

CRENSHAW ATHLETIC ASSOCIATION

Bylaws and Articles of Incorporation

Board of Directors
1st revision 4/20/2012
2nd revision 5/19/2014

ARTICLE I

NAME

This organization shall be known as Crenshaw Athletic Association, Inc., hereinafter referred to as the Corporation.

The place in this state where the principal office of the Corporation is to be located is the City of Midlothian, Chesterfield County.(2014)

ARTICLE II

OBJECTIVE

The objective of this corporation is as stated in ARTICLE II of the Corporation's Constitution.

Said corporation is organized exclusively as a supervised program of competitive athletic and associated events, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. (2014)

ARTICLE III

MEMBERSHIP

Members of the Board of Directors shall be at least twenty-one (21) years of age and in good standing with the association.

Members of the Board of Directors shall faithfully execute the duties as set forth in ARTICLE IV of the bylaws and shall perform any reasonable service required. Any Board member who is absent from two consecutive meeting can be dismissed from their position on the Board of Directors by the President. The Board member may be excused by the President for extenuating circumstances (i.e. work, games, etc.).

Adults seeking membership in the Corporation shall conform to the official Constitution, Bylaws, and/or International organizations with which the Corporation becomes affiliated.

A member may be expelled from the organization by a majority vote of the Board members present. A written request from the expelled individual or family is required for re-admittance. They will be readmitted by a majority vote of the Board members present if the conditions set forth by the Board of Directors have been met.

No member should use the name “Crenshaw Athletic Association” without 1st presenting written consent from the board of directors.

Members must adhere to Article X.

Each adult member has one vote in elections.

ARTICLE IV

BOARD OF DIRECTORS

The membership of the corporation shall, at an annual meeting to be held in November of each year elect from the membership, a President, Vice-President, Secretary, Treasure, Publicity Director, Parks and Recreation Director, and (1) voting Sports Director from each sport. The newly elected officers will begin their term on January 1 except the directors of boys and girls basketball who will begin their term on April 1. These officers and Directors shall be elected for one year term, but may be eligible for re-election. Two members of the same family living in the same household cannot serve on the board of directors at the same time unless one of the family members is serving in the position of a sports directory, parks and recreations director or publicity director. The duties of the officers and Directors of this corporation are as follows:

PRESIDENT: The President shall preside at all meetings of the Board of Directors. The President shall be the final authority of interpretation of the rules and coordinate all operations of the Corporation, keeping these operations on the highest plane possible. The President shall insure that an internal audit is conducted on the previous year’s books as soon as his/her term begins. The President shall appoint members (other than elected Directors) of all committees, as well as representatives as may be required, and shall be an ex-officio member of all committees. The President has the authority to carry out any disciplinary action deemed in the best interest of the association prior to carry out any investigation. The President’s vote will be used to decide any vote of the Directors that ends in a tie. And will provide a budget for the general fund for review at the January meeting.

The President shall transfer, upon expiration of the term of office, to the successor, all records, equipment, and residual holdings belonging to the Corporation.

VICE-PRESIDENT: The Vice-President shall assist the President in all capacities whenever and wherever possible. In absence of the President, the Vice-President shall perform the duties of that office and shall discharge such other duties as may be required. The Vice-President shall keep a record of all grievances brought before the Board of Directors.

- 1) Shall carry out an investigation into all grievances.
- 2) Shall report to the President all pertinent information pertaining to the grievance.
- 3) Shall insure that all investigations are carried out in good faith and with care not to prejudice the investigation.
- 4) Shall be responsible for forming and overseeing the efforts of any/all committees formed at the request of the Bylaws and shall be responsible for forming special committees for events such as CAA functions (i.e. spaghetti dinners, dances, etc.).

The Vice-President shall transfer, upon expiration of the term of office, to the successor, all records, equipment, and residual holdings belonging to the Corporation.

SECRETARY: The Secretary shall attend and keep record of all proceedings of the meetings of the Corporation, membership records and other records as may be determined by the Board of Directors. The Secretary shall have charge of and conduct the correspondence of the Corporation, shall notify the Board members of any and all meetings and shall perform such duties as may be required by the President or the Board of Directors.

The Secretary shall transfer, upon expiration of the term of office, to the successor, all records, equipment, and residual holdings belonging to the Corporation.

TREASURER: The Treasurer shall receive all funds paid or donated to the Corporation. The Treasurer shall keep an accurate account of all earnings, savings, reserves, holdings, receipts and disbursements and at each meeting submit a current written report in detail and an itemized statement of all financial transactions and obligations of the Corporation. The Treasurer shall deposit, within seven (7) days after receipt, all funds of the Corporation in an accredited bank which is a member of, and whose deposits are insured by the Federal Deposit Insurance Corporation in the name of Crenshaw Athletic Association, Inc. All Checks will be signed by the Treasurer. In absence of the Treasurer, the President also has the authority to sign checks. Treasurer will provide needed financial information to the president for budget of general fund.

The Treasurer shall transfer, upon expiration of the term of office, to the successor, all records, equipment, and residual holdings belonging to the Corporation.

PARKS AND RECREATION DIRECTOR: The Parks and Rec. director will be required to attend any Parks and Recreation Advisory Committee meeting, to discuss any maintenance issues at Crenshaw Elementary School. The Parks and Recreation Director will do an inspection of all athletic fields that will be used at the school with the league Sports Directors. He/she will report any issues to the President. The director will address these issues with Parks and Recreation Department.

The Parks and Recreation Director shall transfer, upon expiration of the term of office, to the successor, all records, equipment, and residual holdings belonging to the Corporation.

PUBLICITY DIRECTOR: The Publicity Director shall head up the publicity committee and will distribute all information forwarded to him/her by the Sports Director or the Board of Directors pertaining to the activities of the Corporation. This information, at the discretion of the Publicity Director shall be presented to the press, radio, social media or television station and any other sources of public information. The Publicity Director shall arrange promotions and campaigns of any kind that will publicize the Corporation, its functions and ideals and promote special programs as requested by the President or the Board of Directors. Distribution of programs is the responsibility of this committee. The Publicity Director shall be responsible for the development and distribution of a quarterly newsletter.

The Publicity Director shall transfer, upon expiration of the term of office, to the successor, all records, equipment, and residual holdings belonging to the Corporation.

SPORTS DIRECTORS: Consists of six (6) voting members of the Board of Directors, responsible for the day to day operations of the individual sports they represent (i.e. baseball, boys basketball, girls basketball, cheering, football and softball). They may represent only one sport per election year. The Sports Director is responsible to the Board of Directors to conduct their sport under the Bylaws, Constitution, and Rules and Regulations that govern CAA. The Sports Directors are also responsible for the following:

- 1) Schedule the sign-up dates for their sport
- 2) Set a deposit requirement for returnable equipment used by their sport
- 3) Assign people as necessary to carry out the functions of this position
- 4) Prepare a budget for their sport and have a financial strategy to pay for the same.
- 5) Set fees in accordance with their budget
- 6) Sports Directors are responsible to ensure that all expenses are paid during the term in which they serve. If they leave the Board of Directors for any reason, this does not absolve them from the responsibility for expenses occurring during their term.
- 7) Design, purchase, distribute and collect all CAA Equipment used by their sport.

- 8) Interact with the appropriate Board member on issues such as fund raising and publicity.
- 9) Attempt to resolve any disputes that arise within their sport. If any dispute cannot be resolved, notify the Vice-President for Board action.
- 10) Attend all Board of Director meetings as a member of the Board.
- 11) Insure CAA representation at league meetings for their sport (i.e. CBC, CCL, CQL, etc.).
- 12) Select Coaches
- 13) Submit a list of selected coaches to the Board and verify that the required Chesterfield County Background check is completed.
- 14) Ensure that a league representative chairman (voting rep.) and alternate are selected to represent the coaches at all league meetings.
- 15) Present a budget to the Board based upon equipment needs and previous years expenses.
- 16) Keep the Vice-President informed of all grievances or complaints filed by or against any coach.
- 17) Ensure coach's compliance with the CAA Constitution, Bylaws, and rules set forth by the governing body of each sport (CCL, CBC and CQL etc.) and take disciplinary action as appropriate up to and including suspension of a coach.

Note: Any disciplinary action is effective immediately and can be appealed to the Vice-President using the grievance policy outlined in ARTICL XVI.
- 18) Each director is responsible to provide in their budget money for a participation award.
- 19) Obtain an email list that will be shared with the other Board of directors the email list will then be given to the publicity director for mass e-mails.

The Sports Directors shall transfer, upon expiration of the term of office, to the successor, all records, equipment, and residual holdings belonging to the Corporation.

ARTICLE V

VACANCIES

Vacancies occurring in office shall be filled by the President with the approval of the Board of Directors. The President will be responsible for the fulfilling any duties of the vacant office until an appointment can be made. The appointees shall hold that position for the remainder of the unexpired term. The general membership will be made aware of any vacancy at the next regularly scheduled general membership meeting. Any Board member, Manager, or Coach who is not performing his/her duty can be replaced by a majority vote of the Board of Directors. If the President resigns, his resignation must be presented to the Secretary. A vacancy in the President's office should be filled by the Vice-President. If this is not possible, a special meeting

shall be called and the Board of Directors shall appoint a new President. When a Vice-President automatically becomes President, he in turn appoints a new Vice-President.

ARTICLE VI

MANAGEMENT

The management or government of this Corporation shall be under the supervision of the President and the Board of Directors as stated in ARTICLE V of the constitution.

The Board of Directors shall have the power to adopt, rescind or amend the Rules and Regulations and the Constitution. The Board of Directors shall be responsible for the complete management of the affairs of this Corporation and shall carry out and enforce all of the objectives and purposes for which it is organized.

Board members present at any kind of Board of Directors meeting shall be entitled to act and vote. Voting by proxy in any form is prohibited.

The Board of Directors shall have full power to hear and determine protests arising from or under any rule of the Corporation and their decisions are final.

The Board of Directors shall have jurisdictions over all violations of the Rule and Regulations of the Corporations, including the Constitution and these Bylaws, and shall have full power to suspend, expel, or otherwise disciplines any member(s) of this Corporation.

ARTICLE VII

SUSPENSION

The Board of Directors by majority vote of Board members present at a duly constituted meeting shall have the authority to suspend any member or coach of this Corporation whose conduct, in or out of Corporation activities, is considered as detrimental to the best interest of the organization. This member must be notified in writing and notice must be delivered to the member or coach by the Vice-President in person or by Certified Mail.

Grounds for suspension shall include but not be limited to the following:

- 1) Use of profane language on or at any practice or playing field.
- 2) The use of any alcoholic beverage on or at any practice or playing field, or being under the influence of any alcoholic beverage on or at any practice or playing field.
- 3) Misappropriation of any Corporation funds and/or the name or logo CAA.
- 4) Failure to comply with the Constitution or Bylaws of this Corporation.

- 5) All CAA coaches must display current chesterfield county background check cards (coaches card) at all times.

ARTICLE VIII

MEETINGS

Meeting of the Board of Directors shall be held as necessary and as stipulated in ARTICLE IV of the constitution. Additional meeting may be called by the President at any time or upon the written request of at least (3) members of the Board of Directors. Notice of any called meetings, excluding emergency shall be given (7) days in advance to all members.

The Corporation shall have at least (5) general membership meetings.

At all meetings, each Board member will be prepared to inform and present to the general membership any information pertaining to his or her position. Each general membership meeting will be within a two (2) hour time period.

ARTICLE IX

FINANCIAL POLICY

The financial policy of the Corporation shall be as follows:

- 1) All monies collected by fees, fundraising, concession and/or donations should be given to the Treasurer within seven (7) days.
- 2) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Two hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.(2014)
- 3) The Treasurer shall prepare a financial statement for the current year reflecting all sports and present it at the general membership meeting in November each year.

- 4) No member living in the same household with another board member nor shall members directly related have signatory rights.
- 5) All Checks written in excess of \$1,000 for unbudgeted items must have prior approval by a majority of the board of directors. If this needs to be addressed prior to the next regular meeting an email can be sent and the members have (3) days to respond. If no members respond in (3) days then they are considered abstaining from the vote.
- 6) No check will be written without a check request form.
- 7) CAA financials will have an external audit to be completed yearly.
- 8) Operate on a calendar year basis.(2014)
- 9) Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.(2014)

ARTICLE X

RULES AND REGULATIONS

The Rules and Regulations for this Corporation shall be adopted as stipulated in ARTICLE VIII of the Constitution.

The Chesterfield County Parks and Recreation Code of Conduct is the minimum standard. The board of directors can add to this policy as needed with a majority vote.

ARTICLE XI

Trophies, Awards, Tournaments

All trophies must be ordered by the Sports Director and must be documented by invoices accordingly.

ARTICLE XII

COACHES

A Board of Coaches shall be formed for each sport in which the Corporation participates. The Board will consist of all coaches who have coached in the sport the previous season. The Board of Coaches will have the following responsibilities:

- 1) All coaches must complete and meet the requirements of the Chesterfield County Background check.
- 2) All coaches shall be a member of the Corporation.
- 3) Coaches shall have charge and responsibility for the operation of their team. This includes helping with registration, compiling team rosters verifying information about players, and collecting necessary monies for the Corporation. Special circumstance shall be handled by the Director.
- 4) Follow all rules and regulations set forth by the governing body with which the Corporation chooses to affiliate.

ARTICLE XIII

AMENDMENTS

These Bylaws or any portion thereof may be amended or repealed by a two-thirds (2/3) vote of the membership present at any duly constituted general membership meeting, provided that written notice of such meeting is made to the membership of the Corporation at least seven (7) days prior to the meeting at which such proposed changes shall be submitted for a vote. A copy of the proposed changes shall be posted on a bulletin board at Crenshaw Elementary School at least seven (7) days prior to the meeting at which such proposed changes shall be submitted. Copies of the proposed changes must be available to general membership upon request.

ARTICLE XIV

RULES OF ORDER

The rules contained in "Roberts Rules of Order" shall govern the Corporation on all cases to which they are applicable and in which they are not consistent with the Bylaws and Constitution of the Corporation.

ARTICLE XV

GRIEVANCES

Any member of the association can file a grievance / complaint by submitting such in writing to the Vice-President. All such grievances shall be investigated and reviewed by the grievance committee. The grievance committee shall consist of two (2) Board members and (3) members of the general membership. The Sports Director of the sport involved in the grievance is excluded from serving on the grievance committee. Once reviewed, the grievance committee shall present the complaint along with a recommendation of how to handle the issue to the Board. The Board shall make a ruling and notify all parties of their decision. Ruling on all grievances shall become part of the association records.

ARTICLE XVI

ELECTIONS

All members of the Board of Directors must live within the boundaries of Crenshaw Elementary or have a child who lives within the boundaries of Crenshaw Elementary unless prior approval has been given by the Board.

Any member in good standing can run for a position on the Board of Directors.

Nominations for positions on the Board of Directors will be taken during the regularly scheduled September and October board meetings. Elections will be held during the regularly scheduled November meeting. Nominations will not be take the night of the election. This is to ensure that the general membership has ample opportunity to gather information about the candidates and make an informed decision.