

**By-Laws of the Westpark Marlins Swim Team**  
**March 2009**  
**Prepared by the Board of Directors, WPM**

**Article One**  
**Name**

The name of this organization is the Westpark Marlins, and they are a chartered member swim club of the Irvine Swim League, a nonprofit mutual benefit corporation organized under the California Nonprofit Benefit Corporation Law (ISL).

**Article Two**  
**Powers**

The powers of this organization shall be to direct, supervise, and control its business, property and funds to carry out its objectives.

**Article Three**  
**Purpose and Objectives**

Section 3.1

This member swim club is formed to operate as a chartered member swim club of the ISL.

Section 3.2

This member swim club is organized and operated exclusively for providing substantially all of its activities for pleasure, recreational and other nonprofit purposes, including recreational and competitive swimming for children in the Westpark Community of Irvine within the meaning of Section 501 (C) (7) of the Internal Revenue Code of 1954 or the corresponding provision in the California Corporations Code, and to engage in any other lawful activities permitted under the California Nonprofit Benefit Corporation Law. Notwithstanding any other provisions of these bylaws, this member swim club shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in the furtherance of the purpose of this member swim club, and the member swim club shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section (C) (7) of the Internal Revenue Code of 1954 or the corresponding provision of any further United States internal revenue law, and its corresponding provision in the California Corporations Code.

(a) The failure of a club member or a club member's parent(s) or guardian(s) to actively participate in the activities of the organization as required by this member swim club.

### Section 3.3

The objective of this member swim club is to provide a fun and safe environment where boys and girls can improve swim techniques and be introduced to swim competition.

## **Article Four Geographic Area**

The geographical area shall be Irvine or as permitted by the ISL.

## **Article Five Membership**

### Section 5.1

The classification of memberships on this organization shall be club members. There shall be no fewer than ten (10) club members or greater than one hundred and twenty (120) club members at any one time.

### Section 5.2

Club members shall be children, ages five (5) through eighteen (18), whose parent(s) or legal guardian(s) reside in the geographical area of this member swim club, except in an area where no chartered member swim club may become members of this member swim club until a new member swim club may be chartered. Each prospective club member must be accepted under the bylaws of this member swim club and must continue to comply with these bylaws, and pay such annual dues as may be fixed. Other club member requirements may be adopted by the Board of Directors (BOD) from time to time, including volunteer participation by club member's parent(s) or guardian(s).

### Section 5.3

All records of this organization shall be kept by the appropriate officers of this member swim club.

### Section 5.4

Any member may be suspended or expelled from membership by a three-fourths (3/4) vote of the BOD, provided that such member shall receive thirty (30) days

notice of such contemplated action and shall be entitled to be heard before action is taken.

If membership dues remain unpaid for a period of thirty (30) days after written notice by the Secretary of such delinquency and of intention to declare such a forfeiture of membership, if not paid, such membership shall terminate and such member shall cease to be in good standing until he or she may be reinstated by the BOD.

#### Section 5.5

Membership of any Club Member shall cease on the happening of any of the following events:

- (a) The failure of the Club Member to pay its dues or assessments in a timely fashion after notice, or
- (b) The resignation of the Club Member, or
- (c) Rules violation

### **Article 6 Board of Directors and Officers**

#### Section 6.1

The current BOD of this Member Swim Club shall be composed of the officers and such other directors as described, elected by the previous BOD. Any Member Swim Club parent or guardian is able to hold any job and may do so for subsequent years as long as approved by a two-thirds 2/3 vote of the BOD.

#### Section 6.2

The officers of this Member Swim Club shall consist of a President or Co-President(s), a Vice-President, a Secretary, and a Treasurer.

#### Section 6.3

The BOD and each of the Officers shall have the powers and duties usually attached to said offices and shall, in addition, have the powers and duties assigned to them by these By-Laws.

(a) President: It shall be the duty of the President to preside at all meetings of the BOD and of the Member Swim Club and to call such meetings. He/She shall see that the By-Laws and other rules and regulations are diligently enforced, and he/she shall supervise generally the affairs of the Member Swim Club.

(b) Vice President(s). It shall be the duty of the Vice-President to assist the President as pertains to such VP duties, e.g. program, membership, etc. The

ranking VP shall accede to the Presidency when that office is vacated by resignation, expulsion, or death. He/she perform all the duties of the President in the absence of the President.

(c) Secretary. The Secretary shall keep the minutes of the Member Swim Club meetings and the BOD meetings. The Secretary shall keep a record of all Club Member's names and addresses and perform all such activities as the President may require. The Secretary shall cause a copy of these By-Laws and all such minutes of previous meetings to be available at every Board meeting. It shall be the duty of the Secretary to do all the correspondence requested by the President and fulfill the obligation for information required by the ISL.

(d) Treasurer(s). The Treasurer shall receive, collect, and deposit all monies received by the Member Swim Club. He/she shall keep the usual book of accounts and report on income, disbursements, and liabilities. He/she shall originate all disbursements on order of the BOD. All drafts are to be signed by the Treasurer and President or VP or Secretary or two of the three. He/she shall be bonded at the expense of the Member Swim Club if requested by the Board.

(e) Board of Directors. The Board shall have the power to solicit and receive dues from the Club Members.

(f) The Board of Directors shall cause the Treasurer to remit promptly to the Treasurer of the ISL all dues or assessments payable to the ISL in the amounts at the time such payments are due.

(g) The Board shall be vested with the power and the duty of transaction out the objectives and purposes of the Member Swim Club and shall make such rules and regulations as shall be deemed advisable provided only that such rules and regulations as shall be deemed advisable provided only that such rules and regulations are not in conflict with these By-Laws.

(h) The Board will interview and hire all coaches. The swim suits and team apparel may be offered to the coaches by the Board direction at no fee.

#### Section 6.4

Any officer may be removed by a three-quarters (3/4) vote of the Board at a regular monthly meeting where a quorum is present.

#### Section 6.5

Vacancies, however created, shall be filled by an election of the Board following the creation of such vacancies. Whenever a vacancy shall occur in any office the duties of that office shall be performed by the next succeeding officer until such vacancy shall be filled by an election called by the Board.

## Section 6.6

One representative and two alternative representatives shall represent the Member Swim Club and its Board at the ISL meetings. A list of the representatives and the rank of the alternates shall be provided to the Secretary of the ISL prior to the Regular Annual Meeting or any special meeting. The representative shall be required to vote as directed by the Board on any issue the Board so states, including nomination and ISL director and officers.

## Section 6.7

The Board will try to recruit a parent volunteer to seek a Board position on the Irvine Swim League.

## **Article 7 Committees**

### Section 7.1

The Board shall have full power to appoint. All members of the committees shall hold the office at the pleasure of the Board and shall in no event be deemed to continue in appointments beyond the time of the Board's annual election, unless reappointed. The President shall be an ex-officio member of all committees.

### Section 7.2

The Standing Committees of the Member Swim Club shall be established by the Board.

## **Article 8 Meetings**

### Section 8.1

The Board shall meet approximately once a month at a time and place to be designated by the President. All Club Members, parents or guardians shall be entitled to attend such meeting and to be heard, but shall not have the right to vote. A quorum shall consist of a simple majority of the full Board. A board meeting may be called at any time by the President or by request of one-third (1/3) of the full Board.

**Article 9  
Finances**

Section 9.1

Sources. The revenue of this Member Swim Club shall be derived from dues and contributions.

Section 9.2

Dues. The dues shall be as follows. Annual membership dues of individual Club Members shall be determined each year by the Board.

Section 9.3

Contributions are tax deductible because of the organizations non-profit status.

**Article 10  
Parliamentary Authority**

Section 10.1

All meetings shall be conducted in accordance with Robert's Rules of Order, Newly Revised, 2000.

Section 10.2

These By-Laws shall be subject to the provisions of the Articles and By-Laws as adopted and amended from time to time by the ISL, which provisions are incorporated and made a part, where appropriate. A copy of these By-Laws, as amended from time to time shall be filed with and subject to approval of the ISL.

**Article 11  
Amendments**

These By-Laws may be amended by the Board by a favorable vote of two-thirds (2/3) of the full Board. Any amendment becomes effective immediately, unless subsequently found to be in conflict with the ISL By-Laws. The By-Laws as amended must be submitted to the ISL.

**Article 12**  
**Signatures**

I certify that the foregoing By-Laws of the Westpark Marlins Member Swim club as amended to date were duly adopted by the Board on the following.

\_\_\_\_\_  
Date

\_\_\_\_\_  
WPM President

\_\_\_\_\_  
WPM Secretary