

# BY-LAWS

## ELIZABETHTOWN SWIM TEAM, INC.

### Article I: Offices

The principal office of the corporation in the State of Kentucky shall be: Elizabethtown Swim Team, Inc., PO Box 2542, Elizabethtown, KY 42701; and the corporation may have such other offices as from time to time the Board of Directors shall choose and designate, or as the business of the corporation may require.

### Article II: Board of Directors

**Section 1:** The Board of Directors shall manage the business affairs of the corporation.

**Section 2:** The number of voting Directors of the corporation shall be seven (7). The coach is the 8<sup>th</sup> member of the swim board but is a non-voting member. Each Director shall hold office until a successor is elected and qualified by the remaining Board of Directors. A director may be relieved of the board position if unable to fulfill the duties expected of a board member by a majority vote of the Board of Directors.

**Section 3:** The regular meeting of the Board of Directors shall be held at such times and places as they may by resolution or agreement direct. All board meetings shall be open to swim team parents.

**Section 4:** A majority of the Directors (4) shall constitute a quorum for the transaction of business at any meeting and the action of the majority of Directors present at a meeting at which quorum is present shall be the action of the Board of Directors, and the corporation. If a board member cannot show up to a board meeting after the President has contacted him or her then it is the discretion of the President to have a fill in representative to include a spouse or another swim parent in order to establish a quorum.

**Section 5:** Any vacancy on the Board of Directors shall be filled by a majority vote of the remaining Directors.

### Article III: Officers

**Section 1:** The officers of the corporation shall be a President, Secretary, and Treasurer. The officers shall be elected from the members of the Board of Directors at the first meeting of the new year. The new year is defined as beginning August 1<sup>st</sup>. Officers may serve multiple terms of office if duly elected by the Board of Directors. Any vacancy occurring shall be filled by the remaining Board of Directors.

**Section 2:** The President shall be the principal executive officer of the corporation and, subject to the control of the Board of Directors, shall in general supervise and control all of the business and affairs of the corporation. He or she shall, when present, preside at all meetings of the Board of Directors. He may sign, when authorized by the Board of Directors, contracts, leases, or other instruments, and in general shall perform all duties incident to the office of the President and such other duties as may be prescribed by the Board of Directors from time to time. The Secretary shall assist the President in the duties

described and shall preside at meetings of the Team and Board of Directors in the absence of the President.

**Section 3:** The Secretary shall keep the minutes of the membership meetings and the Board of Directors' meetings in one or more books provided for the purpose, and shall be the custodian of the corporation record and seal, and in general perform all duties incident to the office of the Secretary.

**Section 4:** The Treasurer shall have charge and custody and be responsible for all funds of the corporation and in general perform all the duties incident to the office of Treasurer and such other duties as may be authorized by the Board of Directors from time to time. The treasurer and President shall be listed on all accounts signature cards and will know the location of all accounts of the Team.

#### **Article IV: Contracts, Loans, Checks and Deposits**

The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of the corporation, and such authority may be general or confined to specific instances. No loans shall be contracted on behalf of the corporation and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

All checks, drafts, or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents, of the corporation and in such manner as may from time to time be determined by resolution of the Board of Directors.

All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks or other depositories as the Board of Directors may select.

#### **Article V: Corporate Seal**

The Board of Directors may provide a corporate seal which shall be circular in form and which shall be inscribed thereon the name of the corporation.

#### **Article VI: Waiver of Notice**

Whenever any notice is required to be given to the membership of Directors under the provision of these By-Laws, the Articles of incorporation, or the laws of the State of Kentucky a waiver thereof in writing, whether before or after the time stated herein, shall be deemed equivalent to the giving of such notice.

#### **Article VII: Amendments**

These By-Laws may be altered, amended, or the Board of Directors at any regular or special meeting of the Board of Directors may adopt repealed and new By-Laws.

By-Laws approved on the 30th Day of July, 2020 \_\_\_\_\_

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PRESIDENT

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SECRETARY