

BYLAWS OF THE GARFIELD-PALOUSE ATHLETIC CLUB

ARTICLE I - NAME, PURPOSE

Section 1: The name of the association shall be Garfield-Palouse Athletic Club (GPAC).

Section 2: This not-for-profit association has been established exclusively for charitable purposes within the meaning of Internal Revenue Code (IRC) Section 501 (c)(3);

No part of the association's net earnings shall accrue to the benefit of any private individual or member, except for reasonable compensation for services rendered; Any income generated by this association shall be used exclusively towards furthering the purposes of this association; In the case of the dissolution of this association, all assets will be distributed to, a local IRC Section 501 (c)(3) tax- exempt cause; No substantial part of the activities of this association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the association shall not participate or intervene in any political campaign for or against any candidate for public office.

Section 3: The GPAC is structured exclusively for charitable, organization of local youth (Kindergarten – 8th grade, sport specific) athletic activities, more specifically to organize the participation of local youth in boys, football, basketball, soccer, t-ball, baseball; and girls, soccer, volleyball, basketball, t-ball, softball; or additional sports/activities as approved by the association.

ARTICLE II - MEMBERSHIP

Section 1: Membership to the GPAC shall consist of the parent(s) and/or legal guardian(s) of participating youth(s) by payment of entry fee, to be paid at time of youth sign up for each sport. Members shall be active as part of the GPAC.

Section 2: All association members shall serve without compensation for their services, excluding agents or employees contracted for service by the GPAC.

Section 3: Any member of the association may withdraw from membership by providing notice at a properly called meeting of the GPAC at which a quorum is present.

Section 3: Membership may be terminated for violation of adopted by-laws and/or majority vote of those active members present at a properly called meeting at which a quorum is present; notification will be made to the suspended member by the President of the Board.

Section 5: When membership is terminated, all membership rights cease.

Section 6: Reinstating previously terminated members of the GPAC shall be by request at a regular scheduled meeting of an active member of the GPAC and shall be by majority vote of those active members present at a properly called meeting at which a quorum is present.

Section 7: Voting by members; Each Member of the GPAC shall have one vote in decisions brought forth to the Board. Each Member shall have one vote in the event the Member has more than one individual represented by it. A decision to be rendered shall be brought forth by a motion of an active member of the GPAC, seconded by an active member of the GPAC other than the member that brought forth the initial motion, and approved by majority vote of those active members present at a properly called meeting at which a quorum is present. The vote of the President shall be the deciding vote in the event of a tie.

Section : Voting by mail/e-mail; In the event a decision can not be rendered in the time of the regularly scheduled meeting and decision must occur to carry out the purpose of the GPAC prior to the next regularly scheduled meeting, a vote by other means such as mail or e-mail (means to be determined at the regular scheduled meeting) may be coordinated by the Board.

ARTICLE III - BOARD OF DIRECTORS

Section 1: Board Role, Size, Compensation. The Board is responsible for overall policy and direction of the GPAC, and delegates responsibility for day-to-day operations to the GPAC members and/or volunteers. The Board shall serve without compensation for their services, excluding agents or employees contracted for service by GPAC.

Section 2: Meetings. The Board shall meet at least once a month, on the second Sunday of each month, or as needed to carry out the purpose of the GPAC.

Section 3: Board Elections. No member shall hold more than one position. Election of officers or election of current officers to a second term will occur as the first item of business at the annual meeting of the GPAC. Officers will be elected by a majority vote of those active members present at a properly called meeting at which a quorum is present.

Section 4: Terms. All Board members shall serve one year terms, but are eligible for reelection.

Section 5: Quorum. A quorum must be attended by at least seventy-five (75) percent of the Board members before business can be transacted or motions made or passed.

Section 6: Notice. An official Board meeting requires that each Board member have written notice one week in advance.

Section 7. Officers and Duties. There shall be four officers of the Board consisting of a President, Vice President, Secretary and Treasurer. Their duties are as follows: The President shall convene regularly scheduled Board meetings, shall preside or arrange for other members of the executive committee to preside at each meeting in the following order: Vice-President, Secretary and Treasurer. The Vice-President will chair committees on special subjects as designated by the Board. The Secretary shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each Board members, and assuring that corporate records are maintained. The Treasurer shall make a report at each Board meeting. Treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to Board members and the public.

Section 8: Vacancies. When a vacancy on the Board exists, nominations for new members may be received from present Board members by the Secretary two weeks in advance of a Board meeting. These nominations shall be sent out to Board members with the regular Board meeting announcement, to be voted upon at the next Board meeting. These vacancies will be filled only to the end of the particular Board member's term.

Section 9: Resignation, Termination and Absences. Resignation from the Board must be in writing and received by the Secretary. A Board member shall be dropped for excess absences from the Board if s/he has three unexcused absences from Board meetings in a year. A Board member may be removed for other reasons by a majority vote of those active members present at a properly called meeting at which a quorum is present.

Section 10: Special Meetings. Special meetings of the Board shall be called upon the request of the President or one-third of the Board. Notices of special meetings shall be sent out by the Secretary to each Board member postmarked two weeks in advance.

ARTICLE IV - COMMITTEES

Section 1: The Board may create committees as needed, such as fundraising, scholarships, etc. The Board President appoints all committee chairs.

Section 2: The four officers serve as the members of the Executive Committee. Except for the power to amend the Bylaws, the Executive Committee shall have all of the powers and authority of the Board of Directors in the intervals between meetings of the Board of Directors, subject to the direction and control of the Board of Directors.

Section 3: Finance Committee. The Treasurer is chair of the Finance Committee, which includes two other Board members. The Finance Committee is responsible for developing and reviewing fiscal procedures, a fundraising plan, and annual budget with staff and other Board members. The Board must approve the budget, and all expenditures must be within the budget. Any major change in the budget must be approved by the Board or the Executive Committee. The fiscal year shall be the school calendar year (August 1st to July 31st). Annual reports are required to be submitted to the Board showing income, expenditures and pending income. The financial records of the organization are public information and shall be made available to the membership, Board members and the public.

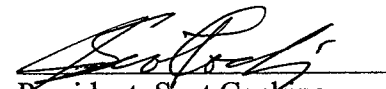
ARTICLE V - AMENDMENTS

Section 1: These Bylaws may be amended when necessary by a two-thirds majority of the Board. Proposed amendments must be submitted to the Secretary to be sent out with regular Board announcements.

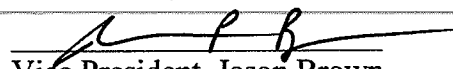
ARTICLE VI. PARLIAMENTARY AUTHORITY

Section 1: "The governing rules of this association not previously mentioned in the bylaws or later adopted by this association are contained in Robert's Rules of Order, Newly Revised."


These Bylaws were approved at a meeting of the Board of Directors of The Garfield-Palouse Athletic Club




President, Scot Coeking



Vice President, Jason Brown



Secretary, Angie Griner



Treasurer, Wendy Jones

on Sunday, January 11, 2009.