



NORTH RALEIGH SWIM CLUB

BYLAWS

SEPTEMBER 30, 2015
NORTH RALEIGH SWIM CLUB
8105 Haymarket Lane Raleigh NC 27615

The name of the Club is North Raleigh Swim Club. The Club is located at 8105 Haymarket lane Raleigh NC 27615. The organization has not been formed for the making of any profit, or personal financial gain. The assets and income of the organization shall not be distributable to, or benefit the trustees, directors, or officers or other individuals. The assets and income shall only be used to promote corporate purposes as described below. Nothing contained herein, however, shall be deemed to prohibit the payment of reasonable compensation to employees and independent contractors for services provided for the benefit of the organization, provides and maintains recreation and social facilities for its members. This organization shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax. The organization shall not endorse, contribute to, work for, or otherwise support (or oppose) a candidate for public office.

ARTICLE I. MEETINGS

Section 1. Annual Meeting. An annual meeting shall be held once each calendar year for the purpose of electing directors and for the transaction of such other business as may properly come before the meeting. The annual meeting shall be held at the time and place designated by the Board of Directors from time to time.

Section 2. Special Meetings. Special meetings maybe be requested by the President, the Board of Directors, or by any member pursuant to written request of at least one-tenth of the current members eligible to vote at any such meeting.

Section 3. Notice. Written notice, email, social media or most efficient manner to reach the members for all meetings shall be provided under this section. The Notice shall state the place, date, and hour of meeting, and if for a special meeting, the purpose of the meeting. Such notice shall be given 10 days prior to the meeting.

Section 4. Place of Meeting. Meetings shall be held at the organization's principal place of business unless otherwise stated in the notice.

Section 5. Quorum. A majority of the directors shall constitute at quorum at a meeting or a majority of the attending membership at any meeting provided there are no fewer than ten members there. In the absence of a quorum, a majority of the directors may adjourn the meeting to another time without further notice.

Section 6. Informal Action. Any action required to be taken, or which may be taken, at a meeting, may be taken without a meeting and without prior notice if a consent in writing, setting forth the action so taken, is signed by the directors with respect to the subject matter of the vote.

ARTICLE II DIRECTORS

Section 1. Number of Directors. The Club shall be managed by a Board of Directors consisting of 4 director(s).

Section 2. Election and Term of Office. The directors shall be elected at the annual meeting. Each director shall serve a term of 2 year(s), or until a successor has been elected and qualified.

Section 3. Quorum. A majority of directors shall constitute a quorum.

Section 4. Adverse Interest. In the determination of a quorum of the directors, or in voting, the disclosed adverse interest of a director shall not disqualify the director or invalidate his or her vote.

Section 5. Regular Meeting. The Board of Directors shall meet immediately after the election for the purpose of electing its new officers, appointing new committee chairpersons and for transacting such other business as may be deemed appropriate. The Board of Directors may provide, by resolution, for additional regular meetings without notice other than the notice provided by the resolution. Person calling the meeting of the board of directors shall give notice to the other members at least two days before the meeting by any usual means of communication.

Section 6. Special Meeting. Special meetings may be requested by the President, Vice-President or any 2 board of Directors.

Section 7. Procedures. A majority of the directors shall constitute at quorum at a meeting. In the absence of a quorum, a majority of the directors may adjourn.

Section 8. Informal Action. Any action required to be taken at a meeting of directors, or any action which may be taken at a meeting of directors or of a committee of directors, may be taken without a meeting if a consent in writing. Setting forth the action so taken, is signed by all of the directors or all of the members of the committee of directors, as the case may be.

Section 9. Removal/ Vacancies. A director shall be subject to removal, with or without cause, at a meeting called for that purpose. Any vacancy that occurs on the Board of Directors, whether by death, resignation, removal or any other cause, may be filled by the remaining directors. A director elected to fill a vacancy shall serve the remaining term of his or her predecessor, or until a successor has been elected and qualified.

Section 10. Committees. There shall be at least four standing committees, including but not limited to swim team, socials, membership and operations. Each of these committees shall be composed of as many members as the president of the board of directors may determine and its chairperson shall serve as a member of the board of directors. Each committee shall be bound by a determined purpose and budget. The Board of Directors may appoint from its members a committee or committees, temporary or permanent, and designate the duties, powers and authorities of such committees. All committees shall report their activities to the Directors whenever requested and are under the direct supervision of the directors at all times, having only such authority as is delegated to them. No committee, standing or special shall have the right to obligate the club or corporation in any way without prior approval and by resolution of the directors.

a. Swim Team Committee. The swim team representative shall be responsible for formation of a committee to assist with all aspects of team membership. The committee is responsible for the formation and operation of the team, including recruitment of coaches, team representatives and volunteers to run swimming meets

b. Socials Committee. The Social committee shall be responsible for the organization of all special activities and events at the Club each year.

c. Membership Committee. The Membership committee shall be responsible for community relations and publicity of club activities for membership drives. The committee may publish a periodic newsletter to assist activities.

d. Operations Committee. The Operation committee shall be responsible for member relations at the club and responsible for pool management company relations at the club.

ARTICLE III OFFICERS

Section 1. Number of Officers. The officers of the Club shall be a President, a Vice-President, a Treasurer, a Secretary, and as many at large members as deemed necessary by the members of the board of directors. Two or more offices may be held by one person. The President may not serve concurrently as a Vice President. The Board of directors shall not consist of no fewer than six members including but not limited to Officers, committee members and at large members.

a. President/Chairman. The President shall be the chief executive officer and shall preside at all meetings of the Board of Directors and its Executive Committee, if such a committee is created by the Board.

b. Vice President. The Vice President shall perform the duties of the President in the absence of the President and shall assist that office in the discharge of its leadership duties.

c. Secretary. The Secretary shall give notice of all meetings of the Board of Directors and Executive Committee, shall keep an accurate list of the directors, and shall have the authority to certify any records, or copies of records, as the official records of the organization. The Secretary shall maintain the minutes of the Board of Directors' meetings and all committee meetings.

d. Treasurer/CFO. The Treasurer shall be responsible for conducting the financial affairs of the organization as directed and authorized by the Board of Directors and Executive Committee, if any, and shall make reports of corporate finances as required, but no less often than at each meeting of the Board of Directors and Executive Committee.

Section 2. Election and Term of Office. The officers shall be elected annually by the Board of Directors at the first meeting of the Board of Directors, immediately following the annual meeting. Each officer shall serve a two year term or until a successor has been elected and qualified.

Section 3. Removal or Vacancy. The Board of Directors shall have the power to remove an officer or agent of the organization. Any vacancy that occurs for any reason may be filled by the Board of Directors.

Section 4. Duties of Directors. Directors are expected to attend all meetings of the board and represent the membership in deliberation of directors. In addition, the board has the following responsibilities:

1. Determine the amount of the annual dues
2. Make, alter, or amend club rules, provide penalties for infractions
3. Make or authorize purchases of goods or service, materials, or supplies reasonably required in the operation or maintenance of the club
4. Remove members of the Board of Directors for cause
5. Replace members of board as necessary
6. Prepare and approve an annual budget
7. Hold hearings and hear charges against club members facing disciplinary actions

ARTICLE IV MEMBERS AND MEMBERSHIP

Section 1. Member. The term "member," as used herein shall mean such person or persons who have applied for membership on the appropriate form and paid any and all such fees in has not resigned such membership or been expelled from membership. No individual or family will be denied membership in the club on the basis of race, creed, color, national origin, gender, or marital status.

Section 2. Cost of membership. The cost of annual membership shall be in an amount set by the Board which shall be paid in full on or before the first day the facility officially opens. Dues payments will not be refunded in the event that operation of the facility is suspended for any period, unless otherwise decided by the Board.

Section 3. Number of Members. Membership shall not exceed 250 in numbers, inclusive of membership types. Should the number of applications for membership exceed this number, applicants will be placed on a waiting list in the order received.

Section 4. Types of membership. Memberships shall be limited to three designations: Single Membership, Couple Membership, and Family Membership.

- a. **Single Membership** is defined as one (1) adult who is 18 years of age or older.
- b. **Couple Membership** is defined as one of the following situations:
 - 1) two (2) adults residing together as a family/ financial household unit;
 - 2) one adult and one dependent child under the age of 22 of whom the adult has guardianship; or,
 - 3) one adult between the ages of 18 and 22 and a sibling of the adult between the ages of 16 and 22. For the sibling situation, a legal guardian of the 16 to 17 year old will be required to sign a waiver indicating their willingness to assume responsibility for the minor in the event of pool rule violations with said minor.
- c. **Family Membership** is defined as no more than two (2) adults and any dependent children under the age of 22 of whom the adult has guardianship, who are residing together as a single family/ financial household unit.

Section 5. Privilege of membership. Members including their dependents shall be entitled to the use of the facility of during operating hours subject to the rules and regulations. Neither members nor their dependents shall enter the premises of the club except during normal operating hours or upon prior approval of the board.

Section 6. Responsibilities of membership. Each member shall be responsible for any damage to the club or its facilities by themselves a dependent member of their household or accompanied Guest. Head of household may have the responsibility of knowing when it and in what manner their dependents are using the club.

Section 7. Termination of membership. Memberships desiring to resign their membership shall submit written notice to the board stating the reason for such resignation resignations shall be mailed to or emailed to Club.

Section 8. Suspension of membership. A member or dependent shall be suspended from use of the club facilities for nonpayment of dues, misuse of facilities, violation of the club rules or any such cause deemed dangerous or undesirable by the board after an appropriate hearing. Suspended members cannot use the club facilities, have no voting rights and are not eligible for a refund of any portion of any dues or fees paid.

Section 9. Reinstatement of privileges A member or dependent suspended for causes other than non-payment may petition the board for reinstatement. Upon up affirmative vote of two thirds of the board, any such member may be reinstated upon such terms and conditions as the board may deem appropriate.

Section 10. Request for refunds. Without exceptions, request for refund of membership dues will be considered only for those members moving out of wake County. The board shall have sole authority to determine if any refund is due, and if so, the amount to be refunded. No refund request for the current year may be considered after July 15.

ARTICLE V. CORPORATE SEAL, EXECUTION OF INSTRUMENTS

The Club shall not have a corporate seal. All instruments that are executed on behalf of the Club which are acknowledged and which affect an interest in real estate or contracts shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the organization, including a release of mortgage or lien, may be executed by the President or any Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the Board of Directors.

ARTICLE VI. AMENDMENT TO BYLAWS

The bylaws may be amended, altered, or repealed by the Board of Directors by a majority of a quorum vote at any regular or special meeting. The text of the proposed change shall be distributed to all board members at least ten (10) days before the meeting.

ARTICLE VII. DISSOLUTION

The Club may be dissolved only with authorization of its Board of Directors given at a special meeting called for that purpose, and with the subsequent approval by no less than two thirds (2/3) vote of the members. In the event of the dissolution of the Club, the assets shall be applied and distributed as follows: All liabilities and obligations shall be paid, satisfied and discharged, or adequate provision shall be made therefore. Assets not held upon a condition requiring return, transfer, or conveyance to any other organization or individual shall be distributed, transferred, or conveyed, in trust or otherwise, to charitable and educational organization, organized of a similar or like nature to this Club, as determined by the Board of Directors.

ARTICLE VIII. FINANCES

Section 1. Deposit of funds. The funds of the club shall be deposited in national banks, state banks, trust banks or savings and loan associations operating in accordance with the laws of the state of North Carolina, and only in those institutions which insurer deposits by the Federal Deposit Insurance Corporation or the Federal Savings and Loan Insurance Corporation.

Section 2. Time deposit. All funds shall be deposited within seven days of receipt.

Section 3. Disbursement. All disbursement of funds shall be made by check signed by the treasurer, president, or other such approve officer or other such designated member of the board. Disbursements may also be made by electronic banking machines as approved and endorsed by the board.

Section 4. Loans. No loans shall be contracted on behalf of the corporation and no indebtedness shall be issued in its name unless authorized by resolution of the board.

Section 5. Fiscal year. The fiscal year of the corporation shall be March 1 through February 28.

Section 6: Prohibited against sharing in earnings. No member, officer, committee chair or person connected with the club in anyway, or any private individual may share in earnings or profit from the operation of the club.

Section 7. Contract labor. The board may enter into contract, with a particular member, officer, committee chair, or person connected with the club, for a particular purpose. Stated contract labor shall require a written agreement of two thirds majority of the board, a specific period of time, a specific dollar amount, a specific purpose or service. Such as contract labor show in no way conflict with the state prohibited against sharing and earnings.

Certification

_____ (name), President of North Raleigh Swim Club, and
_____ (name), Secretary of North Raleigh Swim Club certify that the foregoing
is a true and correct copy of the bylaws of the above-named organization, duly adopted by the
initial Board of Directors on _____ (date). I certify that the foregoing is a true and
correct copy of the bylaws of the above-named organization, duly adopted by the initial Board of
Directors on _____ (date).

_____ Date:
Signature of President

_____ Date:
Signature of Secretary