

**DRAFT BYLAWS
OF
RALEIGH AREA MASTERS SWIM TEAM
TO BE REVIEWED FOR APPROVAL DURING ANNUAL RAM MEETING ON
JANUARY 16, 2010**

As Amended at Raleigh Area Masters' Annual Meeting of the Membership on January 16, 2010.

1. **Name.** The name of the corporation is "Raleigh Area Masters", hereinafter referred to as "RAM".
2. **Principal Office.** The principal office of RAM shall be located at such place as the Board of Directors may designate.
3. **Purposes.** The purposes of RAM are:
 - a. To attract, educate and train individuals in all aspects of Masters swimming;
 - b. To provide its members with facilities and equipment needed for training;
 - c. To provide coaching which develops swimming skills and encourages swimmers to maximize their swimming potential;
 - d. To provide a year-round swimming and fitness program;
 - e. To promote United States Masters Swimming;
 - f. To obtain and disseminate information related to Masters swimming;
 - g. To promote public awareness and appreciation of Masters swimming;
 - h. To stimulate research into the benefits and effects of life-long exercise of aging and cardiopulmonary development;
 - i. To assist other organizations having purposes or objectives similar to those of RAM; and
 - j. To engage in other charitable or educational activities approved by the Board of Directors of RAM.
4. **No Political Campaigning.** RAM shall not participate in or endorse the political campaigns of candidates for federal, state, or local elected office.

MEMBERS

5. **Membership.** Any individual who is interested in the purposes of RAM and who holds a current United States Masters Swimming, Inc. ("USMS") registration with RAM is eligible for membership.
6. **Duties of Members.** Each Member shall abide by the Articles of Incorporation, Bylaws and Policies of RAM, as well as the rules and regulations of the facilities used by RAM. Each Member must hold a current or pending USMS registration.

MONTHLY DUES

7. **Monthly Dues.** Monthly dues may only be changed by a majority vote of the Board of Directors at a Regular Meeting or Special Meeting of the Board of Directors. Any such change in monthly dues will become effective only after the Board of Directors has provided sixty (60) days written notice of the change to the Members. Monthly dues are due and payable by all Active Members on a monthly basis on or before the fifth day of each calendar month. "Active Member" is defined as a RAM Member who swims one or

more times per month. Inactive Members are not charged monthly dues. "Inactive Member" is defined as a RAM Member who does not swim one time per month and who has been granted inactive membership status from the Treasurer of the Board of Directors. In order to obtain inactive membership status, the RAM Member must request inactive membership status from the Treasurer and the Treasurer must agree that the RAM Member is entitled to inactive membership status. If an Inactive Member returns to swim during a RAM practice, he or she will automatically be converted to active membership and charged monthly dues for the months that he or she swims.

VOTING

8. **Voting.** Each individual Member has one vote on all matters subject to a vote of the membership, provided that he/she is in good standing. "Good standing" is defined as having paid in full the current annual membership fees and having paid monthly RAM dues through the previous month.

MEETINGS

9. **Annual Meeting of the Membership.** The Annual Meeting of the Membership will be held in August of each year at a time and place selected by the Board of Directors. The purposes of the Annual Meeting are to elect the members of the Board of Directors, to receive the Annual Report of the Board of Directors and Committees, and to transact such other business as may properly come before the membership.
10. **Special Meetings of the Membership.** Special Meetings of the Membership may be called by the Board of Directors at any time, or upon written request to the President of at least twenty percent (20%) of the Members who are in good standing.
11. **Notification of Annual Meetings and Special Meetings of the Membership.** A minimum of ten (10) days written notice is required for Annual Meetings and Special Meetings of the Membership.
12. **Quorum at Annual Meetings and Special Meetings of the Membership.** A quorum consists of twenty percent (20%) of the Members who are in good standing.
13. **Regular Meetings of the Board of Directors.** The Board of Directors will meet monthly for Regular Meetings at a time and place agreed upon by the Board of Directors. A Regular Meeting may be cancelled by the President after consulting with the Board of Directors and with the agreement of a majority of the Board of Directors.
14. **Special Meetings of the Board of Directors.** Special Meetings of the Board of Directors may be called at any time by the President or by request to the President by three (3) or more Board of Directors members. Efforts to provide notice of the time and place of Special Meetings must be made to Board of Directors members at least twenty-four (24) hours prior to any such meeting.
15. **Quorum at Board of Directors Meetings.** A quorum consists of seven (7) members of the Board of Directors.
16. **Notification of Regular and Special Meetings of the Board of Directors.** Notice of all Regular and Special Meetings of the Board of Directors will be made to RAM members at least twenty-four (24) hours prior to the meeting.

17. **Attendance.** All RAM Members in good standing are welcome to attend all Annual and Special Meetings of the Membership and all Regular and Special Meetings of the Board of Directors.

BOARD OF DIRECTORS

18. **Board of Directors.** The Board of Directors of RAM consists of a President, Vice President, Secretary, Treasurer, Registrar, and seven At-Large Members, to be elected from the voting Members.
19. **Term.** Each member of the Board of Directors shall be elected by the membership at the Annual Meeting of the Membership and shall serve for the next two fiscal years.
20. **Duties of the President.** The President shall be the chief executive and administrative officer of RAM. He/she will preside at all Annual and Special Meetings of the Membership and all Regular and Special Meetings of the Board of Directors. He/she will be responsible for the day-to-day operations of RAM and may sign and endorse checks. The President may have the financial records of RAM reviewed at his/her discretion.
21. **Duties of the Vice President.** In the absence of the President, the Vice President will perform the duties of the President.
22. **Duties of the Secretary.** The Secretary is responsible for keeping minutes of all meetings, providing notice of meetings, and providing a copy of minutes to any Member who requests them.
23. **Duties of the Treasurer.** The Treasurer is responsible for receiving dues and other monies for RAM, signing checks and paying such bills as approved by the Board of Directors, including employee wages and taxes. The Treasurer is responsible for presenting annual reports on the financial affairs of RAM to the membership at the Annual Meetings of the Membership and at the Regular Meetings of the Board of Directors. The Treasurer submits regular reports of the current financial status to the Board of Directors at times specified by the Board. The Treasurer operates all accounts of RAM solely for the purpose of RAM financial transactions. Such accounts are used by RAM only for furtherance of the purpose set forth in paragraph 3 of these Bylaws or for related projects as authorized by the Board of Directors. The Treasurer is responsible for receiving dues, recording each Member's dues paid, and notifying Members of delinquent dues when appropriate. The Treasurer communicates this information to the Board of Directors at regular intervals as specified by the Board.
24. **Duties of the Registrar.** The Registrar is responsible for registering all Members with RAM and with United States Masters Swimming ("USMS"). The Registrar's responsibilities include registering new Members with USMS and obtaining annual registration renewals for USMS for active Members. In addition, the Registrar is responsible for registering the RAM team with the North Carolina Local Masters Swim Committee and with USMS. The Registrar is responsible for keeping accurate records of the membership, including names, addresses and phone numbers. The Registrar communicates this information to the Board of Directors at regular intervals as specified by the Board.
25. **Executive Session.** The Board of Directors may move to executive session by a majority vote of the Board members at any Regular and Special Meeting of the Board of

Directors at which a quorum is present.

MANAGEMENT OF RAM

26. **Management of RAM.** The management of RAM shall be vested in the Board of Directors. The Board of Directors shall provide support and direction on all matters related to the continuing operations of RAM.
27. **Vacancies.** Whenever a vacancy occurs in the Board of Directors, it may be filled by a majority vote of the remaining members of the Board of Directors at a Special Meeting of the Board of Directors called for that purpose, subject to approval by a majority vote of the Members at the next Special Meeting or Annual Meeting of the Membership. A vacancy in any Board position may be declared by eight (8) votes of the Board members, for failure or inability to perform the duties of that position.
28. **Committees.** The President shall create, with the approval of the Board of Directors, such committees as may be deemed advisable from time to time. The President shall be an ex-officio member of all committees. Committees are open to Members in good standing.
29. **Non-Payment of Dues.** In the event that any Member has not paid his/her dues within sixty (60) days after due, or has not arranged with the Treasurer a plan of payment of the past-due amount which is acceptable to the Treasurer within sixty (60) days after the dues are due, he/she shall automatically be expelled from the membership of RAM.
30. **Other Violations.** In the event of a violation of the Articles of Incorporation, Bylaws or Policies of RAM or in the event of conduct which may tend to endanger the good order, welfare or character of RAM, the Board of Directors may suspend all rights of a Member, including the right to vote in RAM, until such violation or conduct is satisfactorily corrected or until the next Annual or Special Meeting of the Membership, at which time a vote of the membership shall be taken to reinstate or expel the Member.
31. **Fiscal Year.** Unless otherwise fixed by the Board of Directors, the fiscal year of RAM shall run from January 1 through December 31.

FINANCES AND ASSETS

32. No part of the earnings of RAM or the funds contributed by any person or corporation shall inure to the benefit of any director or officer of RAM or any private individual, or Member, or other persons, except that reasonable compensation may be paid for services rendered to or for RAM affecting one or more of its purposes.
33. In the event of the liquidation or dissolution of RAM, whether voluntary or involuntary, no director or officer of RAM or any private individual, or Member, or other person shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and all other property received by RAM from any source, after the payment of all debts and obligations of RAM shall be used or distributed exclusively to United States Masters Swimming, Inc., P.O. Box 185, Londonderry, New Hampshire 03053 if such organization is then an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986 or any corresponding section of any future tax code, or for purposes similar in nature to those set forth in Paragraph 3 of these bylaws and within

the intendment of Section 501(c)(3) and the regulations thereunder as the same now exists or as they may be hereafter amended from time to time.

AMENDMENTS

Procedure for **Amending the Bylaws**. These Bylaws or any portion thereof may be amended, altered, or repealed only by the affirmative vote of a majority of the Board of Directors at a Regular Meeting or Special Meeting of the Board of Directors. The Board of Directors will provide notice of any change to the Bylaws by providing written notice to the Members and by posting notice of such change to the Bylaws on the RAM website. If the amount of monthly dues has been changed, such change in monthly dues will become effective only after the Board of Directors has provided sixty (60) days written notice of the change to the Members.

Policies of Raleigh Area Masters (RAM) Optimist and Pullen Park Practice Groups

Policies Concerning Coaches

1. The Board of Directors is responsible for hiring RAM Coaches. The Board of Directors is responsible for determining at the time each RAM Coach is hired the amount of compensation that will be provided to that Coach. Each RAM Coach will be paid on an hourly basis according to a specific hourly rate for that Coach that is approved by the Board of Directors. The Board of Directors will review the hourly rate for each Coach on an annual basis.
2. RAM will request that a RAM Coach be present at any meet in which six (6) or more RAM swimmers are registered to participate in the meet. The RAM Board of Directors will determine the total number of coaches to appear at any event. A RAM Coach who has been approved to coach at a meet is eligible for compensation according to provision three (3) below.
3. RAM will provide compensation to RAM Coaches appearing at meets in which six (6) or more RAM swimmers are registered to participate. Such compensation will be provided on an hourly basis at the Coach's individual hourly rate for a maximum of eight (8) hours per day. RAM will provide reimbursement to RAM Coaches appearing at meets for all actual and reasonable lodging expenses that are necessary for attendance at the meets. RAM Coaches must provide receipts for all lodging expenses to the Treasurer. RAM will provide \$50 per day to RAM Coaches appearing at meets that are located farther than 100 miles from Raleigh, North Carolina for all other expenses, including, but not limited to, expenses for meals and mileage.
4. RAM will pay required registration fees for the RAM Coaches, as insurance regulations require that Masters Coaches be registered with USMS or USA Swimming. If a RAM Coach resigns three (3) months or less after RAM pays the Coach's fee, the Coach will be required to reimburse RAM for the amount of the registration fee(s).
5. A RAM Member, who coaches but has not been hired as a RAM Employee, is entitled to waiver of monthly dues for one month for every three (3) practices that the Member coaches. The maximum number of credits for coaching that a RAM Member may accrue

for waiver of monthly dues is seventy-two (72) credits.

6. If a practice is canceled for any reason after a RAM Coach or RAM Member who coaches has arrived at the pool, the Coach or RAM Member will be paid or credited for the full practice time scheduled. The RAM Coach will not be paid for the cancellation if it was made twelve (12) hours in advance.

Policies Concerning New Members

7. Prospective Members must register with RAM, and they are allowed a maximum of three (3) free swims before they must register with RAM. After a new member has registered with RAM, his or her first month dues will be assessed as follows:
 - A. If the new member swam all three free swims in the month prior to the joining month, the full dues amount will be assessed for the joining month.
 - B. If the new member swam all or some portion of his or her three free swims in the joining month, then:
 1. The first three (3) swims are free, and
 2. The next swims will be charged the lesser amount of (a) \$10 per swim or (b) the monthly dues amount.
8. New Members must pay dues on or before the fifth day of the month following the date of registration.

Policies Concerning Board of Directors Members

9. Missing two (2) consecutive Board of Directors meetings or missing a total of three (3) Board of Directors meetings in a membership year may result in an automatic resignation of a Board member, unless a majority of current Board members vote that the absences be excused.

General Policies

10. Any club expenditure of more than one hundred dollars (\$100), with the exception of payments for pool fees, compensation to RAM coaches, and taxes, must be approved by the Board of Directors or be approved at an Annual or Special Meeting of the Membership.
11. Monthly dues are waived for the RAM President, Treasurer and Registrar in consideration of the time commitment required of these offices.
12. RAM pays relay fees for RAM swimmers at any sanctioned Masters meet.

Financial Need

13. **Special Sponsorships**. Special sponsorships are available to RAM swimmers in financial need. These sponsorships are not designed to recruit swimmers, but to assist regular members in time of need. The swimmer must meet the following requirements:
 - a. All dues and fees must be currently paid;
 - b. The swimmer must have been a member of RAM for at least three (3) months; and

- c. The swimmer must have exhibited regular attendance at practice -- 2 or 3 times per week.

A swimmer desiring a sponsorship should contact the Treasurer. The request will be presented to the Board of Directors and dealt with confidentially. Votes on sponsorships will be by closed ballot. The swimmer's contribution to the team will be considered. A sponsorship is awarded for three (3) months, at which time the swimmer may reapply. If a sponsorship is granted, RAM will subsidize up to 80% of the monthly dues.

Any compensation to RAM members for services to the club must be established prior to the performances of services, and such compensation must be approved by the Board of Directors.

14. **Fees from Out-of-Town Swimmers.** Masters swimmers visiting from out-of-town are allowed to swim free up to three times in each calendar year, provided proof of current USMS registration is presented. If an out-of-town Masters swimmer swims more than three times in a calendar year, the Masters swimmer must pay a fee of \$10 to RAM for each additional time that he or she swims and must provide the fee to the coach on deck or a Member of the Board of Directors. The out-of-town Masters swimmer may be charged a maximum of \$45 per month.
15. **Student Fees and Fees for Swimmers 70 Years of Age or Older.** RAM members who are currently enrolled full-time in college as an undergraduate or graduate student and possess a current college identification and RAM members who are 70 years of age or older are entitled to a reduced rate of the monthly dues. Members who wish to take advantage of this special rate should make arrangements with the Treasurer.
16. On an annual basis, these policies of RAM will be reviewed by the RAM board after election and prior to the year end. Updated versions will be placed on the RAM website.