

**ILDA COMMUNITY RECREATION ASSOCIATION, INC.**  
**BY-LAWS**  
(amended at 10/16/2010 special meeting)

ARTICLE I  
CORPORATE TITLE AND PURPOSE

Section 1

**TITLE** – This Corporation shall be known as the **ILDA COMMUNITY RECREATION ASSOCIATION, INCORPORATED.**

Section 2

**PURPOSE** – The **ILDA COMMUNITY RECREATION ASSOCIATION, INC.,** herein known as the “Corporation”, is a non-profit, non-stock membership corporation. The Corporation shall own, develop, operate, and maintain a swimming pool and such recreational facilities and programs to afford a better community life for its members. The Corporation will undertake the development of other facilities and programs as they appear feasible and desirable to the membership.

ARTICLE II  
MEMBERSHIP

Section 1

**AREA** – Membership is open to persons who own or rent housing in developments presently defined and known as Willow Woods, Woods of Ilda, Springbrook Forest (east of Guinea Road), Oak Hill (west of Wakefield Chapel Road) and other such areas as may be authorized by the Board of Directors, herein known as the “ Board”.

Section 2

**NUMBER OF MEMBERS** – The total number of members in the Corporation at any time shall not exceed five hundred (500).

Section 3

**MEMBER** – A member of the Corporation is one who has filed an application in the form prescribed by the Board, paid the required annual membership dues and received a Certificate of Membership (or other appropriate notice) from the Corporation, the type of which shall be specified by the Board. Membership in the Corporation shall not be denied because of race, religion, color, sexual orientation or national origin. Nor shall any applicant be denied membership except by decision of the Board. All permanent

residents of the house can use the Corporation's facilities. Permanent residents of the house are defined as those who live therein year round, but shall include dependent children who reside elsewhere and other immediate family members as determined by the Board.

#### Section 4

**TRANSFER OR SURRENDER OF MEMBERSHIP** – Membership in the Corporation may be transferred or surrendered in the following ways:

- a. Any member who is current in the payment of dues may surrender, sell or transfer his membership directly to any other person(s) over 18 years of age at any price which he is willing to accept as full satisfaction of his interests in the Corporation. Upon either sale or transfer, the original member shall notify the Board in writing of the sale or transfer, provide contact information for the recipient of the membership, and surrender to the Board the evidence of such membership or execute proper documents indemnifying the Corporation against any claim to membership by virtue of such certificate and indicate in writing the purchaser(s) of such membership. A new membership certificate shall be issued to the new member after all financial obligations of the selling member to the Corporation have been met and upon receipt of a proper application for membership.
- b. Members may notify the Board that they wish to sell their membership, and the Board shall maintain a waiting list of such memberships in accordance with Section 6 of this Article. Memberships sold from said waiting list will be sold for the current fee established by the Board pursuant to Section 9 of this Article and that amount (less a transfer fee not to exceed 10% of the value of the share and any unpaid dues) will be paid to the selling member. The Corporation reserves the right to sell unassigned, available membership shares before executing the sale from the waiting list.

#### Section 5

**WAITING LIST** – The Board shall maintain a list of members who have notified the Board that they wish to sell their membership in accordance with Section 4b of this Article. The Board shall also maintain a list of applicants for membership if all available memberships have been sold. These lists shall be maintained in chronological order based on the date the Board received written notice to sell/acquire membership. A member who waives the right to sell (or be acquired) shall be removed from the list and must reapply with a current date. These lists shall be used by the Board to determine the order of priority of sale of memberships by the Board.

## Section 6

**CORPORATION ACQUISITION OF MEMBERSHIPS** – The Board may acquire memberships from members waiting to surrender their membership and hold these memberships in the name of the Corporation. Any such acquisition shall be made in the priority of the member on the waiting list to surrender membership referenced in Section 6 above. Acquisitions shall be limited to those times where there is a current waiting list to purchase.

## Section 7

**ASSIGNMENT OF MEMBERSHIP** – A member may temporarily assign with prior written notification to the Board his privileges as a member (except voting rights) to persons renting his residence, effective upon compliance with Section 11 of this Article and subject to the payment of all obligations of membership.

## Section 8

**MEMBERSHIP SHARE** – The Board in their discretion may establish a fee to be charged members for acquisition of a membership share under the provision of this Article.

## Section 19

### **ANNUAL DUES**

- a. The Board, on or before March 1<sup>st</sup> each year, shall establish dues for active membership for the ensuing year, at an amount not to exceed a ten percent (10%) increase over the preceding year unless approved by the general membership. A portion of all annual dues shall be set aside from the current receipts each year and maintained in a Reserve Fund to be used for major repairs and maintenance expenses. The Finance Committee may recommend to the Board the amount needed to be allocated to the Reserve Fund to cover a 5-year projected plan. At a minimum, 10% of annual member dues will be allocated to the Reserve Fund.
- b. Members not desiring to use the facilities in a particular year may request inactive membership status. Annual dues for inactive members shall be one third (1/3) the dues of active members plus twenty dollars (\$20.00) for the Reserve Fund, pursuant to Section 10.a of this Article. To qualify for inactive status, members must by April 30<sup>th</sup> of an upcoming year: (1) notify the Board in writing of their intentions and (2) pay inactive dues in full. Members who fail to meet both obligations shall be liable for payment of active dues. Declaration and payments must be made each and every year for which inactive status is sought. Members who have not notified the Board of their desire to sell their membership in accordance

with Section 4.b of this Article and who wish inactive status must also comply with the provisions of this section

- c. Annual dues (active or inactive) are payable each year on or before a date to be determined annually by the Board. The board may determine a date and an incentive that members are entitled to receive for payment of early dues. Members who fail to pay their dues on or prior to the due date will be subject to a late fee. The fee amount shall be determined by the Board and may be up to twenty-five dollars (\$25.00) for each month or portion thereof past the due date. The annual dues (active and inactive), the date by which they are due to be paid and the penalties for late payment will be provided to all members not fewer than sixty (60) days prior to the due date. A postmark of the Board-determined due date or earlier shall be acceptable for meeting the deadline. Payment of dues shall be the responsibility of the owner of the membership share on that date.
- d. Any active member who fails to pay the full dues by the date set for opening of the facilities shall be denied the use of the facilities until such time as the dues and penalties are paid in full.
- e. The Board may reduce the annual dues for members as an incentive to attractor retain members. The amount of the dues reduction is at the discretion of the Board.
- f. A member who fails to pay dues and penalties, after 1 year and upon proper written notification, shall have their membership revoked and the share surrendered for reissue.

#### Section 10

**MEMBERSHIP IDENTIFICATION** – In order to identify members in good standing at the Corporation’s facilities, the Board will institute and keep current a membership identification system. Failure to comply with the Board’s check-in procedures may be cause for denial of entry to the facilities.

#### Section 11

**MEMBER INFORMATION** – Personal and contact information of members and their families may be compiled by the Corporation and, with prior approval, for inclusion in the annual directory, distribution of corporation related information such as meeting notices, events, newsletters, committee activities and other internal correspondence as, deemed necessary by the Board and may not be released by the Corporation or its members to any outside agent.

## Section 12

**CANCELLATION OF MEMBERSHIP** – The Board, for good and sufficient cause, and after providing to the member concerned an opportunity for a hearing at a meeting of the Board, may by the affirmative vote of a majority of Board members suspend the membership of any member for a period deemed appropriate by the Board. When the Board initiates action under this Section, it will notify in writing the affected member (at the address of record by certified mail, return receipt requested) of the proposed cancellation and specify the grounds therefore and will the time and place at which a hearing will be held. Within seven (7) days after the date set for the hearing, the Board will notify the member (by certified mail, return receipt requested) of its decision in the case. If the member has availed himself of an opportunity of a hearing before the Board and is dissatisfied with the Board’s decision, the member may appeal that decision to the general membership at either the next annual meeting or a special meeting. The Board’s decision may be reversed or modified by the affirmative vote of a majority of the members present at such a meeting. The Corporation shall pay to any member whose membership has been canceled under the provisions of this section, if applicable, the prorated annual membership dues for the current year.

## Section 13

**TEMPORARY MEMBERSHIP** – Temporary membership may be authorized at the discretion of the Board provided the total of active permanent and temporary members does not exceed the total membership as authorized by the Corporation Charter and By-Laws. Such temporary members shall not have voting privileges. Temporary membership shall only be available to persons renting homes within the membership area specifically designated in Section 1 of this Article. Dues for temporary memberships will be in amount to be determined by the Board, but not to exceed one and one third (1 1/3) of the active dues and are payable upon acceptance of the temporary status.

## Section 14

**OTHER FORMS OF MEMBERSHIP** – Other forms and degrees of membership may be made available to residents of the membership area and other outlying areas and deemed appropriate by the Board.

ARTICLE III  
GUESTS

Section 1

**GUESTS OF MEMBERS** – Guest privileges shall be granted to visiting family members and those persons and families residing outside the aforementioned membership area. Members must arrange for guests under rules and regulations as established by the Board. Guests of members shall be permitted to use the swimming pool and recreational facilities upon such conditions and under such regulations as may be prescribed by the Board.

Section 2

**ASSOCIATION GUESTS** – The Board may authorize guests from within the membership area to participate in events held at the facility for the purpose of community relations.

ARTICLE IV  
MEETING OF MEMBERS

Section 1

**ANNUAL MEETING** – A meeting of the members of the Corporation will be held each year, the specific time and place to be designated by the Board.

Section 2

**SPECIAL MEETINGS** – A special meeting of the Corporation may be called in one of two ways:

- a. By a majority of the Board.
- b. Upon presentation of a written petition signed by 10% of the members of record, the Board shall call a special meeting to be held within 28 days of receipt of such petition.

Section 3

**NOTICE OF MEETINGS**

- a. Written notice stating the date, time and place of each annual or special meeting shall be delivered to each member of record either personally or by U.S. mail, or by electronic transmission if consented to by the member to whom the notice is given. The notice must be sent or delivered not less

than ten (10) nor more than sixty (60) days prior to the date of the meeting.

- b. The written notice shall include a summary of the issues that are expected to be discussed at the meeting.

#### Section 4

### **RULES OF ORDER**

- a. The annual or special meetings shall be governed by Robert's Rules of Order Revised in all cases where applicable and not inconsistent with the by-laws of the Corporation.
- b. Amendments to the by-laws may not be made except at a meeting of members for that purpose.

#### Section 5

### **QUORUM**

- a. At any annual or special meeting, the presence of 40 of the members of record shall constitute a quorum, except as provided below.
- b. If a quorum is not present at the scheduled time of an annual or special meeting, an adjournment will be taken to a date not fewer than 16 or not more than 21 days thereafter, and the members present at this later meeting shall constitute a quorum, regardless of the number of members present. Written notice shall be given for the postponed meeting as prescribed in Section 3 of this Article, for the original meeting. Business conducted during the continuation of an adjourned meeting shall be restricted to business scheduled.
- c. To ascertain the presence of a quorum, prior to the conduct of meeting, members shall report their presence to the Corporation secretary or the Secretary's representative.
- d. Members in good standing are entitled to vote on such affairs that are brought before the meeting of the members. The vote may be exercised only in person or upon request of an absentee ballot. There shall not be more than one voter per member family. The use of an absentee ballot shall not count towards a quorum.
- e. Every member family failing to provide representation at a meeting of the members or vote by absentee ballot shall by such failure waive the right to

vote and thereby signify consent to the transaction of business enacted by the majority of the members present.

#### Section 6

**PERCENTAGE COMPUTATION** – The number of members satisfying the percentage described in Section 2b of this Article shall be the greatest integer less than or equal to the numerical result of the computation.

### ARTICLE V DIRECTORS

#### Section 1

**NUMBER** – The Board shall consist of nine (9) members.

#### Section 2

**ELECTION** – Directors shall be elected from among the members of the Corporation. Election shall occur at the annual meeting of the members. Each membership being in good standing shall be entitled to one vote for each seat to be filled.

#### Section 3

**NOMINATIONS** – At the annual meeting of the Corporation, the Board shall present a slate of nominees to replace directors who have resigned or whose term of office will expire at that annual meeting. A minimum of one nominee shall be presented for each director position to be filled. The slate of nominees will be contained in the Corporation letter announcing the annual meeting. Additional nominations may be made from the floor. Persons to be so nominated should be contacted and signify consent prior to such nomination.

#### Section 4

**TERM OF OFFICE** – The term of office of each director shall be three years or until the first meeting of the Board after his successor has been elected or appointed. A member may not be elected or appointed for more than two consecutive terms, unless no other person volunteers to be elected or appointed to fill the position.

#### Section 5

### **DUTIES OF DIRECTORS**

- a. The Board shall be vested with authority for the control and general management of the affairs of the Corporation. The Directors shall in all

cases act as a Board. They may adopt such rules and regulations for the conduct of their meetings and the management of the Corporation, as they deem proper, and not inconsistent with the Articles of Corporation, these by-laws, and the laws of the State of Virginia.

- b. In addition to the duties customarily performed by the Board, the Board shall:
  1. Act upon all applications for membership;
  2. Fill vacancies in the Board as herein provided;
  3. Employ, fix the compensation, and prescribe the duties of such employees as may, in the discretion of the Board, be necessary;
  4. Establish, approve and enforce rules and regulations for the safe and convenient use of the Corporation facilities, and inform all members and other authorized users of the facilities of such rules and regulations;
  5. Designate and maintain a registered office and a registered agent;
  6. Authorize and supervise investments of the Corporation as authorized by Article VIII;
  7. Fix the amount of all charges and assessments payable by the members of the Corporation and fix the amount of any fees for use of the Corporation's facilities by non-members, provided elsewhere in these by-laws.

#### Section 6

**FAILURE TO PERFORM DUTIES** – A Director's failure to attend three (3) consecutive regular meetings of the Board or otherwise fails to perform any of the duties devolving upon him as a Director, his office may be declared vacant by the affirmative vote of a majority of the full Board.

#### Section 7

**REMOVAL** – Any Director of the Corporation may be removed from office by the affirmative vote of a majority of the voting members present at a special meeting of the membership called expressly for that purpose.

## Section 8

**VACANCIES** – Any vacancy occurring in the Board may be filled by the affirmative vote of a majority of the remaining Directors. Such appointed Director shall serve for the balance of the unexpired term or until a successor is elected at the next regular meeting of the membership.

## Section 9

### **MEETINGS OF DIRECTORS**

- a. A regular meeting of the Board shall be held each month during the period March through November.
- b. The President, or in his absence, the Vice President, may call a special meeting of the Board at any time and shall do so within seven (7) days after presentation of a written request of the majority of the Directors.
- c. The time and place of each meeting shall be fixed by the President. Notification of all Directors shall be made by the Secretary.
- d. A majority of the number of Directors fixed by the by-laws shall constitute a quorum for the transaction of business.
- e. At all meetings of the Board, except as otherwise prescribed in these by-laws, decisions shall be determined by a majority vote of the Directors present.
- f. Meetings of the Directors shall be open to all members upon request by the member. Members requesting participation at the meeting will provide the Board with the purpose of their interest in attending the meeting.
- g. Minutes of the meetings of the Board will be made available to the membership.

## Section 10

### **GENERAL**

- a. In addition to the powers provided herein, the Board shall have such other powers, not inconsistent with these by-laws or existing statutes, as are necessary for the efficient operation and management of the Corporation.
- b. Members of the Board shall serve without compensation. The Board shall not grant themselves or any other member special privileges (except as

provided for herein) unless such are offered to the entire membership under the same terms and conditions.

## ARTICLE VI OFFICERS

### Section 1

**NUMBER** – The officers of this Corporation shall be a President, Vice President, Secretary, and Treasurer.

### Section 2

**ELECTION AND TERM OF OFFICE** – All officers shall be elected at the annual meeting of the members. Officers shall hold office for three (3) years or until the election and qualification of their respective successors, unless sooner relieved as herein provided.

### Section 3

#### **DUTIES OF THE OFFICERS**

- a. **President** – The President shall preside at the annual meeting of the members and at all meeting of the Board at which he is present. The President shall cause to be called regular and special meetings of the members and Directors in accordance with these by-laws. Subject to the approval of the Board he/she shall appoint, remove, employ, discharge and fix the compensation of all servants, agents, employees, and clerks of the Corporation, other than the duly elected Directors and Officers, unless such authority be otherwise delegated by the Board. The President shall assure that the books, reports, statements and certificates required by these by-laws, the Commonwealth of Virginia, and other appropriate governmental authority are properly kept, made and filed according to law. The President shall enforce these by-laws and Corporation Rules and Regulations and perform all duties incident to the position and office of President as are required by law.
- b. **Vice President** – The Vice President shall have and exercise all the power, authority and duties of the President during the absence of the latter or in event of his/her inability to act.
- c. **Secretary** – The Secretary shall prepare, maintain and publish full minutes of all meetings of the members and of the Board. The Secretary shall give proper notice of all meetings to the membership and the Board. The Secretary shall be responsible for all correspondence the Corporation. The Secretary

shall maintain the record of membership of the Association and shall perform such other duties as customarily pertain to the Office of Secretary.

- d. **Treasurer** – The Treasurer shall have the care and custody of and be responsible for all funds, securities, valuable papers, and other intangible assets of the Corporation. The Treasurer shall provide and maintain full and complete records of all assets and liabilities of the Corporation. The Treasurer will prepare and submit at each regular meeting of the Board a financial statement of the conditions of the Corporation as of the last day of the preceding month, and shall make a full financial report including a proposed budget for the following year, at the annual meeting of the members. The Treasurer shall prepare such tax reports and information returns as local, state, and federal laws may require.
- e. **Other Duties** – All officers shall perform such other duties in addition to those prescribed in this Article, as they may be directed to perform by resolution of the Board.
- f. **Temporary absence of officers** – When an officer is absent or is otherwise unable to perform the duties of his/her office, the Board may, by resolution, designate another member of the Board to act temporarily in his/her place.

## ARTICLE VII COMMITTEES

### Section 1

**COMMITTEES** – The Board shall be authorized to appoint, sanction, or disband such standing and special committees as it shall deem necessary or expedient for the welfare of the business of the Corporation. Members interested in forming a new Committee will submit a proposal to the Board with the intended purpose, goal and composition of the proposed committee. All committee proposals shall be reviewed and approved by the Board prior to the recognition of the committee.

### Section 2

**CHAIRMAN** – One member of each committee shall be appointed chairman by the person or persons authorized to appoint the members thereof.

### Section 3

**QUORUM** – Unless otherwise provided in the resolution of the Board designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

Section 4

**COMMITTEE REPORTS** - All active committees shall provide to the Board activity reports to be reviewed at the monthly meetings of the board.

ARTICLE VIII  
PROPERTY AND FINANCES

Section 1

**OBLIGATION OF ASSETS** - Any obligations of corporate assets requires the prior approval of the Board. Such obligations may not exceed the un-obligated assets of the Corporation. The Board may authorize any office or officers, agent, or agents of the Corporation, in addition to the officers so authorized by these by-laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances. Other than normal management obligations, the Board may not expend or encumber assets in the amount equal to or greater than the previous year's contribution to the Reserve Fund require prior membership approval.

Section 2

**PERSONAL PROPERTY** – Personal property may be acquired or disposed of by the Association only upon approval of the Board.

Section 3

**REAL PROPERTY** – Except for the original construction of the swimming pool and attendant facilities, real property of the Corporation may be sold, transferred, acquired, or encumbered only after an affirmative vote by a majority of the membership at a meeting called, in accordance with the provision of Article IV, Section 3, to consider such action.

Section 4

**INVESTMENT OF FUNDS** – The funds of the Corporation may be invested only in obligation of the United States, the Commonwealth of Virginia, and/or banking institutions insured by the Federal Deposit Insurance Corporation.

Section 5

**DEPOSIT OF FUNDS** – The funds of the Association may be deposited only in banks or trust companies designated by the Board and insured by the Federal Deposit Insurance Corporation. Aggregate receipts in excess of \$300.00 shall be deposited within a week while lesser amounts need not be deposited more often than once a month.

## Section 6

**DISBURSEMENTS** – With the exception of normal monthly operating expenses, all Corporation disbursements of funds greater than \$100 may be made only upon approval of another member of the board and disbursed by the Treasurer, President, or Vice President. The Board may establish and maintain a Petty Cash Fund, not to exceed \$300.00, for the purpose of defraying minor expenses in amounts of \$100.00 or less.

## Section 7

**FIDELITY BONDS** – Faithful performance by the President, Treasurer, and other such officers or agents of the Corporation as the Board may designate will be secured by adequate fidelity bonds.

## Section 8

**FINANCIAL REVIEWS**– The accounts of the Association shall be reviewed annually within 60 days after the close of the fiscal year and at such times as the Board may designate. Reports of all reviews are to be available to the membership at all times. Reviewers are to be selected by the Board; provided that members of the Board may not serve as the reviewer.

## Section 9

**FISCAL YEAR** – The fiscal year of the Corporation shall begin on the first day of October and end on the 30<sup>th</sup> day of September.

## Section 10

**DESIGNATED FUNDS** – Funds for specific purposes such as Capital Improvements, Depreciation and Contingency Reserve may be established by the Board. The Board shall cause to be set aside from the current receipts each year a Reserve Fund of not less than 20% of projected 5-year major item maintenance and repair expenses.

## Section 11

**INSURANCE** – The Board shall obtain insurance for the operation of its facilities.

## Section 12

**DIRECTORS' LIABILITY** – No director or officer of this Corporation shall have any liability for damages of any kind arising out of any transaction, occurrence, or course of conduct in the discharge of the duties of director or officer in accordance with the good faith judgment of said officer or director of the best interests of the Corporation; provided that the liability of the director or officer shall not be limited if the director or officer engaged in willful misconduct or a knowing violation of the criminal law. The

Corporation will indemnify the directors or officers for such damages and reasonable expenses incurred by said offices or directors as authorized and mandated by Title 13.1-870, Chapter 10 of the Code of Virginia, as amended.

### Section 13

**SPECIAL ASSESSMENTS** – The Board may levy special assessments against members of the Corporation to offset extraordinary expenses that cannot be covered by annual dues or the Reserve Fund. Any such assessment shall be levied equally on all members. Assessments greater than 1/3 the amount of current annual dues will require prior membership approval.

## ARTICLE IX CERTIFICATES OF MEMBERSHIP

### Section 1

**CERTIFICATES OF MEMBERSHIP** – The Board will provide for the issuance of certificates evidencing membership in the Corporation, which shall be in such form as may be determined by the Board. Such certificates shall be signed by the President or a Vice President and the Secretary and may bear the seal provided by the Corporation. All certificates evidencing membership shall be consecutively numbered. The name and address of each member and the date of issuance of the certificate shall be entered on the records of the Corporation. If any certificate shall become lost, mutilated, or destroyed, a new certificate may be issued therefore upon such terms and conditions as the Board may determine.

## ARTICLE X BOOKS AND RECORDS

### Section 1

**BOOKS AND RECORDS** – The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board, and shall keep at the registered or principal office a record giving the names and addresses of the members entitled to vote. All books and records of the Corporation may be inspected by any member, or his agent or attorney for purposes directly relating to the functioning of the Corporation at any reasonable time.

ARTICLE XI  
SEAL

Section 1

**SEAL** – The Board may provide a corporate seal, which shall be in the form of a circle and shall have inscribed thereon the name of the Corporation and the words “Corporate Seat 1963 Virginia”.

ARTICLE XII  
WAIVER OF NOTICE

Section 1

**WAIVER OF NOTICE** – Whenever any notice is required to be given under the provisions of the Virginia Non-Profit Corporation Act or under the provisions of the Articles of Incorporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XIII  
YOUTH RECREATION

Section 1

**SWIM AND DIVE TEAMS**

- a. The Corporation will sponsor swim and dive teams as members of the Northern Virginia Swimming League (NVSL) provided there are volunteer team representatives to the Northern Virginia Swim League (NVSL). If there is no team representative for either team, that team will not be sponsored. The nickname of both teams is the “Clippers”. The purpose of the swim and dive team programs is to develop a love for these sports, improve aquatic skills, advance teamwork, promote sportsmanship, and provide wholesome recreation for the youth of our community.
- b. The Corporation shall provide financial support for the Swim and Dive Teams to the extent agreed upon annually between the Board and the Team Representatives. The level of support shall be based upon the proposed annual team budgets which shall be submitted to the board for review and approval and will be reflected as a line item on the annual pool budget. The Team Representatives may appoint a treasurer to manage the financial transactions of the team. All income and expenses shall be reported to the Board annually to be included in the financial report to the members and the annual report to the IRS.

Such report shall be due for the fiscal year ending September 30 no later than October 15.

- c. The Ilda swimming and diving programs shall be under the overall supervision of their respective team representatives to the NVSL. The teams' representatives will make decisions regarding day-to-day operations of the swim and dive teams. The Swim and Dive team representatives will be *de facto* members of the Board constituting one of the nine members with a single vote. Decisions regarding the use of pool facilities, i.e., the establishment of team practice schedules, must have the concurrence of the Board. The team's representatives will maintain rules and regulations regarding the operations of the swim and dive teams and distribute them annually prior to the commencement of the swim/dive team season.