



SOUTH COUNTY YOUTH ATHLETICS INCORPORATED BYLAWS

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ADOPTED: FEBRUARY 2008

REQUEST FOR CHANGE: JUNE 2017

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ARTICLE 1: GENERAL PROVISIONS

Section I: The Organization

The name of this corporation shall be South County Youth Athletics Incorporated (referred herein as "SCYA"). The Articles of Incorporation for SCYA were submitted to the Clerk of the Circuit Court of Anne Arundel County. SCYA is a non-profit organization administered by a volunteer board operating athletic programs for the children, youth and young adults of Southern

Anne Arundel County, Maryland. The Board of Directors will not issue capital stock or encumber SCYA with debt of any kind.

Section II: Mission Statement

SCYA aspires to be an outstanding educational-athletic organization that provides a high-quality experience to every athlete. A high-quality experience is one in which every athlete:

- Is coached using the principles of Positive Coaching
- Has fun at practices and games
- Feels like an important part of the team regardless of skill levels
- Learns “life lessons” that have value beyond the playing field
- Learns the skills, tactics and strategies of the game and improves as a player

We recognize that coaches are the people who most directly make this all possible. It is our goal to provide every coach with the tools to succeed as a Positive Coach. We are committed to creating a positive culture, in which coaches, parents, fans, officials and athletes work together to achieve our mission.

Section III: Core Values

All our volunteers will work to instill our core values of fun, discipline, teamwork, respect and integrity.

Section IV: Offices

The principle address of SCYA is the home address of the Chief Financial Officer and the mailing address will be PO Box 42, Shady Side, MD 20764. SCYA may have such other offices as may from time to time be designated by the Board of Directors.

ARTICLE II: CODE OF CONDUCT

Section I: General

All those serving SCYA in any capacity, will be asked to sign a specific Code of Conduct that outlines what is expected of each position. If reasonable evidence exists of a violation, it shall be specific to the 13 items listed in the code of conduct and presented to the Vice President of Athletics, who will form a review committee to investigate the specific Code of Conduct violation. If the violation involves the Vice President of Athletics, evidence shall be presented to the Vice President of Facilities who will form a review committee to investigate.

Section II: Review Committee

The Vice President of Athletics will chair a review committee, which will include a minimum of three (3) Board Members and not to exceed a total of five (5) board members. This committee shall determine the penalty to be imposed based upon the circumstances and the nature of the violation. If a penalty is imposed by the County Department of Recreation and Parks, or any other ruling body in which SCYA has accepted membership, this penalty will be carried out by the sport commissioner and Vice President of Athletics. SCYA may also impose additional penalties based on the judgment of the review committee. Decisions from the review committee may be appealed to the entire board for review. If the violation involves the Vice President of Athletics, the Vice President of Facilities will chair the review committee to investigate.

ARTICLE III: MEMBERSHIP

Section I: Qualification

Membership shall be open to any person regardless of age, race, creed, color, religion, disability, familial status, sex or national origin.

Section II: Regular Membership

Regular membership will be granted to the parent(s) or legal guardian(s) of a child who is registered in an SCYA sport program or has been registered in an SCYA sport program in the previous 365 days and have paid SCYA registration fees within the last 365 days unless registration fees have been waived. Regular membership will be limited to those parent(s) and legal guardian(s) whose names appear on the SCYA family registration form.

Section III: Operations Membership

The Board of Directors, coaches, assistant coaches, committee members and volunteers shall be deemed a voting member of SCYA and shall be entitled to one vote on each matter that is submitted for a vote of the membership.

ARTICLE IV: THE BOARD OF DIRECTORS

Section I: Composition of the Board of Directors

The Board of Directors, (referred herein as "Board") shall include the Executive Officers, Sports Commissioners.

Section II: Executive Officers

The Executive Officers of SCYA shall include the positions of President, Vice President of Athletics, Vice President of Facilities, Chief Financial Officer and Secretary.

Section III: Sport Commissioners

Baseball	Baseball (Clinic)	Basketball (Boys)	Basketball (Clinic)
Basketball (Girls)	Basketball (Girls) Travel	Cheerleading	Field Hockey (Girls)
Football	Flag Football	Lacrosse (Boys)	
Lacrosse (Boys) Travel		Lacrosse (Girls)	
Soccer (Boys)	Soccer (Girls)	Soccer (Clinic)	Futsal (Indoor Soccer)
Softball	Volleyball		
Wrestling	Track	Tennis / {Pickleball	
Basketball (Boys) Travel		Tennis (Table)	

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ARTICLE V: DUTIES OF THE BOARD OF DIRECTORS

Section I: General

The authority to conduct the business of SCYA will be vested in the Board. The Board will provide leadership and direction for SCYA and vote on items dealing with the day-to-day operation of SCYA. The Board will conduct business in accordance with the requirements of the applicable law of the State of Maryland relating to non-profit corporations and in such a manner as shall be consistent with the requirements of maintaining the tax-exempt status of SCYA pursuant to section 501(c)(3) of the Internal Revenue Code of 1986; as amended, or any succeeding statute or

governing regulation. The Board will determine all events in which SCYA Members may participate under SCYA's name or utilizing SCYA's equipment or facilities. The Board will establish, register, and maintain SCYA trademarks and symbols and will provide for the promotion of SCYA in the communities it serves.

In order for SCYA to be successful we believe the program requires: organization and planning, appropriate facilities and equipment, adequate funding, qualified volunteer leadership, instruction in the fundamentals of the sports, encouragement of spirit in sportsmanship and fair play.

Section II: Sports Programs

The Board will be responsible for the management of the following sport programs at the county and clinic levels:

Baseball	Basketball	Cheerleading	Football	Flag Football
Field Hockey	Lacrosse	Soccer	Softball	Tennis (Table)
Track	Wrestling	Volleyball		

The Board will be responsible for all travel sports associated with SCYA.

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Section III: Program and Development Procedures

The addition or removal of Athletic Program(s) require majority approval of the Board and must also be approved by two-thirds (2/3) of the Membership at a General Membership Meeting.

Section IV: Appointment of Sport Commissioners

Sport Commissioners will be appointed by a majority vote of the Board.

Section V: Appointment of Associate Sport Commissioners

The Board may establish and appoint Associate Sport Commissioners to aid in the management of sports programs and operations. Associates will not be granted Board voting rights and will only cast a vote in the absence of the Commissioner. Associate ~~Commissioners may~~ vote on each matter that is submitted for a vote of the general membership.

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Section VI: Creation of Committees

The Board will create committees as needed to carry out the functions of SCYA. Committees are appointed to pursue a designated project to a specific goal within a specific time period. The life of the committee ends at the end of that specific time or at the conclusion of the project. The number of members of a committee shall be determined at the time of its charge. Committees will be designated as Review Committee, to address allegations of misconduct or complaints; Election Committees, to address the nominating and electing of officers; ~~Scholarship Committees to recognize graduating seniors~~; Facilities Committees, to work with the county to improve SCYA facilities; Operations Committee to improve the good of the community, and Event Committees, to address the temporary requirements of conducting events. The chairman of each standing committee shall attend meetings of the Board and submit reports on the work in progress of that committee.

Section VII: Removal of Committee Member

Any Committee Member may be removed by the chair in consultation with the Executive Officers.

Section VIII: Fiscal Responsibility

The Board will establish fees, collect revenue, authorize payment for goods and services by appropriation, disburse SCYA funds, maintain detailed financial records, and prepare annual financial statements. The financial operation of the Corporation will be conducted in ways consistent with generally accepted accounting practices and will organize its operation to a fiscal year beginning July 1st and ending June 30th. The Board will take the reasonable steps to protect SCYA from liability and theft, including provisions for an annual compilation, review, or audit of the financial records.

Section IX: Operating Policies and Procedures

The Board will establish and maintain a record of its operations, including policies and procedures to be followed by the Board, Committees and SCYA Membership.

Section X: Grievances

The Vice President of Athletics will follow all procedures to promptly hear and settle all Grievances as outlined in the Operations Manual. If the violation involves the Vice President of Athletics, evidence shall be presented to the Vice President of Facilities who will form a review committee to investigate.

Section XI: Code of Conduct Violations

Review Committees will hear Code of Conduct Violations and promptly settle all matters as outlined in the Operations Manual.

ARTICLE VI: ELECTION OF EXECUTIVE OFFICERS

Section I: Elections Eligibility

To be eligible for a position on the Board, a nominee must be a member of SCYA and receive a nomination from the election committee prior to the May Board meeting. Only Members in good standing will be nominated or elected as Officers. Members in good standing will be those members who have not been subject to penalties by the review committee in the previous calendar year.

Section II: Election of Executive Officers

All members will have the right to be elected or appointed as an Executive Officer subject to the means and limitations by which the Executive Officers are elected or appointed. All members will have the right to cast one vote for each of the officers to be elected. A Member may enter into nomination the name of any Member, subject to the limitations of the nominating process.

Section III: Limitations

A Member may not be nominated for more than one Executive Officer position but may be nominated for one Executive Officer position and serve one other board position such as Sports Commissioner or Associate Commissioner. The President and Vice Presidents may not serve as a Sports Commissioner but may serve as an Associate Commissioner. No member may be elected to more than two (2) Board of Director positions including Associate Commissioner.

Section IV: Elections Committee

The Elections Committee shall consist of no more than five (5) Board members including associate commissioners and assistant chairs, including the Chair. No executive officers may be on the Elections Committee and no person listed on the ballot may serve on the election committee. No immediate family member of those listed on the ballot may serve on the Election Committee.

Section V: Nominations

All open Executive Officer seats will be announced at the February Board meeting, in an email to the entire organization and through all social media accounts. All nominations for open Executive Officer shall be brought to the March or April board meeting. Once nominated, the nominee must attend the following board meetings unless circumstances limit their availability. All nominees must meet with the current seat holder and another current Executive Officer at the same time to understand the roles, responsibilities and expectations of the position. **Once all nominees have confirmed or declined their nomination in writing prior to the May Board meeting to the nomination chair, the final election ballot shall be distributed to all members and posted to the SCYA website immediately after the May Board meeting.** All nominees will need to be approved by majority of the Board at the May board meeting.

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Section VI: Officer Elections Date

The election of members as Executive Officers shall be held immediately before the June General Membership meeting. Officers will be installed at the June General Membership meeting by taking the Oath of Office, the content of which will be outlined in the Operations Manual.

Section VII: Voting

Voting will ~~be~~ limited to General and Operations members. Voting will be limited to those parent(s) and legal guardian(s) whose names appear on the SCYA family sports registration form and have participated in SCYA sports within the previous 365 days, unless the Board has waived registration fees. A vote must be cast by a person 18 years or older.

Voting shall be in person from 5:45pm-6:45pm the night of the June Membership meeting.

Section VIII: Officer Elections Ballots

An Election Committee member will accept ballots. There shall be no proxy voting. An active roster will be checked to ensure each member is eligible to vote. If a member's ballot is in question, the ballot will be marked provisional with identifying household information.

Section IX: Counting of Ballots

The Election Committee will count the ballots after voting has closed at 6:45.

Section X: Inconclusive Election Results

If equal votes are cast for more than one candidate in the election of the office of President, Vice President's, Secretary or Chief Financial Officer, a run-off election will be scheduled. The candidates who receive the most and equal number of votes will be the only nominees for the run-off election. Notification of the run-off election to the membership will be the same as for general elections held the following week. The current officer will serve until the new position is filled.

Section XI: Uncontested Nominations

In the event that only one nomination is submitted and approved by the board at the May meeting, that nomination will not be subject to a vote.

ARTICLE VII: TERMS OF OFFICE

Section I: Executive Officers

The Executive Officers will be elected at the June Membership meeting and shall take office on July 1st. They shall serve for a period of two years. To maintain continuity, staggered terms shall apply for the Executive Officers. The President, Vice President of Athletics and Secretary shall be elected in even years and the Vice President of Facilities and the Chief Financial Officer shall be elected in odd years. The elected officers shall assume their elected positions effective 1 July of the election year. Officers will retain their office until the next election period or until their successors are elected and installed. All Executive Officers will be limited to three (3) consecutive terms in one position.

Section II: Sport Commissioners and Operations Chairs

Sport Commissioners and Operations Chairs will be approved by a majority of the Board and shall serve a term of two (2) years from the date approved.

ARTICLE VIII: SUCCESSION OF THE BOARD DURING TERM

Section I: Presidential Succession

The Vice President of Athletics will succeed the President, if a vacancy occurs in the Office of the President during the regular term. If the President shall be unable to fulfill his/her obligations, the Vice President of Athletics will automatically assume the duties of the President. The Vice-President of Athletics shall assume all roles and full responsibilities of the President to maintain continuity in the organization and will complete the original elected term.

Section II: Executive Officer Vacancies

Vacancies in the Executive Offices, other than the Office of the President, will be filled by a majority vote of the entire Board until such position is eligible for election. The President may assign another Board Member, associate commissioner or assistant chair to perform the duties of an Executive Officer position, which is vacant, until such time as the Board may vote to fill the vacancy.

Section III: Sport Commissioner Vacancies

Sport Commissioner vacancies will be filled in the same manner by which they are appointed. The President may assign another Board Member, associate commissioner or assistant chair to perform the duties of any Sport Commissioner, which is vacant, until such time as the Board may vote to fill the vacancy.

Section IV: Resignations

It is expected that all members of the Board fulfill their terms in which they were elected. In the event a member of the Board resigns the following process should be followed. Any resignation submitted during a regularly scheduled Board meeting or special meeting called by the President will be effective immediately. The resignation will be documented by all those in attendance and will be sent out via email to the entire Board the same evening by a member of the Executive Board. This will be done so any Board member not in attendance will be aware of the

resignation. All resignations shall be in writing and submitted to all Executive Officers. Any resignation submitted over email or text will be effectively immediately and an email will be sent out within 48 hours letting the Board know of the vacancy to the position.

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ARTICLE IX: REMOVAL OF BOARD MEMBERS

The Board will determine if any of its members have demonstrated an inability to discharge their duties. The Board may remove any of its members by a two-thirds vote of the entire Board after a decision by the grievance or code of conduct committee has been rendered. Notification of such termination shall be in writing and signed by the President or Vice President of Athletics. Once a Board member is removed there will be no process for appeal. Should any sports commissioner, associate commissioner, or executive officer not be present for three (3) consecutive board meetings they may be deemed to have vacated their position and may be removed as a member of the Board.

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ARTICLE X: DUTIES OF THE EXECUTIVE OFFICERS

Section I: Presidential Duties

The President will be the top executive officer of SCYA and shall preside as chairman at all SCYA meetings. The chairman shall conduct each such meeting in a business-like and fair manner in accordance with the Roberts Rules of Order. The President shall oversee the programs and activities of SCYA according to its Bylaws, conduct the affairs of SCYA and execute the policies established by the Board. The President will appoint committee chairpersons, with appointments confirmed by the Board, and will support them in their efforts. The President has overall responsibility and will be held accountable for the action, decisions, and performance of those who serve under them. In the event of a "tie" vote during Board voting matters, the President shall be the tie breaking vote and only vote if said matter is not majority agreed upon by the other Board members. The President shall be authorized to sign checks for approved payment of legitimate organization expenses if the Chief Financial Officer is not available. The President shall attend all county meetings required by Anne Arundel Recreation and Parks. The President shall assist the Vice President of facilities in securing permits for facilities and maintaining facilities.

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Section II: Vice President of Athletics Duties

The Vice President of Athletics will act on behalf of the President in meetings and functions not attended by the President with the same power and authority and perform such other duties and acts, as the President shall direct. The Vice President of Athletics shall assist the President in the performance of their duties as well as advise the President and the Board of all matters concerning SCYA. The Vice President of Athletics is responsible to support and help the commissioners with respect to all aspects of all sports. The Vice President of Athletics will chair the review committee, which will investigate any code of conduct violations and grievances. The Vice President of Athletics will keep an updated background check list for all volunteers and coaches submitted by sports commissioners, and committee members. The Vice President of athletics shall work with all sports commissioners to develop a long-term strategic plan for their sport. The Vice President of Athletics will be responsible for updating the SCYA website with registration details, forms, contact info for Board members, events, sports information, pictures and promoting sponsors. They will be responsible for posting the updated Bylaws and Operations Manual. Duties include setting up sport registration information for each season; maintaining the active families listing; and handling any registration issues or questions. The Vice President of Athletics may, with Executive

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officer approval, choose to assign the website duties to a member in good standing. The executive officers may vote to remove the assigned individual.

Section III: Vice President of Facilities Duties

The Vice President of Facilities shall oversee all field maintenance. This includes, but is not limited to, all field equipment (mowers, spreaders, aerators, seeders, etc) and procuring and maintaining field maintenance grants from the county. It is their responsibility, if they so choose, to find and delegate duties to a field engineer at each of the SCYA permitted parks. The Vice President of Facilities shall be responsible for securing permits for facilities and providing copies of those permits to Commissioners and the SCYA Secretary. The Vice President of facilities shall work to develop a long-term strategic plan to improve and expand our facilities. The Vice President of Facilities will work with commissioners to staff concessions during games if desired. The Vice President of Facilities may, with Executive officer approval, choose to assign these duties to a member in good standing. This person will be responsible for all supplies, permits, Health Department inspections, sales, and accounting of all concessions at all SCYA games and events. They will work with each sports commissioner that has concessions in their sports program and will coordinate with any event chair that needs to sell concessions. They will submit an annual estimated program budget to the Board. The executive officers may vote to remove the assigned individual.

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Section IV: Chief Financial Officer (CFO) Duties

The CFO shall receive and be accountable for all funds belonging to SCYA and deposit all received funds within seven (7) days. The CFO will keep accounts of all revenue and expenses of SCYA, provide for safekeeping of SCYA funds, and submit all financial information required by governmental agencies. The CFO shall collect all monies, receipts and invoices and documentation of all such invoices. They will be required to maintain current and accurate logs, records and reports. These records will be made available to all members of the Corporation upon reasonable request. They will have custody of all funds accrued by the Corporation and shall maintain these funds in a bank account(s) approved by the Board. He/she shall report all discrepancies immediately to the President and/or Board. The CFO is authorized to sign checks for items or services approved as legitimate expenses. Both the CFO and President (Primary) / Vice Presidents (Secondary) must approve all expenditures before disbursement shall occur. The CFO is responsible for preparing and disbursing updated financial reports to Board members at SCYA meetings, maintaining the current year budget balance and assisting the Board to establish financial reporting procedures. The CFO will supervise all income received from all committees (concessions, spirit wear, and fundraising). The CFO shall consult regularly with a General Counsel to be sure all contracts are binding and in the best interest of SCYA. The CFO shall work to submit taxes each year in consultation with CPA approved by the Board. The CFO shall work with Executive Officers to develop a long-term financial plan. They shall work with the VP of Athletics to collect all outstanding registrations.

Upon recommendation of the Certified Public Accountant who files SCYA taxes, the Board may approve compensation of the CFO of up to no more than \$7,500.

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Section V: Secretarial Duties

The Secretary will be custodian of SCYA records, including financial records for prior years. The Secretary shall also keep current copies of SCYA's articles of incorporation, Bylaws and

Operations Manual and shall provide a copy to any member upon request. The Secretary will keep an account of all Board meetings, Membership voting, committee reports and will disseminate minutes of all meetings. The Secretary will provide for the updating of all SCYA records to reflect Board and Membership voting. The Secretary will maintain the Membership roll and maintain the mailing list of all members of SCYA. The Secretary shall provide the Board with copies of minutes and committee reports. The Secretary will keep a running list of all members who fill Board positions to reflect background check dates and term expiration dates. Secretary will keep a list of all Committee Members. The secretary will be responsible for working with the Board to promote all sports, fundraisers, events and volunteer opportunities through all media avenues. They will oversee the team picture contract which is approved by the Board. They will make sure all images used are approved by parents. The Secretary may, with Executive officer approval, choose to assign the media duties to a member in good standing. The executive officers may vote to remove the assigned individual.

ARTICLE XI: DUTIES OF COMMISSIONERS

Section I: General

Sports Commissioners will promote, manage, and administer their sport programs, and will attend League and County meetings concerning their sport programs as SCYA representatives. Commissioners will leave a well-maintained, updated job description, duties, responsibilities, and a list of current contacts and vendors to their successor. Commissioners will work with the Vice President of Athletics to create a coaches development plan. Commissioners will attend all SCYA board meetings or send their Associate in their place. Commissioners will let the Secretary know their associate will attend and vote in their place. They may grant them voting rights in the event the sports commissioner will not be able to attend a board meeting.

Section II: Associate Commissioners

Sport Commissioners will solicit an associate commissioner and present them to the Board. They will assign them duties to improve the management of their sport program but will not delegate the financial management of sport programs to the associate ~~eg. approve vendor expenditures, Those are exclusive duties of the commissioner.~~

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Section III: Misconduct and Grievance

Sport Commissioners will remove players, coaches, and assistants if necessary for Code of Conduct violations to promote the quality of their sport programs. Sport Commissioners will make their best effort to address grievances concerning their sport program brought to them by Members. They will advise these ~~m~~embers on Board grievance procedures and will report to the VP of Athletics any grievance brought to them as well as the resolution of the grievance.

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Section IV: Financial

Each sports commissioner, in conjunction with the CFO, shall prepare a detailed seasonal budget for their sport for the next fiscal year to be presented to the Board for approval. These budgets are to be submitted in a format approved by the Board. Any singular item exceeding \$2000 will require a minimum of three (3) written quotes. Any singular item exceeding \$2000 should be purchased within 3 ~~months~~ of approval. Once approved, any unbudgeted expenditures, those not included in the approved budget, must be presented to the Board for approval. Commissioners shall be responsible for setting the registration fees and dates for their sport. All financial hardships

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shall be submitted to the Executive Officers for approval prior to the start of games by the commissioner. All fundraisers by Sports Commissioners must be approved by the board prior to advertising and the start of the event. Commissioners may not end a season with a deficit of more than \$500. In that case they will be required to bring a detailed explanation to the Board on reasons and remedies.

Section V: Equipment and Facilities

Sport Commissioners will determine equipment, uniform and facility requirements for their sport programs. Commissioners will oversee all Field Prep and Field Lining. They will submit all requests for field and gym permits to the ~~Vice President~~ of Athletics, ~~Vice President~~ of ~~Facilities~~ and President with as much advance notice as possible. All requests and needs must be submitted in the commissioner's monthly report to the Executive Officers. Commissioners will work together with the VP of ~~Facilities~~ to coordinate field space and gym space to make sure each in-season sport has adequate practice time.

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Section VI: Coaches

Sport Commissioners will ensure that all coaches of record are at least 18 years of age, have appropriate County and League certifications and pass an Anne Arundel County Parks and Recreation background check. They will provide for the training of coaches and disseminate information on sportsmanship, ethics, rules and League regulations. Coaches may receive a waiver for the cost of registration and are responsible to cover uniform and equipment fees.

Section VII: Players

Sport Commissioners will determine the method by which players will be assigned to teams and will determine levels of team play, taking into consideration any League or County guidelines. They will work with their coaches and Board for appropriate levels of play. They will keep players informed of any local clinics, camps and opportunities for improvement.

Section VIII: Administrative

Act as the liaison with the county as it pertains to registering the teams, providing player paperwork, and providing payment to the county. They will be responsible for collecting and turning in paperwork required by the county or league in which SCYA participates. Commissioners will provide a monthly report of any program needs, facility needs, permits needed, season highlights, questions for the board and action items that need to be voted on. Commissioner will provide this to the Executive Officers at least 6 days prior to each monthly board meeting. This will allow the Secretary to collect and then send out to all members of the board so board members can be better prepared for the monthly meetings.

Section IX: End of Season Closeout

Sports commissioners will meet with either ~~Vice President~~ of Athletics or President at the conclusion of the season to discuss needs, inventory, improvements and anything else to improve the association. They will provide an inventory of all equipment and uniforms to the Executive Officers and donate or trash outdated/damaged equipment and uniforms.

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ARTICLE XII: DUTIES OF VOLUNTEERS

Section I: Volunteers

All volunteers are directly responsible to the Board of Directors. They will conduct themselves by the same standards of conduct as the Board of Directors. A volunteer shall make every effort to fulfill the mission of SCYA and adhere to all policies while meeting the goals for which they volunteered. Every SCYA volunteer must pass the Anne Arundel County background check requirements.

Section II: Coaches

The primary role of the coach is that of a leader and teacher. They will serve as a role model for both players and adults. Emphasis shall be placed on sportsmanship as well as basic instruction during training sessions and games. The coach responds directly to the Commissioner of the sport. All problems and requirements that arise shall be addressed to the Commissioner for action. All coaches must have appropriate certification depending on league requirements and pass an Anne Arundel County Parks and Recreation background check.

ARTICLE XIII: MEETINGS

Section I: General

All Board decisions will be rendered by simple majority vote, unless otherwise specified by these Bylaws and Operations Manual. The President is not a voting member except in the case of a tie or stalemate. In the event that one person holds more than one Board position, that person will cast only one vote, and the offices so held will count as only one in establishing a majority and quorum. All board meeting will be held either in person or virtual. There will be no hybrid meetings.

Section II: Meeting Rules

The President is the parliamentarian and shall govern the meetings of SCYA All those in attendance shall adhere to the SCYA Code of Conduct. Violators of the Code of Conduct will be asked to remove themselves from the meeting area. Repeated violations will result in permanent dismissal from all SCYA board meetings and may result in removal from the organization.

Section III: Quorum

A quorum of one more than half of the current Board of Directors is required to conduct the business of SCYA at Board meetings and General Membership meetings. In the event that one person holds more than one position, that person will cast only one vote, and the offices so held will count as only one in establishing a majority and quorum. If a quorum is not achieved within a minimum of 10 minutes of the start time of a meeting, the meeting will be cancelled or rescheduled for another time.

Section IV: Board Meeting Schedule

Meetings shall be held monthly, except for the months of August and December, and open to all members. Members not on the Board or a Committee Chair may bring new business if they have contacted the Executive Officers three (3) days prior to the monthly Board meeting. Regular members will not be allowed to give testimony at Board meetings unless they are on the agenda. The Board meetings shall be held on the second Monday of each month and begin at 7:00pm. If a majority of board members will not be able to attend the day may change. Meeting locations will be announced at least three weeks prior to scheduled meetings. The Secretary shall publish meeting dates and locations in advance and may call all officers, board members, etc., to announce

the meeting as a reminder. The Board meeting shall adhere to the following agenda:

1. Approval of Prior months minutes
2. Executive Officers Reports
3. Old Business
4. Commissioners Reports
5. Committee Reports (if needed)
6. Open Floor
7. Next Meeting Announcement / Adjournment

The minutes of each meeting shall be prepared by the Secretary. A copy of these minutes shall be kept permanently in SCYA files. One copy shall be distributed to Board members prior to the meeting.

Section V: General Membership Meeting Schedule

General Membership meetings will be scheduled four times a year in March, June, September and January. All Members may attend General Membership meetings and present testimony (limited to a maximum of 2 minutes each) on matters they deem appropriate. Testimony will be given in strict accordance with Roberts rules of order.

Section VI: Special Meetings of the Board

Special Board Meetings shall be held if called by the President. If possible, a one-week notice shall be given. Such meetings shall be called only for urgent business. A quorum must be established before a special meeting may begin.

Section VII: Special Meetings of the General Membership

The President may call special meetings of the general membership of SCYA at any time with approval from the Board. Notice shall include an agenda specifically describing the purpose of the meeting, and any business to be conducted by the membership at the meeting. A quorum of the Board must be established before a special General Membership meeting may begin.

Section VIII: Voting

All Board decisions involving finances will happen during monthly board meetings, special board meetings called by the President or special general membership meetings called by the president. No financial decisions will be made through email voting or online voting.

ARTICLE XIV: AMENDMENTS TO BYLAWS

Proposals for amending or repealing the Bylaws, or of any portion thereof, may be introduced by any member in good standing at a General Membership Meeting. Such proposals shall be made in the form of a motion and shall be acted upon accordingly. If a proposal to amend or repeal the Bylaws is approved by the Board, such proposal is formulated into precise wording for a motion to achieve the desired result. Said motion shall be presented by the Board to the General Membership at the next General Membership meeting of SCYA. Notice will be given to the General Membership of at least twenty-one (21) days prior to the meeting. At least a two-thirds (2/3) majority of the votes cast by the General Membership present and in good standing at said meeting is needed to amend or repeal the Bylaws.

ARTICLE XV: GENERAL CORPORATION OPERATION MANUAL

The General Operations Manual will be utilized in conjunction with the Bylaws for specific corporation operation procedures. The Board will establish and maintain a record of its operations, including policies and procedures to be followed by the Board and SCYA Members.

ARTICLE XVI: DIRECTORS & OFFICERS LIABILITY INSURANCE

SCYA will maintain Directors & Officers Liability Insurance for Sports & Recreation Organizations to cover types of lawsuits such as violation of rights of others under constitutional, federal, or state laws; wrongful termination, wrongful suspension, or sexual harassment; discrimination based on race, sex, age, disability, or failure to follow our own rules or Bylaws when making an administrative decision. The limit of liability for such coverage shall be no less than \$1 million per claim/occurrence.

ARTICLE XVII: WHISTLE BLOWER

There should be no reprisal for someone exposing waste, fraud, abuse, or mismanagement relating to SCYA.

ARTICLE XIII: DISSOLUTION

In the event of dissolution of the Corporation, the Board of Directors shall donate all remaining assets to local non-profit youth organizations to promote sports in Anne Arundel County.

The Bylaws have been reviewed and approved as signed and dated below.

Date: November 11, 2024

President