

# Jackson Hole Stingrays

## Bylaws

As amended June 2021

The mission statement for the Jackson Hole Stingrays is:  
To foster personal growth, fitness & achievement in training and competition through the sport of swimming in a safe, healthy, and positive team environment.

### ARTICLE I. NAME

This organization is a non-profit corporation, which was incorporated on July 29, 1994 under the laws of the State of Wyoming and shall be known as Jackson Hole Stingrays (JHSR).

### ARTICLE II. PURPOSE

JHSR is organized exclusively for purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code. The corporation will promote and support amateur competitive swimming and other aquatic programs on the local, national, and international level by:

- a. encouraging all persons with an interest in aquatics to participate;
- b. working to stimulate public interest and appreciation of the sport;
- c. supporting and encouraging individual growth of team members in the competitive program; and
- d. stressing the importance of sportsmanship, fellowship, and the spirit of helpfulness toward fellow team members.

### ARTICLE III. GOALS

The goals of JHSR include the following:

- a. to provide an opportunity for all children eligible for membership to engage in a wholesome, lifesaving, lifetime sport, and recreational activity;
- b. to promote physical fitness and good patterns of physical development and to encourage proper conditioning and health habits;
- c. to provide opportunities for social, emotional, and educational development, and to encourage peer and family participation and good sportsmanship;
- d. to provide qualified adult leadership and proper preparation for participation in the sport of swimming;
- e. to promote involvement in USA Swimming, Inc., a Colorado not-for-profit corporation, (“USA Swimming”) age-group and senior programs and

provide an opportunity for Competitor Members, as defined below, to compete at a level that is commensurate with each Competitor Member's development and ability in organized swimming competitions.

## **ARTICLE IV. MEMBERSHIP**

### **Section 1. Member Types**

The membership of JHSR shall be as follows:

- a. **Competitor Members.** "Competitor Members" are swimmers age 18 and under, registered with USA Swimming, and currently participating in JHSR by paying Membership Dues within the Membership Year.
- b. **Regular Members.** "Regular Members" include the following:
  1. The custodial parents or legal guardians of Competitor Members; and
  2. Swimmers older than age 18, registered with USA Swimming, and currently enrolled in JHSR by paying Membership Dues within the Membership Year.
- c. **Associate Members.** "Associate Members" include the following:
  1. coaches;
  2. assistant coaches; and
  3. persons (such as volunteers or professionals) selected from time to time by the Board of Directors.

For purposes of these Bylaws, swimmers of any age, registered with USA Swimming, and currently enrolled in JHSR by paying Membership Dues within the Membership Year shall also be referred to individually as "Swimmer" and collectively as "Swimmers," but member type for each Swimmer shall be determined pursuant to this Article IV.

**Section 2. Membership.** Membership is maintained only as long as registration fees are paid in full and the member complies with these Bylaws and policies of JHSR.

**Section 3. Membership Year.** The "Membership Year" shall be from September 1 through August 31.

## **ARTICLE V. MEMBERSHIP DUES**

Membership dues shall be the practice fees paid for participation in JHSR by Swimmers ("Membership Dues"). Membership Dues shall be no greater than the amount necessary to cover operational costs and provide for the long-term financial health of the

organization as determined each session by the Board of Directors in consultation with the Head Coach.

## **ARTICLE VI. VOTING RIGHTS**

Each Regular Member is authorized to vote in JHSR elections.

## **ARTICLE VII. GOVERNING BODY**

### **Section 1. Composition**

A. The Board of Directors shall be composed of at least three (3) and no more than five (5) Directors, one (1) of whom shall be a JHSR Athlete Representative, aged thirteen (13) or over who shall be selected by the Competitor Members age 13 and over and the remainder to be elected by and from the Regular Members of JHSR. In addition to the five (5) Directors, the Board of Directors shall also include one (1) Coach Director who will be a non-voting member of the Board of Directors.

B. All Directors, other than the Coach Director, have one (1) vote and a quorum shall be more than fifty percent (50%) of the Directors. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these Bylaws. The past President of the Board of Directors may serve in an ex-officio capacity.

C. The term of each regularly elected Director shall begin on January 1 of the year subsequent to the election. Each Director shall be elected for a two-year term or until his or her successor is elected. The terms shall be staggered to the extent practicable so that half of the terms expire in one year and the other half expire in the next year. The Vice President shall serve the first year of the term as Vice President and the second year as President. Each member family shall be limited to one Director seat on the Board at any one time. The position of Coach Director shall be held by the Head Coach of JHSR.

D. Each Athlete Representative shall be elected for a one year term or until a successor is elected. Any Swimmer elected as the Athlete Representative who is younger than age eighteen (18) must provide written parental consent before accepting the position.

E. Any position on the Board of Directors which becomes vacant, shall be filled at the next subsequent meeting of the Board of Directors. The President may appoint any individual member to fill any vacancy on the board, provided that the Board of Directors approves by majority vote such appointment.

## **Section 2. Elections**

The election of Directors shall be held as close to the beginning of the Membership Year as practicable. Any Regular Member interested in running for election to the Board of Directors shall inform the President of JHSR in writing of the candidate's intention no later than ten (10) days before the scheduled election date. The Notice of Intent shall be dated and signed by the candidate and shall include the name of the candidate, the officer position in which the candidate desires to serve, and a statement as to whether or not the candidate has been a Regular Member of JHSR for six (6) months or longer. Late Notices of Intent may be accepted only by majority vote of the Board of Directors. Voting shall be done by handwritten ballot or email, at the discretion of the Board. Each ballot may contain votes for as many candidates as there are number of vacancies being filled with each nominee indicated only once. The nominees receiving the greatest number of votes shall be elected.

## **Section 3. Duties of the Board of Directors and Officers**

### **A. Board of Directors**

The Board of Directors may authorize any officer or officers, agent or agents of the corporation, in addition to the officers authorized in these Bylaws, to enter into any contract or execute and deliver any instrument in the name and on behalf of JHSR. All funds of JHSR shall be deposited to the credit of JHSR in the banks, trust companies, or other depositories as the Board of Directors may select. The Board of Directors may accept on behalf of JHSR any contribution, gift, bequest, or devise for the general purposes or for any special purpose of JHSR unless otherwise prohibited by state or federal law, Internal Revenue Service code or regulation, or US Swimming or JHSR policy. The Board of Directors may hire and fix the compensation of any and all employees, which they determine in their discretion are necessary for the conduct of the business of JHSR.

### **B. President**

The President shall be the presiding officer of the corporation and shall, in general, supervise the business and affairs of the corporation. The President shall preside at all meetings of the Board. The President may sign, with the Secretary or any other designated person appointed by the Board of Directors of JHSR, contracts or other instruments which the Board has authorized to be executed, except in cases where the signing of and execution thereof shall be expressly delegated by the Board of Directors or these Bylaws or statute to some other officer or agent of the corporation; and in general

The President shall perform all duties prescribed by the Board from time to time. He/she shall provide reports of all activities sponsored by the Board. He/she shall appoint

committees as necessary for the swim activities of JHSR. The President shall be an ex-officio member of all committees. Additionally the President shall:

1. call, coordinate, and preside at all meetings of the Membership and of the Board of Directors;
2. be the liaison between Members and the Board and Coaches as needed;
3. consult with the Head Coach to ensure proper staffing and pool time;
4. assist in the negotiation of the memorandum of understanding with the Teton County Recreation Center for use of pool facilities;
5. have general supervision over JHSR Directors and agents;
6. appoint Standing Committee Chairs from the Board of Directors;
7. appoint Special Committees when necessary;
8. collaborate with the Secretary in the drafting of the agenda for Board and Membership meetings;
9. sign with the Treasurer all checks and other instruments of payment by the Treasury in excess of \$3,000;
10. have the custody and care of business records of JHSR;
11. file and take charge of all papers and documents belonging to JHSR;
12. designate a JHSR representative to the House of Delegates of Wyoming Swimming, Inc. (as per Wyoming Swimming Bylaws, there shall be no proxy; direct expenses incurred shall be paid by JHSR) when Head Coach is not available to vote;
13. perform other duties as may be prescribed by the Board of Directors.

### **C. Vice President**

In the absence of the President or in the event of the President's inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting shall have all the powers of and be subject to all the restrictions upon the President. Additionally, the Vice- President shall perform other duties as may be prescribed by the Board of Directors.

### **D. Secretary**

The Secretary shall keep the minutes of the meetings of the Board of Directors; see that all notices are given in accordance with the provisions of these Bylaws or as required by law; be custodian of the corporate records, the execution of which on behalf of the corporation under its seal is authorized in accordance with the provisions of these Bylaws; keep a register of the post office address of each member which shall be furnished to the Secretary by that Member; and in general perform all duties as from time to time may be assigned to him/her by the Board of Directors. Additionally, the Secretary shall:

1. prepare the official correspondence of JHSR, as requested by the President or the Board of Directors;
2. attend all meetings of the Members and of the Board of Directors;
3. keep a true and complete record of the proceedings of all meetings;
4. issue notice of meetings to the Members and Directors;
5. ensure that a draft agenda is made available to the Members by request prior to any meeting;
6. distribute draft minutes of previous Board of Directors meetings to Directors at least one week prior to the next meeting;
7. make approved minutes available to all Members upon request;
8. perform other duties as may be prescribed by the Board of Directors.

#### **E. Treasurer**

The Treasurer shall have charge and custody of and be responsible for all funds and securities of the corporation; receive and give receipts for monies due and payable to the corporation from any source whatsoever, and deposit all such money in the name of the corporation in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of these Bylaws; and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him/her by the Board of Directors. The Treasurer shall make a monthly report at the meeting of the Board of Directors as requested. Additionally, the Treasurer shall:

1. keep complete and accurate records showing at all times the financial condition of JHSR;
2. be the legal custodian of all funds and other valuables which may from time to time come into the possession of JHSR;
3. keep a register of the post office address of any member which shall be furnished to the Secretary by such member
4. maintain a bank account in the name of JHSR;
5. bill and collect Member fees;
6. pay all bills, salaries, expenses, and other disbursements approved by the President or as prescribed by the Board of Directors;
7. furnish to the Board of Directors each month a statement of the financial condition of JHSR including receipts, expenditures, and the current fund and account balances for the preceding month;
8. prepare written statements for significant financial events, such as JHSR-hosted swim meets and fund-raising events;
9. issue a written report as needed listing the current budget variances by line item, receipts, expenditures, and the current fund and account balances for the preceding quarter and for the fiscal year to date, together with such other items as the Board of Directors may direct;
10. prepare a draft budget for approval by the Board of Directors at the July meeting of the Board of Directors for the subsequent Membership Year;

11. perform such other duties as may be prescribed by the Board of Directors.

Any duty of the Treasurer may be delegated by majority vote of the Board of Directors to a bookkeeper or other accounting professional.

#### **F. JHSR Athlete Representative**

The JHSR Athlete Representative shall act as a liaison between the Board of Directors and the Swimmer Members, and raise any issues of concern to the Board of Directors for consideration and action. The JHSR Athlete Representative shall attend meetings of the Board of Directors, participate in discussion, and vote.

#### **G. Duties of the Coach Director**

The Coach Director shall have primary charge, under supervision by the Board of Directors, of:

1. communications with Teton County Parks and Recreation regarding scheduling of practice times and lanes for upcoming sessions based on pool availability;
2. recommending appropriate practice fees per session;
3. hiring, supervising, and performance evaluation of assistant coaches;
4. supervision of the pool deck during practice times;
5. processing entries for out-of-town and home swim meets;
6. USA Swimming registrations for all Swimmers;
7. maintaining Swimmer records;
8. coordinating home swim meets, with the involvement and assistance of the Board of Directors and all Members.

The Coach Director shall also perform such duties as may be prescribed by the Board of Directors from time to time.

#### **H. Committees**

Committees may be appointed at the discretion of the President. A Director may chair or co-chair more than one Committee at a time. Club Members may be appointed as Co-Chairs to a committee position at the discretion of the President. It is the responsibility of each Committee Chair to ensure that all the duties of the committee are being accomplished.

Committees may be:

A. Communications - Responsible for:

1. publicity;
2. web-site;
3. developing and maintaining handbook;
4. maintaining contact with membership - newsletter;
5. new Member liaison;
6. bulletin board;
7. maintaining roster.

B. Entries - Responsible for:

1. processing all entries;
2. collection and disbursement of meet entry fees;
3. maintaining Swimmers' records;
4. collection and distribution of all meet information;
5. processing, seeding, and producing heat sheets for home meets;
6. providing data to coaches;
7. maintaining software;
8. USA Swimming registration;
9. post team records.

C. Fundraising - Responsible for:

1. advertising for swim meets;
2. swim meet sponsorships;
3. coordinating quarterly fund-raising activities;
4. exploring new fund-raising ideas;
5. exploring corporate sponsorship and grant opportunities.

D. Social - Responsible for:

1. coordinating fun functions, holiday parties;
2. banquets (coordinates with Team Recognition);
3. post-State/end of season parties;
4. coaches' gifts ;
5. instagram and social media;
6. 4th of July parade float, picnic;
7. team pictures;
8. coordinates hotel blocks for away meets, group dinners, activities while traveling;
9. organizes volunteers for various functions.

E. Swim Meets - Responsible for:

1. assigning and assisting with home meet tasks;
2. swim meet awards;
3. team travel (hotel blocks);
4. concessions and hospitality;
5. invitation and contract preparation and sanctioning (coordinates with



- Entries);
- 6. meet program;
- 7. coordinates volunteers (works with Social).

**F. USA Swimming Officials**

- 1. thank you correspondence to;
- 2. recruiting of and annual registration;
- 3. coordinates officials for away meets;
- 4. accommodating visiting officials (Officials Liaison/Hospitality) ;
- 5. training opportunities.

**G. Team Recognition - Responsible for:**

- 1. clothing: shirts, sweats, parkas, caps, suits, etc;
- 2. team paraphernalia (banners, etc.);
- 3. team awards/member recognition at banquets (coordinates with coaches and Social);
- 4. display case;
- 5. team pictures;
- 6. team records posted;
- 7. special teams' gear (District, State teams).

**ARTICLE VIII. MEETINGS**

**Section 1. Annual Membership Meeting.**

A meeting of the members shall be held annually (the “Annual Meeting”), as soon as practicable after the start of a new Membership Year. Notice of the Annual Meeting and a call for Notices of Intent for interest in Director positions will be provided to the Members at least seven (7), but no more than sixty (60) days, prior to the Annual Meeting. Notice shall include the following: the place, date, and time of the Annual Meeting.

**Section 2. Regular Board of Director Meetings.**

Regular Board of Directors meetings shall be held at least every other month, and preferably monthly. The date and time of the regular monthly or bi-monthly meeting of the Board of Directors shall be designated by the Board of Directors during its first meeting at the start of each Membership Year and notice will be given to all Members of the designated time and place for regular meetings. Any Director, including the Coach Director, may request that an item be added to the meeting agenda at least seven (7) days prior to a regularly scheduled meeting with such item added to the meeting agenda at the discretion of the presiding officer. Agenda items submitted within seven (7) days of the

meeting may be added to the agenda by a majority vote of the Board of Directors. A meeting agenda shall be made available and provided to the Members upon request.

### **Section 3. Special Meetings.**

Special meetings may be called by the President when he/she deems it in the best interest of the organization. Reasonable notice shall be given the Directors of any special meeting and such notice shall include the date, time, and place of the meeting.

### **Section 4. Open Meetings and Executive Sessions.**

Meetings of the Board of Directors shall be open to all Members and Members are encouraged to attend. All Members shall have the right to participate in debate and ask pertinent questions at the discretion of the presiding officer, although limits on discussion time may be set and enforced by the presiding officer. The Board of Directors by majority vote may decide to go into an executive session. The purpose of an executive session is to discuss personnel, disciplinary, legal, tax, or other issues requiring confidential treatment or to discuss issues of personal concern to any Director or the Coach Director.

### **Section 5. Notice.**

Notice of meetings to the Members shall be by direct email when an email has been provided by the Member and shall also be posted on the team website.

### **Section 6. Meeting Conduct.**

Meetings shall be conducted pursuant to Robert's Rules of Order Newly Revised. Members and Directors are expected to conduct themselves in a civil and professional manner, respecting all points of view. The Order of Business at all meetings of the Board of Directors shall proceed as follows:

1. Roll call.
2. Reading of the minutes of the preceding meeting.
3. Reports of committees.
4. Reports of officers.
5. Old and unfinished business.
6. New business.
7. Adjournment.

**ARTICLE IX. AFFAIRS OF THE CORPORATION**

The Board of Directors shall manage the affairs of JHSR in accordance with the Articles of the Incorporation and these Bylaws. No other person may collect funds, make contracts, incur expenses, or initiate any actions in the name of JHSR or use its insignia without prior approval and authorization of the Board of Directors.

**ARTICLE X. INDEMNIFICATION**

Each person who is or was a Director, officer, or employee of the corporation (including the heirs, executors, administrators or estate of such person) shall be indemnified by the corporation to the fullest extent permitted under Wyoming law against any liability, cost or expense incurred by him/her in his/her capacity as Director, officer, or employee, or arising out of his/her status as a Director, officer, or employee (including serving at the request of USA Swimming as a Director, trustee, officer, employee or agent of another corporation).

**ARTICLE XI. AMENDMENTS**

Amendments to these Bylaws may be made at any meeting of the Directors provided that a copy of each proposed amendment has been provided to JHSR Members along with notice of that meeting as provided in Article VIII, Section 5 above. The approval of two-thirds (2/3) of all Member votes cast at the meeting shall be required to enact an amendment.

By: Pessa Reim                      6/13/21  
President    Date

Attest: Hulug                                      June 13, 2021  
Secretary    Date