

LYMAN ROWING ASSOCIATION

LRA Bylaws

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Article 1

Name and Location

Section 1. Name

The name of this corporation shall be **LYMAN ROWING ASSOCIATION** (hereinafter called the "Club".)

Section 2. Location

The principal office of the Club shall be 5703 Red Bug Lake Road, Suite 156 Winter Springs, FL 32708.

Article 2

Nature and Purpose

Section 1. Nature

This Club shall be a charitable, educational, non-profit corporation with no capital stock, but with perpetual existence.

Section 2. Purpose

To support and assist the Lyman High School Crew Team as well as sponsor Seminole County Rowing Team for middle school students during their fall and spring seasons, and in the summer season to support a program of rowing intended to benefit athletes who have or are likely to participate in the Lyman Crew Team(s); and in general to support and encourage the sport of rowing within Seminole County through Seminole County Rowing; and engage in all lawful, not-for-profit activities related thereto.

Article 3

Membership

Section 1. Eligibility

There shall be five classifications of membership in this Club, namely General Members, Honorary Members, Athlete Members, Alumni Members and Advisory Members.

General Memberships shall be open to parents of Lyman High School students who are members of the Lyman High School Crew Team and parents of middle school students who are members of the Seminole County Rowing Team. Such persons shall be entitled to all of the privileges of the Club, including voting and holding office. Only Lyman High School parents may hold and Executive Office. All members shall pay annual membership dues as established by the Board from time to time.

Honorary Memberships may be awarded by a majority vote of the Board to any non-General Member who has a genuine interest in the sport of rowing, supports rowing activities for the Club, or for distinguished service to the Club. Such persons shall be entitled to all the privileges of the Club except voting and holding office. They shall pay no initiation fee or annual membership dues.

Athlete Memberships shall be open to all athletes who are members of the Lyman High School and Seminole County Rowing Teams. Such persons shall be entitled to all of the privileges of the Club except voting and holding office.

Alumni Memberships shall be open to all persons who have previously been a member of the Lyman High School Crew Team and Seminole County Rowing, their parents, and supporting friends and organizations. Such persons shall be

entitled to all privileges of the Club except voting and holding office. They shall pay annual membership dues as established by the Board.

Advisory Memberships shall be open to LRA crew coaches and Lyman High School Faculty Advisor(s) and shall be classified as Advisory Members without Board vote.

Section 2. Admission

Persons eligible for membership shall be admitted upon timely payment of the established dues and/or fees for General Members, Athlete Members and Alumni Members. Advisory Members and Honorary Members shall be admitted based upon the provisions stated in Article 3, Section 1.

Section 3. Voting

General Members shall have the right to vote. As General Members, each parent or legal guardian of a member or members of the Lyman High School or Seminole County Rowing Crew Team(s) shall be entitled to one (1) vote per family. The voting rights for General Members shall accrue upon the payment of all applicable membership dues.

Section 4. Term and Obligations of Membership

General Membership in this Club shall be from year to year unless the Secretary receives a member's written resignation before the end of any paid year. A resignation shall not relieve any General Member from liability for any dues accrued and unpaid before resignation. Advisory Membership shall last three years from the date first appointed by the Board. Memberships may be suspended or persons expelled from membership as provided in Section 5.

Section 5. Discipline

If the conduct of a member has endangered the good order, welfare or character of the Club and the provisions of the Bylaws, any five (5) members may present to the Board written charges subscribed to by themselves against such member. If it shall appear to the Board, upon inquiry, after ten (10) days written notice to the member so charged of the nature of the charges, and an opportunity is given the member to be heard in his or her own defense, the Board may, by two-thirds (2/3) vote, suspend or expel such member or declare his or her membership forfeited. A member suspended or expelled for cause other than non-payment of dues shall have the right, within one (1) month after receiving notice of such action, to appeal to the members of the Club by filing a notice of such appeal with the President or Secretary, and a special meeting shall be called within 30 days after the filing of such appeal; but if he or she shall not so appeal, or unless such action of the Board be reversed as herein provided, such suspension or expulsion shall stand. If two-thirds (2/3) of the entire membership, by secret ballot, reverse the action of the Board, the appellant shall be restored to membership; but until such reversal he or she shall not be entitled to any of the membership privileges. This provision is not intended to apply to disciplinary actions brought against athlete members.

Article 4

Officers

Section 1. Titles

The offices of President, Vice President, Secretary and Treasurer shall be elected by secret ballot from and by the Board of Directors at a meeting to be held between four (4) and seven (7) days from the time of the annual meeting.

Section 2. Terms of Office

The President, Vice President, Treasurer, Secretary and Board Members shall hold office for a term of one year, and/or until his or her successor(s) have been duly elected. They may be re-elected without limitation as to tenure. Committee chairpersons shall serve at the pleasure of the Board.

Section 3. Qualifications

All nominees for President, Vice President, Secretary and Treasurer must be General Members of the Club.

Article 5

Duties' of Officers

The officers shall perform the duties that usually devolve upon their offices, together with those set out in these Bylaws, and such other duties as the Board may from time to time prescribe.

Section 1. President

The President shall call meetings of the Board at such time or place as he or she may desire.

The President shall be a member ex-officio of all committees, except the Nominating Committee.

The President MAY appoint an Assistant Treasurer, an Auditor, and a Parliamentary Advisor.

Section 2. Vice President

The Vice President shall preside at all meetings in the absence of the President.

The Vice President shall perform the duties that usually devolve upon this office.

The Vice President shall assist the President when requested.

Section 3. Secretary

The Secretary shall keep record of meetings; conduct the general correspondence of the Club; send notices of all meetings and other notices where previous notice is required; notify officers and committees of their election or appointment; notify those members who may have forfeited membership; and shall perform such other duties as requested by the President or Board.

Section 4. Treasurer

The Treasurer shall collect and disburse all funds of the Club; account for them in written form at all meetings as called for; be custodian of the Club records and documents; arrange to keep a complete roster of all members and of all crew boosters who are not members; and arrange to have the books of the Club audited, at the request of the Board. The Assistant Treasurer, when, as, and if appointed, shall assist the Treasurer when called upon; in the absence of the Treasurer shall collect and disburse all funds of the Club; and shall be responsible for reporting to the Board, when requested.

Article 6

The Board

Section 1. Responsibility

The Board shall direct the affairs of the Club in a fiscally responsible manner. Actions taken by the Board under these Bylaws are final.

Section 2. Composition

The Board shall be composed of a maximum of eleven (11) voting members {10 elected and one appointed Middle School representative} including all officers of the Club. Voting members shall be the elected Board Members. Non-voting ex-officio members of the Board will include the head coach(es) and the Lyman High School Faculty Advisor.

Section 3. Term of Office

Board Members shall hold office for a term of one year, and/or until his or her successor(s) have been duly elected. They may be re-elected without limitation as to tenure.

Section 4. Qualifications

All elected Board Members shall be General Members of the Club.

Section 5. Resignations

The President or Secretary must receive written notice of any Board Member's resignation.

Section 6. Vacancies

Any vacancy on the Board or by any officer can be filled by an appointment of the President subject to approval by majority vote of the Board at the next scheduled Board Meeting. In the event of presidential resignation or incapacity, the Vice President shall serve as President until the next Board meeting. At that meeting the Board Members shall elect a successor President.

Section 7. Meetings

The Board shall hold meetings at such times and places as the President may designate. Any three (3) Board Members may also call meetings at any time or place. Notice of any such meeting shall be to all Board members and shall be written, by telephone, or by Email.

Section 8. Quorum

The quorum for the transaction of business at any regular or special meeting of the Board shall be one-half (1/2) of the Board Members.

Section 9. Attendance

It is important for the transaction of Club business that all Board Members attend regularly scheduled meetings. A member missing three (3) consecutive meetings or an aggregate of five (5) meetings will be dismissed from the Board. Reinstatement can be achieved by request to and approval from the Board.

Section 10. Budget

The Board shall approve a budget, first submitted by the Finance Committee. The Board shall determine the amount of the annual budget by the first meeting of the general membership in the fall. The Club shall be responsible for raising funds to meet approved costs and expenses related to the Lyman High School Crew Team and Seminole County Rowing Team.

Article 7

Committees

Standing Committees

There shall be the following Standing Committees, appointed by the Board, and subject to annual review:

Finance This committee shall consist of the Club President and Treasurer along with one non-officer member, and will be chaired by the Treasurer. The committee shall prepare an annual budget to be submitted to the Board at least 14 days prior to the first meeting of the general membership in the fall, and propose to the Fundraising Committee the ways and means for raising the necessary funds.

Membership. This committee is responsible for recruiting at all levels and keeping accurate records of the membership, as outlined in Article 3.

Communications. This committee is responsible for maintaining open lines of communication within the club and for keeping the membership up-to-date with current activities through the Website and other social media sites and by notifying members of current club activities periodically via e-mail.

Handbook. This committee shall prepare and distribute a handbook to all rowers by the first week of fall and spring rowing seasons. The preceding year's handbook shall be used as a guide for new handbooks each season.

Hospitality. This committee organizes socials and the end of year banquet and coordinates drinks and food arrangements for all events. Additionally, Hospitality is in charge of arranging for housing for all overnight trips.

Facilities and Equipment. This committee shall be responsible for working with the coach(es) to oversee the proper maintenance and storage of all equipment belonging to the Club; to present recommendations to the Board regarding any additional equipment needs; and maintaining a written inventory of all equipment (and approximate value) belonging to the Club. The committee is also responsible for transporting boats and equipment to all events.

Fundraising. This committee shall be responsible for planning fundraising events and keeping accurate records of each rower's fund raising efforts.

Coaching. This committee shall be chaired by the Vice President and recommends the hiring, dismissal and compensation of the coaching staff. In association with the coach(es) it defines the coaching policy and guidelines. The committee conducts a review of the coaching staff at the end of the fall season and again at the end of the spring season.

Thirty (30) days prior to the National Regatta the Coaching Committee shall ensure that the coaches report to the Board their recommendations for those individuals who should participate in Nationals. The committee also organizes and implements rowing camp.

Regatta. This committee, in conjunction with the Coaching Committee and the coach(es), determines the regattas in which our Club will participate; coordinates local races; transportation of rowers; and provides maps for all regattas. This committee works closely with the Hospitality Committee.

Scholarship. This committee will work with the rowers and the school to ensure that all rowers are given an opportunity to receive scholarships to colleges.

Community Relations. This committee shall arrange for news releases, public appearances, moving pictures and any and all documentary material evidencing good publicity and good public relations,

including, but not limited to, appropriate recognition of the Lyman High School Crew Team in the LHS Annual Yearbook. This committee shall act as liaison to the local newspaper and LHS school newspaper, and shall pursue corporate sponsorships.

Alumni. This committee will be the tool for growing and building Alumni into a supportive and integral part of the Club. The committee will be responsible for an Alumni newsletter, keeping a current database, organizing the annual "Alumni Row," and renewing and maintaining all Alumni membership from 2005 to the present.

Highlight Video/Scrapbook. This committee will be responsible for gathering photos and video of the Crew team each season and preparing a highlight video/DVD and/or scrapbook for the end of the year party.

Article 8 Elections

Nominating Committee

Composition. A committee of three (3) or more shall be appointed by the Board to serve as the Nominating Committee which shall include at least one (1) member of the Board, not an officer, and at least two (2) members of the Club not serving on the Board.

When appointed. This committee shall be appointed prior to April 1 each year. The committee shall submit the list of Board nominees in writing to the membership at least ten (10) days prior to the Annual Meeting.

Additional nominations. Other nominations for the Board may be submitted from the general membership at the Annual Meeting.

Elections. The Board shall be elected by secret ballot majority vote of those members present and voting. Collection of ballots and counting shall be made by General Members not listed on the ballot. No proxies shall be allowed.

Article 9

Meetings of Members

Section 1. Annual Meeting

The Annual Meeting of the members of this Club shall be held at such place as the Board may designate, in May of each year, preferably following the National Regatta. Written notice of intention to hold this meeting shall be given to all members by the Secretary at least fourteen (14) days prior to the scheduled annual meeting. At this meeting all Board Members shall be elected by secret ballot and shall take office immediately. Any other business for the good of the Club may be transacted at that time.

Section 2. Regular Meetings

Meetings of the members of the Club in addition to the annual meeting shall be held when and where designated by the Board. Notice of any such meeting shall be to all General Members and shall be either written, by telephone, by text or by email.

Section 3. Quorum

Twenty-five (25) percent of the General Members of the Club shall constitute a quorum for the transaction of business at a called meeting.

Article 10

Proxies

There shall be no general or special proxies.

Article 11

Annual Dues and Fees

Section 1. Amounts, Methods and Delinquencies

The Board shall establish the annual dues for members, any fees, method of payment and delinquent dates as provided for in the current LRA Handbook.

Section 2. Fiscal Year

The fiscal year of this Club is from August 1 each year to July 31 of the following year.

Article 12

Amendments

Section 1. Notice

Notice of any proposed amendment to these Bylaws shall be filed with the Secretary in writing in sufficient time to allow the proposed amendment to be delivered to all General Members at least ten (10) days before the meeting at which said amendment is to be voted upon.

Section 2. Vote

Following due notice, these Bylaws may be amended at any business meeting of the Club by a two-thirds (2/3) vote of the Board or by a majority vote of the entire membership.

Approved March 6, 2018.