

Tidal Waves Swim Association

Articles of Association and By-Laws

Article 1: Name

This organization shall be known as the Tidal Waves Swim Association and shall hereinafter also be referred to as the team or TWSA.

Article 2: Articles of Association

The organization exists as a voluntary, unincorporated organization. This instrument shall be deemed to be the articles of organization and by-laws.

Article 3: Objectives and Purpose

Section 1 -- The purpose of this association are exclusively pleasure, recreation, and other nonprofit purposes, including sponsoring competitive and developmental swimming events and activities in the Ooltewah area and between other community swimming teams in the greater Chattanooga, Tennessee area; to develop in the children affected by this program a love for the sport, advanced aquatic skills, teamwork, and the principles of good sportsmanship. The team will be a member of the Chattanooga Area Swim League, a nonprofit organization. The team may sponsor activities that are consistent with the purpose of the team as set forth above.

Section 2 – Notwithstanding any other provisions of these articles, the purposes for which the association is organized are exclusively pleasure, recreation, and other non profit purposes within the meaning of 501(c)(7) of the Internal Revenue code of 1986 and Treasury Regulation section 1.501(c)(7) – 1.

Section 3 – 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 Sections 1 of Article 3 of this document.

Article 4: Address

The principal address of TWSA shall be P.O. Box 428, Ooltewah, TN 37363 or another address recommended and approved by the Executive Board.

Article 5: Membership

Section 1 – Membership is required for all participants. A registered swimmer on the TWSA shall be referred to as a member. The member's parents/guardians shall be

referred to as a parent member, together they shall be referred to as a member family. Membership in the organization shall be available to persons living within and around the Chattanooga Area. For safety purposes, all potential swimmers must be able to demonstrate that they can meet the basic requirements set forth by the coaching staff before they are granted membership. The Board reserves the right to dismiss any member that does not abide by said rules, regulations and etiquette. All fees and obligation must be current to maintain membership.

Section 2 – Parent membership in the TWSA implies a commitment to serve the team in a variety of capacities including, but not limited to, volunteering at competitions and events and serving on TWSA committees.

Article 6: Officers

Section 1 – The officers of the team shall be a President, Vice President, Secretary and Treasurer and one Pool Representative. The board may appoint an additional assistant Pool Representative as backup. Only one parent or guardian of a swimmer on the team shall be eligible for election to one of the above positions. These officers shall serve, ex officio, as the Board of Directors. Officers will serve two year terms or until all business from that season is completed, not to exceed one term in the same position. With the exception of the Pool Representative, the new Board shall assume office on September 15 of each year. The Pool Representative will assume office on January 1.

Section 2 – Under no circumstances shall any Board member(s) receive payment in any form from TWSA for management services rendered. Any member of the Board involved in an activity that is determined by a majority vote from the Board members to be detrimental to TWSA will be removed from the Board. A replacement shall be selected in accordance with Article 13.

Article 7: Duties of Officers

Section 1 – **President:** The president shall have general management and control of the business of the Board and shall perform such duties as ordinarily pertain to the office in overseeing the operation and activities of the team. He/she shall preside at all meetings, workshops, activities, etc. of the Board.

Section 2 – **Vice President:** The Vice President shall assist the President and, in the absence of the President, shall assume the duties of that office.

Section 3 – **Secretary:** The Secretary shall prepare and sign the minutes of all meeting of the Board and shall record such other resolutions, rules, procedures, etc. adopted by the Board. He/she shall incorporate the reports of the Treasurer into the minutes of the meeting at which presented. He/she shall distribute to the Board members all correspondence as may be necessary for the business or operation of the team.

Section 4 – **Treasurer:** The Treasurer shall be responsible for all funds of the team and shall deposit said funds in a bank approved by the Board. He/she shall keep full and accurate accounts and shall at each meeting report the status of the team’s account. The treasurer shall pay all bills as provided under Article 12, *Receipts and Disbursements*.

Section 5 – **Pool Representatives:** The Pool Representative(s) shall be responsible for representing the team as CASL meetings and reporting to TWSA board any changes pertinent to the team. They shall have knowledge of rules and regulations as pertaining to TWSA swim meets in regards to CASL bylaws. Should any disputes or questions regarding rules or regulations come up at swim meets, the Pool Representatives are responsible for ruling on any issues.

Article 8: Voting

Four (4) members of the Board shall constitute a quorum. Each officer in attendance at the Board shall be entitled to cast one vote in Board matters.

Article 9: Functions

The Board shall constitute the governing body and shall be subject to the provisions of the bylaws. The Board will have full authority to act for and on behalf of the Association in the conduct of its activities.

Article 10: Meetings

The meetings of the Board shall be held on such dates and places as determined by the Board at a previous meeting.

Article 11: Registration Fees

A registration fee in the amount determined by the Board each year shall be payable prior to the registrant participating in any team activities.

Article 12: Receipts and Disbursements

Section 1 – Handling of Funds: The Treasurer shall receive, disburse and account for all funds of the team.

Section 2 – Nominal Funds: The defrayment of normal operating costs no more than \$200.00 per expenditure, will be approved by the President and Treasurer and require no other approval.

Section 3 – Use of Funds: Disbursements for items other than items in Section 2 are to be approved by the Board with a majority vote necessary for approval.

Section 4 – Receipts: Operating funds may be obtained by team sponsorship, donations, registration fees, concessions and advertisements approved by the Board. The amount and acceptance of funds as listed above must receive final approval of the Board.

Section 5 – Banking: The team’s checking account will have the President’s, Vice-President’s and the Treasurer’s signature on the signature card. One signature will be necessary on all checks generated for the team’s business as described by these Bylaws.

Section 6 – Dissolution: In the event the team dissolves, the Board will settle all outstanding liabilities and disperse all remaining funds and assets for the team in accordance with section 501(c)(7) of the Internal Revenue Code, together with Treasury regulations there under.

Article 13: Elections

Section 1 – Elections: Officers (President, Vice-President, Secretary, Treasurer) shall be elected annually at a parent’s meeting called by the president in conjunction with end of season activities. Prior to the meeting, all participating families will be notified. Each family participating the current season will have one (1) vote. Each swim family shall cast their vote by secret ballot.

Section 2 – Nominations: The Board will call a parent meeting two weeks prior to the end of season activities. The Board should solicit nominations from the parent members for names to include on the ballot.

Section 3 – Assumption of office: The newly elected Board will assume duties in accordance with Article 6.

Section 4 – Replacement of President: In the event of the resignation of the President, the Vice-President shall assume the position until the next regular election.

Section 5 – Replacement of other officers: A vacancy of any elected office other than the president will be filled by appointment of the Board.

Section 6 – Appointment of the Pool Representative: Because of the knowledge required about the CASL swim league, the Pool Representative will be appointed by the board, rather than by election, and will assume duties in accordance with Article 6.

Article 14: Amendments

Amendments to the Bylaws may be made at any regular meeting of the Board by a majority vote of the voting board members, provided such amendment is presented to the Board members in writing prior to the meeting.

Article 15: Special Meetings

Special meetings of the team shall be called by the President or a majority of the Board members. Notification must be made by the President to each Board member at least Ten (10) days in advance of the special meeting date.

Article 16: Code of Ethics

Section 1 – General Behavior: It shall be considered improper and inconsistent with honorable and dignified behavior for any member of the team or adult:

- To conduct himself in an unsportsmanlike manner on or near any team activity.
- To enter the pool area being used for a team activity while intoxicated or to bring alcoholic beverages to any team activity.
- To use obscene or abusive language during any team activity.
- To conduct himself in any manner that can be considered detrimental to the best interests of the team.

Section 2 – Violations: Anyone violating any of the above rules of ethics or intentionally disregarding any of these bylaws shall be subject to immediate expulsion from the Association by vote of the Board. If any member of the Board is being considered for expulsion, such individual shall not participate in such vote.

Section 3 – Grievances: any grievance concerning the team or any reason associated with the team shall be directed to a Pool Representative or the President.

Article 17: Limitation Upon Liability

No officer or board member shall have any liability arising out of his or her service or prior service as such, except for his own willful, wanton, and wreckless misconduct.

IN WITNESS WHEREOF, these articles of association and bylaws were duly adopted by the parent members of this association on August 27, 2014.

President

Secretary