

SEYMOUR COMMUNITY SWIM CLUB, UA
BY-LAWS

ARTICLE I
NAME

The name of the organization shall be the Seymour Community Swim Club, UA.

ARTICLE II
PURPOSE

The association is organized exclusively for charitable, religious, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code including the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

ARTICLE III
MEMBERSHIP

- 3.1 There shall be one class of membership.
- 3.2 There are no membership dues.
- 3.3 All members shall be entitled to one vote on any matter requiring a vote. Proxy voting shall not be permitted.
- 3.4 A member may be removed from the association by a two-thirds vote of the entire membership. Reasons for removal may include, but are not limited to, commission of felonies or other serious crime, breach of confidentiality, failure to fulfill association responsibilities as delegated.

ARTICLE IV
OFFICERS AND EXECUTIVE BOARD

- 4.1 The officers of the Executive Board are President, Vice President, Secretary and Treasurer.
- 4.2 The Vice President is an elected position by the membership. That individual will become President after one year.
- 4.3 All other officers will be appointed by the President on an as needed basis.

4.4. The election of the Vice President shall be elected at the Annual Meeting held in April. The Vice President shall be elected by a majority of the membership present at the meeting.

4.5 In the event of a vacancy due to the death or resignation of the Vice President, the President shall appoint a successor Vice President to fill the vacancy until the Annual Meeting which at that time a Vice President will be elected. All other vacancies shall be appointed by the President.

ARTICLE V
DUTIES OF THE OFFICERS
AND EXECUTIVE BOARD

President: The president shall preside at all meetings of the Board; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments and shall co-sign all checks and promissory notes.

Vice-President: The vice-president shall act in the place and stead of the president in the event of the president's absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of the vice-president by the Board.

Secretary: The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board; serve notice of meetings of the Board; keep appropriate current records showing the officers of the Association, together with their addresses, and shall perform such other duties as required by the Board.

Treasurer: The treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board; shall sign all checks and promissory notes of the Association; keep proper books of account; and shall prepare an annual budget and a statement of income and expenditures to be presented to the Board at its annual meeting.

ARTICLE VI
MEETINGS

Meetings shall be held on the second Monday of each month and shall be open to all members. Other meetings will be held at the order of the President. Notice of all meetings, except for the Executive Board meetings and the established monthly meetings, shall be given to

members no less than four (4) days and not more than fourteen (14) days in advance of the meeting. Said notice may be written or verbal.

Annual Meeting: The annual meeting of the Board shall be the 2nd week of April of each year or at such other time and place that may be fixed by the Board or, if it fails to do so, by the President of the Association.

ARTICLE VII
AMENDMENTS AND RULES

Amendments to the By-Laws shall be ratified by two-thirds of the membership present at the meeting.

ARTICLE VIII
POWERS AND DUTIES OF THE
EXECUTIVE BOARD

7.1 The Executive Board shall have the power to adopt, promulgate and publish rules and regulations governing the operation of the association including but not limited to:

- A. Solicit and acquire by gift or purchase any personal or real property being necessary to adequately conform to the purpose of the Association.
- B. To operate within the framework of the Articles of Association of the Association and applicable State and Federal laws in existence at that time.
- C. Employ such person as deemed necessary to carry out the purposes of the Association and reimburse said persons the costs incurred on such terms as approved by the Board.
- D. Do all things lawful in the discharge of their duties to adequately provide and maintain such Association.

7.2 It shall be the duty of the Executive Board to cause to be kept a complete record of all its acts and Association affairs and to present a statement thereof at the annual meeting; supervise offices, agents and employees of the Association and see that their duties are properly performed; govern the affairs of the Association in accordance with the Articles of Association and By-laws; make the Association records available for public inspection in accordance with the requirements of state and federal law.

ARTICLE IX
CONFLICT OF INTEREST

A member having a conflict of interest or conflict of responsibility involving the Association and any other business entity or person shall refrain from voting on such a matter. No member shall use his or her position as an Association member for his or her direct or indirect financial gain. No part of the assets or income of the Association shall inure to the benefit of any individual, member or officer.

ARTICLE X
LIABILITY OF OFFICERS

10.1 No person shall be liable to the Association for any loss or damage suffered by it on account of any action taken or omitted to be taken by him/her as an officer of the Association, in good faith, if such a person:

- A. Exercised and use the same degree of care and skill as a prudent person would have exercised or used under the circumstances in the conduct of his/her own affairs, or
- B. Took or omitted to take such action in reliance upon advice of counsel for the Association or such statements made or information furnished by officers or employees of the Association which he/she had reasonable grounds to believe to be true. The foregoing shall not be exclusive or other rights and defenses to which he/she may be entitled.

Dated this 31 day of January, 2007.



CONNIE BOERST, President



LISA BLOHM, Secretary