

BYLAWS OF THE JUNIOR HIGHLANDERS TRACK CLUB

Last Modified: October 21, 2018

ARTICLE I Name

The name of this organization shall be the "Junior Highlanders Track Club", hereinafter, referred to as "JHTC" or the "Club".

ARTICLE II Purpose

This organization is organized to serve exclusively as a Non-Profit Charitable Organization as described under section 501(c)(3) of the Internal Revenue Tax Code, or corresponding section of any future federal tax code.

1. Serve as a Non-Profit Charitable Organization to benefit the children and community of the Township of West Milford, NJ.
2. To teach the young men and women of our program to do their best and seek excellence.
3. To develop individual spirit and sportsmanship through participation in Track Programs.
4. To assist in the development of our Athletes for participation in High School Sports.
5. JHTC will be a "0" Tolerance Organization.

ARTICLE III Members

Membership in this Club shall consist of:

1. All current Club Officers/Trustees.
2. All parents or legal guardians of a participating child or approved adult by 2/3 vote of the Board Members.
3. All team coaches, coordinators, league representatives, and committee chairpersons.
4. A member in Good Standing will be considered to be a Member who has attended at least four (4) General Membership Meetings and has no substantiated Complaints or Grievances filed against them.
5. Any member Suspended or Removed from their duties more than two (2) times may be indefinitely suspended from further participation in any capacity with the Organization.

ARTICLE IV Meetings

A. BUSINESS MEETINGS

1. Regular meetings of the Club shall be held at a specified time and place on the first Monday of each month unless otherwise specified. All meetings are open to the General Membership.

- a. On the first Monday of May for the purpose of approving the Annual Budget.
 - b. On the first Monday of May to make nominations for officers, Directors and League Representatives as specified in Article VI-1.
 - c. On the first Monday of June for the election of officers, only members in good standing will be eligible to vote (See article VI-3).
2. Special meetings of the General Membership can be called by the President, a 2/3 majority of the Executive Board or called upon by the written request of ten (10) members of the Club, with a minimum of five (5) days notice. The purpose of the meeting shall be stated in the call. A majority of the Executive Board must be present.
 3. All meetings shall be conducted by the rules contained in the current edition of Robert's Rules of Order Newly Revised except as specified elsewhere in the Bylaws.
 4. At regularly scheduled meetings, the order of business shall be:
 - a. Presentation and approval of minutes
 - b. Financial report
 - c. Reports of officers, Executive Board and Committees
 - d. Unfinished business
 - e. New business
 - f. Election of officers (at Annual Meeting only)

ARTICLE V Executive Board

A. OFFICERS AND DIRECTORS

1. The Club Executive Officers shall consist of five (5) voting members and three (3) Trustees: President, Vice-President, Secretary, Corresponding Secretary and Treasurer
 - a. The Club will also consist of three (3) directors to serve as Officers of the Club: League Representative, Coaching Director and Events/Fundraising Director.
 - b. Collectively the Executive Officers and Club Officers will make up the Club's "Board".
 - c. The Club will hold three (3) Trustees, with voting privilege and irrevocable status. Trustees may also serve as sitting members of the Board as specified in these Bylaws.
2. The Club's Board shall perform the duties prescribed by these Bylaws and by the parliamentary authority adopted by the Club. Special meetings may be called at anytime by the President or by 2/3 majority of the Executive Board, by means of advance notice to each board member of the time, place and purpose. Such notice may be given via post, verbal communication, or any electronic communication as deemed acceptable practice by the Executive Board and adopted by these Bylaws.
3. All officers of the Board are eligible to Coach and serve as Director or Chairperson of any Committee or Position as set forth in the Bylaws.
4. All officers and directors must pass background check.
5. All Board members will be elected to their position via a blind vote held yearly as designated by these Bylaws. Board members can be appointed for a two (2) year term by the Club Trustees and will be subject to a vote once the yearly term has been reached.

6. Board Officers and Directors with check signing/endorsing capacity, may not be related or involved in a personal relationship that could cause a Conflict of Interest. There shall be no such restriction on Members without check signing privileges.

B. MEETINGS

1. Regular meetings of the Board for conducting of business shall be held once each month at a predetermined time and place. Followed by a General Membership meeting to take place directly after or on another date, as deemed appropriate by the Board.
2. Special meetings may be called at any time by the President or by a 2/3 majority of the Executive Board by means of advance notice to each Board member of the time, place, and purpose thereof.
3. A two-thirds (2/3) vote of the Board is required to pass a motion.
4. A two-thirds (2/3) vote of the Executive Board is required to override any Directors decisions.

C. VACANCIES

In the event of a vacancy on the Board, the President shall appoint a member with ratification of the Board by a 2/3 vote, to fill the un-expired term.

D. DUTIES

1. The Executive Officers shall have all powers and authority over the affairs of the Club except as otherwise set out in these Bylaws. It shall be authorized to adopt rules and regulations as it may deem proper for the economy, progress and success of the Club, provided they do not conflict with these Bylaws.
2. All members of the Board shall assist in the recruiting of persons to participate in the Club at all levels.

ARTICLE VI Elections

1. Open nominations for officers and directors shall be at the May regular meeting. Annual elections will be held at the June meeting of the General Membership.
2. The officers and directors shall be elected by ballot of voting members only to serve for one year or until their successors are elected, and their term of office shall begin August 1st and end July 30th. A majority vote wins.
3. All adult members shall be eligible to vote if he or she attends four regular meetings in the calendar year. Members who meet these requirements will be known as voting members. (The meeting in which the vote takes place will count as one of the required four meetings)
4. Ballots will be individually distributed to eligible members by the Vice President and recorded by the Secretary.
5. In the event of a tie all ballots will be discarded and the membership will move to an additional election until the tie is broken. This or these additional election(s) will immediately follow until a winner has been determined.

6. After ballots are cast they will be tallied in front of the General Membership by two members of the Executive Officers and recorded by the Secretary. The ballots may not leave the room in which the election is held until the meeting is adjourned.

ARTICLE VII Duties and Responsibilities

A. OFFICERS

In the event of controversy, the members of the Executive Board shall make decisions under the guidelines of the League and Club By-laws as deemed necessary. The Executive Board shall review such decisions at a later date.

1. The President shall be responsible but not limited to the following:
 - a) Preside over meetings.
 - b) Be the leader of the Club.
 - c) Have the power to appoint committee Chairperson with the Board's approval. The President is automatically a member of all committees in an ex-officio capacity.
 - d) Be the spokesperson for the Club.
 - e) Review all financial records semi-annually and sign a statement that they have been reviewed and have been found to be acceptable.
 - f) Ensure all background checks are completed as per State and Township requirements.
 - g) The president shall have the power to temporarily suspend/remove any member for conduct in violation of the zero tolerance code of conduct policy, pending further investigation by the Executive Board.

2. The Vice-President shall be responsible but not limited to the following:
 - a) Preside over meetings in the absence of the President.
 - b) Automatically become President for the unexpired term should that office be vacated.
 - c) Organize such matters as:
 - i. Registration
 - ii. Insurance renewal/claims/accident reporting
 - iii. Oversee Certification of All Coaches alongside the Coaching Director.
 - iv. Such other matters deemed necessary by the board for the smooth functioning of the Club
 - v. Review all financial records semi-annually and sign a statement that they have been reviewed and have been found to be acceptable

3. The Secretary shall be responsible but not limited to the following:
 - a) Keep the minutes of all Club meetings.
 - b) Notify Board members of meetings.
 - c) Post notices of general Club meetings.

- d) Keep accurate records of all current membership according to lists obtained from the Vice-President.
 - e) Keep attendance records for purpose of voting eligibility
 - f) Shall record election results
 - g) Ensure all necessary permits are obtained alongside the President.
4. The Correspondence Secretary shall be responsible but not limited to the following:
- a) Handle all written and electronic correspondence for the Club.
 - b) Serve as the point person for all Directors.
 - c) Serve as the primary liaison for Fundraising, Payments and Events.
 - d) Deliver articles and updated score sheets to the local Newspaper & Social Media outlet.
 - e) Update the website as necessary.
5. The Treasurer shall be responsible but not limited to the following:
- a) Receive all Club funds, issue receipts for all funds received, properly bank them within three (3) business days and submit accurate categorized records of same for recording
 - b) Disburse those funds only as directed by a two-thirds (2/3) vote of the Board
 - c) Submit a written report of the financial condition of the Club at each regular meeting and present the books for inspection.
 - d) Keep accurate categorized records of all financial transactions.
 - e) Submit a written report of the financial condition of the Club at each regular meeting and present the books for inspection.
 - f) Prepare the books for annual audit.
 - g) Submit the books semi-annually for review by the President and Vice-President
 - h) Shall be responsible for proper financial documentation for the Association with a licensed CPA by April 15. The expense of the CPA needs to be approved by the Board and accounted for in the yearly budget.

B. DIRECTORS

League Representative, Coaching Director and Events/Fundraising Director

1. The Coaching Director shall be responsible but not limited to the following:
- a) Serve as the head the Coaches Committee.
 - b) Supply a roster of Coaches ninety (90) days prior to the start of the Season to the Executive Board for the purpose of rostered voters and to the Vice-President for the purpose of certification.
 - c) Schedule coaches meetings and trainings as needed.

- d) Work with the Executive Board to submit an annual equipment budget at the designated meeting
2. The League Representative shall be responsible but not limited to the following:
 - a) Attend all meetings of the League and report all activities and actions to be taken by the League back to the Club and shall represent the decisions of the Club as instructed by the Board.
 - b) Work with the Coaching Director and the Board to relay new League rules taken into effect and that all Rule modifications are adequately relayed to the General Membership and Coaches.
 3. The Events/Fundraising Director shall be responsible but not limited to the following:
 - a) Work with the Board to schedule all Fundraising activity.
 - b) Will coordinate site and activities for the end of the year dinner
 - c) Handle all Food and snack arrangements through SignupGenius

C. COACHES

1. All coaches are required to conduct themselves in a professional manner that will display High moral and ethical character both on and off the field. Every Coach must strongly promote our purpose statement as present in Article II.
2. All coaches must sign and adhere to the JHTC Code of Conduct.
3. All coaches are responsible for ensuring his/her team has representation at the JHTC General Meetings.
4. A coach may be suspended by the Executive Board for reasons of moral or ethical misconduct or behavior in a manner calculated to bring the Club in disrepute, in accordance with the "0" tolerance policy. A 2/3 majority vote of the Executive Board will be required to permanently suspend/dismiss any coach.

ARTICLE VIII Committees and Duties

A. COMMITTEES

1. The President, with ratification by the Executive Board, shall appoint the chairperson of a committee, with their term to run concurrent with that of the President.
2. Once a Committee is formed, the Committee Chair will put a list together at the first available monthly meeting for volunteers. All names will be selected randomly from the list of said committee.
3. Special Committees and/or their chairpersons can be created and appointed by the President. They must be ratified by the Board to perform functions not performed by the existing committees and shall serve until their purpose has been fulfilled or until dissolved by the President

ARTICLE IX Finances

A. BUDGET

1. The proposed annual budget shall be approved by the Board and presented to the membership at the March Club meeting for approval.
2. The Club Fiscal Year is January 1st to December 31st.

B. INCOME

1. The Club shall be financed by:
 - a) Payment of registration fees
 - b) Various fundraising projects
 - c) Donations
 - d) Sponsorships
 - e) Others as voted by the Board

C. EXPENDITURES

1. The Treasurer shall pay all expenditures as authorized by the Board and as provided for in the approved Budget.
2. No individual member may incur expense without the authorization of the Board.
3. The Club will maintain a Post Office Box to receive all Club mail.
 - a) The President and Vice President/s shall be key holders to the Post Office Box.
 - b) All checking account statements and canceled checks must be received by the Treasurer.
 - c) The PO Box key holder shall submit all Financial Statements received in a timely manner to the Treasurer for Record keeping and Reconciliation of the books.
4. All checks for the Club must be disbursed by the Treasurer and signed by two officers.
5. The authorized signatures shall be any two of: President, Vice President or Secretary.

D. MONEY TRANSFERS

All exchanges of monies between two parties shall be documented by written receipt and signed by both parties

E. CONFLICT OF INTEREST

Whenever a director or officer has a financial or personal interest in any matter coming before the board of directors, the affected person shall abide by the following:

- a) fully disclose the nature of the interest
- b) withdraw from discussion, lobbying, and voting on the matter.

Any transaction or vote involving a potential conflict of interest shall be approved only when a 2/3 majority of disinterested directors determine that it is in the best interest of the club to do so.

The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

F. COMPENSATION FOR BOARD SERVICES

Board Members shall receive no compensation for carrying out their duties as Board Members. The board may adopt policies providing for reasonable reimbursement of expenses incurred in conjunction with carrying out board responsibilities.

ARTICLE X Appeals

An appeal of any decision, policy, determination, or other action of the Executive Board may be made within 30 days of such determination by the Membership. All appeals must be presented to the Board in writing. No anonymous appeals will be heard. Appeals will be handled by the Board and voted on in a closed session special meeting. All appeal decisions are final.

ARTICLE XI Amendments

These Bylaws can be amended as deemed necessary by the Executive Board and approved by a 2/3 majority vote of Board members for ratification.

ARTICLE XII Grievances

1. Any member of the organization that has a grievance should submit it in writing to any board member or appropriate official within one week of the incident.
2. Executive Board will resolve all grievances.

ARTICLE XIII Electronic Communications

All Electronics forms of Communication, including but not limited to, E-mail and Text Message, heir in stated and known as "transmissions", shall be deemed acceptable by the Executive Board and valid forms of voting and may be used in lieu of calling a special meeting for issues deemed acceptable for such a vote by the President, so long as the following procedure is upheld;

1. All proposals and issues set forth for discussion will be raised according to Robert's Rules, with modification for electronic transmission in place.
2. Once a discussion has been deemed unfruitful and lost of purpose, the committee agrees that a formal meeting will be held within 48 hours. Such meeting will present the agenda on hand and propose the discussion in a formal and civilized manner.
3. Once discussion has taken place electronically, the President will initiate a formal Proposal Transmission. This Transmission shall contain a formal vote request, including the official discussion question and a simple vote, yes or no response request. The initial Transmission and each vote shall be sent to all members of the Executive Board and all votes will be tallied by both the Secretary and President.

4. Once a vote of 2/3 majority has been reached, all Transmissions will be recorded by the Secretary and President, and retained for no fewer than 30 day to validate the vote and uphold it toward any dispute or contention.
5. All relevant proposals and votes that affect the General Membership, including but not limited to; monetary expenditures, suspensions, removals, violations, complaints, and the like, will be discussed as New Business at the following General Meeting, to advise the Membership of any impactful changes and approvals that were made by the Executive Board. Should no objection be made to the vote, all changes are hereby accepted and deemed law.
6. Should a vote be contested or objected to, all rules pertained to “Grievances” contained in Article XII in these Bylaws will be observed.

ARTICLE XIV Dissolution

Upon Dissolution, the Club shall distribute all assets for one or more exempt purposes within the meaning of Section 501(c)(3) Internal Revenue Code, or corresponding section of any federal tax code. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is located, exclusively for such purpose or to such organization serving the Community of West Milford, and its youth programs.

ARTICLE XV Omissions

Any item not covered in these Bylaws shall be addressed by the Executive Board at its discretion and by a majority vote will facilitate and implement any changes that are hereby decided upon.