

Gateway Science Academy Athletic Association BYLAWS

ARTICLE 1: NAME

The name of the organization shall be Gateway Science Academy Athletic Association (here in after referred to as "The Association").

ARTICLE 2: PURPOSE

The Association is organized for the following purposes:

- A. To give the children an opportunity to participate in the team sports;
- B. To teach and emphasize good sportsmanship, loyalty, responsibility and cooperation with each other;
- C. To promote good health and help children develop coordination and individual physical skills;
- D. To help children develop self-confidence and to teach them to show respect for their coaches, teammates, opponents and officials.
- E. To develop, organize and participate in fundraising activities for the purpose of purchasing uniforms, equipment and supplies for the various sports programs.

ARTICLE 3: MEMBERSHIP

Section 1

Membership in The Association shall be open to all of the following:

- A. The parent(s) of any child who participates in the intramural or interscholastic sports sponsored by The Association;
- B. Persons who serve as coaches or assistant coaches for any sport sponsored by The Association;
- C. Those individuals who are over the age of eighteen (18) and do not otherwise qualify for Membership in one or more of the above categories but who nonetheless wish to be Members of The Association.

Section 2

Voting:

- A. There is only one category of Membership: Individual. An individual shall have only one vote.
- B. All Members of the Board have one vote.
- C. The President does not have a vote.
- D. If a Member of the Board Member is also Sports Director he or she only has one vote.
- E. A Board Member must be present at said meeting to cast his/her vote.
- F. In the case of tie vote the President will be the deciding vote. The President shall also have final discretion over policies/procedures receiving majority vote by Members

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of The Association, including veto power over any and all policies/procedures voted in by the Executive Board and Board of Directors.

ARTICLE 4: BOARD OF DIRECTORS

Section 1 Composition of the Board of Directors.

The Board of Directors of The Association shall consist of twelve (12) Members: eight (8) at-large Board Members and four (4) Executive Board Members; All Members of the Board must meet the requirements for Membership in The Association as set forth in Article 3 section 1. All sports directors must be a member of the Board of Directors.

A. Elected at-large Board Members.

These Members are elected by the Executive Board and current at-large Board Members to a five (5) year term. Elected Members may serve three (3) consecutive terms maximum, if elected. Newly elected Members of the Board of Directors must serve a 90-day probationary period, during which time the standing Board of Directors can dismiss said Board Member from his/her duties for any reason by majority vote. Following this 90-day probationary period, the new Board Member shall be known as a "standing Board Member".

Members who have served three (3) consecutive terms may again run for the Board after sitting out a five (5) year term. If at such time no one has come forward to become a candidate the Executive Board has the right to choose someone to fill the position.

Section 2 Duties of the Board of Directors.

Duties of the Board of Directors shall include, but not be limited to, the following.

- A. To establish the general policies needed to guide The Association and its activities;
- B. To be directly responsible for the implementation of the policies and aims of The Association;
- C. To delegate such authority and responsibility for the implementation of The Association;
- D. To review, supervise and approve the actions of its committees;
- E. To review and approve or disapprove the proposed actions of the Executive Board;
- F. To attend all meetings of the Board; missing two (2) meetings in succession, or four (4) within a twelve (12) month period, without the consent of the Board, shall constitute grounds for removal from the Board. Removal of said Board Member is at total discretion of the Board;
- G. To oversee the care of the facilities and equipment for the sports program.
- H. To help plan and participate in at least fifty percent (50%) of board-approved fundraisers and special events.

Section 3 Officers of the Board of Directors.

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The officers of the Board of Directors shall be the President, Vice-President, Secretary, and Treasurer.

Section 4 Executive Board

The Executive Board of the Board of Directors shall consist of the officers of the Board of Directors. Executive Board Members are appointed by the Board of Directors via majority vote. One must be a standing Board Member before being elected to the Executive Board.

Section 5 Duties of the Executive Board.

- A. Prepare the agenda for the Board of Directors meeting and all general Membership meetings.
- B. Act on behalf of the Board of Directors on all approved policy matters and executive matters pertaining to The Association, its operational, legal and business affairs.
- C. Submit all their actions for review by the Board of Directors.
- D. Shall meet as deemed appropriate by the Board of Directors.

Section 6 President of the Board of Directors

The President shall call and preside over meetings of the Board of Directors and the meetings of the Executive Board. He/she shall also preside at meetings of the general Membership. The President shall be Chief Executive Officer of this Association. He/she shall preside at all general and special membership meetings and enforce rigid observance of the By-Laws and Rules and Regulations of this Association. He/she shall convene at regular monthly intervals a meeting consisting of himself, the Vice President, Secretary and Treasurer. The President shall have general and active management of the business of the Association. He/she may co-sign checks with the Treasurer and/or any other officer. He/she shall see that all orders and resolutions of the Board of Directors are carried out. He/she shall execute all bonds, mortgages and contracts of this Association with the Secretary affixing the corporate seal thereto. He/she shall have general superintendence and direction of all officers of the Association and see that their duties are promptly and efficiently carried out. He/she shall, from time to time, report to the Board of Directors all matters within his knowledge that may affect the Association. He/she shall be ex-officio, a member of all standing committees and shall have the power and duties of management usually vested in the President of a corporation. He/she shall appoint all committees that he deems necessary except as otherwise herein provided. He/she, although not possessing a vote, has veto power over any and all policies and/or procedures receiving majority vote from the Board of Directors and Executive Board. The President and/or Vice President, Secretary, and/or Treasurer shall be jointly responsible for the opening and dispersion of all Association mail.

Section 7 Vice-President

The Vice President shall be vested with all powers and duties of the President during the absence of the latter. He/she shall, from time to time, have other duties as determined by the President and the Board of Directors.

Section 8 Secretary

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The Secretary shall attend all Association meetings and act as clerk thereof. He/she shall record all minutes of all proceedings to be kept for that purpose and shall post the minutes of each meeting for the inspection of same by all Association members. He/she shall be the custodian of the corporate seal and all the books and records of the Association except as otherwise provided herein. If he/she is unable to attend any meeting, he/she shall see that all necessary books and papers are conveyed to an executive officer for use at said meeting. The President and/or Secretary shall be jointly responsible for the opening and dispersion of all Association mail.

Section 9 Treasurer

The Treasurer shall perform all duties customarily assigned to the office of the Treasurer. He/she shall be responsible for all financial records of the Board of Directors and The Association. The Treasurer shall submit all financial records for an independent audit once a year, at a time determined by the Board. The Treasurer shall pay all monies under such arrangement, as the Board of Directors shall approve with the bank to be used by the said Treasurer. The Treasurer shall receive all monies due the Association from any source. He/she shall pay all bills as authorized by the Association and/or Board of Directors. He/she shall cosign all checks with the President and/or any other officer. He/she shall keep a correct account of the amounts and sources of receipts and the amounts and purposes of disbursements. He/she shall, at such times as the Association directs or the President requires, present for examination all books, vouchers, papers, etc., that may be necessary for proper auditing of his/her accounts. He/she shall present a report showing the condition of the funds of the Association at each monthly membership meeting. He/she shall deliver all money and property to the Association in his/her possession to his/her successor when elected.

Financial reports will be submitted in writing to the general Membership. Once a year (at the general meeting) a detailed written financial statement will be submitted to the general Membership.

Section 10 Sports Director

Each sport shall have a Board approved Sports Director. The duties include but not limited to:

- A. Responsible for scheduling and coordinating player registration;
- B. Assign players to teams;
- C. Assign Board approved coaches to each team;
- D. Coordinate practice schedules for teams, which might require obtaining field permits and/or working with other community organizations for use of practice facilities;
- E. Handle all required paperwork for players and coaches;
- F. Facilitate coaches' meetings;
- G. Handle all complaints and communicate to all involved as well as the Board;
- H. Assist when available on any of The Associations fundraisers.
- I. Handle all issues regarding equipment and uniforms for said sport, as well as their disbursement to coaches/parents.

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All Sports Directors are appointed by the Board of Directors with a majority vote for the term of five (5) years with any number of consecutive terms as the candidate runs for. If the Executive Board must, it may remove any sports director and appoint a new one at any given time if the current sports director does not fulfill the commitments described above in Section 10.

Section 10 Vacancies

In the event of a vacancy on the Board of Directors, the Board shall appoint someone to serve out the term of the vacant position. The position is to be filled by the Board within sixty (60) days of the vacancy.

All vacancies occurring in the office of the Executive Board shall be filled by a standing Member of the current Board of Directors or Executive Board. The position is to be filled with in sixty (60) days of vacancy.

Section 11 Meetings

The Board of Directors shall hold closed meetings at least once each month. The Executive Board may call additional meetings, as many are required from time to time. Executive Board officers serve a five (5) year term. At least two (2) general meetings will be held every year, and are open to the public to attend. Additional general meetings are at the Board's discretion.

Section 12 Quorum

A majority of the Members of the Board of Directors shall constitute a quorum. A quorum is required for official transaction of business of the Board as authorized by these bylaws. At meetings held for the purpose of electing officers or Members of the Board of Directors, there shall be required for a quorum at least nine (9) of the voting Members of the Board.

ARTICLE 5 COMMITTEES

Section 1

Standing committees of the Board of Directors shall consist of the Executive Board.

Section 2

The Executive Board may, with the approval of the Board of Directors, appoint committees of the Board of Directors as are necessary to conduct the business of The Association.

- A. The work of all committees is subject to review and approval by the Board of Directors.
- B. The Board of Directors will appoint from the Board a liaison to each committee. This liaison person serves as the contact person for the committee and reports to the Board on the activity of the committee.
- C. All financial dealings of all committees need approval of the Board of Directors.

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Section 3

The Executive Board shall secure the services of those people who by their expertise and experience can best advise The Association in the execution of its programs.

ARTICLE 6 AMENDMENTS

These bylaws may be amended by two-thirds (2/3) vote of the Board. Any amendment must be proposed in writing, signed, and sent to all Board Members of The Association sixty (60) days prior to voting.

DATES AMENDED:

- 12/3/2013 HP, Secretary

ARTICLE 7 EARNINGS

This Association is organized and shall be operated exclusively for the purposes herein set forth. In no event shall any part of its earnings inure to the benefit of an individual Member.