

# **ByLaws**

## **Article I – Organization Focus**

**Section I.** The Hardin Valley Academy Athletic Council Foundation, a central focus of this Organization, will be administered through the Executive Board.

**Section II.** The Board of Representatives shall work with the Executive Board to promote, provide, and preserve the Hardin Valley Academy Athletic Foundation.

## **Article II - Membership Classes**

**Section I.** The membership classes shall be consistent with those of the currently approved Charter of HVAAC. All active members shall be general members with voting rights.

## **Article III - Dues**

**Section I.** The annual Organization dues shall be established by the Executive Board, and approved by a majority of the general members voting on this issue, and made public to the membership if there are any changes (from previous annual dues).

**Section II.** All annual dues are payable to HVAAC, and submitted to the Treasurer.

## **Article IV - Nomination and Election Procedures**

**Section I.** Elections. General members in good standing are eligible for nomination as a Board member of the Organization. The Nominating Committee will solicit recommendations from the general membership and present a slate to the voting members. The President-Elect shall become President and serve for a period of one year. If the President-Elect should be unable to serve as President, a President should be elected from the slate prepared by the Nominating Committee.

**Section II.** Election Schedule. The official list of nominees proposed by the committee shall be announced at a regular meeting no later than March 30. Election ballots shall be made available to voting members by April 1 and only properly marked ballots received by the first Friday of May shall be tabulated. All general members shall have the opportunity to vote at the annual election meeting each April 1. Board members assume responsibility on the first day of the fiscal year, July 1st, and remain in office until June 30th of the following year.

**Section III.** Removal. An elected Executive Board member of the Organization may be removed from office for conduct detrimental to the best interest of the Executive Board present at a meeting of the Executive Board constituting a quorum for purposes of conducting business of such by an officer. Any such notice shall specify that such

meeting is for the purpose of voting on a resolution to remove the named officer and shall describe the conduct deemed by the person issuing the said notice to be detrimental to the best interest of the Organization and grounds for such removal with evidence on his or her behalf and hear evidence in support of the changes made against him or her pursuant to the reasonable rules established from time by the Board members.

## **Article V – Executive Board**

**Section I.** The Executive Board of the Organization shall consist of a President, President-Elect, Secretary, Treasurer and three Directors: Director of Communications, Director of Fundraising and Director of Inter Council Affairs.

**Section II.** The Executive Board should be considered viable with a minimum of five members.

**Section III.** Duties. The Executive Board shall have general charge and control of the affairs, funds, and properties of this Organization. It shall present to the membership all proposed major program activities. In respect to questions regarding the interpretation of the Bylaws, the decision of the Executive Board shall control and be final. The Executive Board shall not have voting power with regard specifically to Board of Representative proposals.

**Section IV.** Vacancies. Vacancies among the Executive Board shall be filled by a vote of membership in a special election, with members notified thirty (30) days prior to the election.

**Section V.** Meetings. The Executive Board shall hold regular meetings. The number of meetings is to be determined by the Executive Board. There shall be a minimum of six Board meetings per year. Special meetings may be called by the President or by written request of three members of the Executive Board. Vocal notice of the time and place shall be given to each member of the Executive Board at least five days in advance of the meeting.

## **Article VI – Officers & Directors**

**Section I.** The powers and duties of the Officers and Directors shall be as follows:

- **President** - The President shall be the Chief Executive Officer of this Organization; shall provide an agenda and preside at all membership and Executive Board meetings of HVAAC; and shall be the ex-officio member of all committees. The President shall serve as an ex-officio member of the Nominating Committee as relates to procedures and policies only. The President shall, with the approval of the Executive Board, appoint other committees not otherwise provided for. The President shall be the official representative of this Organization.

- **President-Elect** - The President-Elect shall assist the President, assume the duties of the President in his/her absence, and serve as ex-officio member of all committees. She/He may conduct Executive Board meetings assigned by the President.
- **Secretary** - The Secretary will record minutes of the official HVAAC meetings, notify Executive Board members of meetings, and work with the appointed committees. The Secretary will maintain records of all internal correspondence to and from Executive Board members, shall oversee the maintenance of files, and keep a current list of the names and addresses of active members.
- **Treasurer** - The Treasurer shall collect all dues and assessments, and receive all monies to be held on deposit at Hardin Valley Academy. The Treasurer shall make payments in accordance with the budget that has been approved by the Executive Board. The Treasurer shall provide an updated Balance Sheet of Asset and Liabilities and a Profit Loss statement of current expenses and receipts for each Executive Board meeting. The Treasurer shall turn over to his/her successor all books and financial records and shall take a listed receipt thereof. The Treasurer shall be bonded and prepare financial records for the annual review which must be completed and presented to the successor Executive Board no later than August 1<sup>st</sup> each year.
- **Director of Fundraising** – The Director shall be responsible for all fund raising activities for HVAAC. She/He shall report at the Executive Board meetings and be responsible for the agenda of all Board of Representative meetings. The Director shall work with all Representatives’ to implement any and all fund raising activities.
- **Director of Communications** – The Director shall be responsible for all external communication representing HVAAC. This includes, but is not limited to the following recipients of such communication: the general public, any and all media, any and all government or academic entities including but not limited to city, county, state or national, and any other organization deemed reliable. The Director shall be responsible for the development and co-ordination of the branding of HVAAC. The Director shall also be responsible for the maintenance and management of any external publication of HVAAC materials, including, but not limited to newsletters, circulars, press releases, web site postings, any electronic format or any other avenues deemed reliable.
- **Director of Inner Council Affairs** – The Director shall be responsible for reporting for the Executive Board all relevant information from the Hardin Valley Academy Athletic Foundation to other HVA entities any and all pertinent information requested by such entities, including written or presented data at all meetings of such entities. The Director shall be responsible for preserving these material records in written and electronic form

## **Article VII - Administration**

**Section I.** The fiscal year of the HVAAC shall be July 1st to June 30th.

**Section II.** HVAAC Executive Board meetings will be open to all Board of Representative members and shall be held at least six times a year. Board of Representative meetings shall be held at least six times a year and shall be open to all active members of the HVAAC.

**Section III.** The voting power of this entity is intended to rest with the Board of Representatives with primary regard given to fiscal operations. The Executive Board members are non-voting active members of the HVAAC with regard to most Board of Representatives actions. The voting power of the Executive Board is primarily given to operational and organizational structure.