

Bylaws
of
Raider Diamond Club
(A Non-Profit Corporation)
EFFECTIVE NOV 19, 2014

Article One
Name and Location

Section 1. The name of the organization shall be the **Raider Diamond Club (RDC)**. Hereunto referred to as "RDC"

Section 2. All club meetings may be held at such places within the Hillsborough School District (HSD) and Hillsborough Township as designated by the RDC officers.

Article Two
Purposes and Structure

Section 1. Purposes. This corporation is organized exclusively for charitable purposes as defined in Section 501(c)(3) of the Internal Revenue Code. The purpose of the RDC includes raising funds to purchase equipment, supplies, and baseball clothing for all levels (Freshman, Junior Varsity, and Varsity) of baseball for the student athletes of Hillsborough High School. The RDC also provides resources for expanding baseball playing opportunities (i.e. spring trip in Virginia). The RDC also engages in other charitable, community, or educational related activities and exercises other powers conferred by the laws of New Jersey for nonprofit corporations.

The RDC shall be self-governing, self-supporting, non-commercial, non-sectarian, nonprofit and nonpartisan, and shall seek neither to direct the administrative activities of the Hillsborough High School District nor to control its policies. The volunteer activities of the RDC participants will have no bearing on team selections nor does it influence any decisions on team play or performance.

No part of the net earnings of the RDC shall inure to the benefit of any director of the RDC, officer of the RDC, or any private individual (except that reasonable compensation may be paid for services rendered to or for the RDC affecting one or more of its purposes); and no director, officer or and private individual shall be entitled to share in the distribution of any of the corporate assets on the dissolution of the RDC. No substantial part of the activities of the RDC shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the RDC shall not participate in, or intervene in (including the publication of statements) any political campaign on behalf of any candidate for public office.

The RDC shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue code and Regulations as they now exist or as they may be amended.

The RDC shall observe all regulations established by Hillsborough High School for booster club activities and all local, state and federal laws that apply to nonprofit organizations.

Upon dissolution of the RDC or the winding up of its affairs, the assets of the RDC shall be distributed exclusively to charitable organizations, which would then qualify under the provisions of Section 501 (c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended.

The RDC is organized pursuant to the New Jersey Nonprofit Corporation Act and does not contemplate pecuniary gain or profit and is organized for nonprofit purposes which are consistent with the provisions of Section 501 (c)(3) of the Internal Revenue Code or the Regulations as they now exist or as they may be hereafter amended.

Article Three **Membership**

Section 1. Membership. Membership in this organization is open to any person who is a parent or guardian of a child or children who participate or are eligible to participate in the Hillsborough High School Baseball Program and uphold the policies of this organization and agree to its Bylaws.

Section 2. Qualification/Membership Fees. There are no fees required to become a member of the RDC. A member shall be considered in good standing and be entitled to any and all rights and privileges of membership as long as qualifications from Section 1 apply.

Article Four **Directors**

Section 1. Qualification. The Board of Directors/Officers of the RDC shall consist of officers holding the positions listed below:

President
Vice President
Treasurer
Secretary

Section 2. Powers. The Board shall be the governing body of the organization and shall manage, control, and direct the affairs and property of the organization.

Section 3. Compensation. No Director shall receive compensation for any service he or she may render to the organization. Board members may be reimbursed for actual expenses incurred in the performance of their duties.

Section 4. Officers. Officers shall be elected at the last general business meeting at the end of each season (typically June) and will take office immediately. The nominating committee (all members in good standing) will name a slate of officers and the floor will also be open for nominations. The officers will be elected by simple majority of the membership present. Vacancies of offices of unexpired terms shall be filled by appointment by a majority of the remaining officers. The officers and their respective duties are as follows:

a. **The President shall:**

- Serve as advisor to all sub committees;
- Preside at all meetings of the organization;
- Resolve problems in the membership;
- Regularly meet with the treasurer of the organization to review the organization's financial position;
- Perform any other specific duties as outlined in the bylaws of the organization.

b. **The Vice President shall:**

- Preside at meetings in the absence or inability of the president to serve;
- Perform administrative functions delegated by the president;
- Perform other specific duties as outlined in the bylaws of the organization.

c. **The Secretary shall:**

- Maintain the records of the minutes, approved bylaws and any standing committee rules, current membership and committee listing;
- Record all business transacted at each meeting of the association as well as meetings of any executive board meetings in a prescribed format;
- Maintain records of attendance of each member;
- Conduct and report on all correspondence on behalf of the organization;
- Other specific duties as outlined in the bylaws of the organization.

d. **The Treasurer shall:**

- Present a current financial report to the executive committee and general membership at least two times per year.
- Maintain an accurate and detailed account of all monies received and disbursed;
- Reconcile all bank statements as received and resolve any discrepancies with the bank immediately;
- File annual IRS form 990 in a timely manner;
- Submit records to audit committee appointed by the organization upon request or at the end of the year;
- Other specific duties as outlined in the bylaws of the organization.

Section 5. Term. Each elected officer (President, Vice President, Secretary, Treasurer) shall serve a term of one (1) year or until a successor has been duly elected or appointed.

Section 6. Removal of an Officer. Any Officer may be removed by a majority vote of the Board whenever in its judgment is in the best interests of the RDC. Also, the at large members of the RDC may petition the Board of Directors with a written justification and signatures from a minimum of 25% of the members. Membership is confirmed through signed attendance sheets of the regular meeting of the RDC.

Section 7. Special Advisor to the HDC. The Head Varsity Baseball Coach of Hillsborough High School will be designated as a Special Advisor to the organization. In that role, the Special Advisor shall have the same voting privileges as a general member and will not be considered a member of the board. The special advisor shall be asked for the following:

- Identify budget gaps and needs within the baseball program that would best serve the players of the Hillsborough High School Baseball Program. The needs will in turn be voted upon for approval.
- Oversee and make recommendations in regards to baseball related purchases such as equipment and field maintenance based upon the HHS baseball program's needs.

Section 8. Meetings.

A. Annual Meeting for Board of Directors. The Board of Directors shall provide for by resolution the time and place for the holding of at least one annual meeting of the Board (typically September of each calendar year) and invitees of the Board in addition to the regular meetings of the Board, without other notice than such resolution.

B. Regular Meetings. There shall be a regular meeting of members held monthly each year with the exception of July, August and September for the purpose of informing members about the activities of the RDC and receiving updates on fundraising committee activities and information related to the Hillsborough High School Baseball program. The agenda of the Regular Meetings for members shall be as follows:

1. Approve minutes of previous meeting
2. Treasurer's Report
3. Committee Reports
4. New Business
5. High School Baseball Coaches Report

Section 9. Notice. Notice of any special meeting of the Board of Directors shall be given at least two days previously thereto by oral or written notice delivered personally or sent by mail, email or facsimile to each Director. Any Director may waive notice of any meeting, and the attendance of a Director at any meeting shall constitute a waiver or notice of such meeting.

Section 10. Quorum. A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a quorum of the Directors is present at said meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

Section 11. Voting. Each qualified member, as described in Article Three, Section 2 of these Bylaws, shall have the right to cast one vote at any matter at any particular meeting. The decision of a majority of the voting members present at a meeting at which a quorum is established will be binding on the organization, unless provisions of these Bylaws require greater vote. Members may also vote on matters via email with majority rule, provided that a majority of the Board has also voted on the matter

Section 12. Proxy. No voting by proxy will be allowed.

Article Five **General Provisions**

Section 1. Fiscal Year. The fiscal year of this organization shall be September 1 through August 31 of the following calendar year.

Section 2. Operating Funds. Operating funds shall be maintained in a general fund, and an accounting of such funds shall be presented at all meetings.

Section 3. Fiscal Responsibility. All directors having fiscal responsibility should be bonded.

Section 4. Annual Statement. The directors shall present at each annual meeting, or when called by vote of the members at any meeting, a full and clear statement of the condition of the organization.

Section 5. Group Exemption. This nonprofit organization will qualify as a tax-exempt organization under the provisions of Section 501(c)(3) of the Internal Revenue code and its Regulations as they now exist.

Article Six **Standing Committees**

Section 1. Standing committees will be used to facilitate fundraising and carry out other missions of the club. The chairperson(s) or assignee will provide an update of committee status at each monthly business meeting from September to June of each calendar year as necessary.

Article Seven **Disbursements and Authorization of Funds**

Section 1. Disbursements. All disbursements shall be by checks whenever possible; however, the Board may authorize funds (petty cash fund) for incidental expenses and disbursements. Authorized signatories for bank accounts of the RDC shall be the Treasurer and any other person designated by the Board.

Section 2. Authorization of Funds. Specific authorization is required to prevent any one Officer from committing any funds or monies of the RDC without proper authorization. The expenditures for committee fundraising activities, which are part of the operating budget, need approval by the President or Treasurer or another RDC officer approved by the Board of Directors. For any expenditure not approved as part of the annual budget, approvals by the President is required for amounts below \$750.00, while approval of the general membership is required for amounts over \$750.00 of funds which are outside of budgeted fund raising activities or other baseball related expenditures. A reimbursement request form should accompany all requests for reimbursements.

Section 3. Future Commitments. No Board Member or General Member shall commit the present year's Officers or any future year's Board to an ongoing commitment of funds, labor or future commitments of any projects or services without approval. Furthermore, all business, financial commitments, including all outstanding bills must be paid in full before September of each calendar year, unless otherwise voted on by the general membership at a general meeting.

Article Eight **Amendments**

Section 1. Amendments to Bylaws. These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by a majority of the Directors, provided that such alterations, amendments, or proposed substitute Bylaws have been read or distributed to all Directors present at the previous regular meeting or such action may be made at a special meeting held at least ten days after the regular meeting at which the reading or distribution was made.

Section 2. Amendments to the Articles of Incorporation. The Directors shall adopt a resolution setting forth any proposed amendment of the Articles of Incorporation, which, if approved by a majority of the Directors, shall be again submitted for a vote at the next regular meeting of the Directors.

Section 3. Liability. No Director or Officer of the RDC shall be personally or otherwise liable for the debts, liabilities, and/or obligations of the RDC.

CERTIFICATE OF SECRETARY

I certify that I am the duly elected and acting secretary of the RDC and these Bylaws constitute the Bylaws of the RDC. The Bylaws were duly adopted at a meeting of the board of directors held on November 19, 2014.

Dated: 11/19/14

Susan We
Secretary of the Corporation