

CODE OF REGULATIONS (by-laws) of
O*H*I*O* MASTERS SWIM CLUB

Revision Approved February 11, 2017

Article I

MEETINGS OF MEMBERS

SECTION 1 – Annual Meetings: The annual meeting of O*H*I*O* Masters Swim Club (hereinafter “The Club”) shall be held annually in the month of June. The date of the annual meeting shall be determined by March 31 each year.

SECTION 2 – Quorum: A quorum for conducting business shall consist of the members present at any annual meeting.

SECTION 3 – Special Meetings: Special meetings shall be called by the Secretary, pursuant to a resolution of the Board of Trustees (hereinafter “The Board”) or upon a majority vote of the members present at any meeting of The Club.

Article II

MEMBERSHIP AND DUES

SECTION 1 – Membership: Any person seeking membership to The Club shall be admitted as a member upon (i) payment of dues, (ii) being a member in good standing of United States Masters Swimming.

SECTION 2 – Dues: Annual dues shall be a sum set by The Board and approved by the membership at the annual meeting. Such dues shall be payable in January of each year for the fiscal year ending December 31st.

Article III

BOARD OF TRUSTEES

SECTION 1 – The Club may have three (3) ex-officio trustees, who shall be elected for two (2)-year terms at each annual meeting of the members.

SECTION 2 – The Board shall consist of ten (10) members of The Club. The President, Vice President, Secretary and Treasurer shall be members of The Board by virtue of their election to their respective offices. Three (3) trustees shall be elected by the members at the annual meeting in odd-numbered years, and three (3) trustees shall be elected by the members at the annual meeting in even-numbered years.

SECTION 3 – The term of office of each trustee shall commence in July of the year of the election of the trustee and shall be for two (2) years.

SECTION 4 – The Board shall manage the affairs of The Club.

SECTION 5 – A vacancy on The Board shall be filled by an election of the remaining trustees; provided, however, that if any such vacancy occurs during the first year of a term, the second year of that term shall be filled by an election of the members of The Club at the annual meeting.

SECTION 6 – Meetings of The Board shall be held on such dates as the Board may designate, on the call of the President, or upon the call of any four (4) of the trustees. The Secretary shall give notice to all trustees of all meetings of The Board in writing, by telephone, or by email or other electronic message.

SECTION 7 – The members of The Board present, but not less than five (5) shall constitute a quorum for the transaction of business at any meeting of the trustees.

Article IV
OFFICERS

SECTION 1 – Election of Officers: The President and Vice President shall be elected by the members of The Club at the annual meeting in even-numbered years. The Secretary and Treasurer shall be elected by the members of The Club at the annual meeting in odd-numbered years.

SECTION 2 – Unexpired terms: in any office other than President shall be filled through appointment by the President with approval of The Board. An unexpired term in the office of President shall be filled through appointment by The Board. Notwithstanding the foregoing, if a vacancy in any office occurs during the first year of a term, the second year of that term shall be filled by an election of the members of The Club at the annual meeting.

SECTION 3 – Officers: The officers of The Club shall be President, Vice President, Secretary, and Treasurer, all of whom shall, upon election as officers, also become members of The Board. The same person may not hold more than one (1) office at the same time.

SECTION 4 – Duties of Officers:

A. President: The President shall preside at all meetings of The Club and of The Board. The President shall exercise, subject to the control of The Board and the members of The Club, a general supervision over the affairs of The Club, and shall perform generally all duties incident to the office and such other duties as may be assigned from time to time by The Board. The President shall be an ex-officio member of all standing committees, except the Nominating Committee.

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B. Vice President: The Vice President shall perform all duties of the President during the President's absence or during the President's inability to act, and shall have such other and

further powers, and shall perform such other and further duties as may be assigned by The Board. The Vice President may not be a member of the Nominating Committee.

- C. Secretary: The Secretary shall keep the minutes of all proceedings of The Board and meetings of the members, and shall make a proper record of the same, which shall be attested by the Secretary; and shall keep such books as may be required by The Board; and generally perform such duties as may be required by The Board and maintain records of the personal contact information for all members of The Club.
- D. Treasurer: The Treasurer shall have the custody of the funds of The Club, shall collect dues and pool fees and shall do with the same as may be ordered by The Board. The Treasurer shall make and render a statement of accounts, and such other statements as may be required. The Treasurer shall keep in books of The Club full and accurate accounts of all money received and paid for accounts of The Club and shall perform such other duties as may, from time to time be assigned by The Board.

Article V

COMMITTEES

SECTION 1 – Standing Committees: The standing committees of The Club shall be Social, Meet, Nominating, and Audit.

The President, with the approval of The Board, shall appoint the chairpersons of the standing committees, and such chairmen shall serve one (1) year terms.

SECTION 2 – Nominating Committee: shall be selected each April by the President with the approval of The Board. The Nominating Committee shall consist of three (3) members, not less than one (1)

nor more than two (2) of whom are members of The Board, the balance of whom shall be selected from the members of The Club who are not members of The Board. Members of the Nominating Committee shall serve a one (1) year term. Each year, the Nominating Committee shall present to the members of The Club at the annual meeting a slate of candidates consisting of one (1) person for each officer and trustee to be elected. Additional nominations may be made from the floor.

SECTION 3 – Other Standing Committees: The duties of the other standing committees shall be determined by The Board.

SECTION 4 – Special Committees: Special committees may be established by the Board as needed.

Article VI

AMENDMENTS: These regulations may be adopted, amended, or repealed by the affirmative vote of a majority of the members present at any meeting of The Board, or by the affirmative vote of two-thirds (2/3) of the members present at any meeting of the members of The Club.