

BRUNSWICK JUNIOR RAILROADERS BOOSTERS, INC. BY-LAWS

(Revised November 2012)

ARTICLE I. Goal and Objective

It is the goal and objective of the corporation to foster good sportsmanship, honesty, integrity and respect for authority in the youth of the community through supervised athletic competition and related activities. In all its endeavors, the corporation shall be guided by the best interests of the youth of the community.

ARTICLE II. Membership

Section 1. Membership in the corporation shall be open to any member of the public, aged eighteen (18) and over in good standing with the organization, unless specific action has been taken against the member by the organization. Only those members who attend at least two membership meetings within the last twelve (12) months shall be eligible to vote on any motion brought before the membership and/or Board of Directors for an approval / amendment.

Section 2. Only those members who have attended at least four (4) regularly scheduled monthly meetings, not to include special meetings, in the previous calendar year shall be eligible to vote in annual elections for the Board of Directors. Proxy voting will not be allowed.

Section 3. The corporation shall not discriminate in voting membership rights or otherwise on account of race, creed, sex, age, national origin, marital status, political or religious affiliation, or physical or mental handicap (except in such cases where the disability or condition would preclude the individual from adequately performing the task involved.)

Section 4. All Participants in BJR including Members, Board Members, Officers, Head Coaches, Assistant Coaches, Players and Volunteers must abide by the rules and regulations established by this organization. This includes but is not limited to any behavior which is deemed detrimental to the well being organization. Failure to follow these duly constituted rules and regulations may lead to corrective action e.g. warning, reprimand, suspension or dismissal from all activities of the corporation by the Board of Directors. Established rules include, but not limited to, behavior on/off the football field, during practice or games and/or any other activity sanctioned by BJR.

Section 5. Membership may be terminated by resignation or action of the Board of Directors as follows;

- a. The Board of Directors, by a two-thirds vote of those present at any duly constituted Board meeting, shall have the authority to discipline, suspend or terminate the membership of any person, including board members and coaches when the conduct of such person is deemed detrimental to the well being of the organization. The Member involved shall be notified of such meeting, the nature of the charges and be given the opportunity to appear at the meeting to answer the charges.
- b. In the case of a participant, the Board of Directors shall give notice to the Head Coach and the parent(s) or legal guardian(s). The Head Coach and/or Player Rep shall appear in the capacity of an advisor. The participant and parent(s) or legal guardian(s) may also be present before the Board of Directors. The Board of Directors shall have the full power to suspend or revoke such player's rights to future participation by two-thirds vote of those present at any duly constituted meeting (quorum is required).

ARTICLE III. Membership Meetings

Section 1. The membership of the corporation shall meet the fourth (4) Tuesday of every month (January – November), except the December meeting which shall meet on the third (3) Tuesday, or as needed.

Section 2. In all membership meetings, ten (10) voting members shall constitute a quorum and, on all votes, a majority of those eligible voters present and voting shall prevail, except where provided otherwise in these By-laws.

Section 3. Special meetings of the membership may be called by the President of the corporation or by petition stating the purpose of the special meeting and signed by a minimum of three (3) members.

Section 4. The head coach from each team is required to attend regularly scheduled general membership meetings (a segregate is acceptable when the head coach is not available); otherwise they do not know what is going on OFF the field that could affect their equipment, playing time, schedule, etc.

ARTICLE IV. Authority and Management of Corporation

Section 1. The membership of the corporation is the ultimate authority within the corporation and may; by binding and official vote at a regularly scheduled or special meeting, override or reconsider any action of the Board of Directors. Furthermore, in the absence of an express statement herein or governing policy, the manner of proceeding of the corporation shall be determined by a vote of the membership.

Section 2. There shall be a Board of Directors as defined under ARTICLE 5.

ARTICLE V. Board of Directors

Section 1. The Board of Directors shall have the general responsibility for the formulation of policy for the corporation, subject to the ultimate authority of the membership. The officers of the corporation shall have the responsibility for the conduct of day to day business of the corporation, with each office having the duties described below.

Section 2. The Board of Directors shall consist of six (6) officers, six (6) to fifteen (15) Board Members, and two (2) non-voting alternates. The President shall also be a non-voting member, except that the President shall vote when necessary to break a tie vote.

Section 3. There shall be six (6) officers of the Corporation, elected as such to the Board of Directors by the voting membership, with the specific duties set out below and other duties detailed in the notebook associated with that office, consistent with these By-laws:

- a. President – shall function as chief executive officer of the corporation, preside over membership meetings, and appoint all committees and appointed members of the Board, subject to approval of the full Board of Directors; shall be given a \$500.00 per month budget for operations which shall be cleared and approved at the monthly Board of Directors meetings, Expenditure of said discretionary monies by the President shall be in accordance with the papers of the corporation governing such.
- b. Vice-President (football) – shall exercise the responsibilities of the President in his or her absence and resides over every ad hoc committee;
- c. Vice-President (cheerleading) – shall exercise the responsibilities of the President in his or her absence and resides over every ad hoc committee;
- d. Vice-President (lacrosse) – shall exercise the responsibilities of the President in his or her absence and resides over every ad hoc committee;

e. Secretary – shall be called to keep and maintain all records (minutes) of all meetings of the Board of Directors, membership and/or all correspondence of the corporation;

f. Treasurer – shall oversee all financial activities of the corporation, except that all checks in the amount of \$500.00 or more must bear the signature of the President and/or VP and shall require a purchase order or sales receipt approved and signed by the President for record purposes. A set of financial statements shall be presented to the Board of Directors and the membership (if requested) in coordination with the monthly Membership meetings and will be available on-line to the President and/or VP.

Section 4. There shall be six members of the Board of Directors, elected by the voting membership of the corporation as such, who shall have full voting privileges on the Board at all times and for all purposes.

Section 5. There shall be two non-voting members of the Board of Directors, elected by the voting of the corporation as such, who shall be counted at all times for a quorum and shall vote only in the absence of any other Board member.

Section 6. There also maybe an Athletic Director for Football on the Board of Directors who is appointed by the President with the approval of the full Board of Directors (full Board of Directors refers to a quorum of Board members and Officers as defined in these By-laws), who shall have administrative and safety oversight for Football coaches and players and shall make an effort to attend all practices and games.

Section 7. There may also be an Athletic Director for Cheerleading on the Board of Directors who is appointed by the President with the approval of the full Board of Directors (full Board of Directors refers to a quorum of Board members and Officers as defined in these By-laws), who shall have administrative and safety oversight for Cheerleading coaches and players and shall make an effort to attend all practices and games.

Section 8. There may also be an Athletic Director for Lacrosse on the Board of Directors who is appointed by the President with the approval of the full Board of Directors (full Board of Directors refers to a quorum of Board members and Officers as defined in these By-laws), who shall have administrative and safety oversight for Lacrosse coaches and players and shall make an effort to attend all practices and games.

Section 9. There shall be a Representative and Alternate to the Mountain Valley Youth Football League (MVYFL) for Division I and/or its successor(s), appointed by the President and approved by the full Board of Directors (full Board of Directors refers to a quorum of Board members and Officers as defined in these By-laws), on the Board of Directors, who shall take direction from the membership in the representation of the corporation's views and interests in all matters considered by the Mountain Valley Youth Football League or its successor(s). The President and/or a President designated member will attend regularly scheduled meetings with the Representative.

Section 10. There shall be a Representative to the Western Maryland Youth Lacrosse Conference (WMYLC) and/or its successor(s), appointed by the President and approved by the full Board of Directors (full Board of Directors refers to a quorum of Board members and Officers as defined in these By-laws), on the Board of Directors, who shall take direction from the membership in the representation of the corporation's views and interests in all matters considered by the Western Maryland Youth Lacrosse Conference or its successor(s). The President and/or a President designated member will attend regularly scheduled meetings with the Representative.

Section 11. There also maybe an Player Representative for Football on the Board of Directors, who is appointed by the President with the approval of the full Board of Directors (full Board of Directors refers to a quorum of Board members and Officers as defined in these By-laws), who shall have administrative and safety oversight for football players and shall make an effort to attend all practices and games.

Section 12. There also maybe an Player Representative for Cheerleading on the Board of Directors, who is appointed by the President with the approval of the full Board of Directors (full Board of Directors refers to a quorum of Board members and Officers as defined in these By-laws), who shall have administrative and safety oversight for Cheerleading players and shall make an effort to attend all practices and games.

Section 13. There also maybe an Player Representative for Lacrosse on the Board of Directors, who is appointed by the President with the approval of the full Board of Directors (full Board of Directors refers to a quorum of Board members and Officers as defined in these By-laws), who shall have administrative and safety oversight for Lacrosse players and shall make an effort to attend all practices and games.

ARTICLE VI. Board of Directors Meetings

Section 1. The Board of Directors shall meet each month following the membership meeting to conduct the day to day business of the organization. For all purposes, nine (9) members shall constitute a quorum and an affirmative vote of the majority of those members present shall be required to constitute formal committee action.

Section 2. The Board of Directors shall annually elect an Honorary Chairman of the Board from among the six (6) elected Board members with the highest amount of votes and who do not hold an office. The Chairman's responsibilities shall be limited solely to the representation of those six (6) elected Board members.

Section 3. Special meetings of the Board may be called by the President or any three (3) members of the Board of Directors, provided that every good faith effort is made to provide actual notice of the time and place of such meeting to all Board members at least three (3) days in advance, provided further that a quorum is present to conduct business at such special meetings.

Section 4. All meeting of the Board of Directors shall be open to the membership of the corporation, except that where items are designated on the agenda and announced at the beginning of the Board meeting by the President as implicating the privacy rights of Board or corporation members, coaches, or participants. Such matters include but are not limited to personnel matters, and awards to participants, and shall be subject to executive session only and closed to the membership and public. Otherwise, the Board of Directors shall have the authority to adopt rules and regulations governing the conduct of its business, including rules for the conduct of meetings and attendance by Board members.

ARTICLE VII. Election of and Appointments to the Board of Directors

Section 1. To stand for election as a Board of Directors member, an individual must be a member, in good standing, of the corporation. A letter of intent to run for a Board or Officer position for the upcoming season must be submitted to the Secretary on or before December 31st. No letters of intent will be accepted after December 31st. Any positions not filled at the conclusion of the January election will be open to accept letters of intent for voting during the February meeting.

Section 2. The annual election of Board of Directors shall take place at the January meeting. Elected Board members shall assume their official responsibilities immediately following their election and shall serve one-year terms, except that the newly elected Secretary shall function as Secretary Pro Tem at the January membership meeting.

Section 3. The following Board members (Athletic Directors, Western Maryland Youth Lacrosse Conference Representative, Mountain Valley League Representatives and alternates, Player Representatives) shall be appointed by the President with full approval of the Board of Directors:

The Athletic Director for Football shall also have experience in the coaching and/or management of football as deemed appropriate. The candidates must submit a letter of interest to the President by the February membership meeting unless that candidate currently holds the position.

The Athletic Director for Cheerleading shall also have experience in the coaching and/or management of cheerleading as deemed appropriate. The candidates must submit a letter of interest to the President by the February membership meeting unless that candidate currently holds the position.

The Athletic Director for Lacrosse shall also have experience in the coaching and/or management of lacrosse as deemed appropriate. The candidates must submit a letter of interest to the President by the February membership meeting unless that candidate currently holds the position.

The Player Representative for Football shall be responsible for player rights as defined in the By-laws and Policies of this corporation. The candidates must submit a letter of interest to the President by the February membership meeting unless that candidate currently holds the position.

The Player Representative for Cheerleading shall be responsible for player rights as defined in the By-laws and Policies of this corporation. The candidates must submit a letter of interest to the President by the February membership meeting unless that candidate currently holds the position.

The Player Representative for Lacrosse shall be responsible for player rights as defined in the By-laws and Policies of this corporation. The candidates must submit a letter of interest to the President by the February membership meeting unless that candidate currently holds the position.

The Athletic Directors and Player Representatives shall be appointed by the President during the February meeting, pending final approval by the Board of Directors. All appointed Board members shall serve a one year term.

The Mountain Valley League Representative; shall have experience in the coaching and/or management of football as deemed appropriate. The candidates must submit a letter of interest to the President by the October membership meeting unless that candidate currently holds the position.

The Western Maryland Conference Representative; shall have experience in the coaching and/or management of lacrosse as deemed appropriate. The candidates must submit a letter of interest to the President by the October membership meeting unless that candidate currently holds the position.

The Mountain Valley League and Western Maryland Conference Representative; shall be appointed by the President at the November meeting, pending final approval by the Board of Directors, and shall serve a one year term.

Section 4. All incoming Board members shall sign a pledge upon taking office to conduct him/herself at all times in accordance with these By-laws and corporate History and Tradition in the performance of his or her responsibilities of office.

Section 5. There shall be a meeting of the outgoing and incoming Board of Directors to be held within two (2) weeks following the annual elections in January at which meeting the office notebooks shall be transferred to the incoming Board of Directors.

ARTICLE VIII. Committees

Section 1. There shall be an audit committee appointed at the February membership meeting. The audit committee shall consist of the incoming and outgoing President and three members of the incoming Board of Directors.

The audit committee shall:

- a. Obtain an audit if deemed necessary of the corporation's books by an independent Certified Public Accountant and an annual financial report by April 30th, which shall be available for the report to the Treasurer of Frederick County for license purposes by the fifth business day of June, as well as the June membership meeting.
- b. Operate on a calendar year for tax purposes.
- c. The difference between a gift and a donation is clearly defined by the Internal Revenue Service regulations. The Audit Committee shall be responsible for providing the President with information pertaining to donations. No letter shall be given for any donation which has not been approved prior to being given and reflected in the minutes of the Corporation, unless the donation is in cash and / or check and completely handled by the Corporation.

Section 2. The President may appoint such standing and ad hoc committees as are necessary for the purposes of conducting the corporation's business, subject to approval by the Board of Directors, with such appointments to be announced at the following membership meeting.

Section 3. The President shall appoint a Selection Committee that would be responsible for the interviewing applicants for the head coaching positions. The Selection Committee will be required to have the approval of the Board of Directors prior to conducting interviews. The Selection Committee will consist of 3 to 5 people with extensive coaching experience and/or background in Cheerleading and/or Football, including the President of the league who shall not have voting privileges unless said vote ends in a tie. The Selection Committee will submit its findings to the Board of Directors for final approval; interviews and/or proceeding shall be open to the public and an opportunity will be presented for the membership to ask questions. The Selection Committee interviews and voting on the Head Coaches' positions shall take place prior to the regularly scheduled February Board meeting; the final approval by the Board of directors will take place during the February Board Meeting. The Board of Directors decision shall be final. If the application deadline for head coaches is extended by the Board due to extenuating circumstances, the Board vote on applications shall be extended for a like period of time.

ARTICLE IX. Coaches

Section 1. Coaches shall design the programs in the appropriate manner, so that the Flag and Mini-Pony level has a primary emphasis on instruction and technique, while the Varsity level has a primary emphasis on competitiveness. The shift from instructional emphasis to competitive play shall be gradual from the Pony level to the Varsity level. The Mountain Valley Youth Football League is a competitive league and balance should be obtained to such end. The overall program must be designed to coordinate with the Brunswick High School and developed to achieve a balanced and efficient feeder program into such.

Section 2. There shall be head coaches for the Football (Flag – Varsity), Indoor Football (U8 – U13) and Lacrosse (U7 – U15). Individuals age twenty-one (21) and over interested in serving as head coaches must submit applications for these positions to the Board of Directors at its February meeting for the upcoming season, absent an extension of the deadline by the Board due to extenuating circumstances.

Section 3. Head coaches must select a minimum of one (1) assistant coach, BJR requires one (1) assistant coach per five (5) players and submit such to the Board of Directors for approval as soon as practicable after the March meeting (or an extension thereof), but no later in order to have said positions approved in a timely manner, so as to allow for the proper and appropriate coaches training for the year. Subject to approval of the Board.

Section 4. A parent who is coaching or assisting with any team in which their child (children) is involved shall be allowed to participate in the nomination of the awards providing that his or her child is not nominated for an award. If his/her child is involved, that coach shall not be allowed to participate in the award process. All awards will be given at the BJR Banquet with the exceptions of minor rewards that can be distributed weekly by the Coaches... i.e. stickers, certificates and/or small tokens of appreciation for their participation in practice and/or game.

Football & Cheer Special awards;

The Herb Daugherty and Sonny Cannon (Varsity) awards will be decided by the existing Varsity Coaches, Athletic Director and MVLR providing that his/her child is not a candidate for that award. The awarding of the Wesley Rice (Pony) award shall be decided by the Rice family. The process for Benny Harsh award shall be deemed by the Cheerleading VP, AD and Player Representative.

Section 5. It is the responsibility of the Head Coach to insure that all children are nurtured, not just the starters. A child that needs extra help shall be given such in an appropriate manner, whether it is done by the Head Coach, assistant coach or a community service volunteer. Coaches are required to take some personal time with players periodically to "grade" them. This would be to let them know how they are doing and how they could improve, etc. (Note: a universal form is available if required).

Section 6. It is the responsibility of the Head Coach, during the regular season, to put forth a best effort to make sure that all kids are afforded the minimum amount of playing time listed below (this policy does not apply during the play-offs):

1. Flag players shall be allotted equal playing time (if possible)
2. Mini-pony players shall be allotted a minimum of (10) ten plays per scrimmage (if time allows).

Failure to follow these duly constituted rules may lead to corrective action e.g. warning, reprimand, suspension or dismissal from all activities of the corporation by the Board of Directors.

Section 7. All Head Coaches will have a practice game plan in order to eliminate lots of "fooling around" and the loss of valuable time. Set specific times for your practice and stick to it so that parents know when to drop their children off and when to come to pick them up, Head Coaches will be responsible for assuring that all children are contacted if a game or practice has been canceled or rescheduled. Coaches, we expect you to stay at least 15 minutes past the end of practice time to insure that all children are picked up. This will be to insure the safety of our youngsters.

Section 8. Coaches will make NO PROMISES, whether implied or not, to any child, parent or guardian for purposes of recruitment. Examples of such include guarantees to All Stars, squad leader and/or a playing position. Coaches will also not accept any money for any reason (fundraisers, dues, etc). All money should be handled by the Team Mom or the appropriate Board member / responsible person.

Section 9. All Head Coaches will submit their Rules and Regulations (Policies) to the Board of Directors for approval prior to the start of the July membership meeting. All Coaches will sign a Coaches Pledge agreement at the June membership meeting. The Head Coach or a representative of the Head Coach for each team should make every effort to contact the local paper on a weekly basis to present a synopsis of the game.

Section 10. Anyone applying for a position as an Assistant Head Coach that has been (assistant or head coach) coaching for 5 continuous years with BJR, will no longer be required to submit a coaches application but he/she will still require a nomination by the Head Coach of that team and the approval of the BJR Board of Directors prior to becoming an assistant coach for that team.

ARTICLE X. Players

Section 1. There shall be five football and squads known as Flag, Mini-Pony, Pony, Junior Varsity, and Varsity, which shall meet the age and weight qualifications of the Mountain Valley Youth League or successor organization(s). To be eligible to participate, youth participants must reside in the draw area defined by Mountain Valley Youth League, subject to other geographic limitations adopted by the corporation as a matter of policy from time to time.

Section 2. There shall be Five Cheerleading squads known as Flag, Mini-Pony, Pony, Junior Varsity, and Varsity, which shall meet the age qualifications set forth by the Board of Directors.

Section 3. Any player which has been suspended from school shall not be allowed to participate in practice and/or game during his/her suspension from school. If the suspension occurs during the week, that child shall not be allowed to participate in the game immediately following the suspension from his/her school. If a child is expelled from school a meeting will be held by the Board of Director to determine the length of the suspension from BJR games and/or practices. The suspension from BJR shall not be less than 2 weeks from the date of the expulsion from school.

Section 4. All players must be willing to participate with all other participants at any time when required to do so by their coaches. Bullying and/or harassment of any kind (physical, verbal or cyber) will not be tolerated by BJR, towards coaches or other participants. Failure to abide by this rule can lead to immediate removal from the organization and/or suspension from any future BJR sponsored events.

Section 5. Children entering the eighth (8th) grade shall be allowed to play on the BJR JV team providing that he/she has met all the requirements set forth by MVYFL and the Varsity team has a minimum of 25 eligible players on their roster.

ARTICLE XI. Conflict of Interest

Section 1. On all matters affecting an individual Board of Director's member or the immediate family or of an individual Board member, the Board member shall be disqualified from participating in any vote or other action thereon by the Board of Directors.

Section 2. No two members of any household may hold positions in the corporation concurrently, if said positions compromise the financial security of the corporation. Examples of such positions of compromise are President and Treasurer, Treasurer and Financial Secretary, and President and Financial Secretary, Vice-President and Treasurer, Vice-President and Financial Secretary.

Section 3. If you have a problem with the organization or with a child in the organization, you should follow the chain of command to insure that it is properly resolved. The chain of command should be as follows:

a) For players:

1. Player Representative
2. President or Vice President, who should require a 3 way conference with the Coach in the majority of situations
- 3 The Board of Directors and/or the Membership

b) Operational Issues:

1. Athletic Director and/or President
2. The Board of Directors and/or The Membership

c) Organizational Issues:

1. President and/or The Board of Directors
2. The Membership

Section 4. Anyone who resigns from any position or has been asked to resign from any position shall not be eligible to run for any office or coaching position the following fiscal year, unless the reason for resignation was approved by the Board of Directors, thus allowing eligibility for the following year. The letter of resignation shall be notated and signed by the Chairperson of the Board of Directors and/or President with a copy being placed in the files of the organization and a copy given to the person resigning, if eligibility is to be allowed for the following year.

Section 5. If a situation arises which is clearly and easily definable and requires a vote of the Board of Directors where a meeting on such is not reasonable. The Chairperson of the Board, upon request may write down a statement of facts which can be read to each member of the Board for a vote by telephone and/or email. The written facts shall be read and/or sent to each Board member, so a uniform presentation is given. The vote shall be taken prior to the release of any information pertaining to the vote of the others. An affirmative vote for an action must be in accordance with the By-Laws and properly reported to the membership.

ARTICLE XII. Application of and rule of interpretation of By-laws

Section 1. These By-laws adopted hereunder shall be applicable to and binding upon all Board and corporation members, coaches, participants, and volunteers in all corporation authorized activities.

Section 2. On all matters addressed herein, the plain and ordinary meaning of the express language shall govern. The official minutes of Board of Directors and membership deliberations on this and any amendment to these By-laws shall be maintained and available as reference for the interpretation and purpose of the by-law provisions and amendments there to.

Section 3. All History and Tradition of the corporation reduced to writing and maintained as official record of the corporation at the time of adoption of these By-laws are hereby confirmed as History and Tradition of the corporation and can be repealed or modified by affirmative vote of the membership or Board of Directors.

Section 4. All Board Members, Coaches and Football players and Cheerleaders must abide by all the rules and regulations established by Board of Directors, Coaches and/or the By-Laws as established. Failure to follow these duly constituted rules may lead to corrective action e.g. warning, reprimand, suspension or dismissal from all activities of the corporation. Established rules include, but are not limited to, behavior on/off the football field during practice and/or games or any other activity sanctioned by the organization. Proper care of all equipment is expected. Abuse of any equipment may lead to the same corrective action as outlined above. The Board of Directors has the ability to append any action taken by the Coaches. We, as the Brunswick Junior Railroaders Inc. will follow appropriate school policies in regards to tobacco, alcohol products and respect school property at all times while on school grounds.

Section 5. BJR supports Division I and Division II teams as defined by Mountain Valley Youth Football League and abide by the rules and regulation defined by the League.

ARTICLE XIII. Amendment

Section 1. Any corporation or Board member may propose any amendment (including an addition, change, or deletion) to these By-laws in writing at any regular membership meeting. Such proposed amendment shall be voted on at the next regular membership meeting.

Section 2. A proposed amendment to these By-laws requires the affirmative vote of two-thirds (2/3) of the membership in attendance at that meeting. If adopted, the amendment shall be effective immediately.

Section 3. This corporation shall be obligated to abide by Roberts Rule of Parliamentary Procedures when it is agreed upon to be within the best interest of the Corporation or when said procedures are not defined within the By-laws of the Corporation.