

# **Space Coast Crew Boosters, Inc.**

(A Corporation Not-for-Profit)  
Bylaws

## **ARTICLE I - Name**

The name of this organization shall be SPACE COAST CREW BOOSTERS, INC. The organization was incorporated under the provisions of the State of Florida, Fla. Statute, Chapter 617.

## **ARTICLE II - Purpose**

The purpose of the Space Coast Crew Boosters (further referred to as SCC) is to be a non-profit organization formed and maintained to promote the sport of rowing, without preference to race, creed, religion, gender, or color, to provide the equitable means for both recreational and competitive rowing, locally, regionally, nationally, and internationally.

## **ARTICLE III - Membership**

Section 1: The membership year shall run from July 1<sup>st</sup> through June 30<sup>th</sup>.

Section 2: The following levels of memberships shall be offered:

- Elementary School Member: Students enrolled in grades 5-6<sup>th</sup>. Membership excludes entitlements to voting and holding office on the SCC Board.
- Middle School Member: Students enrolled in grades 7<sup>th</sup> – 8<sup>th</sup>. Membership excludes entitlement to voting and holding office on the SCC Board.
- High School Member: Students enrolled in grades 8-12<sup>th</sup>. Membership excludes entitlement to voting and holding office on the SCC Board.
- Young Adult Member: Age 19-26. SCC alumni rowers and rowers from other high school or collegiate programs approved by the SCC coaching staff and Board of Directors. Membership excludes entitlement to voting and holding office on the SCC Board.
- Associate Boathouse Member: This level of adult membership is for members seeking personal boat storage only. Membership excludes entitlement to voting and holding office on the SCC Board.
- General Membership: Shall be open to parents of active Elementary, Middle School and High School rowers who are members of SCC. Such persons shall be entitled to vote and hold office.
- Affiliate Member: Shall be open to anyone in the community who has an expressed interest or history in advancing the SCC rowing program. This category of membership shall be limited to no more than twenty-five percent (25%) of the total SCC membership. Such persons shall be entitled to vote and hold office but shall comprise no more than twenty- five percent (25%) of the currently serving Officers or Board of Directors. Upon application and following a majority vote, each affiliate Member shall be accepted into membership by the Board.

Section 3: Dues shall be set by the Board of Directors at a designated Board meeting prior to the start of each membership year. There may be accommodation for waiver or reduction of dues at the discretion of the Board of Directors upon showing financial hardship.

#### **ARTICLE IV – Dues**

See Current Dues Schedule in membership documents.

#### **ARTICLE V - Meetings**

Section 1: Business meetings of the Board of Directors shall be held as often as required, at the discretion of the President, but in no case less than once a month during the scholastic rowing season (typically, September through May). Meetings may be held within or outside the State of Florida at such place as is authorized by the Board of Directors. Meetings may be held virtually with members able to call in remotely. A quorum of at least 51% of the directors shall be required for all Board meetings in which votes are required.

The President shall be required to give the Directors at least five days' notice (either by regular U.S. mail, voice, text messaging or e-mail) of the meeting together with an agenda for the meeting and any other materials pertaining to matters that will be decided at the meeting. Decisions will be reached by a motion, a second to the motion and a majority vote. The Secretary will record the proceedings of the business meetings and file the minutes. All business meetings of the Corporation shall be open to the membership, but it is not required that the general membership be formally notified of the meetings.

Section 2: The annual meeting of the Corporation shall be held during the last month of the membership year, (typically, May). See Article VI – Officers, Section 1 regarding elections at the Annual Meeting.

Section 3: General business of the club will be conducted at club (booster) meetings to be held as needed at the Board's discretion at a designated place agreed upon by the Board of Directors. The general membership will be notified of the place and time of the meeting, (either by regular U.S. mail, voice, text messaging, e-mail) or sign posted at the boathouse. An agenda, approved by the Board of Directors at the prior month's board meeting, will be discussed with the membership at large including coaches, athletes, parents, and guardians.

Section 4: Special meetings, devoted solely to a discussion of specified items of business or specified activities, may be called by the President when the situation dictates the necessity to meet at times other than designated Board meetings. No business other than that specified as being the reason for the meeting can be discussed unless passed by a motion of the board members present.

Section 5 – The President may call virtual meetings via teleconference or other electronic means when situations dictate the necessity to quickly resolve time critical issues. The following procedures are required:

- The President shall participate in the vote.
- A final vote tally will be taken 72 hours after the second to the motion.
- The vote must be unanimous.
- On matters requiring expenditure of club funds, the Treasurer shall participate in the vote.

## ARTICLE VI - Officers

Section 1: The affairs of the Corporation shall be administered by the Board of Directors. The Board of Directors shall consist of the officers of the Corporation, plus such other directors or officers as are elected from the membership of the Corporation. There shall be not less than three (3) or more than eleven (11) members and shall be elected for a term of one (1) year by a majority vote of members attending the annual meeting. Each member of the Board of Directors shall be a member of the Corporation, a resident of Brevard County, Florida and successfully pass a background check.

Section 2: Officers of the Board of Directors for the subsequent year will be nominated and elected at the annual meeting. Any General Member or Affiliate Member is eligible to be an officer of the Board of Directors (subject to the limitations of Article III, Section 2).

Section 3: The President shall be Chairman of the Board of Directors.

Section 4: The affairs of the Corporation shall be administered by the executive committee of the President, the Vice President, and the Treasurer. The officers shall be elected by a majority vote of the general members at the Corporation's annual meeting for a term of one year beginning July 1<sup>st</sup>. If the office of President were vacated during the term period, it shall be filled by the Vice President. If any officer's position is vacated, the President shall nominate a replacement and, with the approval of the majority of the Board of Directors, submit the nominee for confirmation by the majority of the general membership. The President also has the authority to appoint a replacement with board's approval to positions other than officers. No formal election is required.

Section 5: The **President** is the Chairman of the Board of Directors and the Chief Executive Officer of the club and will see that all decisions and resolutions of the Board of Directors are carried out. He/she will appoint, with Board approval, all Special Committee Chairmen, and shall serve as ex-officio member of all such committees. It shall be the duty of the President to assure that all officers fulfill their duties competently, and that all committees fulfill their functions.

Section 6: The **Vice President** shall exercise the powers and perform the duties of the President during the absence or disability of the President. He/she shall succeed to the presidency in the event that office is vacated. The Vice President shall undertake such duties as assigned by the President. The Vice-President shall oversee outreach activities with the team such as/but not limited to team picnics, High School ambassador program, senior dinner, holiday party, learn to row events and teambuilding events.

Section 7: The **Secretary** shall have custody of the official records and shall record the minutes of the annual meeting and the meetings of the Board of Directors. Minutes shall not be filed in the corporate record book until they have been approved by a majority of the Board of Directors. He/she shall maintain copies of all official correspondence and will keep organized a current team digital repository. The Secretary shall make the corporate records available to any member at a time and place convenient to both parties. The Secretary shall be responsible for coordinating team communications including website updates, newsletters, emails, social media, and meeting notices.

Section 8: The **Treasurer** shall have custody of all the club funds and shall provide an accurate record of the receipts and disbursements. He/she shall be responsible for completing any and all official financial documents, including tax returns, pertaining to the club. He/she shall be responsible for managing the club bank account, depositing all funds into the account and, except in

emergencies, shall draw all checks on that account. All disbursements shall be supported by bills, invoices, contracts, or other documents appropriate to the transaction. Directors and officers shall receive no monetary compensation for their services, but shall have out-of-pocket expenses, paid for and on behalf of the club, reimbursed upon submission of appropriate invoices, receipts or letters of explanation. The Treasurer shall report on the financial status of the club at each Board meeting. The account books shall be kept in accordance with the generally accepted accounting practices. Said books may be examined by any member at any time mutually convenient to both parties.

Section 9: The **Members-at-Large** of the Board shall have specific roles and responsibilities that contribute to the successful operations and management of the SCC team including, without limitations, the following:

- Member-at-Large – **Financial Secretary** – The Financial Secretary will assist the Treasurer with their duties including intake of money. The goal is that the Financial Secretary can learn the position in the first year of duty, and then can run for the Treasurer position the following year. He/she shall also be responsible for the tracking of parent volunteer hours throughout the year.
- Member-at-Large – **Fundraising Liaison**. The Fundraising Liaison member shall be responsible for overseeing the fundraising committee’s efforts to plan and execute activities for the team such as volunteer roles (i.e. assisting at running race water/aid stations,), carwashes, gift card and product sales, bake sales, dine to donate, gala events, etc. In addition, he/she shall oversee grant applications for the team.
- Member-at-Large – **Recruiting and Membership Liaison** – The Recruiting and Membership member shall assist with online registration, collection of team documents (physicals, report cards, birth certificates, etc.) and roster reporting. He/she shall also work with the coaching staff to interface with and schedule recruitment events at schools and other events.
- Member-at-Large – **Regatta Logistics Liaison** – The Regatta Logistics member shall be responsible for rowing race logistics such as hotel reservations, arrangement of busses and return ride food, bus signup, regatta site volunteers scheduled and working, and organizing volunteers to tow trailers.
- Member-at-Large – **Middle School Liaison** – The middle school liaison shall be responsible for new middle school parent education and engagement. He/she shall work with the coaching staff to organize middle school specific team building events. He/she shall be responsible for organizing the Middle School ambassador program coordinating with the Vice-President and assisting with recruiting for middle school team members.

Section 10: Any officer may be removed, either with or without cause, by a majority vote of the Board of Directors, at any time. Any officer may resign at any time by giving written notice to any of the officers of the Corporation. Any such resignation shall take effect at the date of receipt of such notice or at any date specified therein. All physical and electronic property belonging to SCC Boosters must be returned to a current member of the Board of Directors. And, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

## **ARTICLE VII - Bonding**

All Officers and Directors of the Corporation shall be covered by a fidelity bond in an amount not less than the maximum bank balance in the past five years. The premium for said bond shall be paid by the Corporation.

## **ARTICLE VIII – Conflict of Interest**

Space Coast Crew Board of Director Members (BOD) will comply with *Florida Statute 496.4055 Conflict of Interest Transactions*. All BOD members will not engage in any activity where there may be a conflict of interest between Space Coast Crew Boosters, Inc. (SCC) and any organization or sponsor where there may be a direct or indirect financial interest. This includes, but is not limited to, the sale, lease, or exchange of property to or from SCC; the lending of moneys to or borrowing of moneys from SCC; and the payment of compensation for services provided to or from SCC.

An individual may not serve on the board who is directly related to any coaching staff compensated as contractors with Space Coast Crew. This policy will be reviewed and briefed every year with BOD transition, documented and included with the *Solicitation of Contributions Annual Renewal Registration* for registration number CH18944.

## **ARTICLE VIX - Amendments**

These bylaws may be altered or amended at any meeting of the board of directors called for that purpose and at which not less than a two-thirds majority of the directors shall vote in favor of the alteration or amendment.

## **ARTICLE X - Dissolution**

Upon the dissolution of the Corporation, the assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE XI – Effective Date**

### **Record of adoption:**

The By-laws were revised on August 5, 2023, to correct typos and grammatical errors throughout the document.

The By-laws were revised on December 20, 2022, to include the Elementary Team into membership, revise Middle School to be 7<sup>th</sup>-8<sup>th</sup> grades, and to correct a typo in the reference of FL Statute 617. Approval and implementation of these revisions were motioned, seconded and approved by a unanimous vote of the Board of Directors at a Special Meeting on December 20, 2022.

Approval and Implementation of these revised Bylaws was motioned, seconded and approved by a unanimous vote of the Board of Directors at the special Board of Directors Meeting held on May 3, 2020. The updates included membership levels and combination of Secretary roles and definition of further board member positions.

Previous updates: Affiliate Membership was motioned, seconded (added) and approved by a unanimous vote of the Board of Directors at the monthly Board of Directors Meeting held on September 8, 2015. Addition of State required Conflict of Interest (Article VIII) was motioned, seconded (added) and approved by a unanimous vote of the Board of Directors at the monthly Board of Directors Meeting held on August 11, 2015.

