

**By-Laws
of
North Gwinnett High School Dugout Club, Inc.**

Article I — Name

The name of this organization shall be the "North Gwinnett High School Dugout Club, Inc." hereinafter referred to as the "Club."

Article II — Purpose

The Club is a Georgia nonprofit corporation established in 2002 and within the meaning of IRS Publication 557 Section 501(c)(3) Organization of the Internal revenue Code of 1986 as amended or the corresponding section of any future Federal Tax Code and shall be operated exclusively for the financial support and assistance of the North Gwinnett High School Baseball program. The Club shall:

- 1) Promote interest in the baseball program at North Gwinnett High School (NGHS);
- 2) Lend moral and financial support to all phases of the baseball program at NGHS not otherwise provided by the Gwinnett County School system;
- 3) Cooperate and work in all possible ways with the Coaches and Staff;
- 4) Foster a team culture amongst the members, the coaches and the players;
- 5) Be the standard for good sportsmanship at all NGHS baseball games; and
- 6) Promote excellence in all Scholastic and Athletic endeavors at NGHS and the surrounding community.

Article III — Operating Authority

The Club shall have no authority to dictate or interfere in any way with the North Gwinnett Baseball Staff, its policies, or those of the School Administration. The Baseball Staff includes (but is not limited to) the High School Boys Head Varsity Coach, and his Assistants.

Article IV — Membership

Section 1 Membership: Membership shall be granted to those persons interested in the baseball program at North Gwinnett High School and willing to abide by the rules of this Club upon payment of annual dues. Membership may be suspended or revoked at any time and for any reason upon a majority vote of the Board. Membership in the Club entitles one to all the rights and privileges, and subject to all obligations which include eligibility to seek, if otherwise qualified, any office in the Club, and the right to vote on all matters requiring a vote of the membership. Membership in the Club shall carry the obligation of attending regular and special meetings, prompt payment of membership dues, participation in club activities and fundraisers, and conduct reflecting a favorable image upon the Club and NGHS Baseball.

- Section 2 Membership Dues: Dues for membership in the Club shall be recommended by the Board of Directors after review of the budget for the coming year and approved by a majority vote of the Board of Directors.
- Section 3 Voting Members: Voting members shall be limited to the parents of players chosen by the Head Coach to play on the Varsity, Junior Varsity and Freshman teams. Members may not exercise their vote unless they and their player are in Good Standing. Each player shall be represented by one parent for voting purposes and families with more than one player in the program shall only be entitled to one vote.
- Section 4 In Good Standing: Any member of the Club whose Player Dues for the current year have been paid, shall be considered a Voting Member in good standing. Members ejected from games and serving suspensions of any kind shall not be considered in good standing until reinstated by the Head Coach in a writing to the Secretary. Membership in the Club is not transferable or assignable. If a Member is expelled or decides to terminate his or her membership, any dues paid to the Club are forfeited.
- Section 5 Rights of Voting Members: Voting Members shall be entitled to vote on all matters requiring a vote by Voting Members of the Club. If otherwise qualified, Voting Members are eligible for election or appointment to any office, committee or the Board of Directors. Voting members are also entitled to notification of meetings, admission to any meeting of the Club, and such other rights as the Board of Directors may from time to time determine.
- Section 6 Ownership: Any equipment or property acquired by the Club for the baseball program shall become the property of NGHS. The gift or donation will be accepted by the principal with a signed statement indicating that they are to become the property of the school. In the event that the Club should be dissolved or cease to function at any time, all accumulated funds, equipment, and property shall be turned over to NGHS subject to the express condition that they be used for the purpose for which they were acquired.

Article V — By-Law Changes or Amendments

- Section 1 Amendments: The by-laws may be amended by a majority vote of the Voting Members present at a General Membership Meeting.
- Section 2 Notification: Any proposed changes or amendments to the by-laws must be presented to the General Membership at its regular meeting and submitted in writing to the President at that meeting. Copies of the proposed changes or amendments shall be made available to the Voting Membership via email or published to the Members at least 48 hours prior to the General Membership meeting where the changes or amendments will be considered. All changes or amendments will be voted on by the General Membership in attendance at the meeting.

Article VI — Meetings

- Section 1 Meetings: There shall be a minimum of two (2) General Membership Meetings of the Club during the fiscal year. The fiscal year shall be June 30th to July 1st. The day, time and place of Club meetings shall be determined by the Board.
- Section 2 Annual Meetings: The Annual Meeting of the Club, which can also be a General Membership meeting, shall be held after the selection of the teams is announced by the coaches and prior to the first scheduled game. Notice of the date, time and location of the meeting shall be given to all players selected. Players are expected to provide this notice to their parent(s). The Board will attempt to notify the membership via email when possible and publish the meeting date on the website calendar.
- Section 3 Board of Directors Meetings: Board of Directors meetings will be scheduled as needed. Meetings by teleconference are allowed at the discretion of the President. Special Meetings of the Board of Directors may be called upon request of three (3) or more voting members of the Board of Directors. A quorum for the transactions of the Board of Directors business shall be five of the officers present at the meeting. Voting may be done by proxy and a member represented by a written proxy shall be counted in achieving a quorum. Members voting by proxy shall give their proxy to the Secretary in advance of the meeting. The Board may conduct voting and business via email and the Secretary shall prepare and record minutes of any such voting and business transacted by email in the same fashion as meeting.

Article VII — Officers and Directors of the Organization

- Section 1 Officers of the Club: Officers to be elected from the General Membership are; President, Executive Vice President, Treasurer, Operations Vice President, and Secretary. These Officers, The Head Coach and the named Directors in Section 8 below shall be the voting members of the Club's Executive Board.
- Section 2 Voting Rights: Each Executive Board Member has one (1) vote to cast at Board meetings provided they are in good standing.
- Section 3 Voting Privileges: Each Executive Board Member retains the same voting privileges as other Voting Members of the Club.
- Section 4 Qualifications and Terms of Office: The President must have served at least one term on the Board of Directors prior to election. The Head Coach may waive this requirement where special circumstances exist. Each Officer must be a member in good standing. Each Officer is elected to serve one year. Officers may succeed themselves.

- Section 5 Nominations: Nominations/Volunteers for Officers will be accepted up to 48 hours before the last General Membership Meeting of each fiscal year. Nominations must be made via email to the President, Vice President or Secretary. All Board of Directors nominees must be approved by the Head Coach of the NGHS Baseball Team to be eligible for election to office. Election of new Officers will take place after discussion during the last General Membership Meeting of each fiscal year. Elected Officers will assume their position at the close of the last General Membership Meeting of each fiscal year.
- Section 6 Plurality: Nominees must receive a plurality vote of the Members present to be elected to the office for which nominated.
- Section 7 Vacancies: In the event of a vacancy in any office the Head Coach may appoint any Club member in good standing to serve out the remaining term. Any such appointee shall be approved by a majority vote of the Board.
- Section 8 Committee Chairs: The President with the advice and consent of the Head Coach, shall appoint the following standing committee chairs, which then become a part of the Executive Board: Sponsorship Director, Fundraising Director, Concessions Director, Special Events Director and Communications Director. These standing committees may consist of one or more Members in good standing. The chairperson is the voting member and shall attend all Board Meetings.
- Section 9 Additional Standing and Temporary Committees: The President and Head Coach may create and appoint additional temporary or standing committee heads from time to time to promote the goals and purpose of the Club as the need arises. The Chair of any such temporary or standing committee so created will not be a voting member of the Board. The following are the current Standing Committees of the Club:
- A. Fields and Facility: Proposes and organizes facilities projects for the year. Solicit bids and present them to the Board for approval. Organize and manage field work days. Maintain all baseball facilities and equipment. Schedule Volunteers as needed for field and facility maintenance. Facilitate and assist Field Crew Committees as needed.
 - B. Varsity Field Crew: Responsible for dressing the field for play before and after all Varsity team home games.
 - C. JV-Freshman Field Crews: Responsible for dressing the field for play before all JV and Freshman team home games. JV and Freshman players will be responsible for all post game field preparation.

- D. Program Guide: Responsible for preparing the annual Media/Program Guide and Program Yearbook. Coordinates and assists the Head Coach with Team photo days.
- E. Spirit Wear: Responsible for managing the Club's Spirit Wear program. Obtain vendor quotes and make recommendations to the Board regarding spirit wear.
- F. Team Photography: Responsible for taking photos of players and submitting to the Communications Director for use in Club media. One photographer per team.

Article VIII — Duties of Officers/Committees

Section 1 Duties of President

- A. Preside at all Club Member meetings.
- B. In the absence of the President and Vice President, designate a representative to preside over the meeting. If no representative is designated, the membership present will select one of their members to preside.
- C. Appoint all committees necessary to reach the goals of the Club.
- D. Present an annual report on the affairs of the Club to the General Membership at the scheduled Annual Meeting.
- E. Provide leadership for the Club and work directly with the Principal, Athletic Director, Athletic Coordinator, Coaches and Committee Chairpersons to assure objectives of the Club are met.
- F. Serve as advisor to all committees.
- G. Develop and nurture a positive, family style culture amongst all stake holders of the Club.
- H. Foster and develop a pipeline of volunteer leadership in the Club.
- I. Assist and advise the Head Coach as needed.
- J. Designate check-signing authority to the Treasurer.
- K. Periodically cause all of the accounts of the Club to be audited by an appointed committee at the discretion of the Board of Directors.
- L. Work with Varsity Coaches in preparing and submitting a budget to the Club for approval. Implementation of budget funds requires pre-approval of the President in conjunction with the Treasurer.
- M. Authorize Club expenditures up to \$250.00 without prior Board of Directors approval. Any other duties deemed appropriate and approved by the Board of Directors.

Section 2 Duties of the Executive Vice President

- A. Preside at all meetings where the President is absent.
- B. Assist the President in general supervision over the affairs of the Club.
- C. Assist the President in the compiling of a budget with the aid and approval of the Board of Directors, Varsity Coaches and the Treasurer at the beginning of the fiscal year.
- D. Assist in any duties assigned by the President or Board of Directors.

- E. Assist the Treasurer with record keeping, depositing and proper disbursement of Club funds.
- F. Serve as Treasurer at Club meetings during the absence of the Treasurer.
- G. Supervise standing and temporary committees as directed by the President.
- H. Any other duties deemed appropriate and approved by the Board of Directors.

Section 3 Duties of the Treasurer

- A. Receive and make proper disposition of all Club funds and be prepared to report at any meeting on the financial status of the Club.
- B. Keep accurate records of all financial transactions and make those records available for audit, upon request.
- C. Maintain check-signing authority for disbursement of Club funds.
- D. Serve as Secretary at meetings in the absence of the elected Secretary.
- E. Deposit funds in a bank approved by the Board.
- F. Work with Head Coach and President in preparing and submitting a budget to the Club for approval. Make recommendations at meetings for approval of large expenditures not in the original budget. Support recommendations with appropriate research on needs, pricing, bids, suppliers, etc.
- G. Implementation of budget funds requires pre-approval of Treasurer in conjunction with the President.
- H. Provide a detailed written financial report to the school Athletic Director at the end of each season.
- I. Any other duties deemed appropriate and approved by the Board of Directors.

Section 4 Duties of the Vice President-Operations

- A. Assist the President and the Executive Vice President in general supervision over the affairs of the Club.
- B. Preside at all meetings where the President and the Executive Vice President are absent.
- C. Assist the Coaching Staff with camps and clinics.
- D. Coordinate pre-game meal planning for teams as necessary.
- E. Coordinate Varsity post game meal for home games.
- F. Assist Special Events Director with Senior Night event and End of Season Banquet.
- G. Coordinate gate coverage and collect gate fees when allowable.
- H. Coordinate game announcers for JV and Varsity home games.
- I. Coordinate concessions staffing for all home games.
- J. Assist the Director of Facilities and Fields on projects and improvements.
- K. Assist Fundraising Director as needed.
- L. Supervise standing and temporary committees as directed by the President.
- M. Any other duties deemed appropriate and approved by the Board of Directors.

Section 5 Duties of the Secretary

- A. Draft the minutes of all meetings.
- B. Prepare and mail all Club correspondence.
- C. Coordinate the securing of school meeting rooms as well as off site facilities for periodic meetings of the Board of Directors or Club.
- D. Maintain the by-laws of the Club and assure distribution of the by-laws to members and prospective members.
- E. Maintain update as needed the Club Operations Manual.
- F. Assist Communications Director in maintaining website and social media information as needed.
- G. Assist Fund Raising Director in communicating fund raising activities and promotions.
- H. Maintain up-to-date contact and communication information on all members, coaches and players.
- I. Serve as Parliamentarian at all Club meetings.
- J. Any other duties deemed appropriate and approved by the Board of Directors.

Section 6 Duties of Concessions Manager

- A. Responsible for operating and maintaining concession stand before and after baseball events.
- B. Coordinate summer concession management with VP-Operations.
- C. Assist Special Events Director in the coordination of Senior Night and the End of Season Banquet.
- D. Provide an accounting of all income and expenses from concessions operations during the regular season as well as summer season and report this to the Treasurer.
- E. Any other duties deemed appropriate and approved by the Board of Directors.

Section 7 Duties of Fund-Raising Director

- A. Identify a few key fundraisers to assist the Club in meeting its budgetary goals for the year.
- B. Coordinate all fund raising activities working with other Board and Club Members to achieve maximum results.
- C. Work with Secretary to promote and communicate fund raising activities.
- D. Provide an ongoing accounting of all income and expenditures related to fund raising projects.
- E. Any other duties deemed appropriate and approved by the Board of Directors.

Section 8 Duties of Sponsorship Director

- A. Oversee all aspects of the Club sponsorship program.
- B. Communicate program specifics to all members and the Board.
- C. Assist members where needed in the solicitation of sponsors.
- D. Order and display sponsor banners.

- E. Prepare annual invoices for sponsors and maintain sponsorship lists and originator of sponsorship.
- F. Order and distribute sponsor plaques, if required.
- G. Any other duties deemed appropriate and approved by the Board of Directors.

Section 9 Special Events Director

- A. Plan and facilitate Senior Night and End of Season Banquet.
- B. Create, plan and facilitate other Club events as necessary.
- C. Assist Operations Vice President with team meal planning and Varsity post game meal event at home games.
- D. Any other duties deemed appropriate and approved by the Board of Directors.

Section 10 Duties of Communications Director

- A. Maintain and manage the Club website.
- B. Maintain and manage all Club social media sites.
- C. Assist the Head Coach with communications to players and Club members as needed.
- D. Assist Program Guide Committee with creation and production of Club's Annual Program Guide
- E. Coordinate with Secretary the secure, preserve, and retain Club documents.

Article IX— Indemnification of Officers and Committee Chairs

The Club shall indemnify and hold harmless each Officer, Director and Committee Chair of the Club from and against any and all claims and liabilities to which they may be or may become subject to by reason of acting as an Officer or Committee Chair of the Club, or by reason or alleged acts or omissions as an Officer as aforesaid, and shall reimburse each Officer of the Club for all legal and other expense, reasonably incurred in connection with defending against such claims or liabilities, provided, however, that no Officer shall be indemnified against or reimbursed for any expenses incurred due to negligence or willful misconduct. The foregoing rights of Officers shall not be exclusive of other rights to which they may be entitled lawfully.

Article X— By-Laws

The Club shall adopt and maintain By-laws and shall file a copy therefore of any changes thereafter made in same, with the school administration. This set of by-laws takes precedent over any and all previous by-laws. Revisions and modifications to the by-laws shall be noted at the bottom of the Article or Section amended as follows: ***“Amended/ revised on 01/24/2017.”*** These by-laws supersede and replace in their entirety the Club By-laws last updated on 10/21/2002.

SIGNATURE FOLLOWS THIS PAGE

These by-laws approved by Majority Vote of the General Membership meeting held on
January ____, 2017.

Certified This ____Day of _____, 2017

By:

Tom Lynch, Secretary
NGHS Dugout Club