

**LAFAYETTE AMATEUR ATHLETICS INC.
PO BOX 29
LAFAYETTE, NJ 07848**

BY-LAWS

Authority: Title 15A: New Jersey Non-Profit Corporation Act.

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ARTICLE I Name and Headquarters

Section 1: This organization shall be known as Lafayette Amateur Athletics, Inc.

Section 2: The Headquarters of this organization shall be in Lafayette, New Jersey. The organization may elect to maintain a Post Office Box in the Lafayette Post Office.

ARTICLE II Affiliations

Section 1: Lafayette Amateur Athletics Inc. is not bound nor supervised by any formal charters or affiliations. Said organization, with the approval of the Executive Board, reserves the right to join formal organizations. As of July 23 1987, Lafayette Amateur Athletics Inc. is an independent non-profit organization bound only to further recreation activities for the residents of Lafayette.

Section 2: We welcome other communities to participate in athletic events; however, we have no financial obligation to other entities or organizations.

ARTICLE III Objectives

Section 1:

- (A) To organize and unite the residents of Lafayette, New Jersey, into a cohesive athletic organization.
- (B) To provide quality athletic events, programs and facilities.
- (C) To promote athletic sportsmanship, integrity and teamwork.
- (D) To ensure that all participants are allowed to participate in said events, regardless of individual ability and/or relationship to coaching personnel.
- (E) To ensure that supervisory personnel conduct training or coaching in a competitive and fair environment.

ARTICLE IV Membership and Revenues

Section 1: Lafayette Amateur Athletics Inc. welcomes as members any bonafide resident of the Lafayette Township, in the county of Sussex, in the state of New Jersey who are interested in furthering the objectives and goals of the Organization as set forth in Article III. Bonafide status shall be determined by eligibility to vote in said township or for minors, eligibility to attend Lafayette Township School. Further questions concerning eligibility shall be referred to the Executive Board for determination. Any questions concerning eligibility to participate as a member shall be subject to a majority of the vote of the Executive Board.

There shall be two classes of Membership:

- (a) Voting Members. The Corporation shall have voting members who shall have all the rights and privileges of the Corporation. These voting members will be comprised of all Members of the Executive Board as described in Article 6, Section 1. The members of the executive Board will also be deemed the Trustees of the Corporation.

- (b) Nonvoting Members. All other Members of the Corporation shall be entitled to the rights and privileges of the Corporation, but will not have a voting privilege. The Executive Board may establish one or more classes of nonvoting members by resolution as the need may arise. Unless otherwise specifically stated in these bylaws to the contrary, all references to “Members” relate to Voting Members and not Nonvoting Members.

Each application for membership as a Voting Members must be sponsored by a Voting Member in good standing and be approved by a majority of the of Voting Members present at a meeting in accordance with Articles V and VI.

Section 2: Revenues in the forms of donations, sponsorships, fundraising activities, and registration fees shall be determined annually by the Executive Board. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons. No revenues shall be disbursed in the form of salaries, bonuses, commisions, or any forms of reimbursement, other than reimbursement for incurred expenses that were approved by the organization. Said revenues shall be maintained in a bank or banks insured by the FDIC, selected by the Executive Board, and money so deposited shall be withdrawn only by checks signed by the President or Treasurer. Other

sources of revenue should be sought with approval of the Executive Board. All revenues shall be used for the exclusive purpose of furthering and benefiting Lafayette Amateur Athletics, Inc. in its quest for excellence in athletic and recreational programs.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 3: Upon the dissolution of the corporation, 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. The organization selected to receive the assets is the Lafayette Recreational Commission or if that organization ceases to exist, the organization charged with the responsibility of sponsoring or overseeing the recreational activities within Lafayette Township, New Jersey. 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 V Meetings

Section 1: **Regular Meetings-** There shall be monthly meeting on the first Monday of each month. There will be no monthly meetings scheduled during the months of July or August when school is not in session due to summer recess, subject to Section 2 of this article. This shall be a general membership meeting, open to all members of Lafayette Amateur Athletics, Inc. One hour prior to this meeting, the Executive Board may meet in closed session, for the purpose of transacting any business that the Executive Board may deem necessary, vital and appropriate. A quorum shall consist of a majority of the Executive Board Members as provided in Section 7, Article 6. Regular monthly meetings are to be held at the Lafayette Township

School. Regular monthly meetings can be held at another location or on another date in Lafayette Township provided a majority of the Members of the Executive Board are in agreement and sufficient advance notice of a date or location is given.

Section 2: **Special Meetings-** Special meetings shall be called by the President or by a majority of the members of the Executive Board. A forty-eight hour notice shall be required for said meetings. Notification shall be by personal contact either in person or via telephone or via e-mail provided the member so contacted acknowledges receipt thereof. Any Member of the Executive Board may waive notice of any meeting, either before, at, or after such meeting by signing a waiver of notice of such meeting. The attendance of a Member of the Executive Board at such a meeting shall constitute a waiver of notice of such meeting and a waiver of any and all objections to the place of such meeting or the manner in which it has been called or convened, except when such a Member states at the beginning of the meeting any objection to the transaction of business because the meeting is not lawfully called or convened. A special meeting can be conducted at any location in Lafayette that a majority of the Members of the Executive Board deem appropriate.

Section 3: **Nominating Convention-** The first Monday of the month of June shall be considered to be a special nominating convention for the purpose of election of Organization Officers and Members of the Executive Board/Trustees for the ensuing year. Each person nominated to hold an office for the ensuing year must be the subject of a motion for nomination, with a second before the voting members are authorized to hold a valid election to each office outlined in Article VI, Section 2.

ARTICLE VI Officers and Committees

Section 1: **Executive Board & Trustees-** The governing body of this organization shall be known as the Executive Board. This Board shall have no less than eleven members. Members may be added with the approval of a majority of the present Executive Board. Eligibility to serve as a Member of the Executive Board is limited to bonafide residents of Lafayette Township, in the County of Sussex, in the State of New Jersey. Bonafide status shall be determined by eligibility to vote in said Township. A current Member of the Executive Board in good standing must sponsor each application for Membership on the Executive Board. Members of the Executive Board shall also serve as Trustees of the Corporation.

Section 2: **Organization Officers-** The officers of this organization shall be called the Organization Officers and shall function at all conventions and meetings as members of the Executive Board. These officers shall be:

- A) President
- B) Vice-President
- C) Secretary
- D) Treasurer

Eligibility to serve as an Organization Officer is limited to bonafide residents of Lafayette Township, in the County of Sussex, in the State of New Jersey. Bonafide status shall be determined by eligibility to vote in said Township. Eligibility is also limited to those members serving on the Executive Board.

Section 3: **Term of Officers-** Officers shall be elected for a term of one year at the annual convention provided in Article V, section 3 (or if not possible for whatever reason at a meeting as soon thereafter as conveniently may be scheduled by the executive board). All elections relating to this organization will be in accord with Article VIII, Section 1 of these bylaws.

Section 4 **Term of Executive Board Member/Trustee -** The Members of the Executive Board/Trustees shall be elected to office for a period of one year, subject to renomination.

Section 5 **Eligibility to vote-** Eligibility to vote for Officers and Executive Board Members shall be determined by the following criteria:

- A) Must be at least 18 years of age.
- B) Must be a bonafide resident of Lafayette. Bonafide status shall be determined by eligibility to vote in said Township.
- C) Must be a current Member of the Executive Board in good standing.

Section 6: **Vacancies.**

If for any reason a vacancy occurs on the Executive Board or vacancy in one of the four Organization Offices, the Members of the Executive Board by vote of the majority of the remaining Members may fill the vacancy. Every effort should be exhausted to maintain the Executive Board at no less than eleven members as provided in Section 1 of this article. Additionally, every effort shall be exhausted to fill any Organization Office left open by a vacancy for any reason. Any Member of the Executive Board or

Organization Officer elected in furtherance of this provision shall serve the unexpired term of the individual that shall have vacated the said position.

Section 7: Quorum and Voting.

A majority of the Members of the Executive Board shall constitute a quorum for the transaction of business. The vote of the majority of the Members of the Executive Board present at a meeting at which a quorum is present shall constitute the action of the Executive Board. If less than a quorum is present, then a majority of those Members of the Executive Board present may adjourn the meeting without notice until a quorum is present. Each Member of the Executive Board shall be entitled to one vote on each matter submitted to a vote at a meeting.

Section 8 Proxies.

Every Member of the Executive Board entitled to vote at a meeting or to express consent or dissent without a meeting may authorize another Member of the Executive Board to act for him by proxy. Every proxy shall be in writing and shall be signed by that Member. No proxy shall be valid after the expiration of 60 days thereof unless otherwise provided for in the proxy. Every proxy shall be revocable at the pleasure of the Member executing it, except as otherwise provided by law. In the event a member of the Executive Board exercises their right to have another Executive Board Member act for him or her, the writing authorizing said proxy shall be presented to the Executive Board at least one hour before the commencement of a regular or special meeting.

Section 9 Committees.

The Executive Board, from time to time, may as the need arises establish Committees or other positions to conduct certain operations of the Corporation. The establishment of these Committees is to be approved in the same fashion as other business of the Corporation is conducted. Examples of such Committees would be a Baseball Committee, a Softball Committee, and a Basketball committee. Each committee would have the responsibility of managing the day-to-day operations of these and other particular sports or events that the Corporation may be charged with. The Committees would have responsibility for reporting its activities at regular or special meetings as provided for in Article 5. Each committee so established shall be coordinated by a director and shall be known as LAA Baseball Director, LAA Softball Director, and LAA Basketball Director etc. The Members of the Executive Board shall have the authority to appoint each director by a vote held in accordance with these bylaws. Members or Directors of these various committees may also serve as a Voting Member/Member of the Executive Board, but service as a Member of the Executive Board is not a prerequisite to serving as a Director or member of said committees. The Director of any such committee may in his or her discretion establish other positions as the need arises. Examples of this

position could include Baseball Equipment Manager, Softball Fundraiser Coordinator, Basketball Tournament Coordinator, Baseball Purchasing Agent, Sponsorship Coordinator, etc.

Other Committees: Such other committees shall have functions and may exercise such power that the Executive Board may lawfully delegate to the extent provided in these bylaws.

ARTICLE VII Duties of Officers

Section 1: The Executive Board shall be the governing body of the organization. All matters arising between meetings of the general membership affecting the policies, aims and means of accomplishing the purposes of the Corporation not specifically provided for in these by-laws or by general membership meeting, shall be decided by the Executive Board and its officers. For emergency decisions, the President or the Executive Board shall contact a majority of other members of the Executive Board and a decision shall be made at an assembled meeting of the Executive Board, or by telephonic communication or by correspondence, or by e-mail, whichever appears most effective in the situation.

Section 2: **President-** The President shall preside at all meetings of the Executive Board. He shall be an ex-officio member of all committees. He shall report periodically to the Executive Board regarding the progress and standing of the Board and regarding his official acts. He shall also have the authority to sign checks.

Section 3: **Treasurer-** The Treasurer shall receive and receipt for all monies of the Corporation. He/She shall deposit all monies so received in the name of the Corporation in a bank or banks insured by the FDIC, selected by the Executive Board, and money so deposited shall be withdrawn only by check signed by the President and/or the Treasurer. He/She shall prepare and sign checks for such purposes as are required by the by-laws or are authorized by the Executive Board. He/She shall keep an accurate record of receipts and disbursements and shall submit to the regular meetings of the Executive Board an operating statement of the financial transactions of the Corporation. He / She shall generally oversee the acts of the Executive Board on matters involving the financial collections and expenditures of said Board. The Treasurer shall also be deemed the registered agent for the corporation charged, with among other duties, accepting service of process on behalf of the corporation and further with filing the Corporation's annual reports with the New Jersey Secretary of State or other state agency charged with the responsibility therefore. It will also be the responsibility of the Treasurer to file any required informational income tax returns with the Internal Revenue Service to allow the Corporation to maintain

tax-exempt status as a 501 (c) (3) organization. Finally, the Treasurer shall have the responsibility for maintaining insurance coverage in place for the benefit of the Corporation.

Section 4: **Vice President-** Vice President shall assist the President in the work of his office. In the absence of the President or in his inability to serve, the Vice President shall preside at all meetings and perform all duties otherwise performed by the President. He may, with the approval of the Executive Board, be authorized to act as co-signer of checks drawn by the Corporation in place of either the President or Treasurer as the need may arise.

Section 5: **Secretary-** Secretary shall keep a record of the proceedings of all Executive Board meetings, including special meetings as provided for in Section 2, Article V, and of all assembled general membership meetings, and shall perform such other duties as the Executive Board may require. The Secretary is also charged with conducting a roll call at each meeting, whether special or otherwise, at the commencement of each meeting. He/She is responsible for maintaining the attendance records for the Corporation. Finally, the Secretary is charged with the duty of recording all votes taken at all Executive Board meetings and in tallying the votes for secret balloting as provided for in Article VIII, Section 1.

Section 6: **Trustees-** A Board of Trustees shall be elected from the general membership and shall serve for a period of one year. The trustees shall make or cause to make at least annually an audit of the Executive Board and/or Committee finances and shall report to the annual nominating convention the results of such audit. The Board of Trustees shall be responsible for all duties and responsibilities assigned to them. They shall have the power to appoint committees from the general membership to insure that all functions of the Executive Board / Committee are carried out in a forthright and prudent manner. Trustees of the Corporation shall also serve as Members of the Executive Board.

Section 7: **Term of Officer-** Each Officer shall hold office until his successor shall have been duly elected and shall have qualified, or until his death, or until he shall resign or shall be removed in the manner hereinafter provided.

Section 8: **Multiple Offices-** The same person may hold any two or more offices if the need arises, however, in no event shall a person hold all four offices of the Corporation at the same time. A failure to elect a President, Vice President, Treasurer or Secretary shall not affect the existence of the Corporation

Section 9: **Delegation-** In the absence or disability of any Officer of the Corporation or for any other reason deemed sufficient by the Executive Board, The Executive Board may delegate that officer’ s powers or duties to anyother Officer.

ARTICLE VIII Miscellaneous Provisions

Section 1: **Elections**

All elections for Organization Officers of the Corporation shall be conducted by secret ballot. The Secretary shall refer the names of those nominated for an Office to a ballot. Eligibility for office is contained in Section 2, Article VI of these by-laws.

Section 2: **Robert’ s Rule of Order** Roberts’ s rules of order, revised, shall be the guide in all cases to which they are applicable in regards to parliamentary procedure.

Section 3: **Agency-** Except to the extent specified in these by-laws, no Officer, Executive Board Member, or Trustee shall have the power to act as an agent or otherwise bind the Executive Board in any way whatsoever.

ARTICLE IX Ratification and Amendments

Section 1: **Bylaws amendments-** These by-laws may be amended, altered, revised, replaced or otherwise changed only by a vote of two-thirds of the Executive Board, and such change shall take effect only if submitted in writing to the Executive Board at least 10 days prior to a regular meeting or special meeting of said Board at which a vote is to be taken.

ARTICLE X Judicial and Disciplinary Procedures

Section 1: **Charges against members of the Executive Board, Officers, or Trustees:** It is the objective of this organization to provide a democratic and orderly procedure for its members in order to hear and determine grievances, complaints and /or charges brought by or against a Member of the Executive Board, Officer or Trustee.

The following shall be included among grounds for filing such complaints.

A) Disloyalty of a Officer, Trustee or Executive Board Member to the organization;

- B) Incompetence of an Officer, Trustee or Executive Board Member;
- C) Corrupt or unethical practices, pertaining to federal and state statutes;
- D) Three consecutive absences at regularly scheduled meetings by an Officer, Executive Board Member or Trustee may be automatic grounds for dismissal from the Executive Board;
- E) Failure to maintain minimum standards of safety and health;
- F) Discrimination against any participant because of race, color, religion, sex, sexual orientation, or national origin.

Section 2: Procedure for Termination: Executive Board Members, Officers, Trustees:

The Executive Board shall conduct appropriate hearings to validate or disprove any of the above violations. Said hearing shall be held at a public meeting. The Board shall then have the rights and privilege to go into Executive session behind closed doors if they feel such charges warrant. Two-thirds of the entire Executive Board shall be required to participate in any discussions or voting relating to disciplinary decisions involving Officers, Trustees or Executive Board Member.

Section 3: Charges against Sports Directors, volunteer coaches, assistant coaches, referees or umpires: It is the objective of this organization to provide a democratic and orderly procedure for its members in order to hear and determine grievances, complaints and /or charges brought by or against a sports director, coach, assistant coach, referee or umpire.

The following shall be included among grounds for filing such complaints.

- A. Disloyalty of a Sport Director, coach, assistant coach, referee or umpire to the organization;
- B. Incompetence of an sport director, coach, assistant coach, referee or umpire;
- C. Corrupt or unethical practices, pertaining to federal and state statutes;
- D. Failure to maintain minimum standards of safety and health;
- E. Discrimination against any participant because of race, color, religion, sex, sexual orientation, or national origin;
- F. Abusive language by Sport Director, coach, assistant coach, referee or umpire directed at athletic participants; be they players, coaches, assistant coaches, officials or spectators;
- G. Physical abuse by Sport Director, coach, assistant coach, referee or umpire against players, coaches, assistants, officials, spectators;
- H. Failure of coaches to ensure that all participants actively participate in all scheduled events;
- I. Failure of coach to regularly attend and conduct practice sessions that meet a minimum standard established by the organization;
- J. Coaches shall be responsible for all equipment and uniforms issued to them. Coaches shall return all of the above to the Corporation when requested.

Failure to do so may result in coach' s suspension and/or financial reimbursement to Lafayette Amateur Athletics, Inc.

Section 4 Procedure for Termination: Sports Directors, volunteer coaches, assistant coaches, referees or umpires:

The Executive Board shall conduct appropriate hearings to validate or disprove any of the above violations. Said hearing shall be held at a public meeting. The Board shall then have the rights and privilege to go into Executive session behind closed doors if they feel such charges warrant. Two-thirds of the entire Executive Board shall be required to participate in any discussions or voting relating to disciplinary decisions involving Sports Directors, volunteer coaches, assistant coaches, referees or umpires

Other parent grievances against coaches or assistant coaches: In the event of minor problems or disagreements between coaches and parents, parents are encouraged to first consult with a coach when difficulties arise. If that coach is unreceptive to comments or criticisms as perceived by the parent, said facts should then be submitted in written form to Lafayette Amateur Athletics Inc. c/o the presiding President, PO Box 29 Lafayette, NJ 07848. A parent may also e-mail any sitting officer of the organization in lieu of a formal letter. The complaint or grievance shall be deemed to be reviewable if it is received no later than fourteen calendar days from the date of the incident. Late correspondence or in lieu e-mails may be considered to be ineligible for action although should the grievance be deemed to be egregious by the majority of the eligible voting members, then the valid period of time to register a complaint of this nature may be extended to a period of time not to exceed thirty days.

Section 5 Violations of Codes of Conduct: The organization may at its discretion draft and implement any Code of Conduct that is deems necessary to ensure the integrity of the organization, promote an enjoyable, safe and healthy sporting environment, and to protect all sports participants, including athletes, coaches, assistant coaches, sports directors, parents, spectators and officials, including but not limited to referees and umpires. All participants are required at all times to adhere to any such Code of Conduct adopted by the organization.

It is the objective of this organization to provide a democratic and orderly procedure for all participants in order to hear and determine grievances, complaints and /or charges brought by or against any participant arising out of a violation of any such Code of Conduct. In order to ensure for an orderly procedure to address Code of Conduct violations, the organization may in its discretion form a Code of Conduct Grievance Committee. The Grievance Committee shall be comprised of 5 members. These would be the Directors of the major sports (soccer, basketball, baseball, and softball) or their appointees,

plus the President of the LAA. A quorum will consist of 3 (three) members of the committee. All grievances arising out of a Code of Conduct violation are to be received by the LAA in written form. This can be a signed form, letter, or email addressed to the sitting organization President. The complaint or grievance shall be deemed to be reviewable if it received no later than 14 calendar days from the date of the incident.

The Code of Conduct Grievance Committee shall review the grievance received and will follow the LAA Code of Conduct disciplinary recommendations, as well as any particular league rules and recommendations, to choose the course of any disciplinary action they feel needs to be taken, on a case by case basis. The Code of Conduct Grievance Committee will notify the appropriate parties (coaches, parents, participants or spectators) in writing on the course of action to be taken. This communication will be done within 48 hours of the date the grievance was received by the LAA.

The Grievance Committee will record and report all activities to the LAA at each monthly meeting. All recommendations and decisions administered by the grievance committee will be considered final.

ARTICLE XI Fiscal Year

The fiscal year of the Corporation shall be the period July 1 through June 30.

ARTICLE XII Indemnification

The Corporation shall indemnify each Officer and Trustee, including former Officers and Trustees for their sanctioned acts during their tenure, to the full extent permitted by the New Jersey Nonprofit Corporation Act, including but not limited to N.J.S.A. 15A: 3-4. This indemnification obligation of the Corporation is limited to the proceeds of any available insurance coverage maintained by the Organization and should not be construed as authorizing the assets of the Corporation to be used for this purpose.

ARTICLE XIII Nonprofit Operation

The Corporation will not have or issue shares of stock. No dividends will be paid. No part of the income or assets of the Corporation will be distributed to its Members, Trustees and Officers without full consideration. No Member of the Corporation has any vested right, interest or privilege in or to the assets, property, functions or activities of the Corporation. The Corporation may

contract in due course with its Members, Trustees and Officers without violating this provision provided both parties operate in good faith.

ARTICLE XIV Books, Records, and Reports

Section 1 Report to Members

The Corporation shall send an annual report to the Executive Board Members of the Corporation not later than four months after the close of each fiscal year of the Corporation. Such report shall include a balance sheet as of the close of the fiscal year of the Corporation and revenue and disbursement statement for the year ending on such closing date. Such financial statements shall be prepared from an in accordance with the books of the Corporation, in conformity with the generally accepted accounting principles applied on a consistent basis.

Section 2 Inspections of Corporate Records

Any person who is a member of the Corporation shall have the right, for any proper purpose and at reasonable time, on written demand stating the purpose thereof, to examine and make copies from the relevant books and records of accounts, minutes, and records of Members of the Corporation. Upon the written request of any Member, the Corporation shall mail to such Member a copy of the most recent balance sheet and revenue and disbursement statement. If the Corporation receives such request before such financial statements are available for its last fiscal year, the Corporation shall mail such financial statements as soon as they become available. In any event, the financial statements must be mailed within four months after the close of the last fiscal year. Additionally, balance sheets and revenue and disbursement statements shall be maintained by the Treasurer for a period of at least seven years, and shall be subject to inspection during business hours by any member appearing in person.

ARTICLE XV Effective Date of Bylaws

Section 1. These bylaws are meant to supersede any prior bylaws adopted or utilized by this corporation. They also supersede any prior amendments previously adopted and utilized by the Corporation.

Section 2. These bylaws will take effect on February 5, 2007 and will govern the organization into the future unless future amendments are adopted in accordance with Article IX of these bylaws.

Dated February 5, 2007