

ARTICLE I

NAME

This organization is a non-profit association of members with a common interest in water polo and shall be named "WILLAMETTE VALLEY WATER POLO". The name is to be abbreviated WVWP for competition purposes. For the purposes of this document, WVWP will be referred to as the Club and shall be governed by the laws of the State of Oregon.

ARTICLE II

PURPOSE, OBJECTIVES AND SCHOOL DISTRICT COMPLIANCE

I. Purpose

The purpose for which this Club has been formed is to provide a wholesome environment in which local youth and adults may strive to learn the basic fundamentals of water polo. WVWP hopes to promote all aspects of water polo and stimulate public interest in this sport; to organize, maintain and operate a booster organization for Willamette Valley Water Polo; to develop and expand the program of competitive water polo in accordance with the principles and objectives of industry standards; to engage in fund raising activities as may be necessary to defray the operating costs of the Club. This Club is affiliated with USA Water Polo. Its activities shall be governed by the state exclusively for educational purposes within the meaning of Section 501 (C)(3) of the Internal Revenue Code.

II. Objectives

The objectives shall be to promote and develop water polo and to promote sportsmanlike competition for the benefit of athletes in our community.

III. School District Compliance

The conduct and actions of WVWP and its members shall in no way conflict with rules and regulations governing the facilities which Greater Albany School District and the Kroc Community Center may put at the Club's disposal. WVWP is not a school sponsored activity but uses Greater Albany School District's facilities for workouts and meetings.

ARTICLE III

EMBLEM AND COLORS

I. Emblem

The emblem of Willamette Valley Water Polo is a rain-drop with a water polo ball in the main section of the rain-drop. "Willamette Valley Water Polo" in purple outlines the oval.

II. Colors

The Club colors are purple, and yellow.

ARTICLE IV

FISCAL YEAR

The Fiscal Year of the organization shall be from January 1 through December 31.

ARTICLE V

BOARD OF DIRECTORS

I. Members

The Board of Directors is comprised of the Executive Director, Director of Operations, Director of Finance, and President of Parent Committee. New/Replacing members shall be appointed by the existing Board of Directors and their term will be infinite. Except

the President of the Parent committee board, they shall remain on the Executive board in perpetuity.

II. Duties and Powers

The Board of Directors shall have the power to appoint special committees as needed and to delegate such powers to them as the Board shall deem advisable and which it may properly delegate. The Board of Directors shall have the authority and be responsible for the management of affairs and finances of the Club and shall have general control over all its activities. The Board of Directors shall have the power by three-fourth vote of the Board at any regular or special meeting to discipline, suspend or remove any Director, Officer, Coach, Committee member or active member of the Club in accordance with the procedure set forth in Article VIII, Section 8.9. Three-fourth of the Board MUST be present for a vote for termination. No Director shall receive any salary for their Board position. Immediately upon entering the performance of their duties, they shall continue in office until their successor has been duly elected and qualified. In the event of resignation, notice shall be delivered to the Board, in writing, with a minimum of 30 days notice. In the event of termination, responsibilities will cease immediately and all WVWP materials will be returned to a Board member within 48 hours.

III. Meetings

The Board of Directors may meet once every month, with a day set for regular board meetings, and also when deemed necessary by the Executive Director.

IV. Vacancy

If the office of any Director or Directors becomes vacant by reason of resignation, death, retirement, disqualification, removal from office, or otherwise, the remaining Directors will choose a successor or successors who shall hold office until a new successor or successors has been appointed

V. Audit

A bookkeeper may audit the account of the Treasurer by November of each year and an auditor's report may be presented at the annual meeting scheduled by the Executive Director.

VI. Annual Meeting

The annual meeting of the Board of Directors shall be held in December of each year.

VII. Action without Meetings

Any action which might be taken at a meeting of the Board of Directors may be taken without a meeting if done in writing either electronically or through paper copy.

VIII. Quorum

At all Board of Directors meetings, a quorum sufficient for the transaction of business shall consist of a majority of the Directors. If, however, such quorum shall not be present at any such meeting, the Executive Director may invoke Article V.7

IX. Delinquencies

Any member delinquent for non-payment of dues will be handled by the Executive Board at their discretion.

X. Personnel

The Board of Directors shall engage or discharge a coach, and/or assistant coach and such other personnel with a written contract. If the Board of Directors decides to not renew contracted personnel, then the Board must give notice to said personnel one month before the end of his/her contract stating the reasons for the discharge. In the event of

termination, services will cease immediately and any outstanding payments due will be submitted to the treasurer within 72 hours.

ARTICLE VI

OFFICERS AND COMMITTEES

I. Officers

1. Executive Director

- a. The Executive Director shall preside at all meetings of the membership, at all meetings of the Board, be ex-officio member of all Club committees and represent the Club at all governing body meetings.
- b. In the name of the Club and with the Director of Finance, the Executive Director shall sign all written contracts and obligations of the Club except if it pertains to them directly.
- c. The Executive Director shall exercise general supervision over the entire Club's business.
- d. The Executive Director shall assign or appoint all committees as needed by the Club with Board approval.
- e. The Executive Director shall call and chair all Board and General Meetings and act as a voting member in case of a tie vote.
- f. The Executive Director is the Event Director for all events hosted by WVWP. However, he/she may delegate the Event Director duties.
- g. The Executive Director shall provide an Agenda for all Board Meetings.
- h. The Executive Director is: Stephen Sessa

2. Director of Operations

- a. The Director of Operations shall assist the Executive Director in his/her duties and, in the case of the death, disqualification, absence or incapacity of the Executive Director, shall have all the powers and perform all the duties of the Executive Director. In the event the Executive Director is unable to fulfill their term, the Director of Operations will select the replacement amongst themselves or defer to the Board.
- b. The Director of Operations shall be responsible for the maintenance and upkeep of the electronic officiating equipment.
- c. The Director of Operations is responsible for keeping up with current regulatory rules for safety.
- d. The Director of Operations is responsible for filling out accident reports, keeping the members informed monthly of safety rules and keeping the pool facility safe from any avoidable injuries.
- e. The Director of Operations shall handle all administrative correspondence and shall perform such services as may be required by the Club.
- f. The Director of Operations is: Christian Edison

3. Director of Finances

- a. The Director of Finances shall audit the collection and disbursement of all funds of and for the Club, and review the account of all money received.
- b. The Director of Finances shall review all financial records of the Club and will present to the Executive Board a proposed budget which shall be available to the Treasurer (elected by the Parent Committee) and the general membership in accordance with the non-profit status of the state and federal

guidelines at the December meeting. The budget will be reviewed and approved by the Executive Board prior to the December meeting.

- c. The Director of Finances is responsible for paying the annual Club certifications and insurance fees of the Club each year.
 - d. The Director of Finance review the filing of all tax and government documents to maintain Club incorporation and non-profit status in accordance with state and federal guidelines.
 - e. The Director of Finance is: Katleen Smith
4. Parent Committee President
 - a. The Parent Committee President works with parent committee board to implement the Club's policies and procedures.
 - b. The Parent Committee President identifies potential problems and opportunities.
 - c. The Parent Committee President works effectively toward common goals as a parent of a team member.
 - d. The Parent Committee President sets objectives and develop action plans for selected and/or assigned projects.

II. Committees

The Board shall initiate and maintain committees as necessary for the smooth execution of the Club operations. All committees will follow the following guidelines:

1. No committee may be formed without the Board approval. Committee organizations must be clearly outlined with the purpose and duration of the committee.
2. Regular updates must be submitted to the Board and/or General Membership as outlined at the formation of the committee. All updates will be recorded in minutes or electronic submission for records keeping purposes.
3. All committee expenditures must be approved by the Board before being committed. All expenditures must be accounted for to the Treasurer with receipts at the completion of the committee's purpose.
4. Committee members shall have monthly meetings where they create specific goals and milestones in line with the BOD goals and keep meeting minutes. The meeting minutes need to be reported back to the Board of Directors within (7) days. The President of the committee shall make up one vote at the Executive Board Meeting.
5. The Parent Committee will be established as follows:
 - a. One member from each High School with more than 1 club member in good standing
 - b. Other members at large as required
 - c. The Parent Committee shall elect from its members the following officers:
 - (i) President
 1. Serves on the Board of Directors and acts as the liaison between the Board of Directors and the Parent Committee.
 2. Convene and preside at all WVWP Parent Committee Meetings and General Membership meetings.
 3. Schedule meetings consistent with the needs of the WVWP.
 4. Provide opportunities for WVWP members to express their views and have input into the decision-making of the WVWP
 - (ii) Vice President

1. Preside over WVWP Parent Committee Meetings in the absence of the President
- (iii) Secretary
1. Record, present, and maintain minutes of all WVWP Parent Committee Meetings and General Membership meetings.
 2. In coordination with the information officer, conduct the correspondence of the WVWP as directed by the Executive Director and the President.
 3. Maintain custody of the Articles of Incorporation, Bylaws and Policies for WVWP and make copies available upon request.
- (iv) Treasurer
1. Collect and disburse all funds of and for the Club, and keep a correct account of all money received. Disbursement of funds shall require the signature of the treasurer and one of the following members of the Executive Board: Executive Director, Director of Operations, Director of Finances.
 2. Deposit funds in the name of the Club in a depository approved by the Executive Board and provide a detailed financial report at each general meeting.
 3. Responsible for the maintenance of all financial records of the Club and will present to the Executive Board a proposed budget which shall be available to the general membership in accordance with the non-profit status of the state and federal guidelines at the December meeting. The budget will be reviewed and approved by the Board prior to the December meeting.
 4. The Treasurer's books and/or computerized records may be audited at any time, by the Director of Finance. The annual audit is held in December of each year.
 5. In conjunction with the information officer, notify all members in arrears of dues, in a timely manner.
 6. Complete and file all tax and government documents to maintain Club incorporation and non-profit status in accordance with state and federal guidelines
- (v) Information Officer
1. Notify all members of General Membership and Parent Committee meetings.
 2. Update the WVWP web page with current information such as, tournament and practice schedules.
- (vi) Open Water Tournament Chair
1. Coordinate volunteers
 2. Contact and arrange rental items as needed for event
- (vii) Two members at-large
- d. Terms of office in the parent committee shall be two years.
 - e. Members can be removed from office by a simple majority vote.

ARTICLE VII
Membership

Membership of the Club shall be open to the community without regard to their age, nationality, religion, race, gender, sexual orientation, or physical capability provided minimum safety requirements are met.

- I. General Members
The general members shall consist of the parents/guardians of the minor athletes or any athlete over the age of 18.
- II. Membership Unit Defined
A membership unit shall include all active and general members of an immediate family who share a billing account.
- III. Qualifications
Each active member and general member applying for membership must be interested in water polo and the welfare and activities of the Club. All applications shall be submitted through the Registrar in accordance to the application process.
- IV. Maintenance of Good Standing
The active member remains in good standing with fees paid, dues paid, meeting the standards of good sportsmanship and pool side discipline established by WVWP. Failure to do so may result in temporary or permanent suspension from WVWP. The general member remains in good standing by following the policies and procedures as outlined in the Handbook.
- V. Infractions
Each active member of WVWP and their respective immediate family (Parent/Guardian) shall be held personally responsible for infractions of the rules and regulations of the supervising governing bodies and facilities
- VI. Voting Privileges
Only members in good standing shall be entitled to vote.
- VII. Delinquencies
No active or general member, 60 days or more in arrears of dues or approved assessments, shall be eligible to hold office, vote, or participate in club activities.
- VIII. Suspension or Termination
Membership may be terminated by resignation or action of the Board of Directors. The Board of Directors by a three-fourth (3/4) vote of those present at any duly constituted meeting, shall have the authority to discipline or suspend or terminate the membership of any Member when the conduct of such person is considered detrimental to the best interests of the Club. The Member involved shall be notified of such meeting, informed of the general nature of the charges and given an opportunity to appear at the meeting to answer such charges. The Board of Directors shall, in case of a minor athlete give notice to the parents/guardians of said minor athlete. Said parent/guardian shall appear with said athlete before the Board of Directors which has full power to suspend or revoke such athlete's right to future participation. (See Article XII, Hearings and Appeals.)
- IX. Financial Aid
An athlete may be granted financial aid to reduce monthly dues at the discretion of the Board. The number of financial aid participants shall be determined by the Board. Athletes receiving financial aid are required to participate in all major fund raising events and their parents/guardians are to support the Club by fulfilling the requirements of general membership. Financial aid must be reapplied for annually. Criteria for financial aid shall be based upon the following:

1. Ongoing active participation of the athlete and/or family in Club activities.
2. A positive attitude toward personal and Club goals
3. A written request of financial need.
4. Financial aid grants are valid for one fiscal year.
5. All Financial aid grants are subject to the Executive board approval

ARTICLE VIII

MEETINGS OF THE GENERAL MEMBERSHIP

- I. Annual Meeting
The annual meeting shall be in December of each year, on a date selected by the Board of Directors, for the purpose of introducing the new Board of Directors, presentation of the annual Budget, and general Club welfare.
- II. Special Meetings
The Executive Director may call a special meeting at the Executive Director discretion. Notification may be by mail, email or phone.
- III. Quorum
A quorum shall consist of two Board Members for general meetings and 3 members for any Club altering activity.
- IV. Notice of Meetings
Notice of all General Membership meetings shall be provided in writing or electronically to all members.

ARTICLE IX

REGISTRATION AND FEES

- I. Athlete Registration and Insurance
Each athlete shall pay an annual fee which covers registration and insurance established by the respective governing body. It will be paid through one of these three payment options.
 - a. Option 1: Total registration/membership costs will be paid in full at the time of registration.
 - b. Option 2: Total registration/membership costs will be divided into 2 equal payments
 - i. Payment 1 – 1/2 of total, due at registration
 - ii. Payment 2 – postdated check for March 20 of the applicable year, made out for 1/2 of total due at registration
 - c. Option 3: Total registration/membership costs will be divided into 3 equal payments.
 - i. Payment 1 – 1/3 of total, due at registration
 - ii. Payment 2 – postdated check for March 20 of the applicable year, made out for 1/3 of total due at registration
 - iii. Payment 3 – postdated check for April 20 of the applicable year, made out for 1/3 of total due at registration
- II. USA Water Polo Membership
All WVWP players must be current registered members of the national governing body that WVWP club is a registered member (currently United States Water Polo Association).
- III. Event Fees
Each active member shall pay the appropriate event fees as required per event or competition.

ARTICLE X

RULES AND REGULATIONS

- I. Facility Rules and Regulations
Members shall follow all rules and regulations posted at the Albany Community Pool and the Kroc Community Aquatic Center as well as any other aquatic facility.
- II. Club Rules and Regulations
Members shall obey the rules set by the Coaching Staff, Bylaws, Code of Conduct and Handbook.
- III. Personal Responsibility
Each active member of WVWP shall be held personally responsible for infractions of rules and regulations.

ARTICLE XI

HEARING AND APPEALS

- I. Resolution Process
All written notifications and information regarding a member's alleged infraction shall be submitted to the Board of Directors. If a member of the Board is part of the complaint, he/she shall be excused from the Board during review. Any action by WVWP concerning a member's rights or privileges shall be subject to the right of a hearing and appeal. All disciplinary actions set out in the Handbook, and Bylaws will be followed prior to a hearing.
- II. Hearings
A hearing shall be held at the request of an expelled or suspended athlete or parents/guardians of the athlete. In such meetings, the complainant(s) and all relevant parties shall receive at least five days notice and may be heard with witnesses. The Board must notify the athlete and parents/guardians of the athlete of the Board's actions taken in writing, within 72 hours. An appeal of the decision of notice must be submitted in writing to the Executive Director within five (5) days. A special meeting there upon shall be called for consideration of the case and a majority vote of the Board shall be necessary to reverse the decision of the Board.
- III. References
The following guidelines may be used when required as references for these hearings:
 1. USA Water Polo Association Rules – Current Edition
 2. Any other governing bodies or facility rules

ARTICLE XII

PROCEDURES FOR AMENDING BYLAWS

These Bylaws may be amended by a majority vote of the Board of Directors at any Board Meeting, Provided that official notification of the proposed amendment or amendments shall have been mailed (electronically or via US Post) to each Board Member at least ten (10) days prior to the meeting.

ARTICLE XIII

PROCEDURES FOR AMENDING THE ARTICLES OF INCORPORATION

The Articles of Incorporation may be amended by a majority vote of the Board of Directors at any Board meeting, provided that official notification of the proposed amendment or amendments shall have been mailed to each Board member at least ten (10) days prior to the meeting.

ARTICLE XIV

DISSOLUTION

In the event of dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all assets of the corporation exclusively for the purposes of the corporation in such a manner, or to such organizations or organizations organized and operated exclusively for the educational and aquatic purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954(or corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. The Club may be consolidated with another Club(s) at any time with a minimum of 51% of all eligible voters and a majority of such voting determining the outcome.

ARTICLE XV

INDEMNIFICATION

Each person who is or was a Director, Officer, or employee of WVWP shall be indemnified to the full extent permitted by the Non-profit Corporation Law of the State of Oregon or of any state in which the act or omission indemnified against occurred, against any liability, cost or expense incurred in his/her capacity as director, officer, or employee, or arising out of his/her status as a director, officer, or employee.

Adopted: 1/30/05

Amended: 9/10/06

Amended: 12/7/08

Amended: 2/20/11

Amended -