

# SCAA

**Swift Creek Athletic Association  
Midlothian, Virginia  
BY-LAWS**

**Article I  
NAME**

The name of the corporation is the SWIFT CREEK ATHLETIC ASSOCIATION, hereafter referred to as the “Association”.

**Article II  
PURPOSE AND OBJECTIVES**

The purposes of the Association are as stated in the Second Article of the Association’s Articles of Incorporation. In support of such purposes it shall be the objectives of the Association to implant firmly in the youth of the community the ideals of good sportsmanship, teamwork, leadership, honesty, loyalty, courage and reverence by providing a well-supervised program of competitive athletic and associated events. All agents, officers, and employees of the Association will be expected to emphasize the well-being and instruction of the youth participants as the first and overriding priority taking into consideration the health, welfare, and ability of each individual.

**Article III  
PARTICIPATING FAMILIES**

1. Adults applying for family participation in the Association shall by their application be deemed to have agreed for themselves and their family to comply with the Association’s Articles, By-Laws, and Rules in addition to those of any local, national, and/or international organization with which the Association is or becomes affiliated (for example, Chesterfield Baseball Club, Chesterfield Girls’ Softball League, Chesterfield Basketball League, Chesterfield Quarterback League).
2. Any family shall be eligible for participation in the Association upon payment of the annual fee prescribed in Paragraph 4., Article VIII, MISCELLANEOUS. Payment of the fee shall entitle eligible family to participate in Association activities upon compliance with the further rules of the Association.

**Article IV  
BOARD OF DIRECTORS**

1. General Powers. The business, property and affairs of the Association shall be managed by a Board of Directors.
2. Specific Powers. The Board of Directors shall have the power to:
  - A Establish, publish, and implement rules and regulations necessary to promote and conduct the activities of the Association;

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- B Levy such fees as may necessary to promote and conduct the activities of the Association;
  - C Create subsidiary committees to aid in the administering the various activities of the Association;
  - D Exercise for the Association all powers, duties, and authority vested in or delegated to the Association.
3. Duties. It shall be the duty of the Board of Directors to :
- A Cause to be kept to a complete record of all its acts and corporate affairs;
  - B Supervise all officers, agents and employees of the Association, and to see that their duties are properly performed;
  - C Fix the amount of the fees for participation in activities sponsored by the Association;
  - D Cause all officers or employees having fiscal responsibility to be bonded as it may deem appropriate; and
  - E File such annual reports as may be required by the State Corporation Commission, the laws of the Commonwealth of Virginia and the United States of America.
4. Number and Tenure.
- A The number of Directors shall be eleven (12). They shall be elected by the Directors then in office and Members in good standing at the annual meeting of the Board of Directors. At such annual meetings Directors shall be elected for a one (1) year term.
  - B The Administrators elected as provided in Article V, OFFICERS AND THEIR DUTIES shall be ex-officio Directors of the Association. Their terms as Officers shall commence with their election as Administrators (whenever in the calendar year this may occur) and shall continue until their successors are elected. In the event an elected Director is also chosen as one of such Administrators, his term and position on the Board shall be determined by his being an elected Director and he shall have no additional vote as a Director because of his position as an Administrator.
  - C Any vacancy occurring in the Board of Directors caused by the removal or resignation of a Director prior to the expiration of his normal term shall be filled at the next meeting of the Board of Directors by majority vote of the remaining Directors. Any Director appointed to fill such a vacancy shall serve until the expiration of the term of the Director whose position he was appointed to fill. Two members of the same immediate family or household may not serve on the Board of Directors simultaneously.
5. Chairman of Board of Directors. The President of the Association shall serve as the Chairman of the Board of Directors. The Secretary of the Association shall serve as the Secretary of the Board of Directors, and the Vice President of the Association shall serve as the Vice Chairman of the Board of Directors.
6. Absence of Director. A Director who is absent from three (3) consecutive regular meetings of the Board of Directors without valid cause may be removed by a vote of the majority of the membership of the Board of Directors; provided that the Boards of Directors cause to be transmitted to such Director, upon his being absent from two (2) consecutive such meetings, notice in writing at least five (5) days prior to the third meeting, of the contemplated action of the Board of Directors, should he fail to attend the third such meeting or fail to furnish a sufficient explanation of his absence. The

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sufficiency of such explanation shall be determined by the Board of Directors and its determination shall be final.

7. Meetings of Directors.
  - A Regular Meetings of the Board of Directors should occur on a routine basis, i.e. first Sunday of each month. The Board of Directors shall meet no less than nine times per calendar year.
  - B Annual meetings of the Board of Directors shall be held on or about the last Sunday in February of each year. The Board of Directors may provide by resolution providing for conduct of additional regular monthly meeting of the Board of Directors without any other notice.
  - C Special meetings of the Board of Directors may be called by the President or by any three Directors by giving notice thereof as required by Section 8, Notice of this Article IV. The persons calling a special meeting of the Board of Directors may fix any reasonable location as the place for the holding of such special meeting.
8. Notice. When notice of any meeting of the Board of Directors is required, such notice shall be given at least three (3) days previous to such meeting by written notice delivered to the residence of each Director or sent by mail to each Director at his address as shown on the records of the Association. If mailed, such notice shall be deemed delivered when deposited postage prepaid in the United States mail in a sealed envelope properly addressed. Any Director may waive notice of any meeting before or after the time of the meeting stated therein and attendance of a Director at any meeting shall constitute a waiver of such meeting except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting, unless specifically required by law, the Articles of Incorporation, or these By-Laws.
9. Quorum. A majority of the then serving Board of Directors attending in person or by proxy shall constitute a quorum for the transaction of business at any meeting or the Board of Directors; but if less than a majority of the Directors are present at said meeting, a majority of the Directors present may adjourn the meeting without further notice.
10. Manner of Acting. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, except as otherwise specifically required by law, the Articles of Incorporation, or these By-Laws.
11. Compensation. Directors, as such, shall not receive any stated salaries for their services, but by resolution of the Board of Directors may be reimbursed for their actual expenses incurred in the performance of duties as Directors.
12. Proxies. Each Director is entitled to vote in person or by proxy at all meetings of the Board of Directors. All proxies shall be executed in writing by the Director and filed with the Secretary. No proxy shall extend beyond the date of the meeting for which it is given.

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## Article V

### OFFICERS AND THEIR DUTIES

1. Officers.
  - A. The Officers of the Association shall be a President, Vice President, Secretary, Treasurer, Publicity Chairman, and the Administrators of each of the following activities: Baseball, Boys' Basketball, Girls' Basketball, Football, Girls' Softball, Cheerleading and Track. Additional officers may be established, from to time, as deemed necessary by the Board of Directors to carry out the Association's objectives.
  - B. No Officer shall receive compensation for any service they may render to the Association; however, they may be reimbursed for their actual expenses incurred in the performance of their duties, upon approval of the Board.
2. Election of Officers. The election of Officers shall take place at the annual meeting of the Board of Directors following the election of Directors, as may be necessary, for the new year of the Association. An Administrator's office not filled at such annual meeting due to a lack of candidates deemed qualified by the Board of Directors shall be filled as soon thereafter as a qualified candidate can be found.
3. Term of Office and Vacancy. Officers shall be elected for a one (1) year term which shall expire at the next annual meeting of the Directors. The President shall serve his term in office at the pleasure of the Board. A vacancy in any office arising because of death, resignation, removal or otherwise, may be filled by the Board of Directors by majority vote for the unexpired portion of the term.
4. Removal. Any Officer may be removed by the Board of Directors whenever in its sole judgment the best interest of the Association will be served thereby.
5. Resignation. Any Officer may resign at any time by giving written notice to the Board of Directors, the President or the Secretary. Such resignation shall take effect on the date of the receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall be not necessary to make it effective.
6. Duties.

The duties of the Officers are as follows:

  - A. President
    - a. Preside at all meetings of the Association and of the Board of Directors.
    - b. Appoint all committees with approval of the Board for the effective operation of the Association.
    - c. Rule on all protests and disputes.
    - d. Act as chief executive officer of the Association responsible for all its affairs.
    - e. Sign all documents to bind or obligate the Association.
    - f. Assure orders and resolutions of the Board are carried out, and other Officers and Agents perform their duties and responsibilities.
    - g. Assure that the filings of annual reports as may be required by the State Corporation Commission, the laws of the Commonwealth of Virginia and the United States of America (i.e. IRS Tax Documents) are completed and submitted as required.

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- h. Act as final authority on interpretation of rules.
  - i. Coordinate all operations of the Association.
  - j. Co-sign checks for expenditures of the Association which are drawn by the Treasurer in excess of One Thousand Dollars (\$1,000), unless the expenditures are intended for equipment and/or fees of a sport.
  - k. Ex-officio member of all committees.
- B. Vice President
- a. Conduct the Association's affairs in the absence of the President.
  - b. Assist President as directed in conducting the affairs of the Association.
  - c. Serve as coordinator/liaison of committees appointed by the President.
  - d. Co-sign checks for expenditures of the Association which are drawn by the Treasurer in excess of One Thousand Dollars (\$1,000), unless the expenditures are intended for equipment and/or fees of a sport.
- C. Secretary
- a. Maintain in full the minutes of all meetings of the Association's Board of Directors.
  - b. Maintain a complete record of all activities and corporate affairs, including permanent and legal papers.
  - c. Prepare and send notices of meetings and minutes to the Board of Directors.
  - d. Prepare and distribute necessary written correspondence as directed by the President or the Board of Directors. Also includes other duties relative to the office.
  - e. Transfer to successor all records, equipment etc., belonging to the Association.
  - f. Co-sign checks for expenditures of the Association which are drawn by the Treasurer in excess of One Thousand Dollars (\$1,000), unless the expenditures are intended for equipment and/or fees of a sport.
- D. Treasurer
- a. Receive and deposit in appropriate bank accounts, as directed by the Board, all monies of the Association.
  - b. Disburse such funds for expenditures of the Association that are One Thousand Dollars (\$1,000) or less, unless the expenditures are intended for equipment and/or fees of a sport.
  - c. Co-sign all checks with the President, Vice President, or Secretary (as may be available) for expenditures of the Association that exceed One Thousand Dollars (\$1,000), unless the expenditures are intended for equipment and/or fees of a sport.
  - d. Maintain proper account of all funds received and disbursed by the Association.
  - e. Provide financial statements to the Board at each regularly scheduled meeting.
  - f. Make available all books and financial records for audit.
  - g. Assure all bills approved by President and Board are paid in a timely manner by check only.

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- h. Perform other duties relative to the office as may be authorized by the President and/or Board.
  - i. Transfer to successor all records, funds, etc., belonging to the Association.
- E. Publicity Director
- a. Act as Chairman of the Publicity Committee.
  - b. Collect all information pertaining to the activities of the Association for the promotion of the Association; and provide such information to press, radio, TV, and/or any other sources of public information.
  - c. Establish and distribute a publicity program for each sport.
  - d. Arrange promotional campaigns that will publicize the Association.
  - e. Perform other duties relative to the office as may be authorized by the President and/or Board.
  - f. Coordinate and direct all fund raising activities of the Association.
  - g. Transfer to successor all records, funds, etc., belonging to the Association.
- F. Administrators of Baseball, Girls Basketball, Boys Basketball, Football, Girls Softball, Cheerleading, and Track
- a. Direct the sport for which each Administrator is designated with the help of assistant(s) as approved by the Board of Directors.
  - b. Act as voting representative to the affiliated local organizations for the Association (for example, Baseball-Chesterfield Baseball Club, Inc.; Basketball-Chesterfield Basketball League; Football-Chesterfield Quarterback League; Girls Softball-Chesterfield Girls' Softball), and report in writing to the Board of Directors of actions taken. If the office of Administrator of a particular activity is vacant for any reason the voting representative of the Association of the affiliated local organization shall be the President or his designee.
  - c. Advise and keep Board aware of all activities associated with sport.
  - d. Prepare proposed budget for sport, direct registration, attend league meetings, coordinate activities with Equipment and Publicity Chairmen.
  - e. Organize teams upon completion of registration.
  - f. Order, distribute, store, return and inventory all equipment owned by the Association.
  - g. Maintain accurate records on issued equipment such as a roster of distribution.
  - h. Purchase and distribute equipment as authorized by the Board of Directors.
  - i. Act as head of Coaching Committee for their sport and present names of coaches to the Board of Directors for approval.

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## Article VI COACHES

1. It is recommended that a Board of Coaches shall be formed for each sport in which the Association participates consisting of three (3) persons. The Chairman shall be the Administrator of that sport who shall appoint two (2) other persons with the approval of the Board of Directors.
2. The Board of Coaches should have the following responsibilities:
  - A. Selection of managers, coaches, sponsors, and assistant coaches for each team or squad.
  - B. Assure teams are properly selected, avoiding the possibility of “stacked” teams.
  - C. Handling complaints (made in writing and signed by the complainant) against coaches, managers, sponsors, or assistant coaches with recommendations for a solution forwarded to the Board of Directors for proper disposition.
  - D. Assure coaches are aware that they have full charge and responsibility for the operation of their teams for compliance with the Association’s and affiliated organizations Articles, By-Laws, Rules and Regulations.

## Article VII AMENDMENTS

1. These By-Laws or any portions thereof, may be amended or repealed by a two-thirds vote of the them serving Board of Directors at any duly constituted meeting provided that written notice of such proposed changes be mailed to each member of the ten serving Board of Directors at least seven (7) days prior to the meeting at which such proposed changes shall be submitted to vote.
2. In the case of any conflict between the Articles of Incorporation and the By-Laws, the Articles shall control.

## Article VIII MISCELLANEOUS

1. Fiscal Year. The fiscal year of the Association shall begin on the first day of March and end on the last day of February in each year.
2. Financial Statement. The Board of Directors shall cause to be prepared, at least fifteen (15) days prior to the annual Board of Directors Meeting of the Association, a statement of the physical and financial condition of the Association covering the previous fiscal year, and a consolidated balance sheet showing the assets and liabilities of the Association.
3. Annual Report. Between January 1 and March 1 of each year the Association shall file an annual report with the State Corporation Commission, as required by Section 13.1-282 of the Code of Virginia (Cum. Supp. 1977). Such report shall be made on forms supplied by the State Corporations Commission and shall supply all the information required by the foregoing statute.

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4. Membership Fee: The annual membership fee for a family no longer applies. In order to obtain monies for running the association, monies for stamps, PO Box fees, SCC Registration fees, Lawyer fees, etc.,; five percent of the fees collected for registration into each sport is assigned to Administering the Association.

**END**