



# **BY-LAWS**

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# **Mountain View Athletic Association**

## **By-Laws**

### **Article I - Name and Purpose**

**1.1** The name of this non-profit organization shall be **Mountain View Athletic Association, (MVAA)**.

**1.2** The primary purpose of this non-profit, voluntary organization hereinafter referred to as MVAA or “The Association”, is to promote, encourage, direct, and operate athletic programs for the youth of the Mountain View Community in Gwinnett County, Georgia. The Association will strive to promote good sportsmanship through its athletic programs and activities. MVAA goals include the teaching of proper skills and techniques, practicing the principles of good sportsmanship, emphasizing physical fitness, and providing an opportunity for fun and enjoyment. The Association will not discriminate against any persons wanting to participate in an offered activity.

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

**1.4** In keeping with the community tradition, the official colors of MVAA will be Black and Vegas Gold with an accent of White. The Official mascot will be the Bear; the Executive Board of Directors will always support the community tradition and control any changes used by members of the Association.

### **Article II - Membership and Dues**

**2.1** Any person(s) having an active participant in the Mountain View Athletic Association is eligible for membership. Membership in MVAA is defined by either being listed as a parent/guardian of a paid sports registration or being elected to a board position. Each sports registration provides the ability to enroll up to two parents/guardians. Membership is valid for one year from the last paid registration or until a board members term has expired. An individual is also considered a member if he/she has participated as a coach or Board member with the prior 12 months.

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

**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 MVAA 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 sport 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 that sport'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: MVAA has adopted a NO REFUND policy. All appeals must be submitted in writing to the Director of the sport in question.

**2.6** Members of MVAA, 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 MVAA 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 MVAA program and will not be tolerated. All who are associated with MVAA, 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 MVAA and understand that actions that conflict with this Code of Conduct may in the sole discretion of MVAA 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. All elected positions shall take office beginning the 2<sup>nd</sup> Saturday of January with the exception of Basketball they shall take office the 3<sup>rd</sup> 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 time and place of 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 thirty (30) 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, posted on the association's web site. 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 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.

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

**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 at the annual meeting of the Association. The nominee that receives the most votes will be considered the winners of the election. 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 MVAA, they will not be eligible to hold office. If this occurs, the person receiving the next most votes at the election will be elected. Two Thirds of the Board must reside in Gwinnett County.

**4.2.** Nominations from the floor will be allowed but the nominee must be present to accept the nomination.

**4.3** The election of officers for MVAA will be held at the annual meeting of each year. Elected offices of MVAA include the Executive Board which is comprised of President, Vice President, Secretary, Treasurer, Director of Communications and Director of Fundraising. Sports Boards which is comprised of Director of each sport being offered.

**4.4** Each sport shall have a governing board, which is established in its Operational Guideline This governing board shall consist of both elected and appointed officials. Election of officials

for each sport will be conducted during the same election as the director for that particular sport. Appointed officials must be reviewed and approved by a majority vote of that sport's elected board, with oversight by the Executive Board only if an item is in dispute by a member of the association.

**4.5 Executive Board Terms:** President, Vice President, Secretary, Treasurer, Director of Communications and Director of Fundraising will serve a two year term.

**4.6 Sport Board Terms:** Director of each sport board and sport board members will serve a two year term.

## **Article V - Governance**

**5.1** Executive Board members shall consist of President, Vice President, Treasurer, Secretary, Director of Fundraising and Director of Communications. These six (6) officers shall be referred to as the Executive Board. Each sport shall have one (1) elected director and up to fifteen (15) sports board members of each sport offered by MVAA. 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 Officer resigns during their term, they may not be appointed to a Board position unless approved by the Board of Directors. No Board member shall serve in any governing capacity in any other youth recreational athletic association in direct competition with the MVAA without prior approval from the Board of Directors whose decision is final. No one will serve in an official capacity with MVAA and also serve on an executive board of an affiliated MVAA league, to include 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 MVAA is a participating member.

**5.3** The Board of Directors 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 request, obtain liability insurance for each sport, and other matters relevant to the operation of the MVAA. 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 Board of Directors specifically reserves the right to approve all expenditures in excess of approved annual budget for each individual sport area; all contracts entered into by the Sports Boards will require approval from the Board of Directors. Board of Directors shall make all final decisions regarding any changes in the sports affiliation.

**5.4** The Executive Board shall be composed of the President, Vice President, Secretary, Treasurer, Director of Fundraising and Director of Communications.

### **5.5 The Executive Board President:**

a) 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.

- b) The President shall vote only in the event of a tie.
- c) 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.
- d) Shall serve as an ex-officio member of all committees except the nominating committee.
- e) May sign checks and other legal instruments for the Association and shall be bonded for no less than \$25,000.00

**5.6 The Executive Board Vice President:**

- a) 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) May sign checks and other legal instruments for the Association and shall be bonded for no less than \$25,000.00

**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 \$25,000.00

**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 as 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 \$25,000.00

#### **5.9 Director of Fundraising**

- 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 provide assistance with day to day operations of fundraising to all sports boards.
- d) May sign checks and other legal instruments for the Association in regards to the operations of the Fundraising and shall be bonded for no less than \$25,000.00
- e) Shall provide other such assistance as required by the Executive Board President, Vice President, Secretary and Treasurer.

#### **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 relations to the community.
- c) Shall be responsible for maintaining the Associations Web Site.
- d) Shall assist with all sports sign-ups.

**5.11** 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 individual sports needs (refer to 5.1). All appointments to Sport Boards shall be approved by the Sports Board Director.

#### **5.12 The Directors of**

##### **Football/Cheerleading/Basketball/Baseball/Softball/Lacrosse/Running Club:**

- a) Shall consult with their respective sports boards and be responsible for all matters related to the playing or 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 Sports Board representative on the Board of Directors and have voting privileges at the Board of Director Meetings and may assign their voting duties to the Assistant Director of their sport board or other designee 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 assignment, budget approval process, equipment management process and concession stand management and operation, as well as other policy making decisions rendered by the Board of Directors or Sports Boards.
- f) The Directors 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 within 90 days upon the completion of their sport and submit to the Executive Board for approval.
- i) Shall have voting privileges on their respective sport board decisions, policies and procedures

at the local and executive level.

**5.13.1 Voting privileges given to Boards:**

**Executive Board: (Executive Level)**

President (Voting rights on all subjects in case of a tie) Executive level and Sports Board local level on issues brought before the Executive Board

Vice President (Voting right on all subjects) Executive level and Sports Board local level on issues brought before the Executive Board

Treasurer (Voting right on all subjects) Executive level and Sports Board local level on issues brought before the Executive Board

Secretary (Voting right on all subjects) Executive level and Sports Board local level on issues brought before the Executive Board

Director of Fundraising (Voting right on all subjects) Executive level

Director of Communications (Voting right on all subjects) Executive level

**Sports Board: (Local Level)**

Sport Director (Voting right on all subjects) Executive level and Sports Board local level.

**Sports Board:**

Minimum (5) voting on Sports Board local level

**5.14** Any Board member who is directly affected by a decision of the Board shall not vote on that matter. This rule applies to both the Executive Board and to the respective governing boards of each sport. Direct affect as used herein means receives any monetary consideration as a result of the decision of the Board, or any member of his immediate family receives monetary consideration as a result of the decision of the Board, or his coaching position or coaching position of the immediate family is directly affected by the vote of the Board. As used in this paragraph, a member of the immediate family includes but is not limited to spouse, children, stepchildren, siblings, and parents.

**5.15** The Board of Directors 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 Association in order to insure 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 Board of Directors 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.

**5.16** The Board of Directors shall fill any vacancy on the Board of Directors 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 Board of Directors.

**5.17** 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 MVAA. This policy will require approval by the Board of Directors.

**5.18** Background checks will be conducted on all Executive Board members, Sport Board officers and members and coaches.

**5.19** Operation of Fundraising will be decided by the Board of Directors.

### **Article VI - Dissolution's Clause**

**6.1** In the event of dissolution of the Association, all moneys and property will be donated either to Gwinnett County Parks and Recreation to be used exclusively for the benefit of the children in the MVAA area or to a successor association that may be formed to take the place of this Association. If such guarantee cannot be made by Gwinnett Parks and Recreation than all monies and property of the Association will be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

### **Article VII - Board Member Attendance**

**7.1** All members of the Board of Directors and Sport Boards are expected to be in attendance at all Board of Director meetings and 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** Mountain View 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 - Legal Instruments**

**9.1** All checks issued by the Mountain View Athletic Association, Inc. exceeding \$500.00 must bear a signature of a member of the Executive Board with check signing authorization. Each

Executive Board member and Sports Board officer of the Association with check signing authorization will be bonded for a minimum of \$25,000.00. All expenditures exceeding \$500.00 must be approved by the Board of Directors and recorded in the meeting minutes.

## **Article X – Compensation**

**10.1** All Executive Board Officers and Sport Board Officers shall serve without compensation of any kind. This includes but is not limited to free/discounted registration, free/discounted pictures or free/discounted uniforms. All Officers of the association will need to register a participant in the same manner as a regular member of the association. 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 a Executive Board Officer or Sport Board Officer family, including but not limited to 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.

**10.2** Members of MVAA serving in an official capacity including, but not limited to Board Members, Coaches and Team Parents, are prohibited specifically from profiting personally in any transaction with the specific team for which they serve. In order to avoid any appearance of impropriety, any member of this person’s family, including but not limited to spouse, parents, children and step children, etc., are specifically prohibited from performing services for the specific team in any capacity where that service results in the payment of any compensation in whatever form or substance payable by the team or MVAA funds to that person or any member of the immediate family, etc. as defined herein.

## **Article XI - Records**

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

**11.2** 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 same.

## **Article XII - Liability Insurance**

**12.1** 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 XIII - Amendments**

**13.1** Nothing contained herein is intended to abrogate the powers of the Board of Directors 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 an action by the Sport Board Committee be in material and direct contradiction to Board established policy. The Sports Committees, subject to the direction provided by the Sports Director are responsible for decisions affecting their individual sport. No Sports Committee shall have the power to contract with any entity without specific and timely notification to the Board of Directors prior to contracting.

**13.2** 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 associations web site. The notification must specify the proposed changes to the bylaws. The proposed amendment or new bylaws shall be set forth verbatim.