

ARCHER ATHLETIC ASSOCIATION BYLAWS

“Earning Stripes with Pride and Character”



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Archer Athletic Association By-Laws

Article I - Name and Purpose

1.1 The name of this non-profit organization shall be **Archer Athletic Association, (AAA)**.

1.2 The primary purpose of this non-profit, voluntary organization hereinafter referred to as AAA or "The Association", is to promote, encourage, direct, and operate athletic programs for the children and youth of the Archer Community in Gwinnett County Georgia. The Association will strive to promote good sportsmanship through its athletic programs and activities. AAA goals include the teaching of proper skills and techniques, instructing the principle of good sportsmanship, emphasizing physical fitness, providing an opportunity for fun and enjoyment, the development of a teamwork attitude, promotion of pride in one's sense of accomplishment, recognition in one's shortcomings, the acceptance of defeat, and the joys associated with winning. The Association will not discriminate against any persons wanting to participate in an offered activity. The recreational and athletic activities will include, but will not be limited to, the operation of football, cheerleading, basketball, baseball, softball, soccer, and lacrosse.

1.3 It should always be realized by all adults associated with AAA that its programs are designed as a recreational outlet solely for the enjoyment of youngsters. It is not intended as a hobby for adults seeking to inflate egos or to live vicariously through the child. AAA emphasis is on participation rather than on perfection.

1.4 In keeping with the community tradition, the official colors of AAA will be Red and Silver with an accent of White. The Official mascot will be the Tiger; the Executive Board of Directors will uphold the current logo and colors.

Article II - Membership and Dues

2.1 Any person(s) having an active participant in the Archer Athletic Association is eligible for membership. Membership in AAA is defined by a registered participant with AAA and/or a board member. Membership is valid for one year from the last paid registration or until a board member's term has expired. Multiple registrations constitute one membership per family annually and receive two votes at elections or special meetings. In the absence of having an active participant, eligibility for membership rests with the Executive Board of Directors. An annual fee may be assessed by the Executive Board of Directors for those persons approved for membership.

2.2 Archer Athletic Association shall at all times observe federal laws which apply to non-profit organizations as defined in Article 501(c)(3) of the Internal Revenue Code and all state laws which apply to tax-exempt organizations.

2.3 The Board of Directors shall at all times have the full power and authority to expel from membership any person or persons whose activities might be termed detrimental to, or inconsistent with, the by-laws, Code of Conduct, and/or the basic principles of this Association. Reinstatement to AAA in any capacity must be voted on by the Executive Board of Directors.

2.4 A registration fee shall be charged for participation in each sport and/or activity at the rate specified by the respective sports boards based on budget requirements and approved by the Executive Board of Directors. All registration fees collected from all programs and activities shall be deposited in the Association's general fund. Expenditures must remain within the budget guidelines approved by the Executive Board of Directors. Expenditures exceeding this budget must be approved by the Executive Board of Directors, which will be based on the present overall financial position of the Association. All registrations after posted dates will be approved on a case-by-case basis by each sports board, and placement will be determined at that time.

2.5 The refund policy shall be as follows:

AAA has adopted a NO REFUND policy. All appeals must be submitted in writing to the Executive Board of Directors.

2.6 Members of AAA, including all Coaches, Assistant Coaches, Board Members, Directors, Age Group Coordinators, Officials, Parents, Spectators, and Participants shall at all times conduct themselves in such a manner so as not to bring discredit on AAA or any of its members. Conduct by spectators or coaches, including but not limited to outbursts that demean or belittle the players or those officiating the game, has no place in AAA program and will not be tolerated. All who are associated with AAA, including Coaches, Assistant Coaches, Board Members, Directors, Age Group Coordinators, Officials, Parents, Spectators, and Participants hereby agree that such goals constitute the Code of Conduct of AAA and understand that actions that conflict with this Code of Conduct may in the sole discretion of AAA Board of Directors, constitute grounds for suspension or expulsion of the Coach, Assistant Coach, Board Member, Director, Age Group Coordinator, Official, Parent(s), Spectators, and Participants.

Article III - Meetings

3.1 A meeting of the members for the election of Executive Board Officers and Sport Board Officers shall be held annually. The annual meeting shall be held on the 1st or 2nd Tuesday of December. All elected positions shall take office beginning the 3rd Saturday of December with the exception of Basketball they shall take office the 3rd Saturday of March.

3.2 Order of Business at Board of Directors Meetings

- a) Roll Call.
- b) Reading and approval of the Minutes of the preceding meeting.
- c) Old and Unfinished Business.
- d) New Business.
- e) Confirm the time and place of the next Board of Directors Meeting. f) Adjournments.

3.3 Special called meetings for any boards of sports shall be held on an as-needed basis or as called for by the President and one other officer or by the majority of the Executive Board.

3.4 Public notice of the time and place of all annual meetings shall be given not less than fourteen (14) days prior to the date set for such annual meeting. Notification of this meeting will be via an email to all members on the current roll and posted on the association's website. If applicable it will be posted at the concession stand area in the ballpark and, on any roadside sign in front of the ballpark or at any event of the Association taking place prior to the meeting.

3.5 Any number of members present in excess of twenty-five (25) at any called Association meeting of the general membership constitutes a quorum. Voting shall be by majority vote cast in person. No proxy voting is allowed.

3.6 Regular meetings of the Board of Directors shall take place on an as-needed basis, at least four (4) times per year. These meetings will be open to the membership at large for attendance.

3.7 A quorum for the transaction of business at any regular or special meeting of the Board of Directors shall consist of one more than half of the voting members of the Board of Directors. The act of a majority of the Directors at a physical meeting in which a quorum exists shall be considered an act of the entire Board of Directors. A written report of the business transacted at each Board meeting shall be made by the Secretary at the next meeting of the Board of Directors.

3.8 An Officer of the Association may be removed by a two-thirds vote of the Executive Board whenever in their judgment the best interests of the Association will be served by the removal. Reinstatement to AAA in any capacity must be voted on by a majority vote of the Executive Board.

3.9 All meetings of the Association and its committees shall be conducted pursuant to Roberts Rules of Order with the President/Director or the President's/Director delegate responsible for the implementation of parliamentary procedure necessary for the orderly conduct of any meeting.

Article IV – Election of Officers and Terms

4.1 Election of Executive Board officers and Sports Board officers shall be held on the 1st or 2nd Tuesday in December of each year at the annual meeting of the Association. The nominee that receives the most votes will be considered the winner of the election. Newly elected officers must be a current Member of Archer Athletic Association as defined in Article II. Members interested in running for a position on the Executive Board or Sport Boards must notify the Nominating Committee, in writing, fourteen (14) days prior to the election. A ballot will be set six (6) days prior to the election by the nominating committee. The request should be a brief personal history, their qualifications, and interests in regards to the position for which they wish to run. All elected officers must pass a background check prior to taking office. If any officer fails the background check criteria of AAA, they will not be eligible to hold office. If this occurs, the person receiving the next most votes at the election will be elected.

4.4.1 No more than one legal guardian of a participant(s) may serve concurrent terms, in an elected position within AAA, with another legal guardian of the same participant(s).

4.2 Two Thirds of the Board must reside in Gwinnett County. Nominations from the floor or write-in candidates will be allowed based on the Gwinnett County Parks & Recreation Policies and Procedures Manual.

4.3 The election of officers for AAA will be held at the annual meeting of each year. Elected offices of AAA include the Executive Board, comprised of President, Vice President/President Elect, Secretary, Treasurer, and Director of Communications. And the Sports Boards, which are comprised of the Director and Assistant. Director of each sport being offered.

4.4 Executive Board Terms: The Director of Communications and Treasurer will serve a two year term in odd numbered years. The Secretary will serve a two year term in even numbered years.

4.4a Executive Board Terms: A Vice President/President Elect will be elected every year to serve a two year term in alternating years. The first year of the Vice President/President Elect's term will be served alongside the President to become familiar with the policies, procedures, and responsibilities of the office of President. In the second year of the term, the Vice President becomes the President of AAA until the completion of their two year term.

4.5 Sport Board Terms: Director of each sports board will serve a two-year term. Asst. Director will serve a two-year term.

4.5a Newly elected Sport Board Directors must have previously served on the designated board of the sport in which they direct. New candidates may be vetted by the Nominating Committee and/or Executive Board in lieu of prior service if there is no designated board for the sport and/or no designated sport board directors wish to serve. Asst. Directors may be elected without prior service.

4.6 Executive Board officers and Sport Board officers may run for re-election.

4.7 President re-election: At the end of the President's term, he/she may request to serve an additional two year term as President. This request must be made to the Executive Board. The Vice President/President Elect will lead the Executive Board in considering the request. The requesting President will not have a vote or participate in the deliberation of the request. The following conditions must be met in order for the request to be approved: 1) the current Vice President/President Elect agrees to relinquish their position as President and complete their term as Vice President; 2) the current President agrees to commit to another two year term; and 3) the re-election is placed on the ballot at the AAA Annual Meeting and approved by vote of the membership. A new Vice President/President Elect will be elected the following year who would become President in the second year of their term.

Article V - Governance

5.1 Executive Board members shall consist of President, Vice President/President Elect, Treasurer, Secretary, and Director of Communications. These five (5) officers shall be referred to as the Executive Board. Each sport shall have two (2) elected officers and shall consist of a Director and Assistant Director of each sport offered by AAA. Each sports board will be required to appoint a minimum of a five (5) person board

(to be in place 45 days before the first practice) to help with day to day operation of their sport. The Executive board and Directors shall constitute The Board of Directors. 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.

5.2 If an Executive Board Officer or a Sport Board Director resigns during their term, they may not be appointed to a Board position unless approved by the Executive Board. No Board member shall serve in any governing capacity in any other youth recreational athletic association in direct competition with the AAA without prior approval from the Executive Board whose decision is final. No one will serve in an official capacity with AAA and also serve on the executive board of an affiliated AAA league, including but not limited to Gwinnett Football League, Gwinnett Basketball League, Greater Gwinnett Baseball League, Georgia Youth Soccer Association, or any other organized league in which AAA is a participating member unless approved by the Executive Board.

5.3 The Executive Board shall act as a liaison with the County and Gwinnett County Board of Education and administer association funds in coordination with individual sports boards, execute consent forms, process sponsorship receipt requests, obtain liability insurance for each sport, and other matters relevant to the operation of the AAA. Final decisions regarding any changes in day-to-day operations of the Sports Boards shall otherwise rest with the Sports Board officers using policies set by the individual sports boards. The Executive Board specifically reserves the right to approve all expenditures in excess of the approved annual budget for each individual sports area; all contracts entered into by the Sports Boards will require approval from the Executive Board of Directors. Executive Board shall make all final decisions regarding any changes in the sports affiliation.

5.4 The Executive Board has the power to act in the place of the Board of Directors on policy matters on an emergency basis that requires immediate action.

5.5 The Executive Board President shall be the Chief Executive Officer of the Association and the Chairman of the Board of Directors charged with the duty of supervising all its functions. The President shall vote only in the event of a tie. The President shall be responsible for:

- a) Implementation of the total Association program and shall see that the policies set by the Board of Directors and Sport Boards be carried out by each participant in the Association.
- b) Shall serve as an ex-officio member of all committees except the nominating committee.

- c) May sign checks and other legal instruments for the Association and shall be bonded for no less than \$50,000.00
- e) Will serve as an Executive Board Representative to one or more of the Sport

5.6 The Executive Board Vice President/President Elect:

- a) Shall be responsible for the fundraising programs of the Association
- b) Shall be responsible for Assisting the Director of Communications with public and community relations.
- c) Shall have all such powers and duties as generally are incidental to the position of the Vice President as may be assigned to him by the Executive Board President or the Board of Directors.
- d) Shall assume the duties of the Executive Board President when the President cannot perform them.
- e) Shall assist the Executive Board President in the furtherance of his duties as may be requested by the President.
- f) Shall in the first year of their term work closely with the President to become familiar with the policies, procedures, and responsibilities of the President.
- g) Shall in the second year of their term assume the responsibilities of President and work closely with the Vice President/President Elect to prepare them to assume the presidency of AAA when the current President's term ends.
- h) Will serve as an Executive Board Representative to one or more of the Sports Boards
- i) May sign checks and other legal instruments for the Association and shall be bonded for no less than \$50,000.00

5.7 The Executive Board Secretary:

- a) Shall be responsible for record-keeping for the Association as defined below.
- b) Records shall include all meeting minutes of the Executive Board and Board of Directors.
- c) Shall be responsible for coordinating the time and location of Executive Board, Board of Directors and General Membership meetings.

- d) Shall provide other such assistance to the Executive Board President as may be directed by the President.
- e) Shall maintain the membership roster.
- f) Shall maintain the current Executive Board officer information and Sport Board officer information and make sure Gwinnett County Parks and Recreation is kept updated.
- g) Shall be responsible for all insurance requirements for the Association.
- h) May sign checks and other legal instruments for the Association and shall be bonded for no less than \$50,000.00

5.8 The Executive Board Treasurer:

- a) Shall be the Chief Financial Officer of the Association and will be responsible for keeping accurate financial records of disbursements and receipts of all money had and received by the Association from any and all sources.
- b) Shall coordinate the receiving and depositing of all fund-raising efforts, registrations, and sponsorships.
- c) Shall submit financial reports to the Executive Board, Board of Directors, and Sports Boards Directors and Sports Boards on a monthly basis.
- d) Shall provide financial reports at the Annual Meetings of the Association
- e) Shall have audited all financial records of the Association on an as-needed basis, or on a random basis as determined by the Board of Directors.
- f) Shall review and approve along with the Executive Board all budgets submitted by the individual Sports Boards.
- g) Shall provide other such assistance as required by the Executive Board President, Vice President, and Secretary.
- h) May sign checks and other legal instruments for the Association and shall be bonded in an amount no less than \$50,000.00

5.10 Director of Communications:

- a) Shall be responsible for public and community relations
- b) Shall assist the Executive Board Vice President in the furtherance of his duties as may be requested by the Vice President in relation to the community.

5.11 Immediate Past President:

- a) The Immediate Past President may serve as an advisor to the Executive Board at the request of the incoming President.
- b) The Immediate Past President shall be a non-voting member of the Executive Board and shall have no authority to act as a representative of the board in any financial or contractual transactions or obligations.
- d) The Immediate Past President may be assigned honorary duties and functions as directed by the Board of Directors and/or Executive Board.

e) The Immediate Past President serves at the pleasure of the current President who may extend or end the Immediate Past Presidents service at will.

5.12 The Sports Boards shall be the day-to-day decision-making board for their sport and have voting rights on their respective board. Each Board can make appointments to their Boards based on the needs of the individual sport (refer to 5.1). All appointments to Sport Boards shall be approved by the Executive Board. Appointed positions do not have voting privileges on issues brought before the Executive Board.

5.13 Sports Directors:

- a) Shall consult with their respective sports boards and be responsible for all matters related to the playing and scheduling of their respective sports.
- b) Shall be responsible for coordinating post-season activities.
- c) Shall attend all necessary District, State, and County meetings.
- d) Shall be the sport's board representative on the Board of Directors and have voting privileges at the Board of Director Meetings and may assign their voting duties to another elected member of their sport's board in their absence at a Board of Director meeting.
- e) Shall have the responsibility for coordinating with the Board of Directors the policy for field assignments, budget approval process, equipment management process, as well as other policy-making decisions rendered by the Board of Directors or Sports Boards.
- f) Shall act as the Chief Executive Officer for their respective sport.
- g) Shall be responsible for selecting and training the coaches for their respective sport.
- h) Shall prepare the annual budget for their respective sport at least 30 days in advance of that sport's opening for pre-season registration and submit it to the Executive Board for approval.
- i) Shall have voting privileges on their respective sport board decisions, policies and procedures.

5.13 Assistant Directors:

- a) Shall assist the Director of that sport in the furtherance of his or her duties as may be requested by the Director of that Sport.
- b) Shall have all such powers and duties as generally are incident of the position of Assistant Director.

- c) Shall assume the duties of the Director of that sport when the Director cannot perform them
- d) Shall have voting privileges on all of their Sport Board decisions, policies and procedures.

5.14 The Executive Board is authorized to assess each sport a general administrative expense or other such fees in order to maintain sufficient operating revenue for the administrative expenses of the Board of Directors and the Association in order to ensure the continued operation of all programs. The Board of Directors 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 may be voted on by the Executive Board from time to time in order to ultimately reserve enough funds to acquire on behalf of the Association such facilities as may be in the Association's best interest.

5.15 The Executive Board shall fill any vacancy on the Executive Board or Sports Board by appointment and this appointment shall stand for the remainder of the unexpired term. The appointment must be voted on by a majority of the Executive Board.

5.16 Each Sport Board will set policy and procedure with regards to the coaching selection process as well as the policy to be eligible to coach in AAA. This policy will require approval by the Executive Board.

5.17 Background checks will be conducted on all Executive Board members, Sport Directors, Assistant Directors, Sport Treasurers and any volunteer with direct responsibility for coaching minor participants, or who has responsibility for collecting and disbursing funds on behalf of a sport or AAA.

5.18 Operation of concessions will be decided by the Executive Board.

Article VI - Dissolution's Clause

6.1 In the event of the dissolution of the Association, all money and property will be donated either to Gwinnett County Parks and Recreation to be used exclusively for the benefit of the children in the AAA area or to a successor association that may be formed to take the place of this Association. If such a guarantee cannot be made by Gwinnett Parks and Recreation than all monies and property of the Association will be donated to an organization (s) as voted on by the Executive Board of Directors.

Article VII - Board Member Attendance

7.1 All members of the Executive Board and Sport Boards are expected to be in attendance at all Board of Director meetings, their respective Sport Board meetings whether it is a regularly scheduled meeting or a meeting called by the President/Director. If a Board Member cannot attend a meeting, he/she must notify the President or Director of their respective Sport Board the Vice President or Secretary at least eight (8) hours before the meeting begins. Failure to notify the above people, and failure to attend the meetings, will be handled by the President as follows: (This is per year)

First Offense: The member must submit in writing to the Board of Directors or respective Sport Board the reason for his/her absence and intentions on where he/she stands with serving as a Board of Directors Member, or respective Sport Board Member.

Second Offense: The member must state his/her reason for absence to the Board of Directors or respective Sport Board in person at the next scheduled Board meeting and request permission to remain on the Board.

Third Offense: The member will be removed from his/her position on the Board of Directors and the Sport Board within seventy-two (72) hours after the vote. It will be required that after removal from office, all correspondence, material, receipts, financial data, equipment, monies due, etc. with respect to The Association must be returned to the Association within seven (7) days. Returns must be made to a member of the Executive Board.

Article VIII - Gwinnett County

8.1 Archer Athletic Association, Inc. agrees to adhere to any rules and regulations set forth by the Gwinnett County Parks and Recreation Division as may be from time to time amended.

Article IX - Election of Officers

9.1 Election of Executive Board officers and Sports Board directors shall be held on the 1st or 2nd Tuesday in December of each year at the annual meeting of the Association. Each elected official must receive a majority vote. Nominees receiving less than 10% of the total cost will not be considered in any run-off rounds. If a run-off round is necessary the nominee in a run-off round that receives the most votes will be elected. Members

interested in running for a position on the Executive Board or Sport Boards must notify the Secretary or the Nominating Committee, in writing, fourteen (14) days prior to the election. A ballot will be set six (6) days prior to the election by the nominating committee. The request should be a brief personal history, their qualifications, and interests in regards to the position for which they wish to run. All elected officers must pass a background check prior to taking office. If any officer fails the background check criteria of AAA, they will not be eligible to hold office. If this occurs, the person receiving the next most votes at the election will be elected.

9.2 Nominations from the floor will be allowed based on the Gwinnett County Parks & Recreation Policies and Procedures Manual. Two-Thirds of the Board must reside in Gwinnett County.

Article X - Legal Instruments

10.1 All checks issued by the Archer Athletic Association, Inc. must bear a signature of a member of the Executive Board. Each Executive Board member of the Association will be bonded for a minimum of \$50,000.00 conditioned upon the performance of the duties of the office. A check exceeding \$500.00 dollars must be approved by two members of the Executive Board.

Article XI – Compensation

11.1 All Executive Board Officers and Sport Board Officers shall serve without compensation of financial remuneration of any kind. This includes but is not limited to free/discounted registration, free/discounted pictures or free/discounted uniforms. Each Executive Board Officer and Sport Board Officers is prohibited specifically from profiting personally in any transaction with the Association. In order to avoid any appearance of impropriety, any member of an Executive Board Officer or Sport Board Officer family, including but not limited to a spouse, parents, children, and step-children are specifically prohibited from being employed by the Association in any capacity where that employment results in the payment of any compensation in whatever form or substance payable by the Association or its respective committee to such Executive Board Officer and Sport Board Officer or member of his immediate family as defined herein. Unless approved by a majority vote of the Board of Directors.

Article XII - Records

12.1 The Board of Directors will review the financial records of the association on an annual basis.

12.2 All books and records of the Association may be inspected by any member, Director or agent or attorney or any proper person 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 the same.

Article XIII - Liability Insurance

13.1 Liability Insurance in an amount not less than \$1 million affording coverage to Directors, Officers, coaches, and their assistants, as well to the Association and the Gwinnett County Parks and Recreation Department shall be maintained by the Association on a claims-made basis.

Article XIV - Amendments

14.1 Nothing contained herein is intended to abrogate the powers of the Executive Board to set policy, approve budgets and make decisions for the Association. While the Executive Board is a policy-making Board and should not become involved in day-to-day sport decisions, they do retain the right to do so should action by the Sport Board be in material and direct contradiction to Board established policy. The Sports Board, subject to the direction provided by the Sports Director is responsible for decisions affecting their individual sport. No Sports Board shall have the power to contract with any entity without specific Executive Board approval.

14.2 These bylaws may be altered or amended and additional bylaws adopted by a two-thirds vote at the annual meeting or at any special meeting of members at which a quorum is present. Notification of this meeting will be via an email to all members on the current roll and posted on the association's website. The notification must specify the proposed changes to the bylaws. The proposed amendment or new bylaws shall be set forth verbatim. (A quorum shall be 25 members as shown on the roll).

14.3 Other appointed positions may be needed and will be approved by the Executive Board of Directors such as Director of Equipment, Director of Facilities.