

Lopatcong Athletic Association Bylaws

April 2018

Article I Name

The name of this organization is Lopatcong Township Athletic Association (LAA) of Lopatcong Township, Warren County, NJ. It is a local Athletic Association organized as a non-profit corporation under section 501(c)(3) of the Internal Revenue Code.

Article II Purpose

The Objectives of the Lopatcong Township Athletic Association (LAA), in common with those of the Township of Lopatcong are:

1. To promote the welfare of the youth in the community and on the field of play.
2. To raise the standards of good sportsmanship, self-esteem, character, social skills.
3. To provide an environment where our children can develop positive relationships with other players, coaches, officials and parents.
4. To maximize each child's potential to build self-confidence for future success.
5. To impress upon young people the benefits of physical fitness within the concept of competitive team sports and the rules of the sport.
6. To be the governing body for all sanctioned sports. The governing body will consist of the following: a Board of Trustees, with the original board consisting of the individuals listed as "Incorporators" in the Certificate of Incorporation of the LAA; and a Board of Directors, with the original board consisting of the individuals listed as "Trustees" in the Certificate of Incorporation of the LAA. The LAA is charged with following the Township Council's intent for the youth in Lopatcong Township.

Article III Basic Policies

The following are basic policies of the Lopatcong Township Athletic Association (LAA), in common with the Township of Lopatcong:

1. The LAA will try to work with the Phillipsburg High School Athletic Department to help develop/provide quality athletic programs for all Lopatcong youth.
2. The LAA will not discriminate because of age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality, religion or sex.
3. The organization shall not, directly or indirectly, participate or intervene (in any way, including the publishing or distributing of statements) in any political campaign on behalf of, or in opposition to, any candidate for public office; or devote more than an insubstantial part of its activities attempting to influence legislation by propaganda or otherwise.
4. Directors, coaches, assistant coaches and other volunteers shall accept no compensation for their efforts from the LAA, except for any tasks to be completed by the LAA or on their behalf as stated in the Contract Addendum with the Township . Payment can only be authorized for these tasks by a majority vote of the board.
5. All practices and games shall be held at public locations. No activity sponsored by the LAA will be held at a coach's private property and/or home.

6. Roster sign-ups will be held at designated times and places to be determined by the Director of each sport. The Director of each sport has the discretion to modify the sign up times and deadlines.
7. All bills must be submitted monthly to the treasurer and approved by the Board of Directors.
8. Any person who wants to serve on the LAA can do so by inquiring about positions that are open or may soon be open due to an existing member leaving. All people who to apply will be considered. Preference will be given to Lopatcong residents.
9. The chain of command for complaints is as follows: coach, director, president, board of trustees. A 24 hour waiting period should be observed to avoid unnecessary complaints.

Article IV Board of Directors

The LAA Board of Directors will consist of a President, Treasurer, Secretary and a Director for each sanctioned sport. Individuals for the aforementioned positions are to be appointed by majority vote of the LAA Board of Directors. Upon adoption of these bylaws, the President, Treasurer and Secretary shall each be appointed for a term of four (4) years. The Directors shall be appointed for three (3) years.

The Duties of the Board of Directors are as follows:

1. To establish rules and policies for all participants in each sanctioned sport. These rules and policies shall include, but are not limited to:
 - a. A code of conduct/ethics for coaches (includes background checks)
 - b. A code of conduct/ethics for athletes and parents
2. To establish programs that enhances the development of all participants. Full participation will be emphasized for all youth in their sport.
3. To create sub-committees and to elect/appoint chairpersons of the sub-committees as deemed necessary to carry on the work of the LAA.
4. To review violations and disciplinary action submitted by a Director. The coach, athlete or spectator subject to the proposed disciplinary action shall have the right to a full conference between the LAA and its President prior to the disciplinary action. The LAA and its President shall accept or modify the proposed action by majority vote. The LAA and its President will be the final arbiter on all violations.
5. To attempt to work/network with the Phillipsburg High School Athletic Department for instruction/assistance on how to help develop/provide quality athletic programs for all Lopatcong children and youth.
6. To review sanctioned and unsanctioned sports and determine whether the children and youth will benefit from them. Add or delete them as deemed necessary.
7. All members must adhere to Conflict of Interest policy as attached as Appendix A.
8. Every Director shall be required to submit personal information needed in order to process a criminal background check. Background checks will be submitted by the LAA Secretary to the New Jersey State Police every two years. **Results of the background checks are confidential and shall not be released to the Directors.** Background checks results will be received and reviewed by the LAA Board of Trustees. Background checks containing disqualifiable conviction(s) pursuant to N.J.S.A. 15A:3A-3 shall result in the coaches being disqualified. Any questions or concerns regarding disqualification will be referred to the LAA Board of Trustees.

Article V Individual Duties of the Board of Directors

1. The **President** shall preside at all meetings of the Lopatcong Athletic Association and of the Board of Directors; and shall perform such other duties as may be prescribed in these bylaws or assigned to him/her by the LAA or by the Board of Directors; and shall coordinate the work of the directors and committees of this LAA in order that the objectives may be promoted. The President shall not be a Director simultaneously, unless the President's position is vacant and a director is the acting President.
 - a. The **President** is to establish appropriate disciplinary action in the event that a Director, who may also be a coach, violates the code of conduct. The violation of the code of conduct shall be documented in writing by the President and presented to the Board of Directors for review. The President shall also propose the disciplinary action to be taken in response to the violation of the Code of Ethics and/or Conduct. The disciplinary action may consist of the following:
 - First Violation - will result in one game/event suspension.
 - Second Violation - will result in a season suspension and one year probation
 - Any violation by a coach during the probation period shall result in a permanent suspension.
 - This also applies to any spectator for any LAA/League violations of the specific sport.
 - The Directors, President, Treasurer and Secretary reserve the right to ask an individual/s to immediately leave an LAA sponsored game/event if he/she feels conduct/behavior jeopardizes the welfare of the children. An emergency LAA Board of Directors meeting will be scheduled immediately for review.
 - Any combination of the above may be implemented
2. The **Secretary** shall record the minutes of all meetings of the Lopatcong Athletic Association and of the Board of Directors, shall have a copy of the approved bylaws, shall have a list of Board of Directors available at every meeting and shall perform such other duties as may be delegated to him/her. The Secretary may also be a Director and will have voting privileges by virtue of his/her position as Director.
3. The **Treasurer/Asst Treasurer** shall have custody of all funds of the LAA; shall keep an accurate record of receipts and expenditures; shall pay out local funds in accordance with the approved budget as authorized by the LAA.
 - a. The **Treasurer/Asst Treasurer** shall be responsible for the maintenance of such books of accounts and records as confirmed to the requirement of Article XII, Section 1 of these bylaws.
 - b. The **Treasurer/Asst Treasurer** will make disbursements as authorized by the President, Board of Directors or the LAA in accordance with the budget adopted by the LAA. Checks and vouchers shall be signed by the president and treasurer/**asst treasurer**.
 - c. The **Treasurer/Asst Treasurer** shall present a financial statement of accounts at every meeting of the LAA and at other times when requested by the Board of Directors and shall make a full report at the annual LAA reorganization meeting.
4. All directors shall deliver to their successors all official material no later than ten days following their last official day.
5. Either Director or Assistant Director must attend scheduled LAA meetings.

- a. Good cause does not include sports practices if a Director is also a coach of any sport.
 - b. A sport (Director or Asst Director) will lose voting rights after missing three consecutive meetings.
 - c. A sport (Director or Asst Director) must attend two consecutive meetings to regain their voting rights at the fourth meeting following the loss of their voting rights.
 - d. If a sport (Director or Asst Director) fails to regain their voting privileges at the next two consecutive meetings, the LAA President and Board shall begin the process of removal, which will include either a public or private hearing to discuss why they should remain on the board, followed by a vote by all active voting members.
6. Board of Directors
- a. Each **Director** will be responsible for all organizational functions such as:
 - Seasonal Sign-ups.
 - Recruitment of Coaches.
 - Uniform and Equipment purchases.
 - League meetings to their particular sport.
 - Complete awareness of league rules, regulations and consequences.
 - Maintenance of facilities, when applicable.
 - Inventory/Accountability of Equipment.
 - Scheduling of practices.
 - Maintenance of procedure manuals-if applicable
 - Submit preliminary and final budgets by the deadlines set by the board for each sport
 - Adherence to annual budgets.
 - Make recommendations to board on how to improve sanctioned sport.
 - Develop supporting positions to help govern/manage sanctioned sport (Recruit personnel to fill these positions).
 - Establish, identify and promote continuing education for coaches and athletes; such as clinics and seminars.
 - Develop a fair distribution of athletes among teams.
 - Complete duties in a timely fashion
 - Attend board meetings
 - Take part in community activities as a representative of sanctioned sport
 - b. The **Board of Directors** is to establish appropriate disciplinary action in the event that a coach, assistant coach, athlete and/or spectator violates the code of conduct. The violation of the code of conduct shall be documented in writing by the Director of the sanctioned sport and presented to the Board of Directors for review. The Director shall also propose the disciplinary action to be taken in response to the violation of the Code of Ethics and/or Conduct. Implementation of the proposed disciplinary action shall be at the discretion of the Director of the given sport. The disciplinary action may consist of the following:
 - First Violation - will result in one game/event suspension.
 - Second Violation - will result in a season suspension and one year probation
 - Any violation by a coach during the probation period shall result in a permanent suspension.
 - This also applies to any spectator for any LAA/League violations of the specific sport.

- The Directors, President, Treasurer and Secretary reserve the right to ask an individual/s to immediately leave an LAA sponsored game/event if he/she feels conduct/behavior jeopardizes the welfare of the children. An emergency LAA Board of Directors meeting will be schedule immediately for review.
 - Any combination of the above may be implemented
- c. Each **Director** has the right to review all coaches and suggest to the LAA that a specific coach not be asked back. The President and Board will review this request and may ask the specific participant to appear before the board for a meeting.
 - d. Each **Director** will be responsible to have each coach fill out a background check. Failure to fulfill this request will automatically deny that person the opportunity to coach. NO EXCEPTIONS!

Article VI Assistant Directors

1. The Board recognizes that the roles of the Director are numerous and time consuming, and that the need for an Assistant Director(s) is great. Assistant Directors will be recommended by the Director of the sanctioned sport and appointed by the LAA Board of Directors. Assistant Directors have a tremendous responsibility to the program and the athletes and therefore are required to adhere to the Directors' code of ethics.
2. All sports may have one (1) Assistant Director, with the exception of Football, which may have two (2) Assistant Directors.
3. Assistant Directors will work with their sanctioned sport's Director to establish clear assignments and goals for the Assistant Director.
4. Assistant Directors are encouraged to be in attendance at the monthly Board meetings, and at any meetings held for their sanctioned sport. They must be in attendance if their Director cannot attend a meeting.
5. In the event that a sanctioned sport is without a Director, the Assistant Director will assume all duties of the Director until such time that a new Director can be appointed by the LAA Board of Directors.
6. Every Assistant Director shall be required to submit personal information needed in order to process a criminal background check. Background checks will be submitted by the LAA Secretary to the New Jersey State Police every two years. **Results of the background checks are confidential and shall not be released to the Directors.** Background checks results will be received and reviewed by the LAA Board of Trustees. Background checks containing disqualifiable conviction(s) pursuant to N.J.S.A. 15A:3A-3 shall result in the coaches being disqualified. Any questions or concerns regarding disqualification will be referred to the LAA Board of Trustees.
7. In the event of vacancy of both the Director and Assistant Director(s) in any sanctioned sport, the President will appoint a temporary Director to oversee the sport until a permanent Director is appointed by the LAA Board of Directors.

Article VII Coaches

1. The LAA recognizes that the coaches are mentors and teachers to the youth athletes and have a tremendous responsibility to their athletes and therefore are required to adhere to the coaches' code of conduct and ethics, as well as the required background checks. No exceptions!

2. Every coach shall be required to submit personal information needed in order to process a criminal background check. Background checks will be submitted by the LAA Secretary to the New Jersey State Police every two years. Each director must review the updated list of current background checks before the beginning of each season and prior to the start of practice, collect the completed forms. These forms should be initialed by each director and turned in at the following LAA meeting directly to the secretary only. He/She will then log the completed forms on the spreadsheet and submit directly to the municipality once per month. **COACHES AND DIRECTORS MUST NOT SUBMIT COMPLETED FORMS DIRECTLY TO TOWN.**
3. **Results of the background checks are confidential and shall not be released to the Directors.** Background checks results will be received and reviewed by the LAA Board of Trustees. Background checks containing disqualifiable conviction(s) pursuant to N.J.S.A. 15A:3A-3 shall result in the coaches being disqualified. Any questions or concerns regarding disqualification will be referred to the LAA Board of Trustees.

Article VIII Participants

1. All resident and non-resident athletes who participate must adhere to all codes of conduct and ethics set forth by the LAA. They must also follow all rules and regulations set forth by their league in that particular sport.
2. Non-residents may participate with LAA sanctioned sports if approved by league(if applicable).
3. The fee for a child to participate in a seasonal sport shall be set annually by the Director. The Director can establish a higher fee for a non-resident to play if the Director deems it necessary to offset any additional costs. The non-resident fee can be no more than an additional \$25 over the resident fee.
4. Late registrations may be charge a late fee.
5. Refunds can be requested if an athlete chooses to no longer participate in a particular sport. There will be a deadline, varying by sport, by which an athlete can choose to quit and still receive a refund. The director may pro-rate the refund at his/her discretion. No refunds will be issued after said dates except in the event of injury.

Article IX Sanctioned Sports

1. To add a new sanctioned sport, the Board of Directors must approve the request by a majority vote at a meeting of the LAA, provided a quorum is present.
2. Sanctioned Sports are:
 - a. Baseball
 - b. Basketball (boys and girls)
 - c. Cheerleading
 - d. Football
 - e. Soccer (fall and spring)
 - f. Softball
 - g. Wrestling
 - h. Strength and Conditioning
3. All sanctioned sports must have a Director and may have an Assistant Director.

Article X Meetings

1. The presence of more than 50% or more of the Board of Directors shall constitute a quorum for the transaction of business in any general meeting of the LAA.
2. Twelve 12 general membership meetings of the Lopatcong Athletic Association shall be held during a calendar year January through December. Dates of meetings shall be determined by the Board of Directors and announced at the first general meeting of the year.
3. If there is an urgent issue that arises before the scheduled meeting, and the delay of waiting to the next scheduled meeting would likely result in substantial harm to the public interest, the LAA President may call a special meeting upon 48 hours' notice.
4. Ten (10) days' notice shall be given of a change of date of general meetings.
5. The annual General Meeting for the purpose of reorganization approval shall be the last general meeting of the calendar year.
6. The LAA encourages all residents to attend and express all thoughts, ideas and/or concerns for the youth of Lopatcong Township.

Article XI Sub-committees

The President shall be ex-officio member of all committees.

Standing Committees:

1. Only Lopatcong Township Residents of the Lopatcong Athletic Association shall be eligible to serve as chairperson or members of committee.
2. Standing committees shall be created by the Board of Directors as may be required to promote the objectives and interests of this LAA. The chairpersons of the standing committees shall be elected/appointed by the Board of Directors and their term shall for one (1) year.
3. The chairpersons of all standing committees shall present plans of work to the Board of Directors for approval, and no committee work shall be undertaken without the approval of the Board of Directors.
4. If a standing committee is for fundraising, see Article XII
5. To add a new standing committee the Board of Directors must approve by a majority vote at a meeting of the LAA provided a quorum is present.
6. LAA Standing Committees are:
 - Concessions Committee
 - Fields Committee
 - Sponsorships Committee
 - Golf Outing Committee
 - Bylaws Committee
 - Communications Committee

Special committees:

1. Special committees shall be appointed by the President and Board of Directors as deemed necessary to carry on the work of the Lopatcong Athletic Association.
2. Since a special committee is created and appointed for a specific purpose, it automatically goes out of existence when its work is done and its final report is received.

Article XII

Financials

1. Handling of Monetary Funds

- a. The handling of monetary funds by the Directors, the Assistants, the Coaches and all volunteers will be closely monitored and managed to assure adherence to all audit recommendations and guidelines.
- b. The Board will determine key controls to be used to validate monies received from any sporting event, including but not limited to, registrations, fundraisers, and concession stand sales. Key controls will be outlined in Appendix B.
- c. Monthly statements of accounts will be provided to all Directors.
- d. An independent audit of the LAA's accounting records and accounts will be performed annually, and will be presented to the township council as per our contract.

2. Fundraising

- a. The LAA recognizes that fundraising is an activity that may be done at the discretion of the Director of each sport. The LAA also recognizes that fundraising is an activity that certain sports must do in order to thrive and remain sustainable. The LAA further recognizes that a sport that engages in fundraising should benefit from its efforts. However, the LAA also recognizes that the sources for fundraising are finite.
- b. Based on the foregoing fundraising realities, if a sport is going to engage in fundraising, the fundraising activity should be identified in the sport's annual budget. If the fundraising activity is established after the sport's budget is submitted to the LAA then the fundraising activity is to be announced to the LAA during the next regular meeting by the sport's Director. The sport engaging in a fundraising activity must keep a profit and loss statement for the fundraising activity.
- c. The LAA also recognizes that the LAA as an organization also has a need to raise funds for the LAA general fund or for other specific needs the purpose for which must be clearly communicated. Any such LAA organization fundraising activity may be established upon a majority vote of the LAA Board of Directors. If an LAA fundraising activity is approved then a committee shall be established. LAA authorized fundraisers shall keep a profit and loss statement for the fundraising activity. Funds raised are to be distributed to the correct accounts.
- d. At the completion of the fundraising event, all directors must submit a profit/loss statement to the board at the next scheduled meeting.

3. Budgets

- a. Directors shall develop a budget prior to the beginning of specific season.
 - i. Budget must be submitted one month prior to approval to allow for ample time to review each budget by the board
 - ii. No bills may be paid until budget is approved, unless in the event of an emergency that requires a deadline (league fees, etc). Uniforms and supplies are not emergency items.
- b. All bills submitted during season must adhere to approved budget unless director requests change for approval during LAA meeting
- c. A final budget shall be presented within 2 months of close of season once all bills have been finalized and paid.

4. Fiscal Year

The fiscal year of the Lopatcong Athletic Association shall begin on January 1st and end December 31st.

Article XIII Removal of Board Members

1. The need to remove a Board Director or Assistant Director, as well as Board President, Secretary or Treasurer, may arise if any person is found to be derelict in their duties, to be in violation of the bylaws or is engaging in practices that are deemed to be detrimental to the athletes, the Lopatcong Athletic Association and/or the Township.
2. If a Director, Assistant Director, Secretary or Treasurer is thought to be in need of removal, a formal request shall be made to the President, who will review the request with the LAA Board of Directors. If the reasons for the request are found to be valid in accordance with Article XIII, Section 1 of the bylaws, the President will make a motion to the Board, and the Board can vote to remove the Director with a majority vote.
3. If the President is thought to be in need of removal, a formal request shall be made to the LAA Board of Trustees. If the reasons for the request are found to be valid in accordance with Article XIII, Section 1 of the bylaws, the Board of Trustees will remove the President.

Article XIV Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Lopatcong Athletic Association and in all cases in which they are applicable.

Note: A copy of the bylaws of the Lopatcong Athletic Association will be available at every meeting.

Article XV Amendments

1. These bylaws may be amended at any regular meeting of the Lopatcong Athletic Association by a majority vote of the members present and voting, provided a quorum is present and provided that notice of the proposed amendment shall have been given at least 25 days prior to the meeting at which action is to be taken.
2. There will be no amendments to the bylaws without final approval by the LAA Board of Trustees. The adoption of an amendment to any provision of the Lopatcong Athletic Association bylaws shall be identified by a double star (**).
3. A committee may be appointed to submit an amendment to the bylaws and can only be put into place by a majority vote at a meeting of the LAA by a majority vote of the Board of Directors, provided a quorum is present. The requirements for adoption of a revised set of bylaws shall be the same as in the case of an amendment.
4. After approval by a majority vote at a meeting of the LAA, provided a quorum is present, six (6) copies of all amendments/revised bylaws shall be sent to the LAA Board of Trustees for approval or disapproval.

Article XVI Dissolution of the LAA

The LAA is organized exclusively for charitable, educational, and scientific purposes and combating community deterioration and juvenile delinquency, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code

Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article XVII Conflict of Interest Policy

The LAA Board of Directors and Trustees will follow the Conflict of Interest Policy as outlined in Appendix A.

Appendix A: Conflict of Interest Policy

Article I **Purpose**

The purpose of the conflict of interest policy is to protect this tax-exempt organization's (Organization) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Article II **Definitions**

1. Interested Person

Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2. Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a.** An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- b.** A compensation arrangement with the Organization or with any entity or individual with which the

Organization has a transaction or arrangement, or

c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Article III **Procedures**

1. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest

- a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflicts of Interest Policy

- a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article IV
Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

- a.** The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- b.** The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Article V
Compensation

- a.** A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- b.** A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- c.** No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Article VI
Annual Statements

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a.** Has received a copy of the conflicts of interest policy,
- b.** Has read and understands the policy,
- c.** Has agreed to comply with the policy, and
- d.** Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Article VII
Periodic Reviews

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Article VIII

Use of Outside Experts

When conducting the periodic reviews as provided for in Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

The following states have adopted legislation satisfying the requirements of section 508(e) relating to private foundation governing instruments. Information derived from Revenue Ruling 75-38, 1975-1 C.B. 161.

Appendix B: Financial Controls

1. All sports must submit an estimated budget before any bills can be paid. After the season is over, they will need to submit an actual budget for comparison to their estimated budget.
2. All fundraisers must submit a profit/loss statement.
3. Two signatures are required on each check issued by the Treasurer/Asst Treasurer.