

BY-LAWS of Crew Boosters of Winter Park

CREW BOOSTERS OF WINTER PARK, INC.

BY-LAWS

ARTICLE 1

NAME AND LOCATION

Section 1. NAME

The name of this corporation shall be Crew Boosters of Winter Park, Inc. (hereinafter called the "Club".)

Section 2. LOCATION

The principal office of the Club shall be Post Office Box 1003, Winter Park, Florida 32789.

ARTICLE 2.

NATURE AND PURPOSE

Section 1. NATURE

This club shall be a charitable, educational, non-profit corporation, with no capital stock, but with perpetual existence.

Section 2. PURPOSE

To support and assist the Winter Park High School Crew Team during its season, and in the off-season to support a program of rowing intended to benefit athletes who have, or

are likely to, participate in the Winter Park High School Crew Team; and in general to support and encourage the sport of Rowing (Crew) as more fully stated in the Articles of Incorporation of the Club; and engage in all lawful, not-for-profit activities related thereto.

ARTICLE 3.

MEMBERSHIP

Section 1. ELIGIBILITY

There shall be three classifications of membership in this Club, namely General Members, Athlete Members and Alumni Members.

General Memberships shall be open to parents of Winter Park High School students who are members of the Winter Park High School Crew Team. Such persons shall be entitled to all of the privileges of the Club, including voting and holding office. They shall pay annual membership dues as established by the Board.

Athletic Membership shall be open to all Winter Park High School students who are members of the Winter Park High School Crew Team, and the coaches of the Winter Park High School Crew Team. Such persons shall be entitled to all of the privileges of the Club except voting and holding office. They shall pay annual membership dues as established by the Board.

Alumni Membership shall be open to all persons who have previously been a member of the Winter Park High School Crew Team, their parents, and dues paying supporting friends and organizations. Such persons shall be entitled to all of the privileges of the Club except voting and holding office. They shall pay annual membership dues as established by the Board.

Section 2. ADMISSION

Person's eligible for membership shall be admitted upon timely payment of the established dues and/or fees for General Members, Athlete Members and Alumni Members.

Section 3. VOTING

General Members only shall have a right to vote. Each parent or legal guardian of a member of Winter Park High School Crew Team shall be entitled to one vote, with a maximum of two votes per family in situations where there may be more than two parents or legal guardians. The voting rights shall accrue upon the payment of all applicable membership dues.

Section 4. TERM AND OBLIGATIONS OF MEMBERSHIP

Membership in this Club shall be from year to year unless a member's written resignation is received by the Secretary before the end of any paid year. A resignation shall not relieve any member from liability for any dues accrued and unpaid before that event. Memberships may be suspended or persons expelled from membership as provided in Section 5.

Section 5. DISCIPLINE

If the conduct of a member has endangered or is likely to endanger the good order, welfare, or character of the Club, or is at variance with the purposes of the Club and the provisions of the By-Laws, any three members may present to the Board of Directors written charges subscribed to by themselves against such member.

If it shall appear to the Board of Directors, upon inquiry, after 10 days written notice to the member so charged of the nature of the charges, and an opportunity is given him to be heard in his defense, the Board of Directors may, by a majority vote of the entire Board, suspend or expel such member or declare his membership forfeited.

A member suspended or expelled for cause other than non-payment of dues shall have the right, within one month after receiving notice of such action, to appeal to the members of the Club by filing a notice of such appeal with the President or Secretary, and a special meeting shall be called within 30 days after the filing of such appeal; but if he shall not so appeal, or unless such action of the Directors be reversed as herein provided, such suspension or expulsion shall stand. If two-thirds of the entire membership, by secret ballot, reverse the action of the Board of Directors, the appellant shall be restored to membership; but until such reversal he shall not be entitled to any of the membership privileges.

ARTICLE 4.

OFFICERS

Section 1. TITLES

The elective officers of this Club shall be elected from and by the Board of Directors, to assume office no later than July 1.

- a. The elective officers of this Club shall be President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer, Vice President for Athletics, Vice President for Equipment, Vice President for Public Relations, Vice President for Hospitality, Vice President for Development, Vice President for the Boathouse, and Vice President for Alumni to serve both the Board of Directors and the Club.
- b. The appointive officers may be an Assistant treasurer, an Auditor, and a Parliamentary Advisor.

Section 2. TERMS

The President and Vice President shall be elected by the Board to their offices for a term of one year and/or until their successors shall have been duly elected and qualified. They may be re-elected for only one successive term.

The Recording Secretary, Corresponding Secretary, Treasurer, Vice President for Athletics, Vice President for Equipment, Vice President for Public Relations, Vice President for Hospitality, Vice President for Development, Vice President for the Boathouse and Vice President for Alumni shall hold office of a term of one year, and may be re-elected without limitation as to tenure. The appointive officers shall serve during the pleasure of the Board.

Section 3. QUALIFICATIONS

All nominees for the Board shall be General Members of the Club and the elective officers shall be chosen from the Board membership.

ARTICLE 5.

DUTIES OF OFFICERS

The officers shall perform the duties that usually devolve upon their offices, together with those set out in these By-Laws, and such other duties as the Board may from time to time prescribe.

Section 1. THE PRESIDENT

- a. The President shall call meetings of the Board of Directors at such time or place as he may desire.
- b. The President shall, subject to the approval of the Board, appoint all standing committees, and such other committees as shall be deemed necessary, except the Nominating Committee.
- c. The President shall be a member ex-officio of all committees, except the Nominating Committee.
- d. The President MAY appoint an Assistant Treasurer, an Auditor, and a Parliamentary Advisor.

Section 2. VICE PRESIDENT

The Vice President shall preside at all meetings in the absence of the President; shall perform the duties that usually devolve upon this office; and shall assist the President when requested.

Section 3. RECORDING SECRETARY

The Recording Secretary shall keep the records of the meetings, be custodian of the Club records and documents, and perform such other duties as usually pertain to this office.

Section 4. TREASURER

The Treasurer shall collect and disburse all funds of the Club; shall account for them in written form at all meetings as called for; shall arrange to keep a complete roster of all members and of all crew boosters who are not members and shall arrange to have the books of the Club audited, at the request of the Board of Directors. The Assistant Treasurer, when, as, and if appointed, shall assist the Treasurer when called upon; in the absence of the treasurer shall collect and disburse all funds of the Club, and shall be responsible for reporting to the Board, when requested.

Section 5. CORRESPONDING SECRETARY

The Corresponding Secretary shall conduct the general correspondence of the Club; send notices of all meetings and other notices where previous notice is required; notify officers and committees of their election or appointment; notify those members who may have forfeited membership and shall perform such other duties as may come within the province of this office or as requested by the President or Board of Directors.

Section 6. VICE PRESIDENT FOR ATHLETICS

The Vice President for Athletics shall be responsible for all athletic endeavors, including, but not limited to, liaison to the Board with the men's and women's coach, the procurement of appropriate uniforms for the athletes, the participation of the athletes in the various races, and the transportation and lodging, if appropriate, of the athletes for racing events.

Section 7. VICE PRESIDENT FOR EQUIPMENT

The Vice President for Equipment shall maintain records of physical property for the club, shall report to the Board the maintenance and repair of all property and equipment, and shall coordinate the transportation of the equipment with the coach to and from all events.

Section 8. VICE PRESIDENT FOR PUBLIC RELATIONS

The Vice President for Public Relations shall coordinate all communication between the club and Winter Park High School administration and school liaison officer, the media, including newspaper, television, and other rowing clubs with which we may compete.

Section 9. VICE PRESIDENT FOR HOSPITALITY

The Vice President for Hospitality shall coordinate the food and drinks provided to the athletes during the racing events, the "Potluck" Supper, Parent's Day, the Annual Picnic, and other similar events.

Section 10. VICE PRESIDENT FOR DEVELOPMENT

The Vice President for Development shall coordinate all revenue producing activities, including, but not limited to, gift wrap fund raisers, student fees, corporate programs, scholarships and promotional items.

Section 11. VICE PRESIDENT FOR THE BOATHOUSE

The Vice President for the Boathouse shall coordinate and supervise the necessary maintenance and repair of the boathouse property leased or owned by the Club, including all structures situated on the Lake Howell site and shall report to the board the maintenance and repair of such property.

Section 12. VICE PRESIDENT FOR ALUMNI

The Vice President for Alumni shall serve as liaison with and for all Alumni Members and shall coordinate all communications with persons who are past athlete members of the Winter Park High School Crew Team and their parents.

ARTICLE 6.

BOARD OF DIRECTORS

Section 1. RESPONSIBILITY

The Board of Directors shall direct the affairs of the Club other than those assigned to the coaches as part of the coaching duties. The actions of the Board under these By-Laws are final.

Section 2. COMPOSITION

The Board of Directors shall be composed of a minimum of 15, and a maximum of 25 members. The members of the Board shall be the elected directors and the Immediate Past President.

Section 3. OFFICERS

The officers of the Board shall be President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer, Vice President for Athletics, Vice President for

Equipment, Vice President for Public Relations, Vice President for Hospitality, Vice President for Development, Vice President for the Boathouse, and Vice President for Alumni.

Section 4. TERM OF OFFICE

The Directors shall hold office for 1 year and may be re-elected.

Section 5. ELIGIBILITY

All elected Directors and Officers shall be General Members of the Club.

Section 6. RESIGNATIONS

Written notice of any Board Members' resignation must be received by the President or Secretary, and approved by a majority of the remaining voting members before it is effective.

Section 7. VACANCIES

Any vacancy on the Board of Directors may be filled for the unexpired term by the Board.

Section 8. MEETINGS

The Board of Directors shall hold meetings at such times and places as the President may designate. Meetings may also be called at any time or place by any three Directors.

Section 9. QUORUM

The quorum for the transaction of business at any regular or special meeting of the Board shall be one half of the members.

Section 10. BUDGET

The Board of Directors shall determine the amount of the annual budget of the Club and shall be responsible for raising funds to meet approved costs and expenses related to the Winter Park High School Crew Team.

ARTICLE 7.

COMMITTEES

Section 1. STANDING COMMITTEES

There shall be the following Standing Committees, appointed by the President, and subject to annual review:

- a. Finance (or “Ways & Means”). This Committee shall consist of five members and in addition thereto the Club President and Treasurer. They shall prepare an annual budget to be submitted to the Board, and suggest and provide ways and means for raising the necessary funds and “know-how”.
- b. Membership. This Committee shall fulfill the usual duties of a membership committee, as outlined herein in Article 3.
- c. Promotional and Special Events. This committee, with the Immediate Past President as an advisor, shall arrange for promotional and special events to further the best interests and activities of the Club, including, but not in limitation of, Christmas Parades, the Winter Park Sidewalk Arts Festival and any other seasonal or commemorative events.
- d. Public Relations. This Committee shall arrange for news releases, public appearances, moving pictures, and any and all documentary material evidencing good publicity and public relations.

Section 2. NOMINATING

- a. Composition. A committee of three or more shall be appointed by the Board of Directors to serve as the Nominating Committee which shall include at least one member of the Board of Directors, not an officer, and at least two members of the Club not serving on the Board of Directors.

b. When appointed. This committee shall be appointed prior to April 1 each year. The committee shall submit the list of nominees for the Board of Directors in writing to the membership at least one (1) week prior to the Annual Meeting.

c. Additional nominations. Other nominations for the Board of Directors may be submitted from the General Membership at the Annual Meeting.

d. Elections. The Directors shall be elected by secret ballot majority vote of those members present and voting. The secret ballot may be waived by a majority of those present and voting.

ARTICLE 8.

MEETINGS OF MEMBERS

Section 1. ANNUAL MEETING

a. The Annual Meeting of the members of this Club shall be held at such place as the Directors may designate, in May of each year, preferably following the State Meet.

b. Written notice of intention to hold this meeting shall be given to all members by the Recording Secretary by April 1 each year.

c. At this meeting all directors shall be elected by secret ballot (unless this requirement is waived) and shall take office no later than July 1.

d. Any other business for the good of the Club may be transacted that properly comes before this meeting, with annual reports, etc.

Section 2. ORGANIZATIONAL AND PROMOTIONAL MEETING

A special membership meeting for organization and promotion, without regular business shall be held in September.

Section 3. REGULAR MEETINGS

Meetings of the members of the Club in addition to the annual meeting, shall be held when and where designated by the Board.

Section 4. SPECIAL MEETINGS

Special meetings of the members of the Club may be held at any time upon the call of the President or of the Board of Directors, or upon written petition signed by at least twenty (20) percent of the members, and directed to the President or to the Board. Notice of such special meeting shall be given to each member of the Club at least two (2) days prior to the time of the meeting, and such notice shall state the purpose of the meeting.

Section 5. QUORUM

Twenty-five (25) percent of the General Members of the Club shall constitute a quorum for the transaction of business at a called meeting.

ARTICLE 9.

PROXIES

There shall be no general proxies.

ARTICLE 10.

ANNUAL DUES AND FEES, IF ANY

Section 1. AMOUNTS, METHODS, AND DELINQUENCIES

The annual dues for members, any fees, the method of payment, and delinquent dates shall be established by the Board.

Section 2. FISCAL YEAR

The fiscal year of this Club is from July 1st each year to June 30th in the following year.

ARTICLE 11.

PARLIAMENTARY AUTHORITY

Robert's Rules of Order shall govern this Club in all cases where they are not inconsistent with these By-Laws.

ARTICLE 12.

AMENDMENTS

Section 1. NOTICE

Notice of any proposed amendment to these By-Laws shall be filed with the Recording Secretary in writing in sufficient time to allow the proposed amendment to be delivered to all General Members at least 10 days before the meeting at which said amendment is to be voted upon. Proposed amendments may be initiated by the Board of Directors by petition signed by not less than ten (10) members.

Section 2. VOTE

Following due notice, these By-Laws may be amended at any business meeting of the Club by a majority vote of the entire membership.