elect to shift from a Regular forum to an Executive forum during a Regular Board meeting if the content

of the discussion warrants or if the participation by any person present becomes disruptive to the meeting.

D. Association General Membership Meetings. Association General Membership Meetings are meetings open to the Association, and all interested parties. These meetings are normally scheduled to be conducted twice a year; once during May and August. The May meeting is designed to kick-off the new swim season and provides the first opportunity to meet and greet the coaching staff. The August meeting is often combined with the end-of-swim-season Association party. During the August meeting Association general membership will vote on the new Board membership.

Section 15. Quorum and Voting. A quorum shall consist of a majority of the elected members of the Board (normally five of nine elected members). A quorum is required in order for the Board to vote on issues and make decisions affecting the Association. Once quorum has been established, a majority vote of those present shall be sufficient for all purposes, except as otherwise specified herein. In the event of a tie, the Chairperson's vote shall be the deciding factor. If the Chairperson is not present then the vote / decision must be deferred. Meetings attended by less than a quorum can discuss issues and exchange general information necessary for the continued operation of the Association. Scheduled meetings of the Board that consist of less than a quorum must also be documented by minutes. All decisions made in accordance with this provision shall be upheld by the entire Board.

ARTICLE IV AMENDMENT OF THE BY-LAWS

The power to alter, amend, or repeal these By-Laws or adopt new By-Laws shall be vested in the Association Board if approved by a two thirds majority of the elected Board members at any regular or special meeting. All proposed changes to the By-Laws must be provided to Board membership no later than one meeting prior to the meeting during which the changes will be approved. This is required to allow time for careful consideration of the changes. Once changes to the By-Laws are approved, the Vice Chairperson shall coordinate a rewrite of the By-Laws with approved changes incorporated. The new By-Laws will be signed by all Board members. A signed copy of the By-Laws will be distributed to each Board member. The Secretary will maintain the original copy of the signed By-Laws. A signed copy will also be posted on the Association website and distributed to the Association membership via all reasonable medium within 30 days of approval.

APPENDIX A: AMENDMENTS

NO.	PURPOSE	DATE
1	Modify the number of swim team board members at large from a fixed five to up to five members.	6 August 2010

EDGEWATER SWIM TEAM CODE OF ETHICS

Swimmers are expected to conduct themselves in a respectful and sportsmanlike manner at all times.

All Edgewater pool rules shall be observed at all times.

Swimmers are expected to attend all practices and meets unless providentially hindered.

Coaches will have the authority to discipline swimmers as they deem necessary. This can range from removing a swimmer from practice up to and including a recommendation to the Swim Team Committee to expel the swimmer from the team.

Swimmers not adhering to the rules of conduct are subject to expulsion from the team upon the discretion of the Swim Team Committee. Swimmers so removed from the team will not be eligible for any refund.

Violation of the above guidelines will be handled in the following manner: 1st offense – out of practice for the day; 2nd offense – removed from the pool for a week including the corresponding meet; 3rd offense – swimmer is removed from the team for the remainder of the season.

The consumption or possession by swimmers of alcohol, tobacco products or illegal substances will not be tolerated at any time. Any swimmer perceived as participating in these activities may be immediately expelled from the team.