**ARTICLE I - NAME**

The name of the organization shall be **Boiling Springs Youth Sports of District 2(hereinafter referred to as “BSD2”).**

**ARTICLE II - Objective**

**Objective**

The objective of the organization is to provide recreational activities for all young people who meet the requirements of the organization for participation. The corporation may carry on any activity that will further the objective. This organization will be non-profit, non-political, and non-sectarian.

**Operation as Tax Exempt Organizations; Exempt Activities**

1. BSD2 will operate as an organization within the meaning of Section 501(c)(3) of the Internal Revenue Code (“the Code”)
2. BSD2 will neither have nor exercise any power, nor will it engage directly or indirectly in any activity that would invalidate its status as a tax-exempt organization with the meaning of Section 501(c)(3) the Code.
3. Notwithstanding any other provision in these Bylaws, no director, officer, employee, or agent of BSD2 is permitted to take any action or carry on any activity by or on behalf of BSD2, which is not permitted to be taken or carried on by an organization exempt under Section 501(c)(3) the code.
4. No part of the net earnings of the league may inure to the benefits of, or be distributable to, any director, office, employee, or agent of BSD2.
5. No director, officer, employee, or agent of neither BSD2 nor any private individual will be entitled to any distribution or division of the remaining property or proceeds of BSD2.
6. If BSD2 dissolves, the balance of the money and property received by BSD2, after payments of all the debts and obligations of the league, must be used, distributed, or transferred exclusively to an organization or organizations with a substantially similar purpose(s) to those for which BSD2 is organized. The Executive Board will choose the exact organization(s) for such a distribution.

**ARTICLE III - MEMBERSHIP**

1. A member in the organization shall consist of any volunteer or participant of the age of 18 or older, or the parent or guardian of a minor participant, who were in the organization any time during the prior twelve months, and subscribe to these bylaws and request membership.

2. A member in good standing is one who has paid all registration fees, no outstanding balance due to the organization, is not censored by the league and follows all bylaws and policies and procedures.

3. Voting privileges will be given only to members who are in good standing 60 days prior to the meeting at which the vote is taken.

**ARTICLE IV - MEETINGS**

1.General Meetings will be held quarterly on the 4th Monday on the following months; January, April, July, and October. Purpose of these general membership meetings will be as followed: January budget planning for Spring season, April review of the spring season, July budget planning for Fall season, October review of Fall season, and set nomination committee and financial review committee. Other regular business of the organization may also be conducted at these meetings.

2. The Board of Directors shall, at their discretion and seven days’ notice, be allowed to move the date of the meetings if it is deemed beneficial to the organization. The proposed date shall not be more than two weeks from the date fixed by these By-Laws.

3. The Board of Directors shall meet quarterly or as needed on a date that is agreed upon by the board of directors.

4. Special meetings may be called from time to time at the discretion of the Chair, with approval of the Board of Directors. Every member will be notified of the special meeting and notification shall include the purpose of the meeting. Notice shall be made at least 24 hours prior to the meeting time. Only business covered by the notification shall be conducted during special meetings.

5. Any membership meeting will consist of a quorum of at least 3/5th of our board of directors. The Chair or Vice-Chair either must be present as well. If a quorum is not present at any general meeting then the lesser number may adjourn the meeting for a period of not more than two (2) weeks from the date scheduled by these By-Laws and the secretary shall cause a notice of this scheduled meeting to be sent to all those members who were not at the meeting originally called. A rescheduled general meeting will count as a regular meeting regardless of the number of people present and a quorum is assumed to be equal to the number of members at the rescheduled general meeting.

6. Notification telling the time and place of all general meetings will be published on organization’s website and social media. Emergency board meetings will be convened without notice to the general membership and may be closed to the public for privacy issues if needed.

7. All general meetings and regularly scheduled board meetings shall be held at a location accessible by the public and at a time that would be deemed convenient to most of the members. Virtual Meetings are allowed and can be used except for the Election which must be in person.

8. An agenda for all general meetings and regular scheduled board meetings must be published seven (7) days prior to the meeting. Any member can request a copy of the agenda (5) business days prior to the meeting. Agenda is subject to change at the discretion of the board of directors.

9. Minutes of all regular scheduled board meetings and general meetings will be published ten (10) days after the meeting. Any member can request a copy of the minutes after the meeting. The minutes will also be attached to the official transcript of the organization. Due to privacy concerns the minutes of emergency board meetings may be kept confidential.

10. Roberts Rules of Order shall govern all meetings.

11. Voting by proxy is not allowed for election of the Board of Directors, or for any other business-related activity. Voting is allowed for business issues via electronic software that allows you to authenticate and provide electronic signature. in an event of an electronic vote is not unanimous a meeting is required.

12. Secretary will do a role call of board members, and let the president know if a Quorum is present.

**ARTICLE V – VOTING**

1. At All meetings, except for the election of officers, all votes shall be by roll call or by yes or no. Chair will call all motions, and either do a roll call for each member, or he will say all in favor say yes, all opposed so no, any objections. If none the motion carries.

2. For election of officers, ballots shall be provided and there shall not appear any place on such ballot that might tend to indicate the person who cast such ballot.

3. At any regular or special meeting, if a majority so requires, any question may be voted upon in the manner and style provided for election of officers.

4. At all votes by ballot the chairman of such meeting shall, prior to the commencement of balloting, appoint a committee of three who shall act as "Inspectors of Elections" and who shall, at the conclusion of such balloting, certify in writing to the Chairman the results and the certified copy shall be physically affixed in the minute book to the minutes of the meeting.

5. The executive board will serve as the nomination committee, go out and interview members who might be interested in being an officer in our organization for any open seats. The nomination committee does not have to agree on whom they would nominate for said seat. Each is independent and looking for the best candidates to bring back to the board of directors for consideration. All candidates that are in good standing with the league, that are interested in being on the Executive Board will be vetted and interviewed by a member of the executive board.

6. The executive board will nominate all candidates, and only candidates nominated by the board will be allowed to run for an open officer position.

**ARTICLE VI - ORDER OF BUSINESS**

1. The Presiding officer shall call the meetings to order, at the appointed time.

2. Order of Business

a. Call to Order.

b. Board Role Call/ Determine if Quorum is present

c. Approval of the Minutes of the preceding meeting.

d. Treasurers Report.

e. Reports from committees (if applicable) including Sports.

f. Reports from Officers and Other members of the Board of Directors.

g. Unfinished Business.

h. New Business.

i. Adjournments.

**ARTICLE VII - BOARD OF DIRECTORS**

1. The Executive Board will consist of 10 members of the organization that are elected by the members of the league. Board of Directors will consist of the Executive Board, the Athletic Director, and the commissioner of each sport. All members of the Board of Directors shale be residents of South Carolina and citizens of the United States.

2. The Executive Board shall serve for a term of two (2) years. Terms will be staggered to promote continuity in the Executive Board. Roles on the Executive Board will be decided and voted on by the Executive Board. Executive Board members will be elected to a seat by the members of the league. The Athletic Director and sports commissioners to be chosen for the ensuing year shall be appointed and approved by the Executive Board and they shall serve for a term of one (1) year, that can be renewed each term.

3. The Executive Board shall have control and management of the affairs and business of this organization. Such Executive Board shall only act in the name of the organization when it shall be regularly convened by its chair after due notice to all members of the Board of Directors of such meeting.

4. Each member of the Board of Directors shall have one vote and such voting may not be done by proxy. If an even number of board members present for a vote the Chair will abstain from voting.

5. No more than one family member may serve on the Executive Board at any given time.

6. The Executive Board may make such rules and regulations covering its meetings as it may in its discretion determine necessary.

7. Vacancies in the Executive Board shall be filled at the next annual election. The Executive Board at their discretion may also appoint a member to the vacant position or hold a special meeting to elect a member to the vacancy for the remainder of the term if the Executive Board deems this to be in the best interest of the organization.

8. Any Director absent from two (2) consecutive meetings may receive notice from the Executive Board concerning the absence. Failure to appear at the third (3rd) meeting may result in the position being declared vacant and a successor being appointed by the Executive Board for the remainder of the said officer’s term.

9. The Board of Directors shall ensure that all policies and procedures required by the organization are in force. The policies and procedures will be reviewed annually by the board of directors and either approved or returned to the respective committee for revision and subsequent approval by the board. Final Approval of any amendments or revisions to the policies and procedures are approved by the executive board, with consideration from the Board of Directors.

11. All board members, including elected and appointed commissioners, upon acceptance of their position must sign an agreement stating that they will fulfill the duties, as outlined in the organizations bylaws and policies and procedures.

**ARTICLE VII – Executive Board Roles**

The Executive board will be elected by available seats. Once the Executive Board is announced the Executive Board will meet and determine the roles of each member each year, these roles are determined and voted on by the Executive Committee. The Role is listed below, and additional roles could be used if the Executive Board determines a need to support the community. These are not commissioner roles, but an Executive Board member can have multiple roles, and also serve as a commissioner if it is in the best interest of the league, However they still can only cast one vote.

Chair, Co-Chair, Secretary, Treasurer, and Parliamentarian

2. All officers will be bonded. The board of directors will determine the amount of the bond. The premium will be paid by the organization.

**Chair**

The Chair will:

1. Be the principal executive officer of BSD2 and assume responsibility for the Board’s operations.
2. Ensure that all orders, resolutions, and directives of the Board of Directors are carried into effect.
3. Preside at all board meetings.
4. Enforce the By-Laws and any amendment to them.
5. Appoint all committees and serve as an ex-officio member of all communities.
6. shall have such powers as may be reasonably construed as belonging to the chief executive of any organization.
7. Shall be one authorized to sign checks and or drafts.

**Co-Chair**

1. Have all the powers and perform all the duties of the Chair in the absence or incapacity of the President.
2. Be subject to the same restrictions as the Chair.
3. Assist the Chair in the discharge of duties as the chair may direct.
4. Preside at all meeting in the absence of the Chair.
5. be responsible for the proper conduct of all regular and special elections.

**Treasurer**

1. Keep full and correct account of receipts and disbursements in the books belonging to BSD2 and must deposit all money and other valuable effects in the name and to the credit of BSD2, in the bank(s) designed by the Board of Directors.
2. Will dispose of funds of BSD2 as may be ordered by the Board, taking proper vouchers for such disbursements, and must render to the Executive Board, whenever they may require it, an account of all his or her transactions as treasure and the financial condition of the league.
3. Perform any other duties assigned to him or her by the Executive Board.
4. Maintain BSD2’s official bank account(s) and give reports at the regular scheduled meetings identifying the previous month’s receipts, disbursements, and current balance(s).
5. Sign all checks issued from BSD2 bank account and ensure that the appropriate countersignature of another board member(s) has been made.
6. Maintain printed record of all receipts and disbursements.
7. File appropriate documentation with government agencies to maintain not for profit and/or tax-exempt status.
8. Ensure all insurance premiums are paid and up to date.
9. Accounts shall be examined annually after November 30th by an auditing committee of not less than two members appointed by the executive committee. This committee shall sign a statement that they find the treasure’s report correct or incorrect.
10. Work Directly with the leagues Accountant to ensure all information is accurate and performed in a timely manner.

**Secretary**

The secretary will:

1. Act as Secretary of the Executive Board.
2. Give, or cause to be given, all notices in accordance with the provisions of these bylaws or as required by law.
3. Read the minutes and roll call of the board of directors of each meeting and submit a written and electronic report by the next meet.
4. Supervise the custody of all records and reports and will be responsible for the keeping and reporting of adequate records of all meetings of the Executive Board written and electronically.
5. Maintain an official copy of BSD2’s By-Laws.
6. Perform such other duties as may be assigned from time to time by the Executive Board.

**Parliamentarian**

The parliamentarian will:

1. Shall advise the Chair or presiding officer on questions of Parliamentary Law and matters of procedure.
2. He/she should be assigned a seat near the presiding officer for convenient consultation and should always be referred to as the “Parliamentarian”.
3. Should always be knowledgeable of the bylaws and the Parliamentary Laws that govern BSD2 including Roberts Rule.

**Director Conflict of Interest**

1. If a transaction is fair to BSD2 at the time it is authorized, approved, or ratified, the fact that any director of BSD2 is directly or indirectly a party to the transaction is not grounds to invalidating the transaction.
2. In a proceeding contesting the validity of a transaction, the person asserting validity has the burden of proving fairness unless:
   1. The material facts of the transaction and the directors or relationship where disclosed or known to be Board of Directors, and the board authorized, approved or ratified the transaction by the affirmative votes of a majority of disinterested officers, even though the disinterested officers did not constitute a quorum; or
   2. The material facts of the transaction and the director’s interest or relationship were disclosed or known to the members entitled to vote, if any, and they authorized, approved, and ratified the transaction without counting the vote of any member who is an interested director.
3. **Quorum, Voting:** The presence of the director, who is directly or indirectly a party to the transaction described in, or a director who is otherwise not disinterested, may be counted in the determining whether a quorum is present but may not be counted when the board of officers take action on the transaction.
4. **Indirectly.** A director is “indirectly” a party to a transaction if he or she either:
   1. Had a material financial interest in the entity with which the transaction is occurring; or
   2. Is an officer, Director, or general party with the entity with which the transaction is occurring.
5. **Great Exception**. If a director of the league is also an officer or director of both parties to a transaction involving the grant or contribution, without consideration, from one entity to the other, the director is not “indirectly” a part to the transaction so long as the director does not have a material financial interest in the entity that receives the grant or contribution.

**Article VIII - Executive Board Elections**

1. **When:** Elections shall be held Forth Monday of November. The poll shall be open for a minimum of two (2) hours.
2. **How:** All persons voting will be asked for identification and recorded as having received a ballot from the secretary. All marked ballots shall be placed within a sealed ballot box. The ballots shall be counted by the “inspectors of elections” committee and newly elected officers announced prior to the conclusion of the meeting.
3. **Terms:** Terms for elected officers shall be two years beginning December 1st of the year elected and ending November 30th two years later. Officers may serve multiple terms but are up for re-election every two years. The Executive Board will never have more than 5 open seats each year, to continue with continuity of our organization. To prevent this an officer could serve a third consecutive year to prevent dropping below this threshold. Each Officer term will be listed on BSYS website, and when their term is up for re-election.
4. **Voting:** Voters must be present to cast a vote during the allotted time. No Proxy or absentee voting.
5. **Tie:** In the event of a tie in an elected office, there will be a run-off election 72 hours from the event, for the final seats.

**ARTICLE IX**

**COMMITTEES**

**Section 1: Committees Roles, Duties, limitations**

Boiling Springs Youth Sports of District 2 in partnership with Spartanburg School District Two and the Boiling Springs High School Athletic Department, will work to serve the communities’ youth athletes.  Spartanburg School District Two/Boiling Springs High School will appoint a liaison who will collaborate with Boiling Springs Youth Sports of District 2 to assist with scheduling, activities, and resources, while aligning the school district’s vision of promoting a safe and positive culture with excellence in academics, athletics, and the arts.

**Youth Athletic Director** –

Youth Athletic Director will enforce the Policies and procedures of BSD2. They will oversee all programs, and work directly with the commissioners, Spartanburg Parks and Rec and Boiling Springs High School. They will oversee scheduling, games and practices to maximize facilities allocations. They will work to resolve all issues that may reside, and report directly to the Executive Board. If a rule is not defined in the Policies and Procedures, they will have the authority to make a decision that is in the best interest of BSD2, and report back to the Executive Board to make recommendations on a revision to the policies and procedures.

**Commissioners -**

1. Each Sport will have a commissioner that will be the Director of that sport, they will work directly with the Youth Athletic Director, some larger sports might have a committee that will work with the commissioner that will serve as the Chair over that sport.
2. Roles –
   1. Chair – Is to serve over the committee that they serve, report back to the Youth Athletic Director of any issues that need resolution, request board for approval on rules after committee for that sport set them.
   2. Committee – To assist the Chair in helping with the goals of the league within that committee.
3. Duties -
   1. Will operate within the Policies and Procedures and the Rules within their sport (if applicable)
   2. Will manage coaches within their sport (if applicable)
   3. Will handle all parent, coach issues and report them to the Youth Athletic Director
   4. Will operate with the rules of their Specific sport (if applicable)
   5. Seek permission from the Youth Athletic Director anything not outlined in their duties
4. Limitations –
   1. All coaches require a background check, and training on their specific sport, coaches are rewarded positions based on seniority. The Commissioner can submit the coaches to Athletic Director, but final approval on any coaches comes from the Youth Athletic Director and assistance from the Board of Directors.

**ARTICLE X - Fiscal Year**

The fiscal year of BSD2 shall begin December 1st and end the following November 30th.

**ARTICLE IX -PARLIMENTARY AUTHORITY**

Roberts Rules of Order Revised shall govern BSD2 in all cases in which they are applicable and in which they are not in conflict with these bylaws.

**ARTICLE XI**

**AMENDMENTS**

1. The Bylaws may be amended at any regular meeting of BSD2 by a two-thirds vote of the members present and voting, if notice of the proposed amendment was given at the previous meeting.

2. A committee may be appointed to submit a revised set of Bylaws as a substitute for the existing bylaws only by a majority vote at a meeting of BSD2, or by 3/5th vote of the executive committee. The requirements of a revised set of Bylaws shall be the same as in the case of an amendment.

**ARTICLE XII**

**Policies and Procedures and Sports Rules**

1. BSD2 Policies and Procedures are automatically an article of BSD2 bylaws and may be revised without an amendment to this article.
2. Any revision of these Policies and Procedures must be presented by the Youth Athletic Director to the executive Board for a 3/5th majority vote for approval. If approved, these revisions are presented to the membership at its regular meeting for information, but do not require a vote.
3. Any action presented by the athletic committee to the executive committee and receiving 3/5 majority vote is approved.
4. Any person violating these Sports rules, which have been created to protect and fulfill the purpose of BSD2, shall be in violation of these bylaws. The violator may be censured by BSD2.