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ARTICLE I: NAME

The name of this corporation shall be Gates Athletic Association.

ARTICLE II: MISSION

Gates Mission is to provide organized play with in the sports organizations in which we participate in. We are committed to the highest standards of development of each child playing within our organization. This will be done by developing programs for each age group within each sport to give them the exposure to the skill necessary to move on to the next level within that sport. These programs will be developed by the Directors of each activity and subject to executive Board approval.

While it is our goal to develop the children to their highest potential within that sport, we will hold our coaches and parents to the highest level of sportsmanship.

By being voted in and accepting a position on the Board we pledge to up hold this Mission!!

ARTICLE III: MEMBERSHIP

Section III A: Eligibility

Parents or guardians of children participating in programs or activities and other Interested adults in the community are eligible for membership.

Section III B: Dues and Fees

1. Participation fees are to be set by the Executive Board and are mandatory
2. Participation fees are payable at each sport registration. Baseball/Softball shall be the first sports of each physical year.
3. Any member who has two (2) or more children of the same family participating in activities within the same season will pay as follows: First child pays full amount and each succeeding child will be at a reduced amount, to be determined by the current Executive Board.
4. Uniforms or equipment shall not be issued prior to full payment of all fees unless prior arrangements have been made with the Business Director.
5. All active Board Members will receive a 50% participation discount.

ARTICLE IV: EXECUTIVE BOARD

Section IV A: Members of the Executive Board

The Executive Board shall consist of the following:

President, Vice President, First Vice President, Secretary, Treasurer
Directors – Ways and Means, Baseball, Cheering, Boy’s Basketball, Girl’s Basketball,
Football, Softball, Web Services, Equipment and Supplies, Membership, Rules and
Compliance, Trophies and Pictures

Members of the Executive Board shall be members in good standing of the corporation.

Section IV B: General Duties of Officers and Directors

General duties of Officers and Directors:

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 State of Virginia.
- c. Shall co-sign all checks for debts over five thousand dollars (\$5,000).
- d. Shall preside and maintain order at all meetings.
- e. Shall have authority to call a special membership meeting as provided in Article VII, Section C.
- f. Shall have the deciding vote in case of a tie.
- g. Shall appoint all committees not otherwise provided for under duties of other officers and directors.
- h. Shall preside during nominations and elections for those positions so specified to be elected.

2. Vice President:

- a. Shall preside at any meeting in absence of the President.
- b. Shall, in case of death, removal, or resignation of the President, become President until next regular election.

3. First Vice President:

- a. Shall preside at any meeting in absence of the President and Vice President.
- b. Shall, in case of death, removal, or resignation of the President, become President until next regular election.
- c. Shall keep an accurate accounting of the Corporation’s membership and be responsible for collection of all dues and assessments.

- d. Shall notify and follow-up with members when they are in arrears.

4. Secretary:

- a. Shall keep a file, neat accurate record of all meetings, membership, and correspondence of the corporation. Distribute to Board members at the next regularly scheduled Board meeting written minutes from the last meeting.
- b. Shall notify Board members by telephone, email or personally prior to next meeting.
- c. Shall notify membership be written notices prior to a corporation meeting, as provided for in Article VII, Section B and C.
- d. Shall ensure a current copy of the bylaws are issued to all new Executive Board members.

5. Treasurer:

- a. Shall collect and promptly deposit all monies of the corporation and disburse Treasure will further maintain a true and accurate record of said transactions.
- b. Shall sign checks for authorized debts and check with President on amounts in excess of \$5,000 or more.
- c. Shall make corporation books available for review by the Executive Board upon a written request submitted to the Treasurer by any member of said Board no sooner than thirty (30) days prior to requested review.
- d. Shall report and distribute a current financial budget, in coordination with the Directions, to the Executive Board for approval within 60 calendar days following acceptance of official responsibilities.
- e. Shall submit all required regulatory documents to the Federal, State and municipal governments.

6. 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 oversee said projects.
- d. Shall establish and direct the Corporation's Ways and Means Committee.
- e. Shall report to the Board on all activities at next scheduled meeting.
- f. Shall, with Director, establish incentive programs to increase sales.

7. Trophies and Pictures Director:

- a.. Shall coordinate and be responsible for team and activity pictures with respective director.
- b. Shall coordinate enrollment activities with the Secretary, Treasurer and appropriate directors
- c. Shall report to the Board on all activities at next scheduled meeting.

8. Directors:

(Includes Baseball, Cheering, Boy's Basketball, Girl's Basketball, Football and Softball)

- a. Shall attend and represent Gates Athletic Association at all Chesterfield Club meetings. Shall appoint, for approval by the GAA Board, a substitute voting rep (if required) in case of their absence.
- b. Shall report to the board on all activities at the next scheduled meeting.
- c. Shall assign all practice fields.
- d. Shall recommend all coaches to the GAA Board of Directors. Eligible coaches in good standing with the corporation based on the guidelines established by GAA policy shall have the first opportunity to return as coaches the following year.
- e. Shall assist in the collection of fees, dues and fund-raiser.
- f. Shall be responsible for assisting the Director of Equipment and Supplies in pre/post-season equipment inventory.
- g. Shall prepare and present a 3 year financial budget to the GAA Board and operate in the guidelines of that budget. Present the financial budget for approval at each September GAA meeting.
- h. Shall be present at all registrations and coordinate with the GAA Registration Committee.
- i. Shall select all team assignments according to the GAA Policy.
- j. Shall approve/disapprove individual releases from GAA according to the GAA Policy
- k. Shall approve/disapprove all hardship scholarships in accordance with GAA Policy.
- l. Shall assure all Parent/Coach team kick off meetings are scheduled.

- m. Shall communicate and coordinate with the Director of Memberships on all cases concerning disciplinary issues or complaints regarding players or coaches.
- n. Shall handle new uniforms.

9. Memberships Director:

- a. Shall be responsible for recommending and coordinating GAA eligibility policies for participants and coaches.
- b. Shall be responsible for recommending and enforcing GAA disciplinary policies.
- c. Shall be responsible for coordinating with the Directors parent survey forms including distribution, collection and summarizing results.
- d. Shall be present at all registrations to assure participants eligibility and age bracket.
- e. Shall maintain current participation and bylaws/rules for each organization GAA participates in.
- f. Shall keep records of all participant releases and participants in GAA activities not living in the GAA boundaries.
- g. Shall report to the Board on all activities at the next schedules meeting.
- h. Shall assure the distribution of all policies and rules to participant parents.

10. Equipment and Supplies Director:

- a. Shall be responsible for pre/post-season equipment and uniform inventory.
- b. Shall be responsible for pre/post-season equipment and uniform issues and receipts.
- c. Shall maintain records and forms of all issued.
- d. Shall be responsible for the security of all stored equipment, uniforms and supplies.

11. Web Services Director:

- a. Shall update the website per the request of the GAA Board.
- b. Shall ensure the site does not contain offensive content.
- c. Shall work with the Treasurer on payment of Domain Name.

Section IV C: Responsibilities

It is the responsibility and obligation of each board member in the course of their duties to pursue corporate aims and advance the general welfare of the corporation and its' membership.

Section IV D: Complaint Process

When it is felt the exercise of said duties are not in accordance with Section IV C: Responsibilities, a complaint process is available as provided in Article X, Section A.

Section IV E: Executive Board Replacement

In the case of death, removal or resignation, replacement on the board will be selected by a majority vote of the remaining board members, except for the office of, president which is otherwise provided for in Article IV 4, Section B, 2-C.

Section IV F: Hardship Waivers

Hardship cases, upon recommendation of a director and GAA policy, as provided for in Article IV, Section B, shall have Executive Board approval to waive any and /or all fees for that individual.

ARTICLE V A: EXECUTIVE COMMITTEE

Section V A: Designation of Committee

The Executive Board, whenever it see fit, by a resolution by a majority of the number of it's members fixed by these bylaws, may designate an executive committee which shall consist of not less than (2) Directors, including the President. The members of the executive committee shall serve until their successors are designated by the executive board or until removed or until the executive committee is dissolved by the executive board. All vacancies which may occur in the executive committee shall be filled by the executive board.

Section V B: General Powers

The executive committee, when the executive board in not in session, shall have all powers vested in the Executive Board by laws or these bylaws, provided Executive Committee shall not have the power to approve an amendment of the Article of Incorporation or a plan of merger or consolidation to act on matters upon which the Executive Committee may have taken since the last regular or special meeting of the Executive Board.

Section V C: Meetings of the Executive Committee

Meetings of the Executive Committee shall be held at such places and times as may be fixed by resolution of the Committee, or upon call of any member. Not less than 24

hours by telephone or letter shall be given of all meetings of the Executive Committee provided that notice need not be given to regular meetings held at times and places fixed by resolution of the Committee. Meetings may be held without notice if all members of the Committee are present, or if those not present waive notice either before or after the meetings. Neither the business to be transacted at, nor the purpose of any regular or special of the Executive Committee need be specified in the notice or waiver of notice of such meeting. A majority of members of the Executive Committee shall constitute a quorum for transaction of business.

ARTICLE VI A: QUORUM

Section VI A: Board Meeting

Five (5) members of the Board shall constitute a quorum for Board meetings. A quorum must be present to transact business. In the event a quorum is not present, the meeting will be adjourned and will be rescheduled within the next 30 calendar days. Notification will be in accordance with established Board procedures.

Section VI B: Membership Meetings

The presence of a quorum of the members will not be required to transact business at membership meetings. Business will be conducted at membership meetings according to majority vote of those members present and those members voting by absentee ballot. Active members and those members whose memberships dues and/or participation fees are not in arrears, unless dues and/or fees have been waived in accordance with Article IV, Section B.

ARTICLE VII: MEETINGS

Section VII A: Board Meetings

Board Meetings shall be scheduled at least once a month. Any Board Member who fails to attend five (5) scheduled Board Meetings without cause, shall be removed and not eligible for a Board position one year after removal.

Section VII B: Membership Meetings

Membership meetings shall be held 30 minutes prior to each monthly meeting.

Section VII C: Special Meetings

Special meetings shall be called by the President upon written request of at least 20% of the active membership, provided however, that the written request for a special meeting shall state fully the reason for such meeting and no business may be conducted other than contained in the official written request for said meeting. Business may be conducted at said special meeting as set forth in Article VI, Section B. The President or the majority vote of the Board may call a special meeting when deemed advisable. The Secretary will notify the membership of the scheduled meeting and the nature of the business, as provided for in Article VII, Section B.

ARTICLE VIII: VOTING ELIGIBILITY

Section VIII A: Age

All active members, at least eighteen (18) years of age, are eligible to cast one (1) vote, subject to Section B below.

Section VIII B: Number of Votes

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

Section VIII C: Manner of Voting

At general or special membership meetings an active member may vote either in person or by absentee ballot executed in writing on a form designated by a majority of those sitting on the Executive Board. Such ballots shall be valid only for the membership or special meeting so designated on the approved form.

At each election for members of the Executive Board, every member entitled to vote at such elections shall have the right to vote in person or by absentee ballot executed in writing on a form designated by a majority of those sitting on the Executive Board.

ARTICLE IX: EXECUTIVE BOARD ELECTIONS

Section IX A: Nomination Committee

Annually, at the third (3rd) quarter membership meeting, a three (3) member nominating committee will be established. The nominating committee will have the responsibility for recommending to the existing Board, a full slate of candidates who desire to serve on the Board for the next term of office. The Board reserves the right to request documentation of said nomination by the person so nominated.

Section IX B: Nominations for the Board

The nominating Committee's slate of new officers and directors will be presented at the fourth (4th) quarter membership will be elected. Nominations from the floor may be made for each Board position following the submission of the Nominating Committee's slate. Board members are elected for (2) year terms.

Nominees from the floor must:

- a. Be present at the election meeting and accept said nominations or;
- b. Submit through a representative a signed acceptance in order to be considered for office.

Section IX C: Election Procedure

Elections will be made by written ballot using a membership check off list. Write-in nominations shall be accepted on all ballots. The President will appoint an Election Committee of two (2) members not running for office to count the ballots.

When a voter selects more than one person for the same office, the votes cast for that office shall be considered invalid on that ballot. The candidate receiving the greatest number votes shall be declared elected.

Executive Board members will assume office thirty (30) days following the election. During said thirty (30) days, new members may acquaint themselves with the responsibilities and current status of their new office. All records pertaining to the election, including ballots, will be turned over to the existing Secretary, who shall preserve said records and ballots for at least one year.

**ARTICLE X: COMPLAINTS, DISCIPLINARY ACTION,
SUSPENSION AND APPEALS**

Section X A: Misconduct

Any member who indulges in conduct deemed detrimental to the Corporation shall be subject to disciplinary action, including suspension from corporate activities.

Section X B: Decision

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

Section X C: Procedures for Notification

Decisions of the Board will be made in writing to the member(s) in question within 30 days following the date of the incident.

Section X D: Procedure

Any member or coach who feels that he/she 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 membership, shall have the right to file a complaint with the President. Such complaint must be in writing and signed by the complaining party. The written complaint shall be kept as a permanent record of the association.

Step 1: The President will appoint two (2) individuals from the Board and one (1) individual chosen by the individual named in the complaint, who will hear the complaint and conduct any investigation they deem necessary. The three (3) Committee members shall report to the President their final decision concerning the complaint. At the next meeting the committee members shall report to the Executive Board results of the investigation. The Executive Board shall review the complaint, the Committee Members recommended action and approve the such action by majority vote.

Step 2: If the matter is not resolved to the satisfaction of the Complaining party, said party may appeal to the full Executive Board. A request for appeal must be made at the next meeting. Said request must be in writing to the President and signed by the appealing party. The full Executive Board shall review the appeal at the next scheduled or special Board meeting and make a final decision on the appeal. The Board will forward to the appealing party a written decision within seven (7) days of the hearing. The written decision shall be kept as a permanent record of the association.

Section X E: Appeal

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

ARTICLE XI: FISCAL YEAR

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

ARTICLE XII: AMENDMENT OF THE BYLAWS

These bylaws may be amended by a two-thirds vote of the majority of the active members present or voting by absentee ballot at regular membership meetings or special call meetings. Provided notification of the special call meeting is in accordance with Article VII, Section B and C and notification, by normal means, that bylaw changes are the topic.

ARTICLE XIII: ACTIVITY RULES

Section XIII A: Director's Responsibilities

It shall be the responsibility of the Directors to draft and present to the Executive Board for approval Activities Rules governing participants, coaches and spectators of said activities.

Section XIII B: Time Limit

Such rules shall be presented to the Board no later than 30 calendar days prior to the registration of such event.

Section XIII C: Distribution

Approved rules will be distributed to Head Coaches for said activities. Rules shall be distributed to parents

Section XIII D: Amendments of Rules

These approved rules shall apply throughout such activities and can only be modified with a majority approval of the Executive Board.

Section XIII E: Activities

Activities as stated above may include, but are not limited to, baseball, basketball, cheerleading, football, and softball.

Section XIII F: Failure to Follow Approved Rules

In the event participants, coaches, or spectators fail to follow the approved rules, the applicable Athletic Directors will investigate and report to the Executive Board the circumstances and facts surrounding the violation and take appropriate action. Any member who feels that such action was taken without cause or not severe enough can appeal such action as provided for in Article X

ARTICLE XIV: RULES OF ORDER

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

ARTICLE XV: ADDRESSES

Section XV A: Responsibilities

Each member shall be responsible for notifying by mail or telephone the Secretary of a change of address. Notice, as required by these bylaws, shall be valid if sent to each members' last known address.