

EAST RIDGE ATHLETIC ASSOCIATION
BYLAWS

ARTICLE I - PURPOSE

The purpose of the East Ridge Athletic Association (hereinafter "ERAA") shall be to promote and operate athletic programs for youth. Youth in non-club sports shall reside within the boundary and attendance area of East Ridge High School, Independent School District 833. Club sports shall fill rosters first with youth residing within ERHS boundaries, and fill additional spots on a broader basis. Deviation from the eligibility area for non-club sports will require approval by the Sport Committee. ERAA is organized exclusively for charitable purposes with the meaning of section 501 (c) (3) of the Internal Revenue Code.

ARTICLE II – GOVERNANCE

The ERAA Board of Directors has governance responsibilities for all sports committees including issue resolution of disputes that cannot be resolved within the sport committee. ERAA bylaws will supersede all sport Policies & Procedures.

ARTICLE III - MEMBERSHIP

Any adult individual shall be considered an organization member with voting rights by payment(s) made of any annual membership fee and/or sports program registration fee(s) as determined by the Board of Directors. The program year will be defined as commencing January 1 and terminating on December 31. The right of a sustaining member will be to vote at any general membership meeting called in accordance with the Bylaws.

ARTICLE IV - BOARD OF DIRECTORS

SECTION 1 - Board Membership

The Board of Directors shall consist of twelve (12) to fifteen (15) members. These board members will include twelve (12) elected members, of which four (4) will serve as elected officers. Any additional board members will be appointed by the elected officers and Board. The Board of Directors will be responsible for all decisions made on behalf of the organization in the interim between membership meetings.

SECTION 2 - Removal of a Board Member

A board member may be removed for failing to carry out expected duties or conduct detrimental to ERAA. In order to remove a Board Member, a written complaint must be presented to the Board of Directors. The complaint will be reviewed and investigated by the officers. If sufficient justification, a hearing before the full voting Board will be held. The vote of simple majority of the Board of Directors is required for the dismissal of a Board Member. Three consecutive unexcused absences may result in a request for resignation of a Board Member.

SECTION 3 – Background Checks will be required for ERAA Board of Directors every two years. It is the intent of ERAA to deny any person who has been convicted of a crime of violence, a crime

against a person, or crimes involving the possession of sale of illegal substances from serving on the Board. The aforementioned Background Checks also apply to sport committee members and head coaches, as well as others as deemed necessary by the committee.

ARTICLE V - ELECTED OFFICERS

SECTION 1 - Number

The officers of this organization shall consist of individuals, including the President, Vice President, Secretary, and Treasurer.

SECTION 2 - Election and Term of Office

The officers of the Board of the organization shall be elected from the board membership by the board members. The term of office shall be a minimum of one (1) year for the Vice President, Secretary, and Treasurer. The President shall be elected for a period of two (2) years.

SECTION 3 - Removal

Any officer or agent elected or appointed may be removed from office by a majority of the Board whenever, in its judgment, the best interests of the organization will be served thereby. (The process to remove an Officer will follow Article III, Removal of a Board Member)

SECTION 4 - Vacancies

Any vacancy in any principal office because of death, resignation, removal, disqualification or otherwise shall be appointed filled by the Board of Directors for the unexpired portion of the term.

SECTION 5 - President

The President shall be the principal executive officer of the organization and subject to the control of the Board of Directors and membership. The President shall: a) supervise all business and affairs of the organization; b) preside at all meetings of the membership and the Board of Directors; c) sign all official documents of the organization; and d) appoint committees as needed; e) serve as ex-official member of all committees, both standing and special except the Nominating Committee.

SECTION 6 - Vice President

The Vice President shall perform the duties of the President in the event of the inability of the President to act and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall act as liaison between committees and the full Board. The Vice President shall also perform other duties as may be assigned by the President or the Board of Directors.

SECTION 7 - Secretary

The Secretary shall perform all duties incident to the office of Secretary, subject to the control of the Board of Directors. Minutes of the meetings will be recorded and copies maintained by the Secretary. Copies will be distributed to Board Members. Upon completion of term of office, the Secretary shall deliver all books, papers and reports as appropriate to the new incumbent.

SECTION 8 - Treasurer

The Treasurer shall have charge and custody of and be responsible for all funds of the organization; receive and give receipts for monies due and payable to the organization from any source whatsoever, and deposit all such monies in the name of the organization in a financial institution insured by the Federal Insurance Deposit Corporation. The Treasurer and/or President shall sign all checks for the organization.

SECTION 9 - Qualifications

Candidates for the offices of President, Vice-President, Secretary, and Treasurer must have served a minimum of one (1) year on the Board of Directors. This serves to insure complete familiarity with the duties of each office along with the philosophy and guidelines as described in the Bylaws and Operation Manual. If no candidates are available that meet this qualification, a candidate may be nominated for appointment.

ARTICLE VI - MEETINGS

A general membership meeting shall be held annually. A special meeting of the membership for any purpose may be called by the President or Board of Directors. At the request of at least 10% of the membership, a special membership meeting will be called by the President or Board of Directors. A quorum of the membership shall consist of those members present at a duly constituted meeting. The scheduled membership meeting shall be held in January.

The Board of Directors shall meet monthly. A quorum shall consist of four (4), or more, directors. The meeting shall also be attended by the program director, or designated representative of the current and next program activity which is in season.

Meetings shall be held at any location designated by the President. Notice of meetings shall be communicated to each member, or program director, as applicable. All monthly meetings shall be open to the public. However, some special meetings or sections of a general meeting may be closed to the public for confidentiality requirements.

ARTICLE VII - STANDING COMMITTEES

The President may appoint committees with the approval of the Board. Each committee will appoint a chairperson to report activities of the committee to the full Board, as needed. Listed below are committees which are either ongoing in nature or called as needed for a specific amount of time.

SECTION 1 - Finance/Donation Committee

The Finance Committee shall consist of four (4) members including the Treasurer. It shall be the duty of this committee to consider and recommend means for securing adequate income, to recommend charitable activities and to advise concerning investment and other financial matters. The Chair of the Finance/Donation Committee shall be a member of the Board of Directors.

SECTION 2 - Communications/Public Relations Committee

The Public Relations Committee shall consist of at least three (3) members and shall be responsible for the publications and distribution of all organization announcements. The Chair of the Public Relations Committee shall be a member of the Board of Directors.

SECTION 3 - Nominating Committee

The Nominating Committee shall consist of three (3) members. The purpose of this committee shall be to solicit qualified members for elective office. The Chair of the Nominating Committee shall be a member of the Board of Directors.

SECTION 4 - Executive Committee

The Executive Committee will consist of the President, Vice President, Secretary, and Treasurer. The purpose of the Executive Committee shall be to establish the agenda for the meetings, review information that is brought to the attention of the Board, make recommendations as appropriate. The President will serve as the Chair of the Committee.

SECTION 5 - Vacancies

Vacancies on Standing Committees shall be filled by the President for the completion of the term.

SECTION 6 – Sports Committees

Each sport under ERAA will operate as a committee with elected positions and appointed positions. Each sport may maintain Policies & Procedures specific to that sport. The ERAA Bylaws will supersede all sport Policies & Procedures.

ARTICLE VIII - SPECIAL COMMITTEES

The President or Board of Directors may establish special committees as needed. Actions of special committees are subject to approval of the Board of Directors. Each special committee shall consist of at least (3) members and headed by one member designated as Chair. The special committee shall establish rules and regulations and operate the specific activity under its jurisdiction. A Director may head no more than two (2) special committees. The President shall have final jurisdiction in any dispute.

ARTICLE IX - BYLAW CHANGES

Any Article may be changed upon approval of the Board of Directors and a majority of the membership present at a scheduled general membership meeting provided the incorporation status of the Association is not altered.