

BY-LAWS

UPPER DUBLIN AQUATIC CLUB

ARTICLE I

Name and Purpose

Section 1.01. Name.

The name of the CLUB shall be the UPPER DUBLIN AQUATIC CLUB.

Section 1.02. Purpose.

The purpose shall be to encourage, foster and stimulate interest in swimming and diving and to stimulate, encourage and promote cooperation and sportsmanship among the children and adults of the community and other like minded people through this not for profit organization. The organization is a volunteer group of parents and adults who wish to foster the encouragement of swimming and diving.

ARTICLE II

Membership and Dues

Section 2.01. Members.

A member shall be anyone who pays the required dues and who is on the team roster or who has their child on the team roster.

Section 2.01. Dues.

Each Member of the CLUB shall pay such dues as the Board of Directors shall determine. A member who is delinquent in payment of dues shall be ineligible to participate in activities and events of

the club. Such prohibition extends to the member and the member's children.

ARTICLE III

Offices and Fiscal Year

Section 3.01. Offices.

The CLUB may have offices at such place as the Board may from time to time appoint or as the business of the CLUB requires.

Section 3.02. Fiscal Year.

The fiscal year of the CLUB shall be the calendar year.

ARTICLE IV

Officers

Section 4.01. Number, Qualifications and Designations.

The officers of the CLUB shall be a President, a Vice President, a Secretary and a Treasurer. The same person may hold any number of offices.

Section 4.02. Election and Term of Office.

The officers of the CLUB other than the President shall be selected annually by the President and each such officer shall hold his or her office until they resign or are replaced by the President.

The President shall be elected from those willing to serve the full term of the President by the current members of the Board at the last Board meeting in March or at such other time as the Board

shall determine. The President shall serve for two (2) aquatic seasons. A President may, with the consent of the Board, remain in office for one or more additional years beyond the initial term of office.

Section 4.03. President.

The President shall preside at all meetings of the membership and of the Board, and shall perform such other duties as may from time to time be requested by the Board. The President shall sign, execute and acknowledge, in the name of the CLUB, any contracts or other instruments, authorized by the Board except in cases where the signing and execution thereof shall be expressly delegated by the Board, or by these by-laws, to some other officer or agent of the CLUB; and in general, shall perform all duties incident to the office of President.

Section 4.04. The Vice President.

The Vice President shall perform the duties of the President in his or her absence and such other duties as may from time to time be assigned by the Board, or the President.

Section 4.05. The Secretary.

The Secretary shall attend all meetings of the Board and shall record the minutes and shall see that notices are given and records and reports are properly kept and filed. In general, the Secretary shall perform all duties incident to the office of Secretary, and such other duties as may from time to time be assigned by the

Board, or the President.

Section 4.06. The Treasurer.

The Treasurer shall attend all meetings of the Board and shall keep accurate financial records of the CLUB and shall report to the Board at each meeting as to the present financial condition of the CLUB. In general, the Treasurer shall perform all duties incident to the office of Treasurer, and such other duties as may from time to time be assigned by the Board, or the President.

ARTICLE V

Board of Directors

Section 5.01. Powers.

The Board shall have full power to conduct, manage, and direct the business and affairs of the CLUB; and all powers of the CLUB are hereby granted to and vested in the Board.

Section 5.02. Qualification and Selection.

Each Board member of the CLUB shall be a member of this CLUB.

Section 5.03. Number and Term of Office.

The Board shall consist of the four (4) officers and as many other persons as may be determined from time to time by the then sitting President. Each director shall hold office at the will of the President and shall perform such duties as are incident to the position assigned by the President.

Section 5.04. Organization.

At every meeting of the Board, the President or in the case of a vacancy in the office or absence of the President, the Vice President, shall preside, and the secretary, or, in his or her absence, any person appointed by the chairman of the meeting, shall act as secretary. The President shall serve as the Chairman of the Board.

Section 5.05. Resignations.

Any director of the CLUB may resign at any time by giving written notice to the President or to the Secretary and in the event that those positions are vacant, to the other members of the Board then remaining and in the event that there are no other members of the board then remaining, to the members of the CLUB. Such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 5.06. Place of Meeting.

Meetings of the Board may be held at such place within or without Upper Dublin as the President may from time to time appoint, or as may be designated in the notice of the meeting.

Section 5.07. Regular Meetings.

Regular meetings of the Board shall be held at such time and

place as shall be designated from time to time by the President.

Section 5.08. Special Meetings.

Special meetings of the Board shall be held whenever called by the President or by a director. Notice of each such meeting shall be given to each director by telephone, or in writing, at least twenty-four hours (in the case of notice by telephone) or forty-eight hours (in the case of notice by mail) before the time at which the meeting is to be held. Every such notice shall state the time and place of the meeting.

Section 5.09. Quorum, Manner of Acting and Adjournment.

A majority of the directors in office shall be present at each meeting in order to constitute a quorum for the transaction of business. Every director shall be entitled to one vote. Except as otherwise specified in these bylaws, the acts of a majority of the directors present at a meeting at which a quorum is present shall be the acts of the Board. In the absence of a quorum, a majority of the directors present and voting may adjourn the meeting from time to time until a quorum is present. The directors shall act only as a board and the individual director shall have no power as such.

Section 5.10. Executive and Other Committees.

The President may, establish one (1) or more committees.