

# ***Grover Athletic Club (GAC) By Laws***

## **ARTICLE I – NAME**

The **NAME** of this association shall be the Grover Athletic Club, hereafter referred to as the “GAC”.

## **ARTICLE II – OBJECTIVES**

The **OBJECTIVE’s** of the GAC shall be:

- To promote and support all sports and athletic events at Oak Grove Lutheran School, Fargo, North Dakota.
- To assist the Oak Grove Athletic Department financially and physically in the development and sustainability of a well-rounded athletic program.

## **ARTICLE III – POLICIES**

Section III.1: The objectives of this association shall be developed, supported and accomplished through fundraising, committees, special projects, and activities.

Section III.2: This association shall be noncommercial and nonpolitical. The association shall endorse no commercial enterprise and no political candidate. Neither the name of the association nor the names of its officers, in their official capacities shall be used in any connection with a commercial concern or political activity or for any other purpose other than the regular work of the association.

Section III.3: This association shall not seek to direct the administrative activities of the school or to control school policies. It shall, however, seek to make such recommendations, as it deems proper for the effective conduct of its program.

Section III. 4: This association may cooperate with other organizations and agencies active in the field in which this association is organized and any other organization or agency for the purpose of advancing and achieving its objectives.

## **ARTICLE IV – MEMBERSHIP and DUES**

Section IV.1: Any person interested in the development and sustainability of the athletic program at Oak Grove Lutheran School, in the promotion of the objectives of the GAC, willing to uphold its policies and by-laws, may become a member upon payment of dues.

Section IV.2: The activity year of the organization shall commence on August 1 and shall continue through July 31. Annual dues for general membership may be paid at any time during that term with the membership year ending July 31. The GAC Board will establish membership levels and prices each year.

## **ARTICLE V – OFFICERS AND THEIR ELECTION**

Section V.1: Officers of this association shall consist of the President, Vice President, Secretary, and Treasurer. The Officers shall serve a term of one year. Officers will be elected annually by ballot by the

Board at the May meeting. The officer positions of President and Vice President shall serve a maximum of two consecutive terms for each position independently.

Section V.2: The Board shall make nominations for officers at least one month prior to the election of officers. The President shall report at the election meeting the name of at least one candidate for each office to be filled. The consent of candidates must be obtained before their name is placed in nomination. Additional nominations may be made from the floor provided the consent of each candidate has been obtained before their name is placed in nomination.

Section V.3: A vacancy occurring in an office shall be filled by appointment by the officers and Board of Directors, except in the case of a vacancy in the office of President, in which case the Vice President shall assume that office for the remainder of the term and a new Vice President shall be appointed by the officers and the Board of Directors.

Section V.4: The Athletic Director and/or Activity Director of Oak Grove Lutheran School shall serve on the Board of Directors as non-voting members and shall act in the capacity of liaison and coordinator of efforts between the school and the club.

Section V.5: Elected officers shall take office on June 1<sup>st</sup> and their term shall run through May 31<sup>st</sup>.

#### **ARTICLE VI – DUTIES OF OFFICERS**

Section VI.1: The President shall preside at all meetings of the association and of the Board of Directors, shall be a member ex officio of all committees except the Nomination Committee, and shall perform all other duties usually pertaining to the office.

Section VI.2: The Vice-President shall act as an aide to the president and shall perform the duties of the President in the absence of that officer.

Section VI.3: The Treasurer shall receive all moneys of the association, shall keep an accurate record of receipts and expenditures, and shall pay out local funds only as authorized by the Board of Directors. The Treasurer shall present a statement of account at every meeting of the association and at other times when requested by the Board of Directors and shall make a full report at the annual meeting.

Section VI.4: The Secretary shall record minutes at each meeting and shall present them at the following meeting for approval by the Board of Directors.

#### **ARTICLE VII – BOARD OF DIRECTORS**

Section VII.1: The Board of Directors shall be elected in May and shall consist of four officers and no more than 12 total members. Election of Board Members will follow the procedure of that of Officers outlined in Section V.2.

Section VII.2: The Board of Directors shall consist of the officers of the association (4), all elected board members (7) and the athletic/activity director (1). The members of the Board of Directors shall serve a term of 3 years with no limit to the number of terms that may be served.

Section VII.3: The duties of the Board of Directors shall be:

- a) To transact necessary business as may be referred to it by the association.

- b) To approve the plans of work of the Standing Committees.
- c) To present a report at the regular meetings of the association.
- d) To appoint an auditor or an Auditing Committee of three members.
- e) To approve routine bills within the limits of the budget.

Section VII.4: Meetings of the Board of Directors shall be held monthly during the activity year at such times as may be fixed by the Board. A majority of voting members shall constitute a quorum and must be present in order to conduct official business. Meetings may be called by the President or by a majority of members of the Board.

Section VII.5: A Board Member may be removed from office with or without cause, by a vote of the majority of the Board then in office, at any meeting.

#### **ARTICLE VIII – COMMITTEES**

Section VIII.1: Standing Committees of the association shall be as deemed necessary by the Board of Directors. The President shall appoint the chairman who, in turn, may select as many members as deemed necessary for the committee.

Section VIII.2: The Chairman of all Standing Committees shall present plans of work to the Board of Directors and no committee shall be undertaken without the approval of the Board of Directors.

Section VIII.3: A volunteer Board Member shall not be personally liable to the association or its members for monetary damages for a breach of his/her fiduciary duty, except as set out herein. This limitation does not eliminate or limit the liability of a Board Member for a breach of the Board Member's duty of loyalty to the club or its members for acts of omissions of the Board Member which are not in good faith or which involve intentional misconduct or knowing violation of the law, for a transaction from which the Board Members derives an improper personal benefit, or for any act or omission that is grossly negligent; nor does this provision purport to the limit of the liability of a Board Member in any way beyond that which is permitted by the North Dakota Nonprofit Corporation Act.

Section VII.4: The GAC shall assume all liability to any person other than the club or its members for all acts or omissions of a volunteer Board Member of the club incurred in good faith performance of the Board Member's duties as such. This provision shall not affect liability of the Board Member to the club or its members in Section VII.3 of this Article.

#### **ARTICLE IX – AMENDMENTS**

Section IX.1: These By-Laws may be amended at any regular meeting of the association by a two-thirds vote of the members present and voting, provided notice of the proposed amendment has been given at least ten (10) days prior to the meeting.

#### **ARTICLE X – RULES OF ORDER**

Section X.1: Rules contained in Roberts Rules of Order shall govern this association in all cases in which they are applicable and in which they are not inconsistent with these By-Laws.

*REVISED February 2015*