

SALEM CHURCH ATHLETIC ASSOCIATION

By-Laws

May 4th, 2004

ARTICLE I

Name

The name of this corporation shall be Salem Church Athletic Association, Incorporated.

ARTICLE II

Purpose

It's purpose shall be to create, sponsor, organize, and support athletic programs for the children in the Salem Church Elementary School District and surrounding area where applicable, and in doing so, help develop participants' character and sportsmanship.

ARTICLE III

Board of Directors

Section A— Board Members

1. Executive Board — (1) President, (2) Vice-President, (3) Second Vice-President, (4) Secretary, (5) Treasurer, (6) Assistant Secretary-Treasurer
2. Directors — (1) Ways and Means, (2) Boys' Athletic, (3) Girls' Athletic, (4) Business, (5) Uniforms and Equipment, (6) Cheering, (7) Special Activities, (8) Football

Section B — General Duties of Executive Board and Directors

The general duties of the Executive Board and Directors are as follows:

1. President
 - a) Shall have general powers and duties of supervision usually vested in the president of a corporation.
 - b) Shall sign all contracts and other documents authorized by the laws of the state of Virginia.
 - c) Shall have authority to sign checks for the debts of the Corporation.
 - d) Shall preside and maintain order at all meetings as described in Article VII.
 - e) Shall have authority to a special meeting as provided in Article VII, Section C.

- f) Shall enforce the organizational bylaws.
- g) Shall have only one vote, which can only be used in case of a tie.
- h) Shall appoint all committees not otherwise provided for under duties of other Board Members.
- i) Shall preside during nominations and elections for those positions so specified to be elected.
- j) Shall, after consulting with the Boys' and Girls' Athletic Directors, determine those cases which should be classified as hardship. Participation fees shall be waived in cases so designated. Every effort shall be made to protect the privacy of the involved parties' privacy. The President, Director of each sport, and Treasurer shall be notified as to the number of hardship cases presented, accepted, and rejected for each sport season.
- k) In order to run for President, shall have served on the Board in an elected Position for at least the entire year preceding the election.

2. First Vice President

- a) Shall report directly to the President
- b) Shall preside at any meeting in the absence of the President
- c) Shall be responsible for set up and stocking of the concession stand.
- d) Shall in case of death, removal, or resignation of the President, become President until the next regular election.
- e) Shall assist the directors and other Executive Board Members in carrying out their respective duties and responsibilities.

3. Second Vice President

- a) Shall report directly to the President
- b) Shall preside at any meeting in the absence of the President and the First Vice President.
- c) Shall be responsible for coordinating help in operating the concession stand.

4. Secretary

- a) Shall keep on file, neat accurate records on meetings, memberships, and correspondence of the Corporation.
- b) Shall notify the Board by telephone prior to the meetings.
- c) Shall be responsible for mailing / handing out of the Corporations newsletter.

5. Treasurer

- a) Shall collect, deposit, and disburse all monies of the Corporation. All monies collected shall be deposited within five (5) business days of receipt. The Treasurer shall further maintain, upon being provided with, a true and accurate record of said transactions including balance sheets from all fundraisers and activities.
- b) Shall obtain a co-signature on checks for authorized debts exceeding \$200.00.
- c) Shall make the Corporate books available for review by the Executive Board upon receipt of a written request from any member of said Board provided the request gives at least thirty (30) days notice.
- d) Shall prepare and present a 12-month financial statement to the Executive Board for approval prior to submission to the CPA for tax return preparation.
- e) Shall provide the Board with an itemized monthly financial statement at each Board meeting to be kept in the record book along with the minutes for that meeting.
- f) Shall provide financial statements for each sport.
- g) Shall assist the President and Directors with any hardship cases.

6. Assistant Secretary / Treasurer

- a) Shall assume the duties of the absent Secretary or Treasurer.
- b) Shall assist the Secretary in the performance of his regular duties.

7. Boys' Basketball Director

- a) Shall be responsible for all activities relative to boys basketball, including collection of all fees and assessments.
- b) Shall appoint Boys' Basketball Voting Representative, for basketball, along with head coaches for it with all appointments being approved by the Executive Board and the Board of Directors. The Voting Representative shall attend all League meetings specific to their sport and report all information to Director and assist said Director in pre-season and post-season equipment take-up.
- c) Shall, in conjunction with the Uniform and Equipment Director, prepare an estimated statement of expenditures for each sport.
- d) Shall assist the Uniform and Equipment Director in pre-season and post-season inventories.
- e) Shall bring to the attention of the President any child who needs consideration as a hardship case.
- f) Shall be responsible for collection of unpaid fees and collection of bad checks pertaining to basketball.
- g) Shall be present and assist in their respective sign-ups.

- h) Shall present the Executive Board and Board of Directors the persons the Head Coach, of each team, has selected to assist them for approval.

8. Boys' Baseball Director

- a) Shall be responsible for all activities relative to boys baseball, including collection of all fees and assessments.
- b) Shall appoint Boys' Baseball Voting Representative, for baseball, along with head coaches for it with all appointments being approved by the Executive Board and the Board of Directors. The Voting Representative shall attend all League meetings specific to their sport and report all information to Director and assist said Director in pre-season and post-season equipment take-up.
- c) Shall, in conjunction with the Uniform and Equipment Director, prepare an estimated statement of expenditures for each sport.
- d) Shall assist the Uniform and Equipment Director in pre-season and post-season inventories.
- e) Shall bring to the attention of the President any child who needs consideration as a hardship case.
- f) Shall be responsible for collection of unpaid fees and collection of bad checks pertaining to baseball.
- g) Shall be present and assist in their respective sign-ups.
- h) Shall present the Executive Board and Board of Directors the persons the Head Coach, of each team, has selected to assist them for approval.

9. Girls' Basketball Director

- a) Shall be responsible for all activities relative to girls' basketball including collection of all fees and collection of bad checks pertaining to basketball.
- b) Shall appoint Girls' Basketball Voting Representative, for basketball, along with the head coaches for it with all appointments being approved by the Executive Board and Board of Directors. The Voting Representative shall attend all League meetings specific to their sport and report all information to Director and assist said Director in pre-season and post-season equipment take-up.
- c) Shall assist the Uniform and Equipment Director in pre-season and post-season inventories.
- d) Shall bring to the attention of the President any child who needs consideration as a hardship case.
- e) Shall be present and assist in their respective sign-ups.

- f) Shall present the Executive Board and Board of Directors the names the Head Coach, of each team, has selected to assist them for approval.

10. Girls' Softball Director

- a) Shall be responsible for all activities relative to girls' softball including collection of all fees and collection of bad checks pertaining to softball.
- b) Shall appoint Girls' Softball Voting Representative, for softball, along with the head coaches for it with all appointments being approved by the Executive Board and Board of Directors. The Voting Representative shall attend all League meetings specific to their sport and report all information to Director and assist said Director in pre-season and post-season equipment take-up.
- c) Shall assist the Uniform and Equipment Director in pre-season and post-season inventories.
- d) Shall bring to the attention of the President any child who needs consideration as a hardship case.
- e) Shall be present and assist in their respective sign-ups.
- f) Shall present the Executive Board and Board of Directors the names the Head Coach, of each team, has selected to assist them for approval.

11. Uniform and Equipment Director

- a) Shall be responsible for pre-season and post-season collection of all uniforms and equipment, and shall be assisted in these duties by the Boys' and Girls' Athletic Directors.
- b) Shall be responsible for pre- and post-season equipment inventories and shall maintain an accurate record at all times.
- c) Shall, in conjunction with the Boys' and Girls' Athletic Directors, prepare an estimated statement of expenditures for each sport.
- d) Shall be responsible for equipment building maintenance and upkeep.
- e) Shall inventory equipment with each Director during the off-season.

12. Ways and Means Director

- a) Shall be responsible for developing fund raising projects.
- b) Shall present suggested projects to the Board for approval.
- c) Shall establish and direct the Corporate Ways and Means Committee if deemed necessary and so desired.
- d) Shall be responsible for collection of unpaid fees and collection of bad checks.

13. Business Director

- a) Shall coordinate team and activity pictures with respective Directors.
- b) Shall be responsible for all advertising and community information.
- c) Shall be responsible for obtaining from the respective Directors and keeping an accurate accounting of the team rosters for each sport.

14. Cheering Director

- a) Shall be responsible for all activities relative to cheerleading.
- b) Shall be responsible for uniforms and equipment.
- c) Shall be responsible to be Voting Representative or appointing one.
- d) Shall be responsible for collection of unpaid fees and collection of bad checks.

15. Special Activities Director

- a) Shall be responsible for all activities needing special assistance and assisting all activities' chairman.
- b) Shall be responsible for collection of unpaid fees and collection of bad checks.

16. Football Director

- a) Shall be responsible for all activities relative to football.
- b) Shall be responsible for uniforms and equipment including purchasing of equipment and pre- and post-season inventories.
- c) Shall appoint the Football Voting Representative and Head Coaches and present their names to the Board for approval. The voting Representative shall assist in pre- and post-season equipment take-up.
- d) Shall be responsible for collection of unpaid fees and collection of bad checks.
- e) Shall be present and assist in their respective sign-ups.

Section C — Responsibility

It is the responsibility and obligation of each Board Member in the course of, but not limited to their duties, to pursue the Corporation aims and advance the general welfare of the Corporation and it's membership. If a Board member is personally involved in any disciplinary action against any member of SCAA he/she shall recluse himself from the action and the Executive Board shall handle the disciplinary action.

Section D— Appeal Process

When it is felt that exercise of said duties are not in accordance with the above, an appeal process is available as provided in Article X, Section A.

Section E — Replacement of Board Members

In the case of death, removal, or resignation, replacement or vacancy on the Board will be selected by a majority vote of the remaining Board Members, except for the office of President, which is provided for in Article III, Section B, Line 2 (d).

Section F — Only One Position Can Be Held By An Individual

An individual can only run for one nominating position for the board. In case of vacancy during the course of the year a process is provided in Article III, Section E.

ARTICLE IV

Membership

Section A — Eligibility

Parents or guardians of children participating in programs or activities are eligible for membership. Members shall also consist of individuals who serve on the coaching staff and are listed on an official roster of any Corporation sponsored athletic activity and have no children participating in Corporate sponsored activities. This eligibility shall be in effect during the calendar year in which said individual coaches.

Section B — Fees

1. Sports fees are to be set annually by the Board of Directors.
2. Sports fees are to be payable at time of each sport registration, except as provided otherwise in Article III, Section B, Line 1 (k).
3. Any member who has two (2) or more children of the same family participating in activities within the same season will have adjusted fees for 2nd and 3rd child by way of a discount, with any additional children being free.

ARTICLE V

Executive Committee

Section A — Designation of Committee

The Board of Directors, whenever it sees fit, by a resolution adopted by a majority of the number of its members fixed by the by-laws, may designate an Executive Committee which shall consist of not less than two (2) members of the Executive Board or Directors, including the President. The members of the Executive Committee shall serve until their successors are designated by the Board of Directors. All vacancies which occur in the Executive Committee shall be filled by the Board of Directors.

Section B — General Powers

The Executive Committee, when the Board of Directors is not in session, shall have all powers vested in the Board of Directors by law or by these By-Laws, provided that the Executive Committee shall not have power to approve an amendment of the Articles of Incorporation or a plan of merger or consolidations, to act on matters upon which the Board of Directors as acted, or to declare dividends, and further provided, that the Executive Committee shall report at the next regular meeting or special meeting of the Board of Directors all action which the Executive Committee may have taken since the last regular meeting of the Board of Directors.

Section C — Meetings of the Executive Committee

Meetings of the Executive Committee shall be held at such places at such times as may be fixed by the resolution of the Committee, or upon call of any member. Not less than 24 hours notice by telephone, letter, or telegraph shall be given of all members of the Executive Committee, provided that notice need not be given or regular meetings held at times and places fixed by resolution of the Committee; and further provided, that meeting may be held at any time without notice either before or after the meeting. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Executive Committee need be specified in the notice or waiver of notice of such meeting. A majority of the members of the Executive Committee shall constitute a quorum for the transaction of business.

ARTICLE VI

Quorum

1. Eight (8) members of the Board shall constitute a quorum for Board meetings. No meetings can be called to order except by the President or a Vice-President.
2. A quorum of Board Members must be present to transact business.
3. In the event a quorum is not present, the meeting will be adjourned and will be rescheduled within the next thirty (30) calendar days. Notification will be in accordance with the established Board procedures.
4. All Board meetings are open to the general membership. General membership may be required to leave if there are confidential matters regarding members of the Corporation need to be addressed.
5. The presence of a quorum of the membership will not be required to transact business at Board meetings.

ARTICLE VII

Meetings

Section A — Board Meetings

1. To be scheduled at least once a month.
2. Any Board Member or Voting Representative, who fails to attend two (2) scheduled Board meetings without cause, will lose voting privileges until two (2) consecutive meetings have been attended. Absence from a third consecutive meeting without cause may result in removal from the Board if deemed necessary by the remaining members of the Board of Directors.

Section B — Special Meetings

1. Shall be called by the President upon written request of at least 20% of the active membership, provided however the written request for a special meeting shall state fully the reason for such meeting and no business may be conducted other than that conducted in the official written request for said meeting.
2. Business may be conducted at said meeting as set forth in Article VI.

ARTICLE VIII

Voting

Section A — Eligibility

1. Only members of the Board of Directors shall vote on issues pertaining to day operations of the Corporation.
2. Although the Voting Representative position is an appointed position, the Board of Directors reserves the right to extend voting privileges to Voting Representatives who participate actively at meetings all year. This privilege will be voted on yearly by the Board of Directors.

Section B — Age

1. All active members of at least eighteen (18) years of age, are eligible to cast one (1) vote, subject to Article VIII, Section C, Line (1).

Section C — Number of Votes

1. Active members from the same family may cast no more than a total of two (2) votes.

ARTICLE IX

Board of Directors Election

Section A — Nomination Committee

1. At the October Board meeting, a five (5) member nomination committee will be established.
2. Said committee will consist of a chairman from the Board of Directors. The chairman shall be a member who is not seeking a position in the upcoming election. If all existing members are seeking positions in the upcoming election, or if member(s) who are not seeking positions are not willing to chair the committee, an alternate member who is seeking a position will be chosen. The remainder of the nominating committee will consist of four (4) members who are not currently voting members on the existing board, and should not be interested in running in the upcoming election.

Section B — Nominations for the Board

1. At the October meeting, the Nominating Committee is established.

2. At the November meeting, the Nominating Committees' slate of offices is presented to the Board for approval.
3. At the November meeting, other nominations from the floor may be accepted.
4. Proof of a nominee's acceptance of said nomination is required; by either being present at the November meeting and offering a verbal acceptance of the nomination, or sending a letter of acceptance to the November meeting. Nominations will be closed at this point.

Section C — Election Procedures

1. Elections will be by written ballot, using a membership check-off list.
2. There will be no write-in nominations.
3. At each election for members of the Board of Directors, every member entitled to vote at such elections shall have the right to vote in person at said meeting or on two (2) predetermined voting dates. Ballots will be Board approved forms and placed in sealed envelopes.
4. The President will appoint on the night of the election, an Election Committee of three (3) Board members to count the ballots.
5. When a voter selects more than one (1) person for the same office, the votes cast for that office shall be considered invalid on that ballot.
6. The candidate for office receiving the greatest number of votes shall be declared elected.
7. Elected Members and Directors will assume office thirty (30) days or no later than January 1, following the election. During said time, new Board Members may acquaint themselves with the responsibilities and current status of their new office.
8. All records pertaining to the election, included ballots, will be turned over to the Secretary Elect, who shall preserve said records and ballots for at least one (1) year.

ARTICLE X

Appeal Process

Section A — Procedure

Any member or coach who feels that:

- he has been dealt with unfairly, or;
- the operation of the Corporation is in direct violation of the organization aims and does not advance the general welfare of the memberships shall have the right to file an appeal with the Board President. Said request of appeal must be in writing and signed by the appealing party within forty-eight (48) hours of incident.

Step 1

Appeals must be brought to the attention of the Executive Board. A quorum of the Executive Board will respond with a decision within forty-eight (48) hours.

Step 2

If the matter is not resolved to the satisfaction of the appealing party, said party may appeal to the full Board of Directors. A written request must be given to a member of the Executive Board within seventy-two- (72) hours of notification of the Appeal decision. The full Board of Directors will respond in writing to the appealing party within forty-eight (48) hours. This decision will be final.

ARTICLE XI

Conduct at Meetings, Functions, and Athletic Events

Section A — Misconduct

Any member, who indulges in conduct deemed detrimental to the Corporation, shall be subject to disciplinary action including, but not limited to, suspension from Corporation activities.

Section B — Decision

Disciplinary actions will be taken by the Executive Board following an investigation and complete review of the situation.

Section C — Procedure for Notification

Decisions of the Board will be made in writing to the member(s) in question within two (2) weeks following alleged misconduct being brought to the Board's attention.

Section D — Appeal

A member may appeal (in the manner prescribed in Article X) a ruling that is felt to be erroneous or too severe.

ARTICLE XIII

Fiscal Year

The fiscal year of the Corporation shall be January 1 to December 31.

ARTICLE XIV

Financial Records and Taxation

1. The Corporation books will be reviewed by a Certified Public Accountant (approved by a majority of those sitting on the Executive Board) within thirty (30) days after the end of the fourth (4th) quarter.
2. Annual Corporation tax returns will be filed by a Certified Public Accountant approved by a majority of those sitting on the Executive Board.

ARTICLE XV

Amendment of By-Laws

These by-laws may be amended by a two-thirds (2/3) vote of the majority of active members present at a regular Board meeting.

ARTICLE XVI

Activity Rules

Section A — Responsibility

It shall be the responsibility of each Corporation member to adhere to the following guidelines:

Any infraction such as foul language, vandalism, or any type of bad sportsmanship by player, coach, parent, or child on the practice or playing field will not be tolerated. If a member is found guilty of these infractions, it will result in automatic dismissal from the team without a refund. Members shall remember they are representing the Corporation, and the whole organization will be held accountable for the actions of any member.

Section B — Distribution

Approved rules will be distributed to participants and parents at registration for the various Corporation sponsored activities.

Section C — Activities

Activities as stated above will include but are not limited to: Football, Baseball, Softball, Basketball and Cheerleading.

Section D — Failure to Follow Approved Rules

In the event participants, coaches, or spectators fail to follow the approved rules, the applicable Director will investigate the circumstances and facts surrounding the violation and may take or recommend to the Board, appropriate action. Any member who feels that such action was taken without cause can appeal such action as provided for in Article X.

ARTICLE XVII

Rules of Order

To provide orderly conduct of business during meetings, Robert's Rules of Order will be utilized.

ARTICLE XVIII

Gender

The use in these by-laws of “he” or other masculine words shall be deemed to refer to person of both sexes.