

**BY-LAWS OF WAVES OF WILMINGTON, INC.
Spring, 2005**

Article I - WOW

Section 1: The name of this organization shall be the Waves of Wilmington, Incorporated (herein after called “**WOW** or “**TEAM**”).

Section 2: This team, herein constituted, shall be a non-profit organization for the purpose of encouraging and assisting WOW in proper training and instruction in aquatic sports. The team may participate in any sanctioned swim league approved by the head coach or Board of Directors. Equal emphasis shall always be placed on team effort and individual excellence.

Article II – Membership

Section 1: A member is defined as a family, guardian or sponsor of an enrolled swimmer. One vote shall be allowed for each enrolled swimmer.

Section 2: A member in good standing shall have his (her) child’s WOW Financial Obligations paid up-to-date, which entitles him (her) to be part of the membership quorum at swim team membership meetings and elections.

Article III – Management

Section 1: Board of Directors (BOD): The affairs of the Club shall be conducted by a BOD made up of Five (5) elected by the majority vote at the annual May membership meeting. The head swim coach shall be appointed to the Board and shall have full voting rights so long as that individual is the head coach. The Treasurer and Communications Director are appointed by the BOD annually (Each July) and shall have full voting rights as long as they serve in those positions.

Section 2: BOD Authority: The BOD shall have the authority to act for the Club in all matters except those reserved for the membership in subsequent articles.

Section 3: BOD Membership: To be eligible for the BOD, the nominee must have been a member in good standing of the Club for at least nine months.

Section 4: Term of Office: An elected Board member will serve three years.

Section 5: Vacancies: The BOD will appoint a Club member who will complete the unexpired term for any BOD vacancies.

Section 6: BOD Quorum: Five members of the BOD shall constitute a quorum.

Section 7: Meeting participation requirements for BOD: BOD members must attend at least half of the BOD meetings. If a BOD member misses three meetings in a row, or indicates that a

majority of upcoming meetings must be missed, the member will be asked to withdraw from the position. The BOD (see Section 5) will appoint a substitute until the member's term expires. The team encourages participation in the BOD meetings, and these are open to all members.

Section 8: Nomination: BOD members shall be self-nominated. Details of the Nomination procedure will be posted at least 30 days prior to when nominations are due.

Section 9: Removal of BOD members: The membership may call for a vote of non-confidence to remove one or more of the members of the BOD. At least 80% of the membership must vote for the non-confidence to remove the BOD member(s). A petition must be sent to the membership 30 days prior to the vote of no confidence.

Article IV - Officers

Section 1: Number of Officers: The officers of the Club shall be a President, Vice-President, Secretary, Volunteer Coordinator, and Head Coach.

Section 2: Election and Term of Office: Officers shall be elected from among the BOD at the July BOD meeting. These offices shall be maintained until the BOD is reorganized the next July. An officer appointed to fill a vacancy shall hold office until the next organizational meeting. Officers may succeed themselves.

Section 3: Vacancies: A Vacancy in any office, because of death, resignation or any other cause, shall be filled for the unexpired portion of the term by appointment from within the current BOD. If the office of President is vacant, the Vice-President becomes President.

Section 4: President: The President shall be chief officer of the Club and shall have charge of the business and direction of the affairs of the Club, and shall preside at all meetings of the Club.

Section 5: Vice-President: At the request of the President, or in his absence or disability, the Vice-President, shall perform all the duties of the President, and, when so acting, shall have all the authority of and be subject to the restrictions of the President. The Vice-President is responsible for all Club property and shall have authority to sub-receipt to individuals designated by the BOD, property as he (she) sees fit for the proper operation of the Club and the training of swimmers.

Section 6: Secretary: The Secretary shall keep the minutes of the meetings of the Club and see that all notices are duly given in accordance with the provisions of this Constitution. Secretary shall be custodian of the records, books, reports and statements other than those retained by the Treasurer.

Section 7: Treasurer: The Treasurer shall be responsible for the funds, receipts and disbursements of the Club. The Treasurer shall keep full and accurate accounts of the finances

and the property of the Club in Books especially provided for that purpose. The Treasurer shall prepare and submit monthly the current financial status of the Club.

Section 8: Communications Director: The Communications Director shall be responsible for providing accurate and timely information about the team and team activities to WOW members and families, as well as conveying the events and accomplishments of the team to the community via a variety of media.

Section 9: Volunteer Coordinator: The Volunteer Coordinator shall be responsible for organizing parents and friends of the team into all of the supporting roles necessary to maintain the swim team. A major role of the Volunteer Coordinator will be to identify, manage and fill all jobs required to conduct the home swim meets of the team.

Section 10: Waiver of Fees or Scholarship: The BOD may vote to waive some or all Team Fees or offer a swimmer scholarship for Board positions that require significant time commitments or special skills (e.g., Treasurer or Web Master).

Article V - Meetings and Elections

Section 1: Annual Membership Meeting: An annual membership meeting shall be held prior to or soon after the beginning of the fall season. Written notice will be sent with registration information. Business at this meeting shall include, but is not limited to:

- a. Review of previous year's operation.
- b. Annual Financial reports.
- c. Projection of year to come.
- d. Approve the Budget by a majority of membership vote.

Section 2: Spring Meeting: A 10-day notice of this meeting must be provided to all members. The membership will vote on the nominees if there are more nominees than positions available, an election will be held at the Spring Meeting. Those elected will take office August 1.

Section 3: Special Membership Meeting: Special meetings may be called at any time by the BOD or by the written request of 1/6 of the membership with a 10 day notice to Club members.

Section 4: BOD meetings: BOD meetings shall be held at least 6 times per year, the place and times will be published. Any Club member in good standing may attend BOD meetings; The end of each meeting will have a time that non-BOD participants may address the BOD on matters relevant to the team. The amount of time allocated for participants addressing the meeting may be limited by the President or postponed to a future meeting based on time limitations.

Article VI - Finances

Section 1: Fiscal Year: The fiscal year shall be September 1st through August 31.

Section 2: Annual Dues: The amount of annual dues required by WOW, in monthly increments or in a lump sum with an incentive discount, will be determined by the BOD.

Section 3: Team Funds: Team funds shall be generated by -dues, swim meets, entry fees, sales at athletic events, donations and other fund raising activities approved by the BOD.

Section 4: Expenditures: With the exception of routine expenses to conduct swim meets, all expenditures will be approved in advance by the majority vote of the BOD. All items in excess of \$2000.00 that are not specified and approved in advance by the budget must be given a minimum of ten day notice to the full team to comment, and the BOD shall vote, based on input from membership, at the following meeting. Two-thirds of the BOD must approve payment of team funds outside of the budget and in excess of \$2000.00. Notice of results will be posted to membership after the meeting.

Section 5: Loans and Contracts: No loans or contracts shall be entered into on behalf of the Team unless authorized by the BOD. Loans and contracts in excess of \$2000.00 not specified in the annual budget shall be subject to Section 4 expenditure rules.

Section 6: Deposits: All funds of the Team shall be deposited from time to time to the credit of the Team in such banks or trust companies or with such bankers or other depositors that the BOD may select. Records shall be maintained for the source of all deposits.

Section 7: Audits and Property Inventory: The Books of the club should be audited annually. A "by item" property inventory may also be conducted annually. A review shall cover the *prior* fiscal year. Any Auditor(s) will be selected by the new BOD. Results of the review or audit will be made public to the general membership *by November 1st*.

Article VII - Coach

Section 1: Appointment: The coach shall serve at the discretion of the BOD. The salary for coaching and related expenses of the coach shall be funded by the WOW.

Section 2: Responsibilities: The Head coach shall have the full responsibilities for scheduling the work-outs, training and coaches, entering swimmers in swim meets, selection of team efforts, and making meet recommendations. The coach shall be responsible for maintaining discipline at workouts and swim meets. The coach shall be responsible for all records and be present at all team efforts.

Article VIII - By-Law Changes

Section 1: By-law Amendments Via Majority Vote by Team Parents: The By-laws may be amended by a majority vote of those present at any annual or special meeting provided that this majority is at least one-third (1/3) of the membership and that due notice of the proposed

amendment(s) shall have been available for review by membership no less than 10 days prior to a meeting and / or vote on changes.

Section 2: Alternative Means to Amend Team By-Laws: The By-Laws may be amended, altered or replaced by the affirmative vote at two consecutive regular BOD meetings. The first approval must be by affirmative vote of sixty percent, and the second approval must be by an affirmative vote of seventy percent of the active Directors constituting the BOD. Before the second vote, the secretary of the club will notify all active members of the specifics of the proposed changes and provide the names and contact information of all directors and the date of the second vote.

Article IX - Notices

Section 1: Internet notice: All required notices as outlined in these by-laws may be posted on the web site (www.swimwow.org) in a section called "Notices". Members will be notified by email when an important team notice has been posted.

Section 2: Email and Telephone Contact list: All team members are asked to provide their email address and telephone number as a means of facilitating timely team communications. Those members who do not wish to supply their email address or do not have email access, must notify the BOD that they need to have another method to receive team communications.

Section 3: Use of Team Email and Phone Numbers: The team email list and team phone list shall only be used solely to communicate matters concerning the team. The email or phone lists shall never be sold for commercial purposes.

Section 4: Team Telephone List: All members will be asked to supply a phone number that can be used to transmit team information if extreme timeliness is necessary, such as a pool closure. Those members, who wish to restrict the use of their phone number for urgent contact only, must notify the BOD that they need to have another method to receive non-emergency team communications.

Section 5: Team Bulletin Board and Folders: Important notices will be provided on the team bulletin board located in the spectator area next to the pool. Members are encouraged to check their folders and the bulletin board regularly, especially if they do not have Internet or email access to team notices.