MEMORANDUM

TO: District # 709 Education Committee

FROM: Lake Superior Swim Club (LSSC)

SUBJECT: Club Vision and Partnership

DATE: 7/6/11

CC: Bill Gronseth

LAKE SUPERIOR SWIM CLUB VISION AND PARTNERSHIP

- Lake Superior Swim Club (LSSC) is an aquatic program that fosters a desire in developing individuals to their fullest potential, encouraging steady improvement in physical and mental health, and instilling self discipline and an attitude of respect for oneself and for others. The proposed involvement of the Lake Superior Swim Club in ISD 709's new aquatic facilities is simple and is seen as a win-win situation for the district and organization. This program is modeled after other successful programs that have shown to be beneficial to the communities that they serve (i.e. the Heritage Sports Center). LSSC has a common vision for the district aquatic facilities that goes beyond competitive swimming, brings the community together and gives equal access to aquatics to all. The LSSC vision is simple:
- Give every child that lives within the community the opportunity to <u>learn</u> to swim
- Provide community members with access to facilities that they can use for a variety of activities including:
 - Recreational swimming, family swimming, aquatic awareness programs, water safety instruction, swimming lessons, adult learn to swim lessons, competitive swim teams, triathlon teams, adult lap swim, masters swim teams, outdoor recreation activities, and general facility use
- Employ and engage students and community members as part of the program (i.e. lifeguards, waters safety instructors, coaches, mentors, etc)
- Provide the opportunity for children in the community to become life- long swimmers outside of the high school season

- Be proactive and involved in the planning and implementation stages of facility use and scheduling
- Provide budget relieving support for the district that will maximize the benefit of aquatics to the community by overseeing the community based programs from one unified and streamlined operation.

Proposal:

LSSC manage the aquatic programming for ISD 709 community education. This involves coordinating programs and staff for community activities listed above.

To accomplish this goal, LSSC suggests a transition period of one school year (2012). This collaborative transition period will allow a smooth transfer of responsibilities from Community Education to LSSC and allow current district personnel to share their vision of the new facilities and take part in the program evaluation process. In addition, this transition period will allow integration of current resources and programming.

Needs:

LSSC is progressing in the establishment of a USA Swimming sanctioned club, however, before the next steps can be taken, USA Swimming requires that new clubs have a General Facility Use agreement in place. LSSC will require a General Facility Use Agreement from ISD 709 to implement the proposed plan.

Establish a five year commitment from the ISD 709 to allow LSSC to successfully establish operations and effectively manage aquatic programming.

Ensure full cooperation and disclosure from Community Education programming staff and management during the proposed transition period.

Full disclosure regarding the status of any existing agreements with outside community groups that may be utilizing the current facilities.

Please see the attached exhibits for State of Minnesota Certificate of Incorporation, articles of incorporation, bylaws, conflict of interest policy, letter from IRS confirming our assigned EIN number, and anticipated programming schedule.

LSSC Pool Utilization Schedule: Fall/ Winter

Pool #1

	6-7:30 am	7:30am-2:45pm	2:45pm -5:30pm	5:30-7:30	7:30-9:00
Mon	Masters/ Tri-team	School programming	Mid school Swim team 2:45-4pm HS swim team 3:30-5:30pm	LSSC national team	Community programming
Tues	Masters/ Tri-team	School programming	Mid school Swim team 2:45-4pm HS swim team 3:30-5:30pm	LSSC age group 5:30-6:30 Open Swim 6:30-7:30	Water Aerobics/ Adult lap swim
Wed	Masters/ Tri-team	School programming	Mid school Swim team 2:45-4pm HS swim team 3:30-5:30pm	LSSC national team	Community programming
Thur	Masters/ Tri-team	School programming	Mid school Swim team 2:45-4pm HS swim team 3:30-5:30pm	LSSC age group 5:30-6:30 Open Swim 6:30-7:30	Water Aerobics/ Adult lap swim
Fri	Masters/ Tri-team	School programming	Mid school Swim team 2:45-4pm HS swim team 3:30-5:30pm	LSSC national team	Community programming
Sat		Swim lessons and lifeguard training 9a-12p	Community programming	Community programming	

Pool Utilization Schedule: Fall/ Winter

Pool #2

	6-7:30 am	7:30am-2:45pm	2:45pm -5:30pm	5:30-7:30pm	7:30-9:00pm
Mon	Masters/ Tri-team	School programming	Mid school Swim team 2:45-4pm HS swim team 3:30-5:30pm	LSSC age group 5:30-6:30 Swimnastics 6:30-7:30	Community programming
Tues	Masters/ Tri-team	School programming	Mid school Swim team 2:45-4pm HS swim team 3:30-5:30pm	LSSC national team	Adult lap/ SCUBA
Wed	Masters/ Tri-team	School programming	Mid school Swim team 2:45-4pm HS swim team 3:30-5:30pm	LSSC age group 5:30-6:30 Swimnastics 6:30-7:30	Community programming
Thur	Masters/ Tri-team	School programming	Mid school Swim team 2:45-4pm HS swim team 3:30-5:30pm	LSSC national team	Adult lap/ SCUBA
Fri	Masters/ Tri-team	School programming	Mid school Swim team 2:45-4pm HS swim team 3:30-5:30pm	Swim Lessons	Community programming
Sat		Community programming	Swim lessons and lifeguard training 1p-3p	Community programming	

LSSC Aquatics Programs

The following programs will be available to the community members through LSSC and the use of ISD 709 aquatic facilities.

Swimming Programs:

- Community recreational swimming
- Provides members of the community with supervised access to the aquatics facilities for general use and family recreation.
- Infant aquatics classes
- Infant learn-to-swim classes are intended for parents and their young children, providing aquatic adjustment techniques and an introduction to water safety practices (ages 6 months to 5 years)
 - Youth swimming lessons
- Youth swimming lessons are intended for young individuals or groups, establishing a comfort with aquatics and teaching fundamental swimming techniques. (Age 4-12 years)
- Adult swimming lessons
- Adult learn-to-swim lessons are tailored for adults interested in learning basic and advanced swimming techniques at any
- Competitive swim team
- LSSC will establish a premier competitive swimming program, with opportunities for a broad spectrum of talents, experiences and competitive desires.
- Triathlon team
- Through the triathlon team, LSSC will provide an opportunity for community members interested in triathlon competitions to train and prepare as a team, with a focus on developing open-water swimming techniques and maintaining a healthy endurance for triathlon races.
- Adult lap swim
- o Aquatic facility time will be reserved for adult recreational swimming.
- Masters swim team
- Through the masters swim team, LSSC will provide an opportunity for adults interested in competitive swimming to participate and race as a team in a wide range of masters swimming competitions.
- Aquatic Health & Fitness Programs
- Promote a healthy lifestyle and enjoyment of lifelong aquatic activities.

Outdoor Aquatics Programs:

- Water Safety Instruction
- o General water safety classes and lifeguard certification programs will available to members of the community.
- - Open-Water Kayak Instruction
- o Lessons will be provided that focus on open-water kayak technique and general kayaking safety awareness.

Lake Superior Swim Club 739 Mellwood Ave Duluth, MN 55804

EIN#27-3051302

Schedule of Exhibits

Exhibit A State of Minnesota Certificate of Incorporation

Exhibit B Articles of Incorporation

Exhibit C Bylaws

Exhibit D Conflict of Interest Policy

Exhibit E Employer Identification Number Letter

State of Minnesota

SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

I, Mark Ritchie, Secretary of State of Minnesota, do certify that: Articles of Incorporation, duly signed and acknowledged under oath, have been filed on this date in the Office of the Secretary of State, for the incorporation of the following corporation, under and in accordance with the provisions of the chapter of Minnesota Statutes listed below.

This corporation is now legally organized under the laws of Minnesota.

Corporate Name: The Lake Superior Swim Club

Corporate Charter Number: 4137667-2

Chapter Formed Under: 317A

This certificate has been issued on 01/19/2011.



Mark Ritchie Secretary of State.



NP. OR

ARTICLES OF INCORPORATION OF The Lake Superior Swim Club

The undersigned incorporators are individuals 18 years of age or older and adopt the following articles of incorporation to form a nonprofit corporation (Chapter 317A).

ARTICLE I - NAME

The name of this corporation shall be The Lake Superior Swim Club.

ARTICLE II - REGISTERED OFFICE ADDRESS

The address in Minnesota where the principal office of the corporation is to be located at 739 Mellwood Ave. Duluth, MN 55802.

ARTICLE III - PURPOSE

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes as specified in Section 50 I(c)(3) of the Internal Revenue Code, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(c)) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The purpose of this comporation is

- to support, promote, and conduct community education programs that teach lifelong learning in swimming and other water related activities to Duluth and our surrounding communities
- to provide a learning environment where individuals of any age group, social, and/or ethnic background may learn from each other

ARTICLE IV — EXEMPTION REQUIREMENTS

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

- No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.
- 2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to any candidate for public office.
- 3. Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future tax code, or by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future tax code.

ARTICLE W- MEMBERSHIP/BOARD OF DIRECTORS

This corporation shall have members. The eligibility, rights and obligations of the members will be determined by the organization's bylaws. The management of the affairs of the corporation shall be vested in a board orderectors, as defined by the corporation is bylaws. No director shall have any right, title, or interest in or to any property of the corporation. The number of directors constituting the initial board of directors is seven (7); their names and addresses are as follows:

Amy Kaiser, 5172 Larson Lane, Duluth, MN 55803 William Punyko, 1125 N, 40th Ave E, Duluth, MN 55804 Kenji Sudoh, 1833 Norton Road, Duluth, MN 55803 Peter Weidman 3345 Riley Road, Duluth, MN 55803 Anthony Yung, 739 Mellwood Ave, Duluth, MN 55804 Dan Zelen, 3706 North Ridge Road, Duluth, MN 55804 Matthew Zelen, 711 Jill St, Duluth, MN 55804

Members of the initial board of directors shall serve until the first annual meeting, at which their successors will be duly elected and qualified, or removed as provided in the bylaws.

ARTICLE VI — PERSONAL LIABILITY

No member, officer, or director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers, or directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VII - DURATION/DISSOLUTION

The duration of the corporate existence shall be perpetual until dissolution. Upon the dissolution of the organization, assets of the comparation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state of local government, for a public purpose.

ARTICLE WILL INCORPORATORS

In witness whereof, we the undersigned, have hereunto subscribed our names for the purpose of forming the corporation under the laws of the State of Minnesota and certify we executed these Articles of Incorporation this January 1, 2011.

Signature (Incomporator 1)

Address, City, State, ZIP

1125 N. Yoth AVE EAST DULLH MN 55804 Address, City, State, ZIP

• •	
- Congres (super	
Signature (Incorporator 3)	
	س
5172 Larson Lane Duluth, MN 55803	
Address City State 7ID	
Address, City, State, ZIP	
1 dte li leile	
Signature (Incorporator 4)	
	/
3345 RILBY 120AD DUMENTH, M. 55803	
Address, City, State, ZIP	
Signature (Macroprotein)	
Signature (Incorporator 5)	
1833 NORTON ROLL DUNG SESSON	
Address City, State, ZIP	
	_
Marie	
Signature (Incorporator 6)	
711 JIN ST. DO 1544, MA, 65803	
Address, City, State, ZIP	/
ridaroso, orty, otato, zm	·/
Signature (Incorporator 7)	
2721 A1 Q1 Q1 D1 H 22 A 170 R11	
3704 N. Podge Rd Duloth MM 55804	
Address, City, State, ZIP STATE OF MINNESO	ΣΤ Γ
DEPARTMENT OF STAT	
en la companya di managanta di m	

JAN 19 2011 CK

West DAL:

LAKE SUPERIOR SWIM CLUB BY-LAWS

January 1, 2011

Philosophy

The Lake Superior Swim Club is an aquatic program that will (a) foster a desire in competitive swimmers to develop themselves to their fullest potential; (b) encourage steady improvement in physical and mental health; and (c) instill self- discipline and an attitude of respect for oneself and for others.

ARTICLE I

Name of Organization:

The official name of the organization operating under these bylaws is the Lake Superior Swim Club and is an incorporated, non-profit, tax-exempt organization. The Lake Superior Swim Club is a member of USA Swimming, United States Masters Swimming, Minnesota Swimming, and Minnesota Masters Swimming.

ARTICLE II

Object

Provide life long learning to the community that promotes swimming and fosters personal growth for area youth and adults by focusing on integrity, sportsmanship and excellence

ARTICLE III

Members:

Any person shall be eligible for membership in the Lake Superior Swim Club regardless of race, sex, age, religion or place of residence.

Membership in the Lake Superior Swim Club shall be voluntary and will be classified as follows:

• Student and /or Competitive Members: Consisting of those persons engaged in aquatic training, in preparing for, or in participation in

- organized aquatic events under the auspices of the Lake Superior Swim Club, and who are current in their membership dues and fees.
- Parent Members: Consisting of all parents, guardians or sponsors of competitive and student members.
- Associate Members: Consisting of those persons who have been appointed by the Lake Superior Swim Club Executive Board upon recommendation of the school district, city commission, Chamber of Commerce, civic organizations or other organized group to represent that group in Lake Superior Swim Club activities.

Dues:

Dues shall be established by the Executive Board and shall be determined by the current budget.

ARTICLE IV

Officers:

The officers of this club – shall be– President, Vice-President, Secretary, and Treasurer – each shall be elected by ballot by a majority vote at the election meeting or annual meeting of the club. A Swim Director shall be appointed by the Executive Board.

President may order meetings of the Executive Board when and where he or she shall deem it necessary. The President shall preside at all meetings of the club and generally shall perform such other duties as pertain to the office of the President.

Vice-President shall act as aide to the president and shall perform the duties of the president in the absence or disability of that officer to act. The Vice-President shall be in charge of fund raising projects selected by the membership.

Secretary shall record the minutes of all meetings of the club and of the Executive Board and shall perform such other duties as may be delegated to the position. The Secretary shall also handle all correspondence and newsletters for the club.

Treasurer shall have custody of all of the funds of the club; shall keep a full and accurate account of receipts and expenditures; and shall make

disbursements in accordance with the approved budget, or as authorized by the Executive Board. The treasurer shall present a financial report at every Executive Board meeting and at other times as requested by the Executive Board. The Treasurer shall make a full report at the annual meeting. The Treasure's accounts shall be examined annually by an auditor or an auditing committee of not less than three members, who, if satisfied that the Treasure's annual report is correct, shall sign a statement of that fact at the end of the report. The auditing committee shall be appointed by the Executive Board within one month following the annual meeting.

Swim Director shall be responsible for the aquatic programs and their administration. He/she will be responsible for the development of a complete age group swim program for swimmers wishing to participate in local, state, regional, and national swimming meets. He/she will recommend assistant coaches to the Board to be hired by the Board for the swim program.

Assistant Coaches shall assist the Swim Director in conducting the aquatic programs. They shall receive all directions and duties from the Swim Director and report to him/her in all matters.

Election of Officers

Prior to the annual meeting, the Executive Board will appoint a committee to prepare a slate of officers for nomination. Nominations may be made from the floor with approval of the nominee. These officers shall come from parent members.

Election of officers shall occur at the annual meeting, to be held in April of each year. Term of office shall be for two years. Election of officers shall be by a majority vote of the members present at the annual meeting. A delinquency in dues of 30 days or more shall be taken as a resignation. A resignation during a term of office shall be filled by Executive Board appointment.

Article V

Meetings

The annual meeting of the parent and associate members shall be called

each April at which time there shall be an election of officers to fill vacancies. All parents and associate members shall be notified by mail not less than seven days prior to this meeting or any special meeting.

The budget shall be approved by the membership at an announced meeting between the April meeting and June 1. The Executive Board shall meet monthly to carry out the management of the club. Roberts Rules of Order shall be followed but overridden by past board directions.

Article VI

Executive Board

The management of the Lake Superior Swim Club shall be delegated to an Executive Board consisting of the President, Vice-President, Secretary, Treasurer, Swim Director and the Past President. The Executive Board may request the assistance of any member of the Lake Superior Swim Club in carrying out the management of the organization.

Article VII

Committees:

The Swim Director and three members of the club appointed by the Executive Board shall compose the coaching committee. This committee shall be the liaison between the members and the Swim Director. Any action of the committee shall be subject to the approval of the Executive Board.

Signature (President of the Board)

739 Mellwood Ave, Duluth, MN 55804

Address, City, State, ZIP

Signature (Vice-President of the Board)

3245 12164 12020 DULUTH, MW 55803 Address, City, State, ZIP

The Lake Superior Swim Club

CONFLICT OF INTEREST STATEMENT STANDARD OF INTEGRITY AND GUIDELINES

A conflict of interest exists when the interests or concerns of any Board, Nominating Committee, or Board standing committee member (which hereinafter includes members of special committees and advisory groups appointed by the Chair), or any member of her/his family, or any party, group, or organization in which said Board or committee member is actively involved may be seen as competing with the interests or concerns of the Lake Superior Swim Club

- 1. A Board, Nominating Committee, or Board standing committee member, or any member of her/his family shall not accept any gift, entertainment, services, loans, or promises of future benefits from any person who, either personally or whose company, organization, or employees, might benefit, or appear to benefit, because of such Board or committee member's connection with the Lake Superior Swim Club unless the facts of such gifts, entertainment, service, loan, or benefit are disclosed in writing to the Chair. This does not apply to gifts and/or similar entertainment of nominal value.
- 2. A Board, Nominating Committee, or Board standing committee member shall not perform, for personal gain, services to any Lake Superior Swim Club supplier of goods or services, as employee, consultant, or in any other capacity that promises compensation of any kind, unless the facts of such transaction or contracts are disclosed in writing to the Chair. Similar association by a member of the immediate family of the Board or committee member should be disclosed.
- 3. A Board, Nominating Committee, or Board standing committee member, or any member of her/his family shall not have any beneficial interest in, or substantial obligation to, Lake Superior Swim Club supplier or any other organization that is engaged in doing business with or serving Lake Superior Swim Club unless it has been determined, on the basis of full disclosure of facts, that such interest does not give rise to conflict of interest.
- 4. A Board, Nominating Committee, or Board standing committee member, or any member of her/his immediate family, acting individually on behalf of any group, organization, or business to which she/he has allegiance, shall not utilize her/his position on the Board of personal, professional, political, or monetary gain.

(continued)

DISCLOSURE

- 5. Any possible potential conflict of interest, no matter how insignificant, shall be disclosed in writing to the Chair by the person concerned prior to engaging in a conflict of interest action.
- 6. When any such conflict of interest is relevant to a matter requiring action by the Board, the interested person shall call it to the attention of the Chair or -- when it arises during a committee meeting -- to the chair of the committee and such person shall not vote on the matter. Moreover, the person having the conflict shall retire from the room in which the Board (or committee) is meeting and shall not participate in the final deliberations or decision regarding the matter under consideration.
- 7. The minutes of the meeting of the Board or committee shall reflect that conflict of interest was disclosed and that the interested person was not present during the final discussion or vote and did not vote. When there is a doubt as to whether a conflict of interest exists, the matter shall be resolved by vote of the Board or committee, excluding the person concerning whose situation the doubt has arisen.
- 8. In the event that a potential conflict of interest is not disclosed, the matter shall be referred to the Board (or its Executive Committee) for determination of continued membership of the individual concerned on the Board of Directors or a Board standing committee.
- 9. I (______) understand the concept of a conflict of interest and represent that I have not knowingly been party to a conflict of interest action that has not previously been disclosed to the Chair. I also agree to report any potential future conflicts of interest to the Chair prior to engaging in any conflict of interest action.

		·
Signed		

Date of this notice: 07-16-2010

Employer Identification Number:

27-3051302

Form: SS-4

Number of this notice: CP 575 E

LAKE SUPERIOR SWIM CLUB 739 MELLWOOD AVE DULUTH, MN 55804

For assistance you may call us at: 1-800-829-4933

IF YOU WRITE, ATTACH THE STUB AT THE END OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 27-3051302. This EIN will identify you, your business accounts, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, payments, and related correspondence, it is very important that you use your EIN and complete name and address exactly as shown above. Any variation may cause a delay in processing, result in incorrect information in your account, or even cause you to be assigned more than one EIN. If the information is not correct as shown above, please make the correction using the attached tear off stub and return it to us.

Assigning an EIN does not grant tax-exempt status to non-profit organizations. Publication 557, Tax Exempt Status for Your Organization, has details on the application process, as well as information on returns you may need to file. To apply for formal recognition of tax-exempt status, most organizations will need to complete either Form 1023, Application for Recognition of Exemption Under Section 501(c)(3) of the Internal Revenue Code, or Form 1024, Application for Recognition of Exemption Under Section 501(a). Submit the completed form, all applicable attachments, and the required user fee to:

Internal Revenue Service PO Box 192 Covington, KY 41012-0192

The Pension Protection Act of 2006 contains numerous changes to the tax law provisions affecting tax-exempt organizations, including an annual electronic notification requirement (Form 990-N) for organizations not required to file an annual information return (Form 990 or Form 990-EZ). Additionally, if you are required to file an annual information return, you may be required to file it electronically. Please refer to the Charities & Non-Profits page at www.irs.gov for the most current information on your filing requirements and on provisions of the Pension Protection Act of 2006 that may affect you.

To obtain tax forms and publications, including those referenced in this notice, visit our Web site at www.irs.gov. If you do not have access to the Internet, call 1-800-829-3676 (TTY/TDD 1-800-829-4059) or visit your local IRS office.

IMPORTANT REMINDERS:

- * Keep a copy of this notice in your permanent records. This notice is issued only one time and the IRS will not be able to generate a duplicate copy for you.
- * Use this EIN and your name exactly as they appear at the top of this notice on all your federal tax forms.
- * Refer to this EIN on your tax-related correspondence and documents.
- * Provide future officers of your organization with a copy of this notice.

If you have questions about your EIN, you can call us at the phone number or write to us at the address shown at the top of this notice. If you write, please tear off the stub at the bottom of this notice and send it along with your letter. If you do not need to write us, do not complete and return the stub. Thank you for your cooperation.

Keep this part for your records.

CP 575 E (Rev. 7-2007)

Return this part with any correspondence so we may identify your account. Please correct any errors in your name or address.

CP 575 E

999999999

Your Telephone Number Best Time to Call DATE OF THIS NOTICE: 07-16-2010 EMPLOYER IDENTIFICATION NUMBER: 27-3051302 FORM: SS-4 NOBOD

INTERNAL REVENUE SERVICE
CINCINNATI OH 45999-0023

LAKE SUPERIOR SWIM CLUB 739 MELLWOOD AVE DULUTH, MN 55804