

Article I Establishment

- Section 1.1 These By-laws go into effect at the time of Incorporation.
- Section 1.2 The organization shall be established as Pine-Richland Aquatics, Inc. hereinafter referred to as PRA, a non-profit organization incorporated under the laws of the Commonwealth of Pennsylvania.
- Section 1.3 The address of PRA shall be: P.O. Box 15, Gibsonia, PA 15044.
- Section 1.4 The fiscal year of PRA shall be from September 1 each year until August 31 of the following year.

Article II Purpose

- Section 2.1 The purpose of the organization shall include the following:
- To support the families of Pine-Richland School District and surrounding areas by preparing youth to participate in all levels of aquatics programs, such as competitive swimming and diving;
 - To provide an opportunity for all eligible youth to participate and achieve their own potential in aquatics sports;
 - To promote fitness, physical conditioning and sound health habits in a safe and respectful learning environment;
 - To foster social, emotional, and educational development through participation in the activities of the organization;
 - To promote and provide the opportunity for athletes to prepare for and compete in organized competitions throughout the year;
 - To involve itself in other types of activities described herein which are necessary for the proper functioning of the organization;
 - To provide an environment that encourages and supports athletes in pursuit of their competitive goals.
- Section 2.2 PRA acknowledges the policies and regulations of USA Swimming and USA Diving, as may be amended from time to time. In particular, PRA acknowledges and supports the following anti-discrimination policy from USA Swimming to apply to all aquatics programs:

Discrimination in violation of the Amateur Sports Act which requires that USA Swimming must provide an equal opportunity to athletes, coaches, trainers, managers, administrators, and officials to participate in the sport of swimming. Athletes must be allowed to participate and compete to the fullest extent allowed by the Rules and Regulations. Discrimination against any member or participant on the basis of age, gender, race, ethnicity, culture, religion, sexual orientation, gender expression, genetics, mental or physical disability, or any other status protected by federal, state or local law, where applicable, is prohibited.

Article III Team Membership

- Section 3.1 Age of team members shall not be less than 5 years based on the age of the applicant as of November 1st, except as approved by exception by the PRA Head Coach.
- Section 3.2 Pine-Richland School District residents shall maintain total team membership per the terms and requirements as defined in the facility rental agreement between PRA and the Pine-Richland School District, or as mutually agreed to between these two parties. Pine-Richland School District residents shall be granted priority membership status over non-residents should team size limitations be enacted. If application submissions by non-residents of Pine-Richland School District exceed the terms of the facility rental agreement, then the following selection criteria shall be imposed and exercised by the Board of Directors for the non-residents in the order listed:
1. Prior year membership
 2. Team need for participants of a particular age group
 3. Applicants from school districts lacking aquatics programs and facilities
 4. Date of registration.
- Section 3.3 Team Membership shall be contingent upon timely payment of periodic registration fees and membership dues as determined by the Board of Directors.
- Section 3.4 Based upon reduced enrollments for the Spring/Summer session compared to the Fall session, the restriction of Section 3.1 may be temporarily waived by the Board of Directors for the Spring/Summer session. This waiver will be based on availability of pool and lane space, the financial strength of the club, and the desire to maintain employment of quality coaching that will be needed for the next session in order to properly fulfill our purpose as defined in Article II.
- Section 3.5 Membership in PRA can be opened to a limited number of USA Masters swimmers; the determination of which shall be done by the PRA Head Coach and PRA Board of Directors. Masters swimmers shall be either registered with USA Swimming or with USA Masters, and shall pay the Out of District fee if applicable.

Article IV Dues and Fees

- Section 4.1 The Board of Directors shall have full authority to fix and regulate fees and dues related to the membership in the organization. Such fees and dues will be set and communicated on an annual basis in advance of the fall and spring sessions.
- Section 4.1 Dues and fees shall be payable as set forth by the Board of Directors.
- Section 4.3 Non-residents shall be assessed an additional fee as determined by the Board of Directors. These monies shall be escrowed in a separate fund for use in a manner determined by the Board of Directors to promote and benefit aquatic programs throughout the Pine-Richland School District.

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- Section 4.4 Fees for USA Swimming membership shall be assessed and collected for all swimmers of PRA as a condition of participation.
- Section 4.5 All families of PRA will be responsible for working hosted or co-hosted meet sessions as defined in the Family Manual. If the family cannot do so, it is their responsibility to find a suitable replacement or pay PRA an opt-out fee as defined in the Family Manual.

Article V Board of Directors

- Section 5.1 The management of PRA shall be vested in the Board of Directors. The Board shall consist of between five to seven elected Directors, including the PRA Head Coach serving as an ex officio, voting member.
- Section 5.2 Once a slate of Directors has been elected by the Members, as defined in Section 5.6 below, the Directors shall internally appoint the officers of the corporation. The officer positions include President, First Vice President, Second Vice President, Secretary and Treasurer. The President shall serve as Chairperson of the Board and shall be a resident of the Pine-Richland School District. A non-resident of the Pine -Richland School District may hold offices of Treasurer, Secretary, First Vice President or Second Vice President as long as there is only one non-resident member of the board at any one given time.
- Section 5.3 The Directors shall have the authority to establish committees and appoint Committee Chairpersons as may be necessary to promote the interests and activities of the organization. All Committee Chairperson positions will be non-voting with regard to any affairs, activities and business conducted by the Board. The Board may terminate any committee by a majority vote.
- Section 5.4 The Directors shall have the power to adopt rules and regulations, and alter and amend the same to conduct the business and activities of the organization.
- Section 5.5 The term of each Director shall be two years. On odd years, an election shall be held for two to three Director positions, based on the size of the Board. On even years, an election shall be held for two to three Director positions, based on the size of the Board.. The Board of Directors will, at all times, have a qualified Director who meets the requirements of, and serves as, the Treasurer of the organization.
- Section 5.6 Elections shall be held at the annual membership meeting for those positions being vacated by Directors completing their terms. Directors shall take office two months prior to the beginning of the next fiscal year. Any vacancy in the Board of Directors caused by unforeseen reasons shall be filled by a majority vote of the remaining Directors until the next annual meeting.
- Section 5.7 Election of new Directors shall be by written ballot with one vote per household. In the event that such election results in a tie vote, a second vote shall be taken. In the event of a second tie, a majority vote of the current Board shall decide the elected Director.
- Section 5.8 The participation of at least three members of the Board shall be necessary in order to constitute a quorum for the purpose of conducting business at any meeting of the Board of Directors.
- Section 5.9 A Director shall serve no longer than six (6) consecutive years on the

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Board.

Section 5.10 No more than one family member shall serve on the Board at one time.

Article VI Rights and Liabilities of Voting Members

Section 6.1 No Director, officer, member, or authorized agent or representative of PRA shall be liable or responsible for any debts or liabilities of PRA or liable to PRA except to the extent of their unpaid portion of membership dues and fees.

Section 6.2 Membership shall consist of one household.

Section 6.3 Members shall have one vote per household on all matters brought before a vote of the membership.

Article VII Meetings of Voting Members

Section 7.1 PRA shall hold a meeting of the voting membership annually at any time within eight months after the close of the fiscal year for the purpose of reviewing the activities and affairs of PRA including the annual budget, elections of Directors, and conducting other business as may properly come before the meeting. A quorum shall be required for the annual membership meeting. PRA may also hold other special meetings as may be necessary from time to time to properly conduct the affairs of the organization. Such special meetings may be called by the President, or by a majority vote of the Board of Directors, or upon the written request of at least 20% of the membership.

Section 7.2 At any meeting of the voting membership, attendance of at least 20% of the membership shall constitute a quorum. Only members present at the meeting shall have the right to vote. Unless otherwise established by the Articles of Incorporation of the Bylaws, the decision of the majority of the members voting shall be the decision of PRA.

Section 7.3 When announcing a membership meeting for the purposes of changing the Bylaws, PRA may use email and other electronic means (such as posting to the PRA Website) in order to give notice of the meeting to the membership instead of US Postal mail-delivered notice.

Article VIII Coaching

Section 8.1 The coaching staff shall consist of a Head Coach, as designated by the Board, and a sufficient number of Assistant Coaches as approved by the Board to carry out the purpose of the organization.

Section 8.2 All coaches shall be certified in CPR, First Aid, Water Safety, and any USA Swimming certification required for Allegheny Mountain Swimming (AMS).

Section 8.3 All coaches will be employees of PRA for a period of one year, with yearly extensions exercised only with the approval of the Board. The Head Coach is responsible for evaluating the coaching staff on a yearly basis with submission to the Board for review.

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Section 8.4 The Head Coach shall be responsible for the training and preparation of all athletes for competitions and shall have the authority to direct the Assistant Coach(es) and on-deck activities, and coaching at competitions.

Article IX Indemnification of Directors, Officers and Employees

Section 9.1 PRA shall indemnify and hold harmless any person made a party to any action, suit, or proceeding by reason of the fact that such person, or his successor, heirs, administrators or assign is or was a Director, Officer, or Employee of PRA against the reasonable expenses, including attorney fees, actually and reasonable incurred by such person in connection with the defense of such action, suit or proceeding. PRA may also reimburse to any such Director, Officer or Employee the reasonable costs of settlement of any action, suit or proceeding if it shall be found by a majority of the members that it was to be in the interests of PRA that such settlement be made.

Article X Statutory Indemnification

Section 10.1 Anything set forth in these Bylaws to the contrary notwithstanding, it is the intent that the indemnification provisions hereof shall be to the full extent permitted by the Non-Profit Corporation Law, 15 Pa, C.C. 5741, et seq. To the extent that the indemnification provisions set forth in these Bylaws do not go to the length permitted by said Law, said indemnification provisions are hereby deemed to be incorporated herein by reference with the same force and effect as if set forth in full.

Article XI Contracts, Checks, Notes etc.

Section 11.1 All contracts, and agreements must be approved by a majority of the Board of Directors, unless otherwise directed by a majority of the Board of Directors. All contracts, agreements, checks, etc. must be approved and signed by either the President or Treasurer and other designees, unless otherwise directed by a majority of the Board.

Article XII Termination and Dissolution

Section 12.1 PRA may be terminated and dissolved upon the affirmative vote of at least two-thirds of all members entitled to vote. In the event of such termination and dissolution, the Board of Directors shall, after paying or making provision for the payment of all liabilities of PRA, make a determination for the further disposition of any additional assets or net worth of PRA.

Article XIII Amendment of By-Laws

Section 13.1 The power to make, alter, amend or repeal these Bylaws is vested in the membership. The affirmative vote of a majority of the membership constituting a quorum at a properly noticed meeting, shall be necessary to effect alteration, amendment or repeal of the Code of Bylaws.

Pine-Richland Aquatics, Inc.

February __, 2022

Attest By:

Secretary

President

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February __, 2022

Change Log

Date	Author	Changes
8/2/1994	G Molitor, R. Zabinski, D. Newcomer	Draft
7/22/1996	Unknown	Registered
5/16/1998	Unknown	Section 3.4 added
3/29/2001	Unknown	Article 2 Changed, Section 5.1, Section 5.8 Changed
7/19/2009	R.Sanzi	Recreate editable Microsoft Word version of the By-Laws from scanned document.
9/12/2009	R. Sanzi	Updated Section 3.2, out of district percentage, from 20% to 40%, in accordance with membership vote taken on 9/17/2008 (prior year membership meeting).
9/12/2009	R. Sanzi	Added Section 7.3, Email Notification, pursuant to a vote approved at PRA Membership meeting of June 2, 2009.
10/19/2009	Unknown	Section 3.5 added, Sections 3.1,4.4, 2.1 revised
4/3/2000	Unknown	Section 4.6 added
8/5/2010	Unknown	Section 5.4 changed terms of BoD per 5/5/10 membership meeting
10/15/14	Unknown	Grammatical errors corrected throughout per 10/15/2014 membership meeting
3/7/2016	G. Staresinic	Grammatical errors throughout document corrected pursuant to a vote approved at PRA Membership meeting of October 15, 2014
05/02/2018	M. Farrar, N. Laubacher, J. Vacula, J. Carmazzi, J. Rupert, P. Barry	Multiple changes pursuant to a vote approved at PRA Membership meeting of May 2, 2018
01/26/2022	M. Cribbs, J. Vacula, M. Jouppe, M. Farrar, N. Laubacher	Sec 5 amended to flex Board size between 5 – 7 with Head Coach serving as ex officio, voting member.