

BRYSON PARK YOUTH ATHLETIC ASSOCIATION

BY-LAWS

ARTICLE I - NAME AND PURPOSE

1.1 The name of this non-profit organization shall be Bryson Park Youth Athletic Association.

1.2 The primary purpose of this association hereinafter referred to as (BPYAA) or "The Association", is to promote, encourage, direct, and operate athletic programs for the Lilburn area, Gwinnett County, Georgia. No Sports League Rules shall supersede these BPYAA By-laws.

ARTICLE II – MEMBERSHIP, DUES

2.1 *A member is defined as:*

(a) The custodial parent or legal guardian of an active participant in the Bryson Park Youth Athletic Association (hereinafter BPYAA) who is under 18 years of age; or an adult participating in an adult league

(b) An active participant in the BPYAA. An active participant is any person who is currently registered as a participant, team member, or coach on or for any activity, sport, or team authorized by the BPYAA.

(c) Any person(s) who has met the definition listed in subsection (a) or (b) within the past calendar year.

(d) Any person currently serving as an officer, sports director, or board member of the BPYAA.

2.2 The elected Board shall at all time have the full power and authority to expel from membership any person(s) whose activities might be termed detrimental to the Association and in violation of the by-laws or rules of this Association.

2.3 Any member so expelled may be reinstated only by Majority vote of the Board at a regular meeting of the Board.

2.4 The (BPYAA) shall at all times observe all local, state, and federal laws which apply to non-profit organizations as defined in Article 501C3 of the Internal Revenue Code.

2.5 The Sports Directors and their Boards will establish registration fees, to include a late registration fee, and other ancillary requirements prior to registration commencement of any offered sports and submit to the Executive Board for approval. The elected Sports Board shall make a diligent effort to collect all money owed the association. The Sports Board shall suspend the membership of any person(s) with an outstanding debt. The suspension of membership will result in the loss of all rights and privileges of membership. These include: but not limited to, the right to vote, hold an elected office, register a child, or children, for any future teams, sports or activities.

ARTICLE III – MEETINGS

3.1 *Annual meeting of the general membership:*

- (a) A meeting of the members for the election of Officers and Directors ("Board of Directors") of (BPYAA) shall be held at annually in and known as "The Annual Meeting of the Association".
- (b) Public notices of the time and place of the Annual Meeting of the Association shall be given not less than ten (10) days prior to the date set for such meeting. Public notice shall include posting of a notice of the meeting on the BPYAA website, at the concession stand area in the park, roadside sign in front of the park and notification by e-mail to all members that have provided BPYAA an e-mail address at registration.
- (c) Any number of members in good standing present at the Annual Meeting of the Association constitutes a quorum. Voting shall be by majority vote cast in person.

3.2 Special meetings of the general membership:

(a) Special meetings of the general membership may be called for any lawful purpose provided:

(I) Majority of the active members in good standing so indicate (signed petition) their assent to such call;

(II) A majority of the Executive Officer and Directors call the meeting.

(b) Public notices of the time and place of special meeting of the general membership shall be given not less than ten (10) days prior to the date set for such meeting. Public notice shall include posting of a notice of the meeting on the BPYAA website, at the concession stand area in the ballpark, roadside sign in front of the park and notification by email to all members that have provided BPYAA a e-mail address at registration.

(c) Any number of active members in good standing present any Special Association meeting of the general membership constitutes a quorum. Voting shall be by majority vote cast in person. No proxy voting shall be allowed.

3.3 Meetings of the Board of Directors:

(a) All meetings shall be open to the public. The board is not required to allow members of the association or members of the public the opportunity to speak or otherwise provide input at any regular or special meeting.

(b) Notification of meetings:

(I) All meetings of the Board of Directors will be advertised on the BPYAA website at least 10 days in advance of each meeting. The notice must include the time and place of the meeting. All meetings must be held at a site or in a facility that is open to the public.

(II) Board members will be notified of any meeting by email at least 10 days in advance of any meetings. A second notice will be sent by

e-mail, or by telephone, including voice mail or text message, within 72 hours of any meeting.

- (c) Regular meeting of the Board of Directors shall take place at least once a month.
- (d) Special meeting of the Board of Directors may be called by the President or by a majority of the Board, upon notice to all members of the Board and membership.
- (e) A majority of the membership of the Board of Directors shall constitute a quorum for the transaction of business at a meeting. The act of a majority of the Directors at a meeting shall be considered an act of the entire Board. Board members may attend any meeting of the Board either in person or by audio or video with audio conferencing. The Board is not required to make provisions for the general membership to attend any meeting other than in person.
- (f) Secretary at the next meeting of the Board shall make a written report of the business transacted at each Board meeting.
- (g) All members of the Board of Directors are responsible to attend board meetings.
- (h) All meeting of the Association and its committees shall be conducted pursuant to Roberts Rules of Order with the President or the President's designee responsible for the implementation of procedure necessary for the orderly conduct of any meeting.
- (I) In the case of absence, the absent member will be required to notify the Executive Secretary prior to the meeting and designate a representative from that sport to attend.
- (II) If a board member fails to notify the Board of their absence and designate a representative to attend three (3) sequential meetings, the Board of Directors has the authority to remove that officer by majority vote.
- (III) Written notification of removal of the Board Member must be sent by email and by certified mail, return receipt requested, seventy two (72) hours after the vote.

- (IV) Any Board Member terminated for failing to attend meetings must return all correspondence, material, receipts, financial data, equipment, monies due, etc. with respect to the BPYAA within seven days of termination. Returns must be made to a member of the Board.

ARTICLE IV – GOVERNANCE

4.1 Board Members will be elected on an annual basis. Officers shall consist of President, Vice President, Secretary, Treasurer and Director of Communications. The director for each sport authorized by the board will also be a member of the Board of Directors.

4.2 For the interim period that follows that the By-Laws, and the first election of Officers and Directors; there shall be no Officers or Directors. A nominating committee shall provide instructions for the first nominations and elections. A timely election will be scheduled that follows the GCPA standard Election Guidelines for Officers and Directors of Athletic Associations.

4.3 No board member shall serve in any governing capacity in any other recreational athletic association, except that a board member may serve in such capacity at a high school or college athletic booster club or association if approved by this Board. This section shall not apply to serving in any executive capacity or being a board member of any association or professional organization not in direct competition with the Bryson Park Athletic Association (BPYAA).

4.4 The Board of Directors shall be a policy-making Board and will have the responsibility for setting policy as it pertains to field assignments, coach selection, approval of all fund-raisers, the approval of the Association's affiliation with sports organizations or leagues establishing the rules and regulations for the concession and gate receipts, the implementation of budget approval process of each sport, and shall act as the appeals board should anyone's right to participate in the Association be terminated for one or more seasons.

4.5 The President of the Board shall act as a liaison with Gwinnett County in all field assignment and other matters relevant to the operation of the Association.

4.6 The Board shall approve all contracts entered into by any member of the association for any reason, shall make final decisions regarding any changes in sport affiliation, and shall otherwise vest in the President, Vice-President, Secretary, and Treasurer (CFO) their responsibilities of the day-to-day implementation of the policies set by the Board.

(a) The Board specifically reserves the right to approve all capital expenditure in excess of \$500.00, all contracts of employment and all other expenditures of any individual sport.

(b) Changes in sport affiliation, including the addition or deletion of any sport or activity, must be approved by a majority of the voting members of the board at any regular meeting of the Board of Directors.

4.7 The Executive Committee shall be composed of the President, Vice President, Secretary, Treasurer, and Director of Communications and shall act in the place of the Board on policy matters on an emergency basis that requires immediate action. Any action taken by the executive committee is subject to ratification at the next regular or special meeting of the Board of Directors.

4.8 All Board Members shall be bonded for \$25,000.00

4.9 The Officers:

(a) ***The President***

(I) Shall be the Chief Executive Officer of the Association and Chairman of the Board of Directors charged with the responsibility of supervising all of its functions subject to the orders of the Board of Directors.

(II) Shall be responsible for each participant in the association carry out the implementation of the total Association program and see that the policies set by the Board are implemented.

(III) Shall act as a liaison with Gwinnett County in all field assignment and other matters relevant to the operation of the Association.

(IV) Shall have the power to appoint Standing and Special Committees and serve as an ex officio member of all committees except the Nominating Committee.

(V) Is authorized to sign all checks.

(VI) Shall oversee that all members of the Executive Board are acting in accordance with these by-laws of BPYAA.

(b) *The Vice President (VP)*

(I) Shall assume the duties of the President when the President cannot perform them and

(II) Assist the President in the furtherance of his duties as might be required by the President. The Vice President is authorized to sign checks if the President is unavailable.

(III) Shall be responsible for the purchasing and maintaining (along with concessions director) of the concession stand. Including, shall oversee and coordinate selection of all vendors used by BPYAA, making sure they have the proper insurance and are approved by the county.

(IV) Shall oversee the registration of all sports.

(V) The VP shall coordinate fundraisers for all the sponsored sports of (BPYAA).

(VI) Shall ensure that all Sports Directors are following the Operational Guidelines for those sports and in accordance with the By-laws of BPYAA.

(c) The Secretary

(I) Shall be responsible for keeping all books and records of the Association in an organized, concise fashion, including the minutes of meetings of the membership, and Board of Directors.

(II) Shall be responsible for coordinating the time and location of Board of Directors meetings and membership meetings, including arranging and booking the meeting places for any meetings of the membership, board of directors and committees.

(III) Shall serve as a Parliamentarian at these meetings or shall appoint someone to so serve

(IV) Shall provide such other assistance to the President and Vice President as may from time to time be required

(V) Shall be responsible for making sure that all volunteers have a background check run and a database is created (once a background check is done it is good for three years)

(d) The Treasurer

(I) Shall be the Chief Financial Officer of the Association, shall collect all monies and shall have the care and custody of all funds and property of the BPYAA.

(II) Shall have and keep accurate financial records of disbursements and receipts of any money had and received by the Association or its committees from whatever sources.

(III) Shall coordinate the receiving and depositing of all fund-raising, registration and sponsor money, and co-sign checks with the President or Vice President.

(IV) Shall submit an updated financial report to the board at least four times per year, as well as at the Annual Meeting of the Members,

(V) Audit the concessions, fundraisers, and other money-raising events sponsored by the Association on an as needed basis.

(VI) Shall assist the President, Vice President, and Secretary as may from time to time be requested.

(e) *The Director of Communications*

(I) Shall be responsible for the association communication and developing all communication tools including association newsletter, web page, e-mail lists, press notices, fliers, etc.

(II) Shall be responsible for the updating of the Website calendar. Working closely with the Sports Directors on dates

(f) *The Director of Concessions*

(I) Shall be responsible for approving of all orders, prices and items to be sold in the concessions. Each Concessions Manager will report to the Concessions Director.

(II) Shall have the responsibility of implementing policy and procedures for the concessions with Executive Board approval.

4.10 *The Sports Directors*

(a) Shall be responsible for all matters related to the playing or scheduling of their respective sports. This includes establishing and maintaining the rules and regulations for that sport, handling issues of field utilization, fund raising events, uniform purchase, tournaments and coaches clinics.

(b) Shall attend all necessary district and state sports meetings for their respective sport and league

(c) Shall be that sports representative on the Board of Directors

(d) Shall have the responsibility for coordinating with the Board of Directors the policy for field assignment, coach selection process, budget approval process, equipment manager process, as well as the implementation of other policy asking decision rendered by the Board

(e) Shall act as the Chief Executive Officer for that sport and shall have the right to make day-to-day decisions regarding that sport subject to the policy making decisions set by the Board of Directors.

(f) Shall be responsible for training coaches for their respective sports

(g) Shall have responsibility for maintaining Operational Guidelines and Rules and Regulations for their respective sport.

4.11 Each sport shall have a governing body, which is established in its Operational Guidelines.

4.12 The Association shall indemnify each person who acts as an Officer or Director of the Association against expenses actually and necessarily incurred in the defense of any action, suit or proceeding in which such Officer or Director is made party by virtue or service as such Officer or Director.

4.13 The Board of Directors shall fill any vacancy on the Board by majority vote at the next regular meeting. The appointment shall stand until the next election at the Annual Meeting.

4.14 All elected and appointed officials of BPYAA or one of its sports boards, and all official Head Coaches and Assistant Coaches of any sport, shall have a background check completed per the BPYAA Background Check Policy. Each individual shall be checked at least every 3 years in order to ensure the safety and integrity of the members of BPYAA are protected. Records of all background checks shall be maintained for a period of 3 years by the BPYAA Secretary, and shall be kept confidential.

ARTICLE V – ELECTION OF OFFICERS

5.1 The President shall appoint a nominating committee of five (5) members, three (3) from the general membership and two (2) from the current board. This committee shall present a slate of Officers and Directors to fill expiring terms to the Board no later than ten (10) days prior to the annual meeting. The Executive Board shall make public the slate of nominees no later than seven (7) days prior to the annual meeting. Only current members, in good standing, are allowed to be placed on the ballot. Any member under current suspension is not allowed to run for an elected position.

5.2 Additional nominations may be made from the floor at the annual meeting.

5.3 The names of all nominees will be entered on a single ballot and submitted to the membership present at the annual meeting. Only current members will be allowed to vote. The nominees getting the greatest number of votes will be deemed to have been elected as the new Board of Directors. Each member of the Association, in good standing, over the age of 18 shall be entitled to one vote.

5.4 The Elected Board of Directors shall serve for 12 months, with some exceptions made for start up sports.

5.5 After the initial and first subsequent election; In order to be placed on the ballot for a Sport's Director position, a person must have previously coached, as a head coach or assistant coach, a BPYAA team in that sport for a minimum of two of the five seasons preceding his or her election to the Director Position. Director of the respective sport may coach a team for that sport.

5.6 After the initial election; In order to be placed on the ballot for President of BPYAA, a person must have previously been an elected member of the Board.

5.7 Elected Officials shall take office at the first meeting, following the annual election. The first meeting must take place within 30 days of the election. A transition period of no more than 30 Days may be used in order to make smooth exchange of Officer's responsibilities.

5.8 A list of names addresses and phone numbers of all Board members shall be sent to Gwinnett County Parks and Recreation Division Area Supervisor within thirty (30) days of the election.

5.9 If a Board member or officer resigns during their term; they may not be appointed or elected to the Board, as an officer, or to a committee until one calendar year has passed from the date of their resignation, unless first approved by the Board to stand for election

ARTICLE VI-FINANCES AND RECORDS

The Board is authorized to assess each sport a general administrative expense or other such fees and expenses in order to maintain sufficient operating revenue for the administrative expenses of the Board or in order to insure the continued operation of all programs. The Board is also specifically authorized to establish a capital reserve fund to require each sport to have its participants pay into the capital reserve fund, such funds as may be voted on by the Board from time to time in order to ultimately reserve enough funds to acquire on behalf of the Association such practice facilities as may be in the Association's best interest.

6.1 The President shall establish an Audit Committee consisting of at least three (3) members of the Association. The committee's membership shall change annually. The Audit Committee shall review the financial records of the Association and shall make a report at the annual meeting regarding the financial records of the Association to its members.

6.2 Any member may inspect all books and records of the Association at any reasonable time upon written demand, stating such purpose. Copies of such records shall be furnished upon the paying of the costs associated with compiling it.

6.3 All checks signed by anyone on behalf of the Bryson Park Youth Athletic Association must bare two (2) authorized signatures.

6.4 Each sport shall establish and maintain its own financial accounts.

- (a) Policies and procedures for utilization of the funds for that sport are subject to approval of the Board, and shall be reviewed by the BPYAA Treasurer at least quarterly on a regular basis.
- (b) All expenses incurred on behalf of a particular sport that are less than \$2500 must be approved by Sport's Director and Treasurer prior to being incurred.
- (c) Expenses greater than \$2500 must have the approval of the respective Sport's Board and Treasurer.

- (d) All expenses greater than \$10000 must have the approval of the BPYAA Executive Board after being approved by the Sport's Board and Treasurer.
- (e) All day-to-day activities for that sport should be addressed through this account.
- (f) Upon conclusion of the season any excess funds, not earmarked for operating expenses, that remain in the account should be allocated to a "Park Improvement Fund" for each sport and reinvested in the Bryson Park facility in order to improve the playing experience for the membership.

6.5 If a coach is suspended for a year, that person will lose the right to serve as a current volunteer, elected or appointed position that they may hold. This person will also be ineligible to run for any volunteer positions elected or appointed board positions for the duration of the suspension. All suspensions, to include any suspension administered by BPYAA or any other sports governing organization recognized by BPYAA.

ARTICLE VII - AMENDMENTS BPYAA OPERATING DOCUMENTS

The By-Laws

7.1 The By-Laws of the Association may be subjected to amendment, by the membership during any General meeting. Passage of the amendment must be by a membership majority vote. It shall be required that any proposed amendment to the by-laws, regardless of sponsor, be submitted in writing to the Board of Directors at least two (2) weeks prior to the meeting.

7.2 The Articles of Incorporation of the Association may be amended by a majority, less Abstentions of the membership present at any annual meeting of the Association, provided the proposed amendment to the Articles of Incorporation have been submitted in writing to the Board of Directors at least two weeks prior to the meeting.

7.3 Each Sports Director shall conduct an annual review of that sport's Operational Guidelines and Rules and Regulations, and update them accordingly. In order to make any changes to the Operational Guidelines official, the changes must first be approved by a majority vote of the Sport's governing body, and then by a majority vote of the Board. Should it be determined that during the course of the year that specific issues need to be addressed in a Sport's Operational Guidelines, individual items can be voted on by the Sport's governing body, but must be approved by a majority vote (2/3) of the Board in order to be implemented. Rules and Regulations will be managed by and subject to a majority vote of the governing body of the sport, with oversight by the Board only if an item is in dispute by a member of the organization.

ARTICLE VIII – DISSOLUTIONS CLAUSE

8.1 In The event of DISSOLUTION of the Association all moneys and property will be donated wither to Gwinnett County Parks and Recreation to be used exclusively for the benefit of the children in the BYPAA, LILBURN area or to a successor association that may be formed to take the place of this Association.