

OUR LADY OF VICTORY

DADS CLUB

BY-LAWS

NOVEMBER 20, 2006

MISSION STATEMENT

The mission of the Our Lady of Victory Dads Club is to provide an opportunity for Members to work together to enhance the experience of our sons and daughters in the OLV tradition of:

FAITH, FAMILY, SCHOLARSHIP, AND SPORTSMANSHIP

OUR LADY OF VICTORY DADs CLUB

BY-LAWS

ARTICLE I

NAME AND OFFICES

Section 1.01 Name

This club shall operate as a non-profit organization under the laws of the State of Michigan and its name shall be:

OUR LADY OF VICTOR DADS CLUB (“CLUB”)

Section 1.02 Offices

The principal office of the Club shall be located on the premises of Our Lady of Victory (OLV) parish.

ARTICLE II

BASIC POLICIES

Section 2.01 Purpose and Objectives

The general purpose and objective of the Club shall be to promote religious, charitable and educational activities for the OLV Parish community. In particular, the Club shall promote and render services, assistance and support to the students of the OLV day school and religious education programs, as well as other school age children of parishioners of OLV parish.

Section 2.02 Mission Statement

The mission statement of the Club shall be:

"The mission of the Our Lady of Victory Dads Club is to provide an opportunity for Members to work together to enhance the experience of our sons and daughters in the OLV tradition of FAITH, FAMILY, SCHOLARSHIP, AND SPORTSMANSHIP"

Section 2.03 School and Parish Operation

The Club shall seek neither to direct the administrative activities nor to control the policies of the OLV School or Parish.

Section 2.04 Politics

The Club shall neither participate nor intervene in any political campaign for or against any candidate for public office nor devote more than an insignificant part of its activities for or against government legislation.

Section 2.05 Authority of the Pastor

The Pastor of OLV has overall authority over the actions and activities engaged in by the Club and may, at his discretion, approve or disapprove of any action or activity of the Club.

Section 2.06 Members

No part of the net earnings of the Club shall inure to the benefit of or be distributed to its members, trustees, officers or other private persons, except that the Club shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in the furtherance of the purpose set forth in Section 2.01 of this Article.

Section 2.07 Conflict of Interest

It is the responsibility of the Executive Board to develop and implement a conflict of interest policy. Such policy will apply to the General Membership and the Executive Board of the Club.

Section 2.08 Background Check

All members participating in any Club activities must complete a form authorizing the parish and/or the Archdiocese of Detroit to conduct a background check on them. The background check may be authorized annually, consistent with Archdiocese guidelines.

Section 2.09 Dissolution

In the event of dissolution of the Club, the assets thereof shall be distributed to the OLV Parish, or, if the said Parish no longer exists, to the Archdiocese of Detroit. The purpose of this section is to comply with the exempt purposes specified in Section 501(c) of the Internal Revenue Code of 1954, as amended.

ARTICLE III

MEMBERSHIP

Section 3.01 Classification

There shall be four classes of members of the Club, Voting members, Regular members, Alumni members and Honorary members.

Section 3.02 Eligibility

The following persons and entities are eligible for membership in the Club:

- A. Voting Members: Any regular or alumni member who attends two consecutive meetings or four non-consecutive meetings during the Club's fiscal year shall be deemed a voting member for the remainder of the current fiscal year and for the immediately following fiscal year. Voting members shall enjoy the rights and responsibilities of voting on matters brought before the Club for approval.
- B. Regular Members: Any father or male guardian of a student currently attending OLV Day School or Religious Education, or a father or male guardian parishioner of OLV with a school age student, is automatically a regular member.
- B. Alumni Members. Any father or male guardian who was previously a regular member but no longer qualifies as a regular member is eligible for alumni membership.
- C. Honorary Members. Any person who has rendered eminent service to OLV Parish or the Club may be elected by the Executive Board to honorary membership. Honorary Members will also be Voting Members.

Section 3.03 Participation

Active participation extends beyond attendance at regular meetings. It is expected that Voting Members and members of standing committees will be active within the Club and participate in the functions and activities of the Club.

ARTICLE IV

ORGANIZATION

Section 4.01 Organization

The Club shall be comprised of two distinct bodies, the General Membership and the Executive Board.

Section 4.02 General Membership

The General Membership shall be comprised of all eligible persons who qualify under Section 3.02 above. They shall be invited to any regularly scheduled meeting of the Club and shall have full voting privileges as specified by these By-Laws. They will be given notification of all regular meetings and will have full privileges to participate in those meetings.

Section 4.03 Executive Board

The Executive Board shall be comprised of the following officers: President, Vice-President, Treasurer, Secretary, Past President, Athletic Director and one (1) Member at Large. Duties and responsibilities for these positions are specified in Article V of these By-Laws.

Section 4.04 Removal

- A. General Members - Any member of the Club can be removed if it is shown that there has been a violation of these By-Laws or by conduct detrimental to the mission of this Club. Removal shall be by majority vote of the Executive Board.
- B. Executive Board Officer - Removal of an Executive Board member may also result if said member fails to perform duties as specified in Article V. Removal shall be by a two-thirds (2/3) vote of the Executive Board and the position will be considered vacant.

Section 4.05 Vacancy

Where an Executive Board vacancy exists the President will make a recommendation to the Executive Board for replacement. The Executive Board will approve such recommendation by a majority vote. Such Replacement Executive Board members will serve a term equivalent to the remaining term of the other active Executive Board members.

- A. In the absence of the President, recommendations of replacement shall be made by the Vice President.
- B. In the absence of both the President and Vice-President, recommendation of replacement shall be made by the General Members who will seek assistance and advice of the Pastor of OLV.

ARTICLE V

EXECUTIVE BOARD OFFICERS

Section 5.01 Number and Eligibility

The elective officers of the Club shall be a President, Vice-President, Treasurer, Secretary, and one (1) Member at Large, each of whom shall be elected by a majority vote of the General Membership in attendance at the respective meeting. The executive board shall also be comprised of the Athletic Director and the Past President. All members of the executive board must meet the eligibility requirements described in Section 3.01 above.

Section 5.02 Term

Each officer of the Club shall assume his office at the beginning of the first regular meeting following

his election to such office and shall serve for a term of two years and until his successor has been duly elected or until his premature death or resignation. All books, accounts, records, properties and tools of the office shall be turned over to the successor at the end of the school year.

Section 5.03 President

The President shall be the chief executive officer of the Club and shall have general supervision, direction, and control of the officers of the Club. He shall preside at all meetings and see to the enforcement of the By-Laws and to carry out all orders and resolutions of the General Membership. He shall appoint all committee chairmen. He shall serve ex-officio with a right to vote and be a member of all committees except the election committee. He shall execute all conveyances, agreements and contracts as entered into by the Club unless otherwise designated by the General Membership. He shall have authorization to approve disbursements of up to \$500.00 for any single item or event unrelated to any other item or event without the prior approval of the General Membership on any business matter of the Club. In his absence, the Vice-President will assume this authority followed by the Treasurer. He shall perform other such duties as may be required of him by applicable laws, this document or by resolution of the General Membership or OLV Parish Administration. His duties shall include:

1. Coordinate activities with the OLV Parish administration regarding operations of the Club.
2. Assist in the development of profit generating opportunities.
3. Assure the satisfactory operation of the Executive Board and Committees.
4. Develop fiscal operating budget in conjunction with Vice-President and Treasurer such budget to be in place before the first General Membership meeting.
5. The President shall apprise each Standing Committee Chairman of the budget for their particular event.
6. Establish annual calendar of Dads' Club events.
7. Be responsible to execute "Removal" clause as specified in Section 4.04.
8. Prepare mailings, meeting notices and event notices for mailing by the Corresponding Secretary.
9. Assume chair responsibility for any event in the absence of an event Chairman.
10. Assure compliance to Michigan Lottery Commission for all raffles, drawings etc. where required.
12. Attend functions as required as a Representative of the Executive Board of the Club.

Section 5.04 Vice-President

The Vice-President shall in the absence of the President perform all duties of the President and in so acting shall have all powers of the President. Additionally, his duties shall also include:

1. Assist the President in the development of meeting agendas.
2. Assist the President and Treasurer in developing the fiscal operating budget.
3. Assist the President in the development of profit generating opportunities.
4. Oversee the operations of all standing committees.
5. Attend all functions as required as a Representative of the Executive Board of the Club.

Section 5.05 Treasurer

The Treasurer shall perform those duties attendant upon the office of Treasurer. In particular, it shall be the duty of the Treasurer to keep general charge of the financial records and accounts of the Club; to keep and maintain adequate and correct books of account showing the receipts and assets; be responsible for all funds and securities of the Club; receive and give monies due and payable to the Club from any source and deposit all monies of the Club with such depositories as assigned by the Executive Board. His duties shall also include:

1. Providing a copy of the financial report to the Pastor following a motion to accept report during the regular meeting.
2. Develop/Use a standardized computer program spreadsheet format for accounting of all recording. Disk copy of all reports to be archived with the Secretary upon completion of the fiscal year.
3. Assist the President and Vice-President in the development of the budget.
4. Monitor commitments and financial support requests as specified in Article Seven to assure policy is being properly administered.
5. Review and update the By-Laws of the Dads' Club as needed.
6. Complete and file all required periodic and annual reports
7. Attend functions as required as a Representative of the Executive Board of the Club.

Section 5.06 Secretary

The Secretary shall perform those secretarial duties attendant upon the office and in particular it shall be the duty of the Secretary to record and keep a correct record of all meetings and proceedings of the

General Membership. His duties shall also include:

1. Provide completed, accurate and typed minutes of the previous general meeting to the Executive Board two weeks prior to the next meeting to assist in the development of the upcoming agenda.
2. Provide completed, accurate and typed minutes of Executive Board meetings and distribute them to the Executive Board and Parish administration.
3. Provide minutes of meeting to Parish administration following motion to accept during next scheduled meeting.
4. Use a standardized computer word processing program for recording of all minutes. Disk copy to be archived at the end of the fiscal year.
5. Provide copies of amendments to By-Laws and resolutions to the General Membership. This will include expenditures requiring approval vote by the General Membership.
6. Collect all committee reports and organize in binders available for future reference.
7. Maintain other records such as correspondence, Past President binders/notes and any attachments.
8. Create Dads' Club mailing/phone list/e:mail list database. Copies of database to be provided to Executive Board for its use.
9. Attend functions as required as a Representative of the Executive Board of the Club.
10. Coordinate and conduct all mailings of general membership letters, events and meeting notices. Will need to work with committee chairmen to assure mailing is conducted on a timely basis.
11. Develop a phone chain system for membership notification for such events as special meetings, announcements and funerals.
12. Provide Treasurer with report of expenditures relative to mailing and postage requirements.

Section 5.07 Members At Large

The Members at Large will assist the Executive Board in any Board matters.

ARTICLE VI

STANDING COMMITTEES

Section 6.01 Standing Committees

There shall be standing committees whose chairmen shall be appointed by the President with the counsel and advice of the Executive Board. The functions and duties of each position shall be outlined in position descriptions found in Appendix A of these By-Laws.

- Athletic
- Dance
- Decorating (Christmas)
- Golf Outing
- Quiz Night
- Raffle
- Marketing and Communications

Section 6.02 Other

Other committees may be created or deleted by the Executive Board when deemed necessary. Except as otherwise provided by the Executive Board, members of such committees shall be members of the Club and the President of the Club shall appoint a chairman thereof. The chairman of each committee shall select committee members in counsel with the President.

Section 6.03 Reports

Committee chairman will also be responsible for providing a report to the general membership at the next regular meeting after the completion of the event in the case of all Committees excluding the Athletic Committee. The Athletic Director shall provide a report to the general membership at each regular meeting.

ARTICLE VII

FINANCIAL COMMITMENTS

Section 7.01 Policy

The financial commitments of the Club are represented by two categories: those commitments that are recurring in nature and have been previously approved and those that are future proposals to the Executive Board. In either case, payment of these commitments, unless requested and approved by the Pastor of OLV, will be paid upon completion of the event and/or after providing proper documentation of income and expenses. Authorization for payment of these commitments is further described in

Sections 7.02, 7.03, and 7.04 of these By-Laws.

Section 7.02 Recurring Financial Commitments

The following are recurring financial commitments as approved by the General Membership in previous meetings and recorded in minutes:

1. Sports Program Registration: Fees for registration of our OLV sports teams with the CYO or other respective organization for league play, tournament play, or other related activities.
2. Sports Program Costs: Fees and expenses directly related to the operations of the sports program. Such fees and expenses include facility rental costs, uniform and equipment costs, fees for game officials, and other reasonable direct costs associated with the sports program. In no case shall such fees and expenses exceed \$2,500.00 without the approval of the Executive Board.

Section 7.03 New Financial Commitments under \$2,500.00

Where requests for financial assistance are under \$2,500.00, for any single event unrelated to any other item or event, no vote will be required of the General Membership for approval. Such request can be authorized by the Executive Board.

Section 7.04 New Financial Commitments over \$2,500.00

Where requests for financial assistance are over \$2,500.00, for any single event unrelated to any other item or event, the request must first be submitted to the Executive Board for Action and General Membership vote.

ARTICLE VIII

ELECTIONS

Section 8.01 Executive Board Officers

Elections of the Executive Board of Directors shall be conducted on a biennial basis (every two years).

Section 8.02 Election Committee

An election committee shall be established whose responsibility will be to solicit and obtain potential candidates for the offices of the Executive Board. The committee will also evaluate and interview potential candidates to determine their qualifications for the respective office based upon the position descriptions as specified in Article V.

Section 8.03 Election Committee Members

The Election Committee shall be chaired by the Past-President. In the event that the Past-President is no

longer active in the Club, the President will designate a chair. It will be the responsibility of the Chair to select up to two (2) additional members to assist in the evaluation and interview process. The selected members shall be chosen from the General Membership and shall exclude the current members of the Executive Board.

Section 8.04 Election Committee Responsibility

The following will be the responsibility of the Election Committee:

1. They will be responsible for obtaining names of potential candidates.
2. They will be responsible for keeping the names of the potential candidates secret unless the potential candidates allow their names to be released.
3. They will be responsible for interviewing potential candidates to determine that they meet the qualifications as specified in Article V.
4. They will seek guidance from the Pastor if necessary.
5. They will prepare the ballot, if required, if more than one candidate is identified for an Executive Committee Officer position. Distribution of the ballots and accounting of the votes will concur with the members in attendance during the meeting in which the vote is taken.
6. They will conduct the counting of the ballots.
7. They will present the elected officers to the General Membership.

Section 8.05 Election Process

The election process shall adhere to the following procedure:

1. The names of the potential candidates may be accepted throughout the year. Potential candidates can either be selected from individuals volunteering for a specific position or from recommendation by Executive Board Members or the General Membership.
2. During the February and March General Meetings, Voting Members can volunteer themselves or nominate another member for one of the Executive Board positions.
3. Following the March meeting, the Election Committee shall begin the interview process as stated in Section 8.02.
4. Those candidates deemed qualified, will be placed on a ballot for vote by the General Membership. If only one candidate is identified for each open Executive Board Officer position, then a ballot is not required and the slate of proposed Officers will be presented to the General Membership for approval.

5. When the ballot or slate is complete, a vote of the General Membership will be conducted to select or approve the Executive Board Officers for the following term. This election shall occur during the May meeting and the results will be announced at the conclusion of that meeting.
6. The installation of the newly elected Executive Board Officers shall occur at the June meeting.

ARTICLE IX

MEETING OF THE MEMBERS

Section 9.01 Regular Meetings

Meetings of the Executive Board and General Membership will be conducted on a monthly basis throughout the school year. All members of the General Membership are welcome to attend.

Section 9.02 Meeting Date and Time

Meetings will usually convene on the first Tuesday of each month throughout the school year starting at 7:30 P.M. A written meeting schedule for the entire year will be published at the beginning of the year and provided to all members of the Club. Any changes to the meeting schedule will be communicated to the General Membership at least seven (7) days prior to the meeting date.

Section 9.03 Location

All meetings of the Club will take place at OLV Parish or School in a space whose size is able to accommodate the General Membership.

Section 9.04 Quorum

A quorum will be required to conduct a General Meeting of the Club. A quorum will be defined as the attendance of 0.5% of the Voting Membership.

Section 9.05 Voting

The voting power of all Voting Members shall be equal and each Voting Member shall have one vote upon each proposition and for the election of each Executive Board Officer.

Section 9.06 Order of Business

At all meetings of the Club, the following shall be the order of business:

- A. Call to Order - Determination of Quorum
- B. Opening Prayer
- C. Reading and Approval of Minutes

- D. Reading and Approval of the Financial Report
- E. Committee Reports
- F. Reading of Communications
- G. Old Business
- H. New Business
- I. Closing Prayer
- J. Adjournment

Section 9.07 Special Meetings of the Executive Board of Directors

The Executive Board shall hold additional meetings as necessary to establish Club activities and monitor progress:

Section 9.08 Additional Meetings

Additional meetings as deemed necessary, whether they be regular or special may be called by the President.

ARTICLE X

FISCAL YEAR

Section 10.01 Fiscal Year

The fiscal year of the Club shall begin on the first day of July and end on the last Day of June of each year.

ARTICLE XI

DUES

Section 11.01 Dues

Dues for membership to the Club may be determined from time to time by vote of the General Membership, following recommendation by the Executive Board.

ARTICLE XII

AMENDMENTS

Section 12.01 Amendments

This document may be amended or repealed at any meeting of the General Membership of the Club with written notice of the proposed amendment in the call of the meeting, provided the amendment is adopted by a two thirds vote of the members present, including proxy votes of the absent members.

APPENDIX A

POSITION DESCRIPTIONS FOR STANDING COMMITTEES