



**THE PAS ROADRUNNERS SWIM CLUB  
BY-LAWS**

**ARTICLE I. GENERAL**

- 1.1 **PURPOSE** – These Bylaws relate to the general conduct of the affairs of The Pas Roadrunners Swim Club, Inc., referred to as the “Club” in these Bylaws.
- 1.2 **DEFINITIONS** – The following terms have these meanings in these Bylaws:
- a) Board – the Board of Directors of the Club;
  - b) Club – The Pas Roadrunners Swim Club, Inc.;
  - c) CSCTA - Canadian Swim Coaches and Teachers Association;
  - d) Director – an individual elected to serve on the Board pursuant to these Bylaws;
  - e) Member – will include all categories of membership pursuant to these Bylaws;
  - f) MSCA – means the Manitoba Swim Coaches Association;
  - g) MSOA – means the Manitoba Swim Officials Association;
  - h) Ordinary Resolution – a resolution passed by the majority of votes cast at a meeting of the Board or a meeting of the Members for which proper notice has been given;
  - i) SNC – means Swimming/Natation Canada;
  - j) SNM – means Swim Natation Manitoba.
- 1.3 **HEAD OFFICE** – The head office of the Club shall be at such places in the Province of Manitoba at such place therein as may from time to time be determined by the Board
- 1.4 **SEAL** – The Club will have a seal which may be adopted and may be changed by resolution of the Board.
- 1.5 **NO GAIN FOR MEMBERS** – The Club will be carried on without the purpose of gain for its Members and any profits or other accretions to the Club will be used in promoting its objectives.

**ARTICLE II. NAME, AFFILIATION AND AUTHORITY**

- 2.1 **NAME** – The Club shall be called The Pas Roadrunners Swim Club.
- 2.2 **AFFILIATION** – The club will be affiliated with Swim/Natation Manitoba and will abide by the current SNM constitution. The club is a member of the national governing body for swimming called Swimming/Natation Canada (SNC) and the provincial governing body called Swim/Natation Manitoba (SNM). The Club is also affiliated with Kelsey Recreation of the Town of The Pas.
- 2.3 **AUTHORITY** – Such authority shall include and not be restricted to the power to:
- a) Implement and ratify its own Constitution and Bylaws affecting its operations but these shall contain nothing inimitable to the Constitution, Bylaws and the Rules and Regulations of SNM;
  - b) Formulate Bylaws and policies and procedures defining membership, voting power and removal of membership;
  - c) Set, collect and dispose of membership and registration fees within the Club;
  - d) Terminate membership in the Club according to the Bylaws and the policies and procedures.

**ARTICLE III. OBJECTIVE**

- 3.1 The objective of the Club is to foster and promote competitive swimming in a manner that encourages self-development, team spirit and enjoyment of the sport.
- 3.2 To adopt SNM operating principles which has as its central mandate the support of the two central figures in sport:

The SWIMMER is central to our sport and the interests of the athlete are paramount.

The COACH is the single most influential leader in swimming and determines the quality of the swimming and sport experience for the athlete. As such, the Club is committed to developing coaches who are qualified to ensure a safe, ethical and technically sound swimming environment for every athlete.

**ARTICLE IV. MEMBERSHIP**

- 4.1 Any person may become a member of the Club upon meeting the swimming standard recommended by the coaches, as approved by the Board of the Club.
- 4.2 The parents/guardians of current swimmers, who are qualified members in good standing, are voting members of the Club. By definition “in good standing” means all fees are current and up to date.
- 4.3 Coaches and such other persons as approved by the Board are voting members of the Club.
- 4.4 Any member may withdraw from the Club at any time by giving written notice to the Club. The balance of membership fees shall only be refunded if notice is received prior to January 31st of that swim season and the member will cease to participate in Club activities effective January 31<sup>st</sup>.

- 4.5 The effective date of any withdrawal from the Club will be the last day of the month in which the notice of withdrawal is given in writing. Any applicable refund will reflect the remaining months' fees and will not include SNC or SNM fees (i.e. if a member provides written notice November 16, the withdrawal will be effective November 30<sup>th</sup> and Club registration fees for the remaining 7 months, Dec 1<sup>st</sup> to June 1<sup>st</sup>, will be refunded).
- 4.6 Upon acceptance into the Club, swimmers must pay all required fees i.e.: registration fees to the Club as per payment option chosen, SNC and SNM fees.
- 4.7 Where a member is in arrears in payment of any fee to the Club for a period exceeding seven (7) days, after receiving a notice of fees due from the Club, shall have their membership in the Club lapsed and the member shall be disentitled to participate in activities of the Club.
- 4.8 Upon receipt of payment considered to be in arrears, that member shall be reinstated in the Club as a full member, with all privileges restored.
- 4.9 All members are expected to abide by the rules and regulations of the Club.
- 4.10 It is the responsibility of all swimmers, parents/guardians and members to support the Club and participate in all its endeavours.
- 4.11 Upon written notice and approval from the Club's Head Coach a swimmer may change their designated training level. The effective date of the change will be the first day of the month following the month in which the approval is given or immediately if approval is given on the first day of the month. Any applicable refund or charge will reflect the remaining months' fees.

#### **ARTICLE V. FUNDRAISING**

- 5.1 All members active in the Club must participate actively or financially in all fundraising activities during the Club year.
- 5.2 Operation Red Nose™ is one of the major fundraisers and all parents are expected to support this event. If you are unable to participate you will be required to pay \$500/swimmer to the Club prior to January 31<sup>st</sup> of the current swim season or your account will be considered to be in arrears.
- 5.3 First time registrants, who have never been issued a Swim Canada Number, will not be required to pay \$500/swimmer if they register with the Club after the ORN campaign. Returning swimmers will be required to pay \$500/swimmer if they were unable to participate in the ORN Campaign and registration occurs prior to April 1 of the current swim season.

#### **ARTICLE VI. FEES**

- 6.1 The registration fees and other fees shall be set at the Board Meeting before the start of the new swim season each swimming year.
- 6.2 SNC and SNM swimmer registration fees, coach registration fees and club registration & club affiliation fees are established by SNC and SNM.

- 6.3 Meet fees are non-refundable after the applicable meet entry deadline, as posted in the meet package on the SNC website. If meet fees are not paid by the entry deadline the member shall be disentitled to participate in the swim meet.
- 6.4 Any charges incurred by the Club as a result of an NSF check will be added to the member's fees and payable and due with the replacement payment.

**ARTICLE VII. FINANCE AND MANAGEMENT**

- 7.1 **FISCAL YEAR** - The fiscal year of the Club shall be the period beginning August 1 continuing through to July 31.
- 7.2 **SIGNING AUTHORITY** – Contracts, documents, or other instruments in writing entered into by the Club shall be signed by any two (2) of the President, Vice-President, Secretary, Treasurer, or Records Chairperson, and all contracts, documents, and instruments in writing so signed shall be binding upon the Club without further authorization of formality.

The terms “contract, documents, or any instrument in writing” as used herein shall include deeds, mortgages, charges, conveyances, transfers and assignments of property real or personal, immovable or movable agreements, releases, receipts and discharges for the payment of money or other obligations, conveyances, transfers and assignments of shares, stocks, bonds, debentures or other securities and all paper writings.

- 7.3 **AUDITORS** – At the first General Meeting the Treasurer will present the auditor's report to members on the financial statements of the Club and whether in the opinion of the auditor the financial statements fairly represent the financial position of the Club in accordance with generally accepted accounting principles.

**ARTICLE VIII. ELECTED DIRECTORS/REPRESENTATIVES**

- 8.1 **The Directors of the Club shall consist of the following:**

- a. President
- b. Vice-President
- c. Secretary
- d. Treasurer
- e. A maximum of nine (9) Chairpersons

The above elected officers shall comprise the Board of the Club, and be designated Directors. To conduct a Board Meeting, there shall be a quorum of not less than five (5) Directors.

- 8.2 **Duties of Directors:**

**The President shall:**

- be the Chief Executive Officer of the Club
- preside at all meetings of the Club and the Board
- have the general and active management of the business of the Club
- see that all orders and resolutions of the Board are carried into effect

- be a non-voting member of all committees
- prepare and submit to the members of the Club at the Annual Meeting and to SNM, after approved by the membership of the Club, a statement and report for the preceding year
- liaise between parents, the Board and Coaches, such issues as notification to parents of change of classification achieved by swimmers, or complaints about swimmers while at meetings, etc.
- give, or cause to be given, notice of all meetings of the Board and of the membership
- authorize payment of any wages for personnel working for the interests of the Club
- prepare annual coaching contracts to reflect current compensation rates as well as current training/screening requirements
- ensure signed copy of coaching contract received and that coaches comply with the terms and conditions of the contract (i.e. obtain necessary training/certification and screening)

**The Vice-President shall:**

- serve in the absence of, or at the request of the President
- perform such other duties as may be determined by the Board
- prepare and submit on behalf of The Pas Roadrunners Swim Club, in consultation with the Board of Directors, grant applications accordingly

**The Secretary shall:**

- act as Clerk at all Boards and general membership meetings and record all voters and minutes of the proceedings, in the books to be kept for that purpose
- be a custodian of the Seal of the Club
- preserve all important documents, papers and copies of correspondence sent and received by the Club
- prepare correspondence for the Club as required
- use an updated means of communication to keep members informed of club issues such as meetings and swim meets
- perform such other duties as may be determined by the Board
- collect and distribute the Club's mail
- ensure timely distribution of meeting minutes; typically within one week of meeting date

**The Treasurer shall:**

- have the custody of the corporate and securities
- keep full and accurate accounts of receipts and disbursements in books belonging to the Club
- deposit monies and other valuable in the name, and to the credit, of the Club and as such depositories as may be designated by the Board. The Accounts maintained in such depository shall be in the name of The Pas Roadrunners Swim Club Inc.
- disburse the funds of the Club as may be ordered by the Board taking proper vouchers for such disbursements
- render to the President and Directors, at the regular meetings of the Board, or whenever they may require it, an account of all transactions as Treasurer, and of the financial position of the Club
- issue to members notice of any fees in arrears, as per Article 4.7
- collect meet fees for out of town meets prior to the meet deadline
- be responsible for having the Club's finances audited at the end of each fiscal year

**The Operation Red Nose™ Chairperson shall:**

- oversee all aspects of the ORN campaign to ensure that the financial expectations forecast in the budget can be achieved
- responsibilities will include completing all necessary documentation with Provincial organizers as required, providing all pertinent information to the media
- collect and deposit ORN donations in the name, and to the credit, of the Club and as such depositories as may be designated by the Board. The Accounts maintained in such depository shall be in the name of The Pas Roadrunners Swim Club Inc.
- as needed, assigning co-chairpersons when needed to organize volunteers, gifts in kind, hospitality services or any other areas that may require additional assistance
- should other fundraisers arise, this chairperson has the option to coordinate said events or appoint a co-chair

**The Social Chairperson shall:**

- plan, or cause to be planned, all special events pertaining to the social life of the Club, such as the annual wind-up
- organize, or cause to be organized, catering and food donations for any meets being hosted by the Club
- select gifts, as required (Christmas, year-end) as may be determined by the Board

**The Registrar shall:**

- organize membership recruitment at the beginning of the swim season
- register all swimmers having paid SNC and SNM fees, with Swim/Natation Manitoba and Swimming Canada
- collect and deposit SNC, SNM and TPRR registration fees in the name, and to the credit, of the Club and as such depositories as may be designated by the Board. The Accounts maintained in such depository shall be in the name of The Pas Roadrunners Swim Club Inc.
- notify the Records Chairperson of confirmed membership, along with complete information on all swimmers registered with the Club for that swim season
- be the contact for all inquiries concerning membership to the Club
- prepare lists of registered swimmers for purposes of administration by the Board, e.g. Phone committee, etc.

**The Officials Chairperson shall:**

- maintain database of trained officials within the Club's membership and update SNM Officials Registry accordingly
- shall coordinate officials for the Club's annual swim meet
- register all officials annually on the Swimming Canada online registration system
- coordinate officials training/clinics as necessary
- liaise with Swim Manitoba Officials Chair

**The Equipment/Properties Chairperson shall:**

- maintain an inventory of the properties and equipment owned by the Club
- authorize, through records, the lending of such equipment and/or properties for use by other organizations, or when being taken to swim meets of other Clubs
- order or cause to be ordered, effects for swimmers, such as bathing suits, jackets, sweatshirts, swim caps, goggles, etc., upon approval of the Board

**The Records Chairperson or Head Coach shall:**

- enter swimmers of the Club in the appropriate swim meets on the approval of the Board, with the advice of the Head Coach
- maintain records of times achieved by each swimmer at all meets in which he/she were competing
- provide all members attending out of town meets with a notice of applicable meet fees due
- provide list of swimmers attending out of town meets and their applicable meet fees to Treasurer prior to each meet as a record of entry fees payable to the host of the swim meet,
- issue to each swimmer, at year end, a report of his/her progress during the swim season
- for the award issued by the Club at year end, for most improved swimmer, arrange for trophies for swimmers to be awarded at year end
- notify the registrar of any changes in the classification of swimmers resulting from their participation at swim meets

**The Travel Manager shall:**

- book blocks of hotel accommodations as needed for out of town meets
- book transportation for large group out of town meets as needed

**The Meet Manager shall:**

- plan and execute the swim meets hosted by the Club, subject to SNM established guidelines, as issued and revised
- appoint personnel as required for deck and pool set up, etc.
- shall liaise with the Equipment/Properties Chairperson, ensure that the necessary equipment is available for meets
- organize time trials as may be determined by the Board and/or Head Coach

**The Public Relations (PR) Committee Chairperson shall:**

- organize a method to notify, and to elicit the support of members of the Club for such business as: special events, meetings, swim meets, need for officials, etc., at the request of the Board
- coordinate with the Secretary for press release through radio and/or newspaper, of activities of the Club and/or the swimmers as decided upon at Board meetings

**8.3 Head Coach:**

The head coach shall perform such duties as may be reasonable to expect of the officer and shall:

- determine and implement the training program for the Club
- Coach all swimmers of the Club, or coordinate coaching practices of other coaches of the swimmers, so that the swimmers may achieve the maximum rewards for their ability and participation
- Approve his/her own assistants and hold meetings with them
- Ensure all assistant coaches have completed the online Respect in Sport Program
- Approve potential new swimmers to the Club, as per Article 4.1
- Determine swimmers' competing in those meets attended by the Club, subject to the approval of the Board

- Inform the Records Chairperson of pertinent correspondence with regard to swim meets, after approval from the Board has been achieved
- Facilitate any discipline actions that may be necessary with any swimmer(s), in conjunction with the President, if required
- attend all meetings of the Board and function as a resource on training activities of the Club
- Maintain membership in CSCTA and MSCA
- Complete the online Respect in Sport Program

**8.4 Other Representatives:**

- A Swimmers' Representative shall represent the concerns and wishes of the swimmers of the Club to the Board, but shall not have voting privileges
- Each Director may recruit his/her own assistant, but that assistant would not have voting privileges at Board meetings

**8.5 Terms of Office:**

The Term of Office for each Board Member shall be one year in length, beginning August 1st, with elections taking place on or before the end of June or the end of the swim season.

**8.6 Nomination and Elections of Officers:**

Nominations for Board positions at the Annual Meeting will be carried out by a nomination committee appointed by the Board. Nominations from the floor of the Annual Meeting will also be accepted. Elections shall be carried out by secret ballot, where there is more than one nomination, with a simple majority required to elect.

**8.7 Vacancy by Default:**

- a) Any position held by a Director of the Board, who misses four (4) consecutive meetings of the Board, shall be deemed vacant.
- b) The Head Coach and the Swimmers' Representative shall not be subject to the above (a).

**ARTICLE IX. MEETINGS**

**9.1 Annual General Meeting:**

- a) The Annual General Meeting will be held each year on or before the end of June or the end of the swim season. At this meeting, the new Board of Directors will be elected.
- b) All members will be given at least ten (10) days' notice prior to the Annual General Meeting to allow for maximum attendance of members.
- c) A quorum will consist of 5 executive members and 5 eligible voting members, plus the President or Vice-President, before any business of the Club can be conducted at an Annual General Meeting.



**9.2 Board Meetings:**

- a) The Board Meetings will be held as frequently as required for the effective running of the Club, with a minimum of four (4) meetings during the season.
- b) A quorum of five (5) Directors, including the President or Vice-President, must be present before the Board is able to hold a meeting to conduct the business of the Club.

**9.3 General Meetings:**

- a) General Meetings will be called at the discretion of the President on advisement of the Board of Directors. The intention of a General Meeting is to share information and promote discussion of the entire membership.
- b) A minimum of one (1) General Meetings will be held during the swim year – preferably in September or early October.
- c) All members will be given at least ten (10) days’ notice prior to the General Meeting to allow for maximum attendance of members.
- d) A quorum will consist of fifty (50) percent of the members present, plus the President or Vice-President, before any business of the Club can be conducted at a General Meeting.

**ARTICLE X. BYLAWS**

- 10.1 These Bylaws may only be amended, revised, repealed or added to at any General Meeting by an ordinary resolution adopted by two-thirds majority of members present and voting at the meeting.
- 10.2 Notice shall be given in writing at the General Meeting, prior to the meeting or circulated to the members present and voting.

**ARTICLE XI. INDEMNIFICATION**

- 11.1 Every Director or Officer of the Club or other person who has undertaken or is about to undertake any liability on behalf of the Club and their heirs, executors, administrators and estate, respectively, shall at all times, be indemnified and same harmless, out of funds of the Club and against:
  - 1. All costs, charges, and expenses whatsoever which such Director, officer or other person sustains or incurs in or about any action, suit or proceeding which is brought or prosecuted against him/her for, or in respect of any act, deed, matter, or thing whatsoever made, done or permitted by him/her in or about the execution of the duties of his/her office, except such costs, charges or expenses as are occasioned by his/her wilful neglect.
  - 2. All other costs, charges and expenses which he/she sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his/her own wilful neglect.

**ARTICLE XII. DISSOLUTION**

- 12.1 It is the unalterable provision of this bylaw that members of the Club will have no interest in the property and assets of the Club, and that upon dissolution or winding up of the Club, any funds and assets remaining will be distributed to a recognized charitable organization in the area whose objects most closely accord with those of this Club as determined by its members at dissolution.

**ARTICLE XIII. ADOPTION OF THESE BYLAWS**

- 13.1 **RATIFICATION** – These Bylaws are ratified by a two-thirds affirmative vote of the Members of The Pas Roadrunners Swim Club present and entitled to vote at a General Meeting of Members duly called and held on September 25, 2014
- 13.2 **REPEAL OF PRIOR BYLAWS** – In ratifying these Bylaws, the Members of The Pas Roadrunners Swim Club repeal all prior Bylaws of the Club provided that such repeal does not impair the validity of any action done pursuant to the repealed Bylaws.
- 13.3 **REVIEW** – The Board of Directors will review these Bylaws on an annual basis.