**BY LAWS**

**OF THE**

**CHURCHVILLE RECREATION COUNCIL, INC.**

**ADOPTED APRIL 18, 2012**

Revised 02/15/2017

**ARTICLE I – NAME**

**SECTION 1.** The name of this organization shall be the Churchville Recreation Council, Inc., (hereinafter referred to as “CRC”). The CRC consists of:

1. Officers - the elected officers shall be a President, Vice-President, and Secretary.
2. Treasurer - shall be appointed by a majority vote of the Board of Directors and shall have no voting rights and, subject to the annual review and approval of the Board of Directors, be compensated for his or her services..
3. Board of Directors - a minimum of 4, maximum of 6 elected positions. 3/5
4. Chairpersons - directors of each activity program.

**ARTICLE II –OBJECTIVES**

**SECTION 1.** The objectives of CRC are:

1. To provide, promote and maintain public recreational, leisure and creative activities in the Churchville community in cooperation with other Councils, Harford County Department of Parks and Recreation and other similar organizations.
2. To abide by the Harford County Department of Parks and Recreation’s rules and regulations, policies, directives and procedures to ensure use of facilities, program funds, staff assistance and consideration for Capital Budget projects.
3. To formulate and implement policies and procedures concerning public recreation activities in the Churchville community.
4. To make use of publicly owned real properties (public grounds, schools and public facilities) available in the Churchville area for public recreation activities.
5. To provide coordination of recreation activities in order to obtain maximum benefit for the public being served.
6. To solicit the aid of existing organizations in accomplishing the above objectives.

**ARTICLE III—DUES, FEES AND COMPENSATION**

**SECTION 1.** There shall be no dues for membership in the CRC.

**SECTION 2.** Registration fees shall be established for activity participation, with the goal that each program be self-supporting.

**SECTION 3.** Registration fees shall be established on an individual activity basis.

**SECTION 4.** The Board of Directors shall review the Head Tax annually to determine if adjustments to current procedures are necessary. Any proposed changes shall be brought to discussion with the Board prior to implementation. Implementation of any new Head Tax rates shall coincide with the CRC’s fiscal year. Rates will be based on the starting registration date of a program, not the first date of program activity.

**SECTION 5.** There shall be no monetary compensation to any voting member of the CRC but the Board may, by resolution, authorize reimbursements of expenses incurred in the performance of their duties.

**ARTICLE IV—MEMBERSHIP**

**SECTION 1.** Voting membership is open to the Officers, Board of Directors and one (1) Chairperson from each activity program. Chairpersons or their authorized designee must attend at least 50% of meetings per year to vote in the elections. Officers and Board of Director members of CRC should make every attempt to attend all scheduled meetings. The Board of Directors shall provide an annual list of the criteria for a member to be in good standing. Each member in good standing shall have full voting privileges.

**SECTION 2.** Voting Requirements:

1. Voting members are entitled to only **one** vote.
2. Only voting members or their authorized designee in attendance at a meeting where a vote occurs are eligible to vote.
3. There will be no proxy votes cast on any question issue.

**SECTION 3.** Credit for attendance at a CRC meeting is obtained by signing the attendance roster. Members are expected to be present for the majority of the CRC meetings. The determination on credited attendance is made by the presiding officer of the meeting prior to adjournment. The official attendance records used to determine continued membership eligibility shall be the responsibility of the Secretary.

**SECTION 4.** A quorum for a CRC general meeting shall consist of ten (10) of the voting members of CRC.

**ARTICLE V—NOMINATION OF OFFICERS AND DIRECTORS**

**SECTION 1.**  Elections are to be held in even-numbered years. A nominating committee shall consist at least three (3) and not more than five (5) voting members who shall be appointed by the President. The President shall designate the Chairperson of the Nominating Committee.

**SECTION 2.**  The Nominating Committee shall present a slate of all candidates nominated for office at the meeting held in October of the even year. Every effort shall be made to acquire a minimum of at least two (2) candidates for each office.

**SECTION 3.** Additional nominations may be made by CRC members. Nominations will be in writing and include the nominee’s name and contact information, and office desired. Written nominations shall be given to the Nominating Committee Chairperson no later than fourteen (14) days before the election.

**SECTION 4.** Nominations from the floor are not permitted at the November meeting of the even year.

**SECTION 5.**  No candidate for a vacancy on the Board of Directors, or as an Officer of CRC, shall be an employee, vendor, contractor, or otherwise receive any direct or indirect financial compensation from CRC.

**ARTICLE VI—ELECTIONS**

**SECTION 1.** All elections shall take place at the November meeting of the even years by CRC.

**SECTION 2.** Voting shall be by secret ballot.

**SECTION 3.** Except as otherwise provided herein, all Officers and Board of Directors shall be elected by receiving the highest number of votes cast for that office at the election year meeting held in November.

**SECTION 4.** The President shall cast his/her vote only in the case of a tie.

**SECTION 5.**

1. All voting members of the CRC attending the meeting are eligible to vote, one vote per person.
2. Absentee ballots must be received by the Nominating Committee Chairperson no later than one (1) day preceding the November election meeting in order to be a valid vote.

**SECTION 6.** No proxy votes will be permitted.

**SECTION 7.**  The counting of the votes shall be done at the place of voting by a Nominating Committee member and a neutral third party.

**SECTION 8.** The result of the election shall be given immediately following the voting at the November meeting held in the election year.

**SECTION 9.**  The Nominating Committee Chairperson will make absentee ballots available upon request with approval of the CRC Board.

**SECTION 10.** Only voting members of the Board of Directors or current Officers may be nominated for the offices of President and Vice-President.

**ARTICLE VII—OFFICERS**

**SECTION 1.** INSTALLATION OF OFFICERS

1. The officers shall be installed at a special Board meeting held in December in the even numbered years following the elections.
2. The Chairperson of the Nominating Committee or County Recreation Specialist shall be responsible for the installation of officers.

**SECTION 2.** OFFICERS’ TERMS

1. The President shall be elected to serve a two (2) year term. The President shall be nominated from the members of the CRC.
2. The Vice President shall be elected to serve a two (2) year term. The Vice President position shall be nominated from the members of the CRC.
3. The Board of Directors at large shall be elected to serve a two (2) year term.
4. The Secretary shall be elected to serve a two (2) year term.
5. Any Officer or member of the Board of Directors failing to attend two (2) consecutive CRC meetings may be removed from office. Reinstatement may be accomplished through written request to the Board and approval by two-thirds vote of the Board of Directors.
6. Removal of any Officer or member of the Board of Directors for cause requires a two-thirds vote of all members of the Board, excluding the member in question.

**SECTION 3.** Vacancies in the Board of Directors will be filled by appointment of the President. The President may appoint any voting member of the CRC to fill a vacated position on the Board of Directors for the remainder of the term. The office of President will be filled by the Vice President, should it become vacant.

**SECTION 4.** Upon completion of term, resignation, retirement or removal from office, all officers of the CRC shall turn over all property and materials to a member of the CRC Board of Directors within thirty (30) days.

**SECTION 5.** A quorum of the Board of Directors shall consist of five (5) members.

**ARTICLE VIII—DUTIES OF OFFICERS**

**SECTION 1.** The duties of the elected officers shall be as follows:

1. The President shall:
2. Preside at and be responsible for calling meetings to order at the appointed time.
3. Announce the business, state all questions and issues and put them to a vote, and announce the results of every vote.
4. Be impartial in assigning the floor, and shall protect the interests of the CRC.
5. Have the right to act on behalf of the CRC and Board of Directors, and report to the Board of Directors.
6. Represent the CRC in all matters pertaining to the Harford County Department of Parks and Recreation, other Councils and civic-minded groups and maintain his or her membership on the Committee of Council Presidents. The President may designate a representative to take his or her place in any such official duties as may be required.
7. Have the right to call special meetings of the Board as necessary.
8. Appoint Program Chairpersons, with the approval of the majority of the Board of Directors, for vacancies which occur.
9. Provide counsel to Program Chairpersons and Officers, as required.
10. Vote, only in the case of a tie.
11. Ensure Tax Return Form 990 is filed annually.
12. Ensure Personal Property Return document is filed annually.
13. Ensure charitable contributions are filed annually.
14. Review all bank statements monthly prior to submission to Treasurer.
15. Sign any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these By-Laws to some other office or agent of CRC, or shall be required by law to be otherwise signed or executed
16. Perform such other duties as may be assigned by the Board of Directors from time to time
17. The Vice President shall:
18. Assist the President in any way necessary.
19. Preside at meetings in the absence of the President.
20. In case of the President’s resignation, retirement or removal become President for the unexpired term.
21. The Secretary shall:
22. Record the minutes of all of the meetings.
23. Keep all records of the organization.
24. Furnish committees with all necessary paperwork.
25. Maintain the official register or roll of members and attendance at meetings.
26. Carry on correspondence for Officers.
27. Publish or notify members, Officers and Directors of meetings.
28. Notify Officers, Committees and Chairpersons of their appointments.
29. Be responsible for the receipt and proper distribution of any mail received by the CRC.
30. The Treasurer shall:
31. Oversee all fiscal affairs of the CRC and it’s Programs; maintain and manage all financial records and transactions of the CRC through a double-entry bookkeeping system consisting of a journal and individual program accounts.
32. Payout funds with the approval of the Board of Directors.
33. Keep full and accurate financial records of all CRC Programs and prepare and distribute monthly financial statements to the Board of Directors and Program Chairpersons on a regular basis under one banking system. During tax season, the records may not be as accurate as usual.
34. Compile all necessary information and file all Federal and State tax reports and forms with the IRS and State of Maryland each fiscal year.
35. Inform CRC of financial strengths and weaknesses when deemed necessary.
36. Meet with an accountant on a quarterly basis to guarantee timeliness and effectiveness of financial reporting providing information as deemed necessary.
37. Disburse checks on a weekly basis with signature of Treasurer and approval of the President.
38. Not issue checks that will create a negative balance without prior approval of the Board of Directors.
39. Return all records to the President of the CRC after quarterly submission to the Accountant.

(e) The Board of Directors shall:

 (1) Conduct the business of the CRC and present to the membership upon approval.

 (2) Upon leaving office for any reason, each Board Member shall turn over all material to their successor.

 (3) Approve all contracts. No payment will be made under any contract or agreement until the contract is signed by the President and approved by a majority of the Board of Directors.

**ARTICLE IX – INDEMNIFICATION**

The CRC shall indemnify any person, made a party to an action by or in the right of the CRC to procure a judgment in its favor by reason of the fact that he or she, his or her testator or intestate, is or was a director, officer, or employee of the CRC, against the reasonable expenses, including attorney’s fees, actually or necessarily incurred by him or her in connection with the defense of such action, or in connection with an appeal therein, except in relation to matters as to which such director, officer, or employee is adjudged to have breached his or her duty to the CRC. In no event shall indemnification include the amount paid in settling or otherwise disposing of a threatened action or a pending action, nor expenses incurred in defending a threatening action or a pending action which is settled or otherwise disposed of without court approval. The CRC shall indemnify any person made, or threatened to be made, a party to an action or proceeding other than one by or in the right of the CRC to procure a judgment in its favor, whether civil or criminal, including an action by or on the right of any other CRC of any type or kind, domestic or foreign, or any partnership, joint venture, trust or other enterprise, which any director, officer, or employee of the CRC served in any capacity at the request of the CRC, by reason of the fact that he or she, his or her testator or intestate was a director, officer or employee of the CRC, or served such other CRC, partnership, joint venture, trust or other enterprise in any capacity, against judgment, fines, amounts paid in settlement and reasonable expenses, including attorneys’ fees actually and necessarily incurred as a result of such action or proceeding, or any appeal therein, if such director, officer, or employee acted in good faith, for a purpose which he or she reasonably believed to be in the best interest of the CRC and, in criminal actions or proceedings, in addition, had no reasonable cause to believe that his or her conduct was unlawful. The foregoing right or indemnification shall not be exclusive of other rights to which he or she may be entitled. The CRC is authorized to enter into and obtain any policies or insurance necessary to accomplish such indemnification.

**ARTICLE X—PROGRAM CHAIRPERSONS**

**SECTION 1.** Program Chairpersons are responsible for the day-to-day operations of their specifically assigned programs. Program Chairpersons are deemed to be volunteers and as such, serve at the pleasure of the Board of Directors and Officers of CRC and may be removed with or without cause.

**SECTION 2.** Program Chairpersons shall be appointed by the President and approved by a majority of the Board of Directors.

**SECTION 3.** Duties of the Program Chairpersons.

 A Program Chairperson shall:

1. Plan and organize his or her activity and submit the activity program to the Board of Directors for approval. The program shall include a budget, including income and expenditures.
2. Maintain program financial records and submit all financial forms and receipts to the Treasurer.
3. Utilize funds in an appropriate and responsible manner
4. Establish the program registration fee, based on the budget, which permits the program to be self-supporting.
5. Keep an accurate record of registrants and other pertinent records as required by the CRC. The records are to be submitted to the Board of Directors prior to the start of the activity.
6. Maintain control and promote a wholesome recreation experience for all participants.
7. Attend CRC meetings, or a send an authorized designee, and report on the status of the program.
8. Procure equipment and supplies for the program and submit invoices to the Treasurer.
9. Accept responsibility for equipment, supplies and facilities used by the program and submit an inventory of all equipment and supplies annually to the Board of Directors.
10. Approve monthly time and attendance sheets for paid instructors and/or game officials, and forward documentation to the Treasurer, as applicable, to ensure prompt payment.
11. Verify that all personnel (i.e.: coaches, asst. coaches, team parent) have completed necessary background checks prior to participation in a program.
12. Make recommendations to the Board of Directors for position replacement prior to vacating office.
13. Provide the Vice President with a list of names of all coaches, assistants and volunteers prior to the start of the program.
14. Obtain all necessary documentation, including, but not limited to, registration forms, acknowledgements, releases and waivers and provide said documentation to Secretary upon implementation of the program.
15. Maintain confidentiality concerning information pertaining to participating minors and background investigations of all volunteers, including, but not limited to, names, addresses, ages, etc.
16. Abide by the CRC’s Code of Conduct and ensure that all participants, spectators, and volunteers adhere their behavior to the CRC Code of Conduct.

**ARTICLE XI—COMMITTEES**

**SECTION 1.** There may be standing committees consisting of at least three members each; i.e. Nominating Committee. There shall be no restrictions on the number of committees on which one may serve.

**SECTION 2.** The President shall appoint all standing committees and necessary temporary committees as the need arises.

**ARTICLE XII—MEETINGS**

**SECTION 1.** At the January Board of Directors meeting, the Board shall devise and approve the dates of subsequent meeting dates. Meeting dates shall be distributed to Chairpersons and are subject to change at the sole discretion of the Board of Directors

The Board of Directors will meet at 6:30 p.m. on the dates approved above.

General membership meetings shall be held six (6) times a year at 7:30 p.m. on the dates approved above. Meetings may be cancelled or rescheduled based on inclement weather or other extenuating circumstance.

**SECTION 2.** The order of business shall be:

1. Call to order
2. Introduction of guest
3. Reading of minutes
4. Treasurer’s Report
5. President’s Report
6. Reports of standing committees
7. Recreation Specialist Report
8. Old business
9. New business
10. Program Reports
11. Adjournment

 Meetings of CRC shall be conducted in accordance with Roberts’ Rules of Order.

**ARTICLE XIII—FINANCIAL POLICIES**

**SECTION 1**. Tax-Exempt Status.

 The Board of Directors and its Officers shall take all necessary steps, including, but not limited to, filing any and all documentation with the Internal Revenue Service and the Comptroller of the State of Maryland in order to maintain a tax-exempt status pursuant to IRS Code 503(c)(3).

**SECTION 2.** Gifts, Donations and Bequests.

1. Gifts, donations and bequests for the purposes specified in the Articles of Incorporation of CRC and may be given or made direct to CRC or to a designated trustee for the payment of the principal or income therefrom to CRC. All disbursements of funds shall be under the control of the Board of Directors.

2. Unless some designated special purpose accompanies a gift, donation or bequest, the Board of Directors may disburse the principal or income for any of the purposes specified in the Articles of Incorporation CRC.

3. The Board of Directors shall, in its sole discretion, have the right to accept or reject any gift, donation or bequest.

**SECTION 3.** Fiscal Year.

 The fiscal year of CRC shall begin on the first day of July and terminate on the last day of June in each calendar year.

**SECTION 4.** All fundraising activities must be approved by the Board of Directors.

**SECTION 5**. The Board of Directors may employ the services of fiscal agents to handle the details of its investments, finances and accounting, and the keeping of its financial accounts and records as it deems appropriate.

**SECTION 6.** All other policies and procedures concerning the finances of CRC shall be governed by the Rules and Regulations which shall be promulgated by the Board of Directors from time to time.

**ARTICLE XIV—CODE OF CONDUCT**

**SECTION 1.** The Board of Directors shall issue a written Code of Conduct, which will address behavior and expectations of all participants, spectators and volunteers at CRC programs. Program Chairpersons are responsible for obtaining written acknowledgements of receipt of copies of the Code of Conduct by all participants upon registration, parents, spectators and volunteers. All executed acknowledgements shall be returned to the Secretary.

**SECTION 2**. Rules and regulations concerning disciplinary action shall be promulgated by the Board of Directors.

**SECTION 3.** Any individual who has be subject to disciplinary action has the right to appeal the decision of the coach or instructor, or Program Chairperson, by filing a written appeal with the Secretary. The Secretary shall transmit copies of the written appeal to all officers and directors. The Secretary shall also cause the appeal to be placed on the agenda of the next regularly scheduled Board meeting. Furthermore, the Secretary shall notify all parties involved in the matter that the request has been placed on the agenda and shall notify the parties of the time and place of the next scheduled meeting in order to allow the parties to be heard. After the parties have been heard, the Board shall determine whether the disciplinary sanction shall remain in the effect as issued, modified or withdrawn. The Board shall notify the appealing party within ten (10) days of its review of the matter.

**SECTION 4**. The decision of the Board concerning any appeal shall be final and unappealable.

**ARTICLE XV – RULES AND REGULATIONS**

 The Board of Directors shall promulgate Rules and Regulations to govern the day-to-day operations of the CRC, including, but not limited to, scheduling of programs, payment of expenses, priority of use of CRC facilities and standards for admissions into age-based programs. The Board shall conduct an annual review of the Rules and Regulations to determine whether any matters should be revised or modified as it deems fit. All participants and volunteers shall acknowledge receipt of a copy of the Rules and Regulations and shall agree to abide by all conditions stated therein. Failure to abide by any Rule or Regulation so promulgated shall constitute a violation of the Code of Conduct as set forth in Article VIII herein.

**ARTICLE XVI – BACKGROUND SCREENINGS AND CONFIDENTIALITY**

 The safety, health and well-being of the CRC’s participants is of utmost concern to the Board of Directors and its Officers. The Board of Directors shall designate an authorized individual to conduct background investigations in compliance with the National Alliance of Youth Sports Guidelines, Volunteer Screening Guidelines, Background Screening in Youth Sports, 2012 edition, as amended, on all volunteers over the age of 18 years old. No volunteer shall be permitted to participate, coach or otherwise assist with any youth programs until such time as he or she has been successfully screened.

 The protection of the personal information of participants and volunteers of CRC is of further importance to the Board of Directors. The Board shall institute Rules and Regulations pertaining to the collection, maintenance and disposal of personal information of its participants and volunteers. All documentation containing personal information shall not be reproduced without the consent of the participant or volunteer and all such documentation shall be immediately turned over to the Secretary to maintain. Coaches and Program Chairpersons are responsible for maintaining rosters to include ONLY the participant’s name, emergency contact name and emergency contact number.

**ARTICLE XVII – ANTI-DISCRIMINATION POLICY**

 CRC, its officers, directors, participants, spectators, and volunteers are strictly prohibited from engaging in any discriminatory conduct based on sex, race, color, or nationality. Failure to abide by this policy shall be deemed a violation of the Code of Conduct and will result in immediate disciplinary sanctions, including expulsion from participating in anyway in CRC.

**ARTICLE XVIII—AMENDMENTS**

**SECTION 1.** These By-Laws may be amended at any regular CRC meeting by a majority of those eligible voting members present, provided the proposed amendment had been submitted in writing and read to the organization at the preceding regular meeting before being voted upon. Amendments will become effective immediately.

**SECTION 2.** Any policy or recommendation from the President’s Council will be added to the CRC By-Laws with approval of the Board of Directors only.

**SECTION 3.** All amendments must be submitted in writing prior to the vote.

**SECTION 4.** These By-Laws shall supersede all previous CRC By-Laws.