

BYLAWS  
Oklahoma Cross Country Track Coaches Association

ARTICLE I-NAME AND PURPOSE

Section 1: The name of the organization shall be Oklahoma Cross Country Track Coaches Association. It shall be a non-profit organization incorporated under the laws of the state of Oklahoma.

Section 2: The purpose of the Oklahoma Cross Country Track Coaches Association is organized exclusively for charitable and educational purposes as specified in Section 501C (3) of the Internal Revenue Code.

The purpose of the organization is:

To encourage adult and student participation in the activities of the Oklahoma Cross Country Track Coaches Association to raise funds in support of Oklahoma's cross country and track athletes.

ARTICLE II-MEMBERSHIP

Section 1: Membership: Membership of the Oklahoma Cross Country Track Coaches Association shall consist of the Board of Directors. Voting rights are only applicable to the Board of Director members as set forth by the bylaws.

ARTICLE III-BOARD OF DIRECTORS

Section 1: Number & Qualifications: The Board of Directors shall have up to 10 but no fewer than 3 members. Board of Director Member must be current or past coaches of the Oklahoma Cross Country Track Coaches Association. Current Board of Director positions include a President, Vice President, Secretary and Treasure.

Section 2: Governing Powers/Compensation: The board is responsible for overall policy and directions for the organization as well as responsibility of day-to-day operations. The board receives no compensation other than reasonable expenses.

Section 3: Terms: Elected Board of Director members shall serve as a minimum of 12 months of a 2-year term and may serve consecutive terms. Terms shall run July 25<sup>th</sup> thru July 24<sup>th</sup> the following year.

Section 4; Meetings and notice: The board shall meet at least monthly, at the discretion of the Board of Directors, at an agreed upon time and place. An official board meeting requires that each board member have written notice at least one week in advance.

Section 5: Board Elections: During the July meeting of the Oklahoma Cross Country Track Coaches Association, the coaches shall elect Directors to replace those whose terms will expire at the end of July. This election shall take place during

a regular meeting of the directors, called in accordance with the provisions of these bylaws.

Section 6: Election Procedures: New directors shall be elected by a majority of the Board of Directors present at such a meeting, provided there is a quorum of directors present. Directors so elected shall serve a term beginning on the first day of August of the next year.

Section 7: Quorum: A quorum for an official meeting at which business may be transacted shall be a minimum of 5 of the current members of the Board of Directors. If a quorum is present when the meeting begins, the Directors present may continue to transact business until adjournment, even though the withdrawal of a number of Directors that was originally present leaves less than 50 %. Where the computation results in a fractional number, it shall be rounded upward to a whole number.

Section 8: Voting: Each member of the Oklahoma Cross Country Track Coaches Association shall be entitled to one vote for each. The vote of the majority of the members present shall decide any questions brought before the meeting, unless the question is one, which by these bylaws, a different vote is required. No voting by proxy shall be permitted at meeting. In the event that one person is required to hold more than one Board position, they will be entitled to one vote.

Section 9: Removal of Board Members: At any regular or special called meeting of the Board, a Board member may be removed with or without cause by a vote of 2/3 majority of the entire voting members of record after giving notice to the Board member and providing them an opportunity to be heard by the Board at a monthly meeting.

Section 10: Resignation: Resignation from the board must be in writing and received by the Secretary or Treasurer. Special Meetings: Special meetings of the board shall be called upon the request of 1/3 board. The Secretary or Treasurer shall send out notices of special meetings to each board member in advance if possible.

#### ARTICLE IV-OFFICERS

Section 1: Officers and Duties: There shall be four principal officers of the Board of Directors consisting of a President, Vice President, Secretary, and Treasurer. Their duties are as follows:

The President shall be the principal officer of the Oklahoma Cross Country Track Coaches Association subject to the direction and control of the Board of Directors, the President shall see that the resolutions and directives of the Board are carried into effect, and, in general, shall discharge all duties of the office of the President as prescribed by the Board. The President shall convene regularly scheduled board meetings, shall preside or arrange for other board members to preside at each meeting in the following order: Vice President, Secretary, and Treasurer. The President will represent the Oklahoma Cross Country Track Coaches Association at all athletic functions as needed.

The Vice President shall preside over the monthly Oklahoma Cross Country Track Coaches Association meeting in the event of an absence of the President. The Vice President shall also represent the Oklahoma Cross Country Track Coaches Association at all athletic functions as needed. Duties will also include ensuring that all policies and procedures of regarding: expenditures of Oklahoma Cross Country Track Coaches Association funds, Bylaws and Articles of Incorporation of the Association rules and regulations (along with the Board members).

The Secretary shall be responsible for keeping records of board actions, including overseeing the taking of the minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each board member, and assuring that corporate records are maintained. The Secretary will represent the Oklahoma Cross Country Track Coaches Association at all athletic functions as needed.

The Treasurer shall make a report at each board meeting. The Treasurer shall maintain the checkbook, assist in the preparation of the budget, and help develop fundraising plans, make financial information available to Board members. The financial statements will be generated on a calendar year accounting basis from January 1 thru December 31. All required charitable donation statements would also be generated and mailed for this time period. If the IRS and State of Oklahoma require a tax return, the Treasurer will ensure that this is handled in a timely manner. The Treasurer will also undertake the Secretaries duties in the event there is no secretary in office. The Treasurer will represent the Oklahoma Cross Country Track Coaches Association at all athletic functions as needed.

#### ARTICLE V-AMENDMENTS

Section 1: Amendments: A 2/3 majority of the board of directors may amend these bylaws when necessary. Proposed amendments must be submitted to the Secretary or Treasurer to be sent out with regular board announcements.

#### CERTIFICATION:

These bylaws were approved at a meeting of the board of directors by a 2/3-majority vote on July 1, 2018.