

By-Laws of Bainbridge Aquatic Masters Booster Club
Version 3, August 17, 2019

Article 1. Name

This organization shall be called BAM Booster Club. BAM Booster Club is a local masters swim club.

Article 2. Duration

The duration of BAM Booster Club shall be perpetual.

Article 3. Purpose

BAM Booster Club is organized for non-profit purposes and exists exclusively to accomplish its exempt purpose.

Article 4. Members

General membership shall consist of adults aged 18 and over who are actively participating in the Bainbridge Aquatic Masters (BAM). Active status is defined by being current on all association dues and fees. BAM is a swim team program associated with the Pacific Northwest Association of Masters Swimmers (PNA), and through PNA, its members belong to the United States Masters Swimming (USMS). BAM is a program offered through the Bainbridge Island Metro Park and Recreation District (BIMPRD).

No person shall be excluded from BAM activities by reason of race, creed or gender. Adults actively engaged in BAM shall constitute the general membership and that membership group shall provide the financial support and shall elect officers, as set forth in these by-laws, to govern the activities of BAM Booster Club. It is the responsibility of BAM Booster Club is to raise and manage funds to support the program. It shall be the purpose and duty of the membership to act as an advisor to BIMPRD in the following:

1. In furthering the stated goals of the US Masters Swimming Organization (USMS), which are to provide organized workouts, competitions, clinics and workshops for adults aged 18 and over.
2. Programs will be open to all adult swimmers (fitness, triathlete, competitive, non-competitive) who are dedicated to improving their fitness through swimming.
3. In the development of an annual swim program budget and to select a new head coach whenever necessary.
4. In owning and operating special swim meet equipment necessary to conduct home swim meets, to conduct home swim meets one or more times a year, to assist head coach in record keeping, preparation of meet entries.

Article 5. Board of Directors.

There shall be seven (7) members of the board, all elected by secret ballot in May for specific positions for a term of two years for each position that will begin June 1 of the election year.

The terms shall be staggered, with one of the Vice President/President Elect elected in even years, along with the Secretary and Treasurer. The other Vice President/President Elect shall be elected in odd years, along with the Meet Director, the Communications Director and the Member-at-Large. Officers may run for reelection.

5.1 Vice President/President Elect.

There will be two people elected to this position in alternate years. The first year the person serves in this position they shall be Vice President. The second year they will serve as President. The President's duties are as below. The Vice President shall assist in these or fill in for the President as necessary. If the President is unable to fill out their term, the Vice President shall replace him or her and appoint another person in his place as Vice President. The President shall:

1. Set the agenda for meetings and run them.
2. Work with Treasurer to prepare the annual budget.
3. Assist other officers in carrying out their duties and general activities.
4. Stay in contact with the Park District and the representatives of other user groups.
5. Ensure that members are aware of the activities of the organization and how its funds are being spent.

5.2 Secretary.

They shall:

1. Keep a record of board members names, positions, terms and status of appointment or election.
2. Record board minutes, including votes and actions taken and specific responsibilities for follow up action and post these minutes to the website in a timely fashion.
3. Keep written records, including past and current bylaws, board minutes, and a single unified list of important account information, including login identification and password for financial and social media accounts and bank account numbers and signatories. The Secretary shall keep this latter information secure and confidential.

4. Maintain a reasonably up-to-date roster of members who are current in their dues payment along with their contact information.

5.3 Treasurer.

They shall:

1. Prepare a draft annual budget to be officially approved by the board for the upcoming fiscal year.
2. Maintain financial relationships, keeping signatories up to date, and serve as the account holder for the PayPal and similar accounts.
3. Keep hard and electronic copies of financially-related documents for six years, including receipts and requests for payment.
4. Collect and disburse funds.
5. Retrieve correspondence from the post office and distribute appropriately.
6. Provide financial reports to the Board at least quarterly.
7. Ensure that annual registration with the Washington State Secretary of State and Department of Revenue are up to date, paying any required fees.
8. Ensure the annual federal tax return is filled.
9. Work with the Secretary on any necessary to paperwork needed to maintain non-profit status.

5.4 Communications Director.

They shall:

1. Maintain and periodically update the BAM and email lists.
2. Communicate news in a timely manner.
3. Keep the website up to date.
4. Oversee other social media as necessary.

5.5 Meet Director.

They shall:

1. Direct the setup and running of the BAMFest swim meet each year.
2. Maintain communications with PNA to advertise the meet and to communicate swimmers' results from the meet.
3. Maintain the "meet book", providing a written guide of how to organize and run the meet.
4. Make a timely and written account of revenues and expenses to BAM Boosters and PNA.

5.6 Member at Large.

They shall:

1. Periodically take on individual projects or assignments.
2. Vote on board matters.

5.7 Vacancies and Absences.

If a board member has resigned, or has, in the opinion of a majority of board members been absent from a significant number of meetings or been otherwise unable to carry out their duties, the President shall, in consultation with other board members, appoint a replacement for the balance of the term.

5.8 Limits on Liability.

To the full extent of the Washington Non-Profit Corporations Act (RCW 23A.08.025), as it exists on the date hereof or may hereafter be amended, permits the limitations or elimination of the liability of Trustees or Directors, a member of the Board of Directors shall not be liable to this organization or its members for monetary damages for his or her acts or omissions as a Director. Any amendment to or repeal of this Article shall not adversely affect any right or protection of a Director of the Corporation for or with respect to any acts or omissions of such Director occurring prior to such Amendment or repeal. This shall not eliminate or limit the liability of a Director for acts or omissions that involve intentional misconduct or a knowing violation of the law, for illegal distributions or loans, or for any transaction, conflict of interest, or act from which a Director will directly receive benefit in money, property or services to which a Director is not legally entitled.

Article 6. Meetings

General membership meetings can be called by the President by giving at least two weeks written notice to the general members of BAM, which notice shall also include an agenda of items to be discussed at the meeting. Any member may bring up any other agenda items at the meeting for discussion. However no officer may be elected, no by-laws changes may be voted upon and no special assessments may be levied unless those items are included in the written agenda sent out to the general membership. No proxy votes will be authorized for any BAM meetings. Only active BAM members may be allowed to vote in any meeting.

Article 7. Parliamentary Rule

BAM Booster Club shall follow Robert's Rules of Order to conduct all board and general membership meetings. The simple majority of members present at a meeting with two-week notice shall be necessary to pass a motion.

Article 8. Amendment of By-Laws

These By-Laws can be amended by Board approval by a sixty percent (60%) majority vote of the BAM Booster Club Board of Directors.

Article 9. Fiscal Year

The fiscal year of the Club shall be from September 1 to August 30.

Article 10. Dissolution

Upon the dissolution of BAM Booster Club, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of BAM Booster Club, dispose of all the assets of BAM Booster Club exclusively for the purposes of BAM Booster Club or to such organization or organizations organized and operated exclusively for charitable, educational, religious, literary, or scientific purposes as shall qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, as it may be amended.