



South Wake Storm Youth Sports Association

Amended Association By-Laws

By-Laws of the South Wake Youth Sports Association

ARTICLE I- Name and Location

The name of the Association shall be South Wake Storm Youth Sports Association, referred to as the "Association" in these bylaws. The Association shall be located in or about the city of Holly Springs, North Carolina. The principal office shall be established by the Board of Directors of the Association.

ARTICLE II- ARTICLES OF ASSOCIATION

The Articles of Association for the South Wake Storm Youth Sports Association are comprised solely of these bylaws and the Articles of Incorporation of the Association.

ARTICLE III- PURPOSE AND OBJECTIVE

This corporation is organized exclusively for promoting amateur athletics within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to Associations that also qualify as Section 501(c)(3) exempt Associations. To this end, the objectives of this Association is to instill principles of good citizenship and sportsmanship. The knowledge and development of the fundamentals of the game of Baseball and Softball in youth athletes. It is the purpose of the Association to teach the participating youths athletes conditioning, discipline, and teamwork as it pertains to tournament/travel level competitive athletics. The Association will develop among the participants a winning attitude and commitment, which will be carried both on and off the field of play.

ARTICLE IV- MEMBERSHIP

1. All parents and/or guardians of current athletes in the Association shall automatically become members of the Association.
2. All current coaches shall be members of the Association.
3. All officers, appointed officials, and special committee members shall be members of the Association.
4. Membership shall not be contingent on the payment of any membership fee. For membership to be considered active, members are required to have a current rostered player within the South Wake Storm Youth Sports Association. Membership shall be made available without regard to race, color, sex, creed or national origin.

5. Membership voting rights shall be restricted to 1(one) vote per eligible family.
6. The terms of membership shall run in two (2) independent sessions through January 1- June 30 and again July 1- December 31 of the current fiscal year. Current participation with the South Wake Storm Association shall mean involvement in any membership capacity during this same period.

ARTICLE V- MEMBERSHIP RIGHTS AND RESPONSIBILITIES

1. All members of the South Wake Storm Youth Sports Association shall have the right to:
 - a. Attend all annual, regular, and special meetings of the Association.
 - b. Cast their vote in all Association wide elections
 - b. Address the Board of Directors during annual and regular meetings.
 - c. Serve on standing and special committees.
 - d. Volunteer for and perform special assignments for the Association.
 - e. Run for the South Wake Storm Youth Sports Association Board of Directors.

**Members who want to serve on the Board of Directors must have retained continuous membership for a minimum of one (1) year before the election.*

2. All members of the South Wake Storm Youth Sports Association shall have the responsibility to:
 - a. Display good sportsmanship at all times.
 - b. Demonstrate respect for all Association participants
 - c. Support the South Wake Storm Youth Sports Association policies and philosophies.
 - d. Participate in activities of the Association.

ARTICLE VI- BOARD OF DIRECTORS

1. The Board of Directors shall be responsible for overall policy, direction and day-to-day operations of the Association. The board shall have up to seven (7) and not fewer than three (3) members. The board shall receive no compensation other than reimbursement for reasonable expenses.

2. The officers of the board shall consist of a President, Vice President, Secretary, Treasurer, Director of Baseball, Director of Softball and Director of Marketing/Fundraising.

In the event that board positions are unable to be filled to maximum capacity, the board will be structured as follows:

6 member board- President, Treasurer, Secretary, Director of Baseball, Director of Softball and Director of Marketing/Fundraising. In the event of a tie the President's vote will be the deciding vote.

5 member board- President, Treasurer, Secretary, Director of Baseball and Director of Softball.

4 member board- President, Treasurer, Secretary and one (1) parent liaison.
In the event of a tie the President's vote will be the deciding vote.

3 member board- President, Treasurer, Secretary

3. The Board of Directors shall:
 - a. Review Association operating budgets and financial proposals for approval and implementation.
 - b. Decide all matters pertaining to the finances of the Association, bearing the responsibility to conduct financial affairs of the Association in a sound, businesslike manner.
 - c. Transact necessary business in the intervals between regular meetings and such other business as may be referred to it by this Association; however, no action shall be in conflict with the objectives of this Association.
 - d. Develop and coordinate programs and promote philosophies consistent with Association goals and objectives.
 - e. Present reports and recommendations to the regular meetings of this Association.
 - f. Appoint ex officio nonvoting members.
 - g. Create standing committees.
 - h. Approve plans of work for the standing committees.
 - i. Serve as ex officio members of selected standing committees.
 - j. Ensure that Association is in compliance with all Federal and State laws.
4. Election of new board members or election of current board members to a subsequent term will occur as the first item of business at the "Annual" meeting of the Association. Board members will be elected by a 2/3 majority vote by current Association members. Voting shall be non-cumulative with each member entitled to one vote for each director to be elected. A minimum of 50% of votes **must** be cast by current Association members either in person or by written proxy for election to be validated. Written proxies must be received before the annual election. Current members are entitled to one (1) vote per family.
5. All board members shall serve two (2) year terms. A person may serve only two consecutive full terms in the same office. All members are eligible for re-election in perpetuity. President, Treasurer, Director of Softball, Director of Marketing to be voted in during the "Annual Meeting" for January 1st of even years.
Vice President, Secretary, Director of Baseball to be voted in during the "Annual Meeting" for January 1st of odd years.
6. Officers of the Association must have attained the age of eighteen (18) by the date of their election. Individuals elected/ appointed to fill vacancies must also have attained the age of eighteen (18) by the time of their election or appointment.

7. When vacancies on the board exist, nominations for new board members may be received by the Secretary from present board members two weeks in advance of a board meeting. These nominations shall be sent to Board members with the regular board meeting announcement to be voted upon at the next board meeting. These vacancies will be filled only to the end of the particular Board member's term.
8. Resignation from the board must be in writing and received by the Secretary. A Board member shall be dropped for excess absences from the Board if he/ she has three absences (defined as not showing up to scheduled board meeting without prior noticed being given to either the President or Vice President) from Board meetings in a year.

Removal- Any officer or agent elected by or appointed to the board of directors can be removed from their position whenever it its judgement the best interests of the Association would be served thereby, but such removal shall be without prejudice to the contract rights, if any of the person so removed. To remove a board member, a written complaint must be presented to the Board. The complaint will be reviewed and investigated by the Officers. If sufficient justification exists, a hearing before the full Board will be held. An officer of the Association may be removed from office upon the affirmative vote of two-thirds (2/3) of all board members then serving. A copy of the original complaint filed must be provided to the subject of the complaint and subject must be given the opportunity to defend the complaints against them.

9. ***Special Provision for Office-*** The offices of President, Vice President and Treasurer or any board member having direct access to Association finances shall submit to an annual criminal background check including but not limited to financial and credit information. The offices of President, Vice President and Treasurer or any member having direct access to Association finances will be required to provide current proof of credit score. Credit scores below 630 will disqualify individuals from having direct access to Association funds.

ARTICLE VII- DUTIES OF THE OFFICERS

1. The President shall:
 - a. By virtue of his office be Chairman of the Board of Directors.
 - b. Preside at all meetings of the Board of Directors.
 - c. Review, approve and sign monthly bank statements and treasury reconciliation
 - d. Insure all legal, insurance, audit and tax issues are handled properly and in a timely manner.
 - e. Ensure that the Association is in compliance with all Federal and State laws.
 - f. Coordinate the work of the officers and committees so that the objectives of the Association maybe promoted, including helping with these responsibilities as needed.
 - g. Cast the deciding vote for all ties, for all matters.

- h. Be one of the officers who may sign the checks or drafts of the Association.
- i. Maintain access to all Association documents via electronic storage.
- j. Transmit all records and correspondence to any person elected or appointed to succeed him/her in office.

2. The Vice President Shall:

- a. Act as an aide to the President, including performing the duties of the President in the absence or inability of that officer to serve.
- b. Perform duties related to the beginning-of-season and end-of-season activities.
 - These duties may include:
 - i. Coordinate field practice scheduling.
 - ii. Solicit and recognize volunteers (coaches, team representatives, event chairs, etc.)
 - iii. Perform other duties as may be delegated.
- d. Vice President will act as a Chairperson for standing subcommittees
- e. Maintain access to all Association documents via electronic storage.
- f. Transmit all records and correspondence to any person elected or appointed to succeed him/her in office.

3. The Secretary Shall:

- a. Record the minutes of all meetings of this Association. Prepare, distribute, and read the minutes of the previous meeting for Board approval.
- b. Prepare and distribute public notices and other South Wake Storm Youth Sports Association information through printed, online media, including the Association's official website.
- c. Provide all members with at least 2 weeks' notice of all meetings of the Board of Directors or of the general membership.
- d. Review, approve and sign monthly bank statements and treasury reconciliation.
- e. Insure that monthly bank statements have been signed by President, Treasurer, Secretary and recorded in Association records.
- f. File paperwork and documents related to the business of the Association.
- g. Maintain the Association's membership list and other mailing lists for distribution of South Wake Storm Youth Sports Association information.
- h. Maintain official copies of South Wake Storm Youth Sports Association information, including By-Laws, practice guides, codes of conduct, etc.
- i. Perform such duties as may be delegated
- j. Store and maintain all documents on secure electronic storage accessible by board members at any time.
- k. Transmit all records and correspondence to any person elected or appointed to succeed him/her in office.

4. The Treasurer shall:

- a. Receive all monies of the Association, keep an accurate record of receipts and expenditures; and pay out Association funds in accordance with approved budgets as authorized by this Association.
- b. Validate all vouchers presented for payment.
- c. Review, reconcile financial records to monthly bank statements.
- d. Insure that President and Secretary have reviewed and signed off on monthly bank statement and that signed copy has been transmitted to secretary for record keeping.
- e. Present a financial statement, including but not limited to a forecasted budget, statement of cash flow, and budget versus actual statement. at every regular meeting of this Association and at any time requested by the Board.
- f. Present a full report at the Annual Meeting of the Association.
- g. Provide the checkbook; all bank statements; canceled checks and deposit slips; treasurer's record book and receipt book; vouchers and/or invoices for all disbursements upon request of the Board. (for Association accounts only)
- h. Place all monies in a depository approved by the Board of Directors.
- i. Provide an annual report to the Secretary of State, and any other required filings to maintain federal and state tax-exempt status, as required by law.
- j. Audit team financials and bank records and compile Association-wide budget and financial statements quarterly and annually.
- k. Perform other duties as may be delegated.
- l. Transmit all records and correspondence to any person elected or appointed to succeed him/her in that office.
- m. Store and maintain all documents on secure electronic storage accessible by board members at any time.

5. The Director of Baseball shall:

- a. Be responsible for the day to day management of individual baseball teams within the Association. The Director of Baseball should set the "tone at the top" and insure all coaches, players and parents adhere to Association policies and codes of conduct.
- b. Insure that all questions and complaints from parents, coaches, players and other interested parties are handled properly and in a timely manner (including issues related to the Association's code of conduct).
- c. Act as a liaison between the Board of Directors and individual baseball teams on all matters of business.
- d. Assist in locating, recruiting (pending Board approval) and mentoring future coaches in the Association
- e. Coordinate with Director of Softball and VP for scheduling of field practice times for ALL teams

6. The Director of Softball shall:

- a. Be responsible for the day to day management of individual softball teams within the Association. The Director of Softball should set the "tone at the top" and ensure all coaches, players and parents adhere to Association policies

and codes of conduct.

- b. Insure that all questions and complaints from parents, coaches, players and other interested parties are handled properly and in a timely manner (including issues related to the Association's code of conduct).
- c. Act as a liaison between the Board of Directors and individual softball teams on all matters of business.
- d. Assist in locating, recruiting (pending Board approval) and mentoring future coaches in the Association.
- e. Coordinate with Director of Baseball and VP for scheduling of field practice times for ALL teams.

7. The Director of Marketing/Fundraising shall:

- a. Coordinate the maintenance of the South Wake Storm Youth Sports Association website.
- b. Coordinate with Association Secretary to ensure that State Solicitation license is up to date and current before organizing any and all fundraisers or grant/sponsorship applications.
- c. Director will co-chair the Fundraising subcommittee with Vice President.
- d. Coordinate with the Association Secretary to ensure that board meeting notices are published in a timely fashion.
- e. Responsible for coordinating and executing South Wake Storm Youth Sports Association fundraisers.

Article VIII- FISCAL YEAR

The fiscal year of the Association shall commence on January 1st of each year and end on December 31st.

Article IX- PROVISION FOR INSURANCE

Liability insurance will be purchased by Association using funds from annual team dues and must be maintained during the fiscal year for each team. Any change in Association insurance coverage will be decided by a vote of the Board of Directors

Article X- ASSOCIATION POLICIES

1. The Association shall be noncommercial, nonsectarian and nonpartisan.
2. The name of the Association or names of any members in their official capacities shall not be used to endorse or promote a commercial concern or in connection with any partisan interest or for any purpose that conflicts with the expressed purpose of the Association.
3. The Association shall not-directly or indirectly- participate or intervene (in any way, including the publishing or distributing of statements) in any political campaign on behalf of, or in opposition to, any candidate for public office.

4. No fundraising efforts will be undertaken by any team in the Association without the expressed approval of the Board of Directors. All fundraising activities shall be consistent with the expressed policies of the Association and Chapter 131F of the North Carolina General Statutes.
5. No part of the net earnings of the Association shall inure to the benefit of, or be distributable to its members, trustees, officers.
6. Two (2) members of the same household may serve on the Board of Directors during the same term, however members of the same household cannot hold positions within the Board of Directors that allows both members to have access to Association funds.
7. No compensation shall be paid to any member of the Association for volunteer services. Board members may be reimbursed for reasonable expenses incurred on behalf of the corporation.
8. Officers and directors of the Association shall not be personally liable or responsible or the legal and financial obligations of the Association. Officers and directors should make it clear when they are conducting Association business that they are doing so on behalf of the Association.
9. Notwithstanding any other provision of these articles, the Association shall not carry on any other activities not permitted by these bylaws.
 - a. By an Association exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code, or
 - b. By an Association, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.
10. Upon dissolution of this Association, after paying or adequately providing for debts and obligations of the Association, the remaining assets shall be distributed to one or more non-profit funds, foundations or Association which have established their tax exempt status under Section 501(c) of the Internal Revenue Code.

Article XI- PROHIBITED TRANSACTIONS

No action shall be taken by or on behalf of the Association if such action is a prohibited transaction or would result in the denial of the tax exemption under Section 501(c)(3) of the Internal Revenue Code of 1986 and its regulations as they now exist or as they may be amended in the future.

Article XII- AMENDMENTS

The Board shall have the power to make, alter, amend and repeal the bylaws of the Association by affirmative vote of a majority of Association vote of three-fourths ($\frac{3}{4}$) of the quorum is required for approval. Any approved motion must be in writing and signed by each member of the board and officially recorded by the secretary.

ARTICLE XIII- QUORUM

A *quorum* shall consist of one half, plus one, of all Board members, and must exist at any official board meeting to conduct business. For all business requiring a vote by Association members a *quorum* shall consist of 50% percent of current members.

ARTICLE XIV- BOARD MEETINGS

1. The Board of Directors shall meet at a minimum during the months of March, June, September and December at a time and place set by the Board. The December meeting shall be designated as the "Annual Meeting". All board meetings are open to members of the South Wake Storm Youth Sports Association, unless predesignated by the board as a closed meeting. The Board reserves the right to enter into executive session at its discretion.

2. Up to date financial reports shall be presented at the annual meeting in December. Completed annual report shall be published no later March 1st of the following year.

3. Notice of each meeting shall be given to each voting member and general members at least ten (10) days prior to the meeting but not more than thirty (30) days by mail, electronic mail or other means approved by the board.

4. Meetings will be presided over by the President. In his/her absence the Vice President will assume the duties. In the event both the President and Vice President are not present, the Secretary will preside.

5. Special meetings of the Board shall be called upon by the request of the President or one-third of the Board. Notices of special meetings shall be sent by the Secretary to each Board member at least (10) ten days in advance of the scheduled meeting.

6. In all matters not covered by the Bylaws of the Association, Robert's Rule of Order shall govern.

7. Voting:

a. Voting shall be restricted to members of the Board for day to day business, who shall each have one (1) vote.

b. In the event of a tie, the President's vote shall determine the pass or fail of a motion. However, if the President is not at the meeting then the motion will be voted on at the next meeting. If the motion cannot wait until the next meeting, the Vice President will cast the deciding vote.

ARTICLE XV- STANDING COMMITTEES

The Board of Directors or President may appoint committees as needed. Members of a committee do not need to be members of the Board. Each committee shall have a chairperson to report activities to the Association board as required. The South Wake Storm Youth Sports Association shall have the following standing committees for the purpose stated and to assist in the operations of the Association.

1. Audit Committee/Auditor- Committee may be comprised of one or more Association members. Individuals with check signing authority and their family members may not serve on the Audit committee. Audit committee is responsible for quarterly audits and financial reviews of Association bank statements and supporting documents. Chairperson shall sign acknowledgement on bank statements that expenditures are consistent with approved budget.
2. Maintenance/Renovation Committee- Committee may be comprised of one or more Association members. Committee shall be responsible for the planning, scheduling and coordinating regular field maintenance in accordance with approved maintenance budget as well as planning future field/complex renovations and to present to the board of directors for approval and following up with scheduling and coordinating renovations.
3. Fundraising committee- Committee may be comprised of one or more Association members. The fundraising committee shall be responsible for formulating plans to raise the necessary funds to run the Association. This shall include the planning of special events and other fundraising efforts. The committee will work with the Association teams on sponsorship programs. The Board of Directors must approve all sales of merchandise as well as other special projects developed to raise funds.

Article XVI- COACH/PLAYER/PARENT CONDUCT

Coach

1. The Head Coach of each South Wake Storm team will be required to sign a Head Coach/ Team Contract, incorporated herein by reference and which shall be maintained on file by the Secretary, and abide by all of the conditions contained therein.
2. The coaches of the South Wake Storm Youth Sports Association will treat each member of their team and their parents, the opposing team and their parents, casual spectators and tournament officials and game umpires with dignity and respect at all times.
3. Coaches are responsible for their own conduct and for the conduct of their players and parents and fans at all times.
4. Abusive or obscene language, violent play, violent conduct, use of drugs or alcohol or other behaviors detrimental to the game or players will not be tolerated.
5. Coaching and instruction will strive to be consistent with the emotional, physical and mental development of the individual participant.
6. Coaches will refrain from excessively loud, demeaning, or intrusive coaching of players on and off the field of play.

Player

1. The player's first responsibility is to the team.
2. Player's must make every effort to attend all scheduled team practices and to follow the rules of the team.
3. Player's should be reminded that they represent the South Wake Storm Youth Sports Association and should do so with pride and good sportsmanship.
4. A player may be removed from a team by the coaching staff for continuous misconduct or poor sportsmanship.

5. Players agree to terms and conditions set forth in the South Wake Storm Youth Sports Association player/parent contract.

Parent

1. Parents should insure that their player are on time for practices and games, unless there is a valid excuse.
2. Parents should attend practices and practices if possible and exhibit good sportsmanship.
3. Parents who exhibit flagrant unsportsmanlike conduct towards umpires, coaches, players or other parents will be removed immediately and banned from future games and Association voting rights shall be removed.
4. If parent misconduct continues their player will be removed from the team.
5. Parents agree to terms and conditions set forth in the South Wake Storm Youth Sports Association player/parent contract.

Code of Conduct:

Handling of questions, concerns and problems will always be handled first on the team level. There must be an interaction between the player/parent and the coach before the situation is escalated to either the Director of Baseball or the Director of Softball for resolution. If an issue cannot be resolved on the team level, parent/player must submit a written complaint or concern to either the Director of Baseball or the Director of Softball. In the event that the Director of Softball or the Director of Baseball is unable to provide a resolution, the player/parent may submit a written appeal to the secretary of the Association board (secretary shall distribute to ALL board members) asking for a review. **Written appeals to the Board will only be reviewed after all other steps have been completed.**

ARTICLE XVII- TEAM ACCOUNTING

1. Each team will have a designated Treasurer that is responsible for the financial records for their team. Team Treasurer must be someone on the team, unrelated to the Head Coach or in the same household. *Team Treasurers must agree to submit to criminal background check and/or submission credit as determined by the Board of Directors.
2. Team Treasurer shall be responsible for the receipt, custody and disbursement of team's funds.
3. Treasurer is to reconcile monthly transactions to bank statements and submit reconciled statement balance sheet to team members monthly and to the Association Treasurer quarterly using only the approved Association formatted template.
4. Treasurer is responsible for transferring Association dues by March 15th for Spring season, August 15th for Fall season.
5. Remit payment for tournament fees, insurance, and misc. team expenses

6. Team Treasurer nominated by anyone on the team and voted in by 2/3 vote.
7. Head Coach and Treasurer are co-signers for team accounts. Checks written for reimbursement cannot be signed by person being reimbursed.
8. ALL equipment purchases using team funds must be approved by both Head Coach and Treasurer. Association standard asset sheet to be maintained by team and submitted to board on annual basis.
9. Copies of donation receipts, signed invoices, deposits slips, and bank statements, sent with monthly reconciliation to Association Treasurer for tax purposes and for record keeping.

ARTICLE XVIII- INDEMNIFICATION

Any person who at any time serves, or has served, as a director of the Association or who, while serving as a director of the Association, serves or has served, at the request of the Association, as a director, officer, trustee, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, or as a trustee or administrator under an employee benefit plan, shall have a right to be indemnified by the Association to the fullest extent permitted by law against the following:

1. Reasonable expenses, including attorneys' fees, incurred by such person in connection with any threatened, pending or completed civil, criminal, administrative, investigative or arbitral action, suit or proceeding (and any appeal therein), whether or not brought by or on behalf of the Association, seeking to hold such person liable by reason of that fact such person is or was acting in such capacity.
2. Reasonable payments made by such person in satisfaction of any judgment, money decree, fine (including an excise tax assessed with respect to an employee benefit plan), penalty or settlement for which such person may have become liable in any such action, suit or proceeding.

The Board of Directors of the Association shall take all such action as may be necessary and appropriate to authorize the Association to pay the indemnification required by this bylaw, including without limitation, making a determination that indemnification is permissible in the circumstances and a good faith evaluation of the manner in which the claimant for indemnity acted and of the reasonable amount of indemnity due the claimant. The Board of Directors may appoint a committee or special counsel to make such determination and evaluation. Any person who at any time after the adoption of this bylaw serves or has served in the aforesaid capacity for or on behalf of the Association shall be deemed to be doing or to have done so in reliance upon and in consideration for, the right of indemnification provided herein. Such right shall inure to the benefit of the legal representatives of any such person and shall not be exclusive of any other rights to which such person may be entitled apart from the provision of this bylaw. The Association may purchase and maintain insurance on behalf of any individuals entitled to relief under this Article.

ARTICLE XVIII- DISSOLUTION

This Association shall have no power to declare dividends and no part of its earnings shall inure to the benefit of any member of the Association or any other private individual. Upon

the dissolution of the Association the Board of Directors shall after paying or making provision for the payment of all of the liabilities of the Association, dispose of all assets of the Association exclusively for the purposes of the Association in such a manner or to such Association or Associations organized and operated similar to South Wake Youth Sports Association that qualify as an exempt Association or Associations under section 501(c)(3) of the Internal Revenue Service code as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Clerk of Superior Court of Wake County, exclusively for such purposes or to such Associations as the court shall determine.

Let it be known that the previous board of trustees has been dissolved and the Board of Directors of the South Wake Storm Youth Sports Association maintains all rights to govern the operations and management of the Association

These bylaws were voted on and approved by the South Wake Storm Youth Sports Association members on June 29, 2018

South Wake Youth Sports Association Interim board members:

Signature: 
Cassie D. Marcy (Jul 24, 2018)

Email: cassidy143@gmail.com

Cassie Marcy- Interim President Date

Signature: 
Russell Boisvert (Jul 24, 2018)

Email: rboisvert771@yahoo.com

Russell Boisvert- Interim Treasurer Date

Signature: 
Edmund J Sinnott (Jul 24, 2018)

Email: edmund.sinnott@duke.edu

Edmund Sinnott- Interim Secretary. Date

Signature: 
Michael Buchanan (Jul 24, 2018)

Email: mikeb1006@yahoo.com

Michael Buchanan- Interim Director of Day to Day Operations Date