

SOUTH COUNTY YOUTH ASSOCIATION, INC

CONSTITUTION AND BYLAWS

PROPOSED: February 2008

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AMENDED:

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Preamble

We, the members of South County Youth Association, Incorporated, Anne Arundel County, Maryland, recognize this Constitution and these Bylaws as establishing the principles and rules by which we will organize and operate to provide quality youth activities, athletic training and competition to the Southern Anne Arundel County communities. We further recognize that our purpose is to promote the participation of our youth in these athletic programs, knowing that the greatest benefits they will derive are the positive attitudes that they will develop through our efforts; and provide equal opportunities for all registered players without any preference, limitation or discrimination based on race, color, age, religion, sex, handicap, familial status or national origin, or an intention to make any such preference, limitation or discrimination.

We accept as our obligation the following goals:

- ◆ To encourage the participation of our youth in sports programs, that through their participation our youth may acquire positive attitudes, attain physical development, understand the value of careful preparation, and gain self-confidence;
- ◆ To establish sport programs that offer our youth recreation at all levels, and competitive challenges at the more advanced levels;
- ◆ To participate in Anne Arundel County youth sports programs, and to cooperate with the principles set forth by the Department of Recreation and Parks of Anne Arundel County;
- ◆ To provide and maintain adequate recreation areas, facilities and equipment;
- ◆ To raise and solicit funds and donations to support our youth athletic programs;
- ◆ To demonstrate to our youth by our example the ideals of sportsmanship, teamwork, preparation, and good conduct in our competitive spirit.

ARTICLE I - THE ASSOCIATION

The Executive Board will conduct the business of the Corporation as a non-profit organization, in a way consistent with all governmental regulations. The Corporation will not issue capital stock. The Executive Board will not encumber the Corporation with debt of any kind. No Corporation funds will be used, except as appropriated by the Executive Board. Corporation funds will be managed for the sole purpose to benefit the Corporation and achieve its goals. No member of the Executive Board may realize monetary benefit by their association with the Corporation, and monetary benefit realized by any other member of the Corporation will be limited to normal commercial business transactions.

The Executive Board will establish, register and maintain Corporation trademarks and symbols. The Executive Board will provide for the promotion of the Corporation in the communities it serves.

ARTICLE II: CODE OF CONDUCT

All official members, including those serving the Corporation in any capacity, are expected to conduct themselves as mature and rational adults. We must consider ourselves public servants and conduct ourselves accordingly. This organization will not tolerate any acts of discrimination, socially unacceptable behavior, or poor sportsmanship. Additionally, the Corporation will not tolerate any illegal activities or condoning of illegal activities (including illegal drug and alcohol use). This code of conduct applies both to adults serving the Corporation and to the players for whom the Corporation exists. If reasonable evidence of any of the above listed actions are presented to the President, he/she will form a Review Committee consisting of Corporation Executive Council members assigned to investigate the specific Code of Conduct violation presented. If it is determined that reasonable evidence exists that this Code of Conduct has been violated, the accused will be dismissed immediately and future involvement with the Corporation will be denied.

ARTICLE III: CORPORATION MEMBERSHIP

The membership of South County Youth Association, Inc. will include all sport participants and their parents or legal guardians, and will include residents of the communities served to whom the Executive Board confers membership based on service and individual contribution to the Corporation. Members will be known as Executive Board, Executive Council, Regular Members, and or Honorary Members. Each member of the Executive Board and Executive Council must pass the county background check requirements.

Section I: Executive Advisors

Executive Advisors will consist of previous board members and will serve as advisors to the Executive Board.

Section II: Executive Board

Executive Board will be made up of the Executive Officers. The Officers shall include the positions of President, Vice President, Program Directors, Treasurer and Secretary. The Officers will be elected and shall serve for a period of two years.

Section III: Executive Council

The Executive Council shall include the Executive Board, Sports Commissioners and Operating Board Members. Executive Board Members shall be appointed annually by a two-thirds vote of the Executive Board. As Commissioners and Operating Board Members are voluntary appointments, no duration on the number of appointed terms shall be set.

Section IV: Regular Membership

Regular membership will be granted to coaches, assistant coaches, and the parent(s) or legal guardian(s) of a child who is registered in a Corporation sport program, or has been registered in a Corporation sport program in the prior twelve months. Regular membership will be limited to those parent(s) and legal guardian(s) whose names appear on the Corporation family registration form, and to those who have paid Corporation sports registration fees within the last twelve months, unless registration fees have been waived by the Executive Board.

Section V: Honorary Membership

Honorary membership may be granted by the Executive Board to persons over 18 years of age who have rendered beneficial service to the Corporation. Honorary membership will be limited to individuals who do not have children registered for a sports program and therefore are not eligible to hold Regular membership status. Honorary membership is based on a majority vote from the Executive Board and will be granted for one year, with no limit on the consecutive years it may be granted.

Section VI: Voting Membership

Voting membership shall consist of Executive Board with the Executive Officers having one vote each, except the President who may only cast a vote in cases of a tie. The Executive Board will vote on items dealing with day to day operation of the Corporation. The Executive Council will each have one vote when voting is required by the entire Executive Council per these Corporation Bylaws.

Section VII: Membership Removal

All Members may participate in youth sport programs, events, or other Corporation activities for which they meet minimum qualifications as defined by the Executive Board. Removal of an individual from Corporation Membership, youth sport programs, or events will be by two-thirds vote of the Executive Board and will be limited to reasons of

conduct, ethics, or violation of the principles and rules of the Corporation. Any member who has been determined guilty by reasonable evidence at conclusion of a Review Committee of any involvement with illegal drugs and/or alcohol related incidence during active participation as a member shall be dismissed immediately. Any member suspended by the county will automatically be suspended from participation in Corporation activities for the duration of the county suspension. The Review Committee will determine if further suspension from corporation activities is warranted.

ARTICLE IV: RIGHTS OF CORPORATION MEMBERSHIP

Membership in the Corporation guarantees certain rights to the member. These rights vary, based on type of membership.

Section I: Election of Executive Officers

A Regular or Honorary Member will have the right to be elected or appointed to the Executive Board subject to the means and limitations by which the Executive Officers are elected or appointed. A Regular or Honorary Member will have the right to cast one vote for each of the offices to be elected. A Regular or Honorary Member may enter into nomination the name of any Regular or Honorary Member, subject to the limitations of the nominating process.

Section II: Appeals

Regular and Honorary Members may bring matters of Corporation business to appeal.

ARTICLE V: THE EXECUTIVE COUNCIL

The authority to conduct the business of the Corporation will be vested in the Executive Council.

Section I: Composition of the Executive Council

The Executive Council will be composed of members as listed below who will be Regular or Honorary Members of the Corporation, and these will be called Officers, Sport Commissioners, and Operating Board Members. These positions are listed below.

Officers

President (tie only)
Vice President (1)
Director Boys Program (1)
Director Girls Program (1)
Director Clinic Program (1)
Treasurer (1)
Secretary (1)
Director Operating Board (1)

Sport Commissioners

Volleyball (1)
Baseball (1)
Wrestling (1)
Cheerleading (1)
Softball (1)
Coach Pitch/T-Ball (1)
Boys Basketball (1)
Clinic Lacrosse (1)
Girls Basketball (1)

Operating Board

Dance Coordinator (1)
Volunteer Mgmt (1)
Pictures (1)
Registration (1)
Concessions (1)
Banquet (1)
Facilities (1)
Equipment/Uniform (1)
Schools Outlets (1)
Public Relations (1)

Clinic Basketball (1)
Field Hockey (1)
Football (1)
Girls Soccer (1)
Boys Lacrosse (1)
Girls Lacrosse (1)
Boys Soccer (1)
Clinic Soccer (1)

Section II: Authority of the Executive Board

The Executive Board will have the authority to conduct all business of the Corporation. The Executive Board will be responsible for the management of the Corporation, and of all sport programs and events sponsored by the Corporation. The Executive Board will determine all events in which Corporation Members may participate under the Corporation name, or utilizing Corporation equipment or facilities. All Executive Board member decisions will be rendered by simple majority vote, unless otherwise specified by these Bylaws. A majority of the Executive Board members will constitute a quorum. In the event that one person holds more than one Executive Board position, that person will cast only one vote, and the offices so held will count as only one in establishing a majority and quorum.

ARTICLE VI: ELECTION OF OFFICERS

Section I: Elections Eligibility

Officers will be elected by the Regular and Honorary Members of the Corporation in the last month of the Corporation fiscal year. No Member will be denied the right to vote by secret ballot. Officers will be installed in office by taking the Corporation Oath of Office, the content of which will be outlined in the Corporation General Operation Manual.

Section II: Limitations

Only Regular and Honorary Members in good standing will be nominated or elected as Officers. A Member may not be nominated for more than one Executive Officer positions but may be nominated for one of the Executive Officers and as a Program Commissioner.

Section III: Nominations

In the April issue of the Corporation Newsletter a nominations form for all Executive Officers positions shall be published. This form shall also be made available at the concession stands, sports banquets, web site, and through individual board members upon request. Nominations shall be collected through the concession stand, the post

office mailing address, sports banquets, or through individual board members through the month of April. At the May Executive Board meeting the Secretary shall open and list all nominations. Nominations shall also be accepted from the floor from any member. The Secretary and President shall work together to contact all nominees and get their consent for inclusion on the election ballot. The final election ballot shall be published in the June issue of the Newsletter.

Section IV: Officer Elections Ballots

Election ballots will be accepted at the concession stands, spring sports banquets, web site, email and the June General Assembly meeting.

Section V: Inconclusive Election Results

If equal votes are cast for more than one candidate in the election of the office of President, Vice President, Program Directors, Secretary or Treasurer, an election committee will be formed from members of the Executive Counsel and run-off election will be scheduled. The candidates who receive the most and equal number of votes will be the only nominees for the run-off election. Notification of the run-off election to the Corporation membership will be the same as for general elections.

ARTICLE VII: TERMS OF OFFICE

The elected officers shall assume their elected positions effective 1 July of the election year. Officers will serve two-year terms. Officers will retain their office until the next election period or until their successors are elected and installed. Sport Commissioners and Operating Board Members will be appointed by a two-thirds vote of the Executive Board, and will serve a one year terms, or until their successors are appointed and installed. As Commissioners and Operating Board Members are voluntary appointments, no duration on the number of terms shall be set.

ARTICLE VIII: SUCCESSION OF EXECUTIVE BOARD DURING ELECTION TERM

Section I: Presidential Succession

The Vice President will succeed the President, if a vacancy occurs in the Office of the President during the regular term.

Section II: Executive Board Vacancies

Vacancies in the elected offices of the Executive Officers, other than the Office of the President, will be filled by a two-thirds vote of the entire Executive Council. Sport Commissioner vacancies will be filled in the same manner by which Sport Commissioners are appointed. The President may assign another Executive Board Member to perform the duties of any Executive Board office which is vacant, until such time as the Executive Board may vote to fill the vacancy.

Section III: Removal of Executive Council Members

The Executive Council will reprimand any of its members for conduct not consistent with Corporation principles and rules, and will determine if any of its members have demonstrated an inability to discharge their duties. The Executive Council may remove any of its members by a two-thirds vote of the *entire* Executive Council.

ARTICLE IX: DUTIES OF THE EXECUTIVE BOARD

Section I: Presidential Duties

The President will be the top executive officer of the Corporation and shall preside at all Corporation meetings. The President will appoint committee chairpersons, with appointments confirmed by the Executive Board, and will support them in their efforts. He/she has overall responsibility and will be held accountable for the action, decisions and performance of those who serve under him/her. He/she shall have no vote except in the case of a tie. The President may establish additional committees that he/she deems necessary or appropriate. In addition to his/her normal duties he shall be authorized to sign checks for approved payment of legitimate association expenses.

Section II: Vice Presidential Duties

The Vice President will act on behalf of the President in meetings and functions not attended by the President. The Vice President will perform duties as assigned by the President. If the President shall be unable to fulfill his/her obligations, the Vice President will automatically assume the duties of the President. The Vice-President shall assume all roles and full responsibilities of the President in his/her absence or incapacitation to maintain continuity in the program, and will complete the original elected term. He/she will ensure that all directives and policies are carried out and maintained.

Section III: Treasurer Duties

The Treasurer will keep accounts of all revenue and expenses of the Corporation, provide for safe keeping of Corporation funds, and submit all financial information required by governmental agencies. The Treasurer shall collect all monies and receipts. He/she will be required to maintain current and accurate logs, records and reports. These records will be made available to any members of the Corporation upon reasonable request. He/she will have custody of all funds accrued by the Corporation, and shall maintain these funds in a bank account(s) approved by the Executive Board. He/she shall report any and all discrepancies immediately to the President and/or

Executive Board. The Treasurer is authorized to sign checks for items or services approved as legitimate expenses. All expenditures must be approved by both the Treasurer and one other Executive Officer before disbursement shall occur.

Section IV: Secretarial Duties

The Secretary will be custodian of Corporation records, including financial records for prior years. The Secretary will keep records of Executive Board, Executive Council and Membership voting, and of Corporation meetings, will disseminate minutes of every meeting and will provide for the updating of all Corporation records to reflect Executive Board, Executive Council and Membership voting. The Secretary will maintain the Corporation Membership roll. The Secretary shall maintain the mailing list of all members of the Corporation.

Section V: Program Director Duties

All Program Directors will be part of the Executive Board and will serve as such through the end of their elected term. Program Directors will promote, manage and administer their sports programs and will ensure a Corporation representative attends all League and County meetings concerning their respective sports programs as the Corporation representative. Program Directors will be the liaison between Sports Program Commissioners, the Executive Board and Operating Board Members. Program Directors serve a primary role of supporting Sports Program Commissioners.

Section VI: Executive Advisor Duties

The Executive Advisors will perform duties as assigned by the President and Executive Board. Executive Advisors shall attend the monthly meeting, participating actively in discussion and cooperatively reaching decisions to set policies for the Corporation. The Executive Board Members will not be authorized outside of a Board Meeting to take any action on behalf of the Corporation without presenting all action items in a detailed written form, to the President and obtaining official written approval.

Section VII: Sport Commissioner Duties

All commissioners will be official board members and will serve as such through the end of the term year. Sport Commissioners will promote, manage and administer their sport programs, and will attend League and County meetings concerning their sport programs as Corporation representatives. The Sport Commissioner will submit an annual estimated program budget to the applicable Program Director. The Sport Commissioners will determine equipment, uniform and facility requirements for their sport programs, and will work through their Program Directors with the Treasurer and committee chairpersons to adequately provide for these requirements.

The commissioners serve a primary role of supporting the coaches and the sport. Sport Commissioners will select, and if necessary for reasons of misconduct, remove players, coaches and assistants to promote the quality of their sport programs. Sport Commissioners will ensure that coaches of record are at least 18 years of age, have appropriate certifications and pass a background check, and will provide for the training of coaches and team assistants, and disseminate information on sportsmanship, ethics, rules and League regulations.

Sport Commissioners will make their best effort to address grievances concerning their sport program brought to them by Corporation Members, and will advise these Corporation Members on Executive Board grievance procedures, and will report to the Program Director any grievance brought to them and the resolution of the grievance.

Sport Commissioners will determine the method by which players will be assigned to teams, and will determine levels of team play, taking into consideration any League or County guidelines and the recommendations of the Executive Board and coaches.

Sport Commissioners will present recommendations for Associate Sport Commissioners to the Executive Board, and will assign them duties to improve the management of their sport program. Sport Commissioners will not delegate the financial management of sport programs.

Sport Commissioners may waive sport registration fees in cases of financial hardship, subject to the guidelines set forth by the Executive Board.

Section VIII: Operating Board Members

All Operating Board Members will be official board members and will serve as such through the end of the term year. Operating Board Members will promote, manage and administer their programs to provide support to Program Directors and Sports Program Commissioners as needed to conduct sports program functions. Operating Board Members will submit an annual estimated program budget to the Program Director and Treasurer.

ARTICLE X: DUTIES OF VOLUNTEERS

Section I: Coaches

The primary role of the coach is that of a leader and teacher. He/she will serve as a role model for both players and adults. Emphasis shall be placed on sportsmanship as well as basic instruction during training sessions and games. The coach responds directly to the Commissioner of the sport. Any and all problems and requirements that arise shall be addressed to the Commissioner for action. All coaches must have appropriate certification and pass a background check.

Section II: Volunteers

All volunteers are directly responsible to the governing body. They will conduct themselves by the same standards of conduct as the governing body. A volunteer shall make every effort to fulfill the mission of the Corporation and adhere to all policies while meeting the goals for which they volunteered. All volunteers must pass a background check.

ARTICLE XI: THE EXECUTIVE BOARD

Section I: Sports Programs

The Executive Board will be responsible for the management of the following sport programs at the county and clinic levels:

- | | |
|--------------|--------------|
| Baseball | Lacrosse |
| Basketball | Soccer |
| Cheerleading | Wrestling |
| Football | Field Hockey |
| Softball | Volleyball |

Section II: Appointment of Sport Commissioners and Operating Board Members

Sport Commissioners and Operating Board members will be appointed by a two-thirds vote of the Executive Board, and will serve a one year term, or until their successors are appointed and installed. As Commissioners and Operating Board Members are voluntary appointments approved by two thirds vote of the Executive Council, no duration on the number of terms they serve shall be set.

Section III: Appointment of Associate Sport Commissioners and Committee Assistants

The Executive Board may establish and appoint Associate Sport Commissioners and Operating Board Members Assistants to aid in the management of programs. Associated Commissioners and Assistants will not be granted voting rights.

Section IV: Creation of Committees

The Executive Board will create committees as needed to carry out the functions of the Corporation. Committees will be designated as Review Committee, to address allegations of misconduct or complaints, management committees, to address management functions; operating committees, to address the ongoing operations of the Corporation; and event committees, to address the temporary requirements of conducting events.

Section V: Fiscal Responsibility

The Executive Board will establish fees, collect revenue, authorize payment for goods and services by appropriation, disburse Corporation funds, maintain detailed financial records, and prepare annual financial statements. The financial operation of the Corporation will be conducted in ways consistent with generally accepted accounting practices, and will organize its operation to a fiscal year beginning July 1st and ending June 30th. The Executive Board will take the reasonable steps to protect the Corporation from liability and theft, including provisions for an annual audit of the financial records.

Section VI: Operating Policies and Procedures

The Executive Board will establish and maintain a record of its operations, including policies and procedures to be followed by the Executive Board, Executive Council, Operating Board Members and Corporation Members.

Section VII: Grievances

The Executive Board will hear grievances, and provide for prompt disposition.

ARTICLE XII - MEETINGS

Section I: Executive Board Meeting Schedule

The Executive Board meetings shall be held on the first Tuesday, Wednesday, or Thursday from 7 to 9pm of each month on a rotating basis. This is done so individuals who serve as Coaches need not miss every meeting during a season as they might if meetings were held on the same day. Meeting locations will be announced at least one week prior to scheduled meetings. The Secretary shall publish meeting dates and locations in advance and may call all officers, board members, etc., to announce the meeting as a reminder.

The Executive Board meeting shall adhere to the following agenda: 1. President's Opening Remarks, 2. Financial Report from the Treasurer, 3. Action Items/Old Business, 4. Vice President Report, 5. Program Directors Report, 6. New Business, 7. Open Floor, 8. Secretary's Announcements/Next Meeting.

Disorderly conduct will not be permitted. Violators of this rule will be asked to remove themselves from the meeting area. Repeat performances will result in permanent dismissal.

The minutes of each meeting shall be prepared by the Secretary. A copy of these minutes shall be kept permanently in the Corporation files. One copy shall be given to the Public Relations Board member and the President prior to the meeting. Another copy shall be made available before the start of each meeting. A vote shall be taken during each meeting to approve the minutes of the prior meeting.

Special Meetings shall be held if called by the President. If possible, a one week notice shall be given. Such meetings shall be called only for urgent business, and all officers/board members/committee leaders shall attend if possible.

Should any Board Member not be present for two (2) consecutive regular meetings or is absent from a total of four (4) regularly scheduled meetings over a period of twelve (12) consecutive months, that member will be deemed to have vacated his/her position and will automatically be removed as a member of the Board. This rule shall apply to the In-Season Sports Commissioners and Operating Board Members as well as to the Officers and Executive Directors.

Section II: General Membership Meeting Schedule

General Membership meetings will be scheduled twice a year in June and December annually. All Regular and Honorary Members may attend General Membership meetings and present testimony on matters they deem appropriate. Testimony will be given in strict accordance with rules of order, as established by the Executive Board.

Section III: Meeting Rules

Parliamentary rules shall govern the meetings of the Corporation. The President shall rule on all parliamentary questions. A majority vote of the members present will be required to make the subject matter official. The President is not a voting member except in the case of a tie or stalemate.

ARTICLE XIII: AMENDMENTS to BYLAWS

Proposals for amending or repealing the Bylaws, or of any portion thereof, may be introduced at the request of the Executive Council or by any Regular or Honorary Member in good standing at any General Membership meeting. Such proposals shall be made in the form of a motion and shall be acted upon accordingly. If a proposal to amend or repeal the Bylaws is approved by the Executive Council, such proposal is formulated into precise wording for a motion to achieve the desired result. Said motion shall be presented by the Executive Council to the General Membership at the next general meeting of the Corporation, provided due notice of such meeting has been given to the Members at least twenty-one days prior to the meeting. At least a two-thirds majority of the votes cast by the General Membership present and in good standing at said meeting is needed to amend or repeal the Bylaws.

ARTICLE XIV: GENERAL CORPORATION OPERATION MANUAL

General Corporation Operation Manual will be utilized in conjunction with Bylaws for specific corporation operation procedures.