

**BY-LAWS**  
of the  
**Rockaway Township Racers, Inc.**

**Adopted:** February 25, 2019

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## **ARTICLE 1 NAME**

This organization shall be known as the Rockaway Township Racers, Inc., hereinafter referred to as "RT Racers" or the "Organization." RT Racers includes both the track & field and the cross country programs.

## **ARTICLE 2 ORGANIZATION AND PURPOSE**

This Organization's purpose is to train and involve youth in competitive track & field and cross country events and to aid individual youth development physically, mentally and socially; to build character, self-esteem, self-discipline, and self-confidence; to aid the development of leadership and fellowship skills; to develop a sense of achievement, success, self-motivation, pride and positive self-worth; to provide opportunities for high school athletes, college athletes and adults to serve as coaches for younger participants. Coaches will provide instructions, guidance and nurturing for participants as well as teaching them to be hard working athletes and people.

Our track & field and cross country programs will participate under the Lakeland Junior Track and Field and Cross Country League.  
<http://www.mctrack.org/Lakeland/PLakeland.html>

## **ARTICLE 3 FINANCES**

The RT Racers Board, hereinafter referred to as the "Board," shall decide on any questions regarding the disbursement of the program's monies. The Treasurer shall report and make available at the annual meeting a review of prior year receipts and disbursements.

The association will function as a non-profit association.

Funding for the RT Racers program will be raised through fundraising projects, sponsorship opportunities, booster sales, and registration fees.

All funds received from Rockaway Township will be spent on RT Racers program athletes. This may include, among other things, uniforms, officials, practice and meet fees, Lakeland fees and equipment.

## **ARTICLE 4 MEMBERSHIP**

The members consist of the enrolled youth, parents/guardians of the enrolled youth, and the volunteering adults who are in support of this program. All members shall abide by the Bylaws, Rules and Regulations, and Code of Conduct as put forth by the Rockaway Township Department of Parks, Recreation and Senior Services.

## **ARTICLE 5 ELIGIBILITY**

Any youth residing in Rockaway Township who is currently in grades K through 8, and meets the age requirement during the year he/she applies for registration, shall be eligible for membership as a participant. Exceptions may be made for students with disabilities who are of high school age.

## **ARTICLE 6 REGISTRATION**

Any eligible youth wanting to participate in the RT Racers program may do so by registering during predetermined times set by the program.

The Board may direct that registering participants show proof of age (birth certificate) and/or proof of residency (e.g., parent's driver's license and utility bill).

Any youth registering in the RT Racers program is required to pay the predetermined registration fee.

A parent/guardian is required to complete the registration and provide signed medical release and Rockaway Township Code of Conduct forms. Participating youth are required to sign the Rockaway Township Code of Conduct form, as well.

A youth who participates in the RT Racers program and then moves out of town may finish competing in the existing season.

## **ARTICLE 7 ATTENDANCE**

Each athlete is expected to make every effort to attend all meets and practice sessions.

## **ARTICLE 8 COACHING REQUIREMENTS**

All coaches are required to be approved by the RT Racers Board. All coaches are required to complete the Rutgers courses and submit a Rockaway Township coach's application as required by the Recreation Committee. The Coaches Review Board (which will consist of the Program Director, Head Coach, and Recreation Department Track & Field/Cross Country liaison) may remove any coach from his/her position for reasonable cause after a hearing at which he/she has had a reasonable opportunity to oppose such action. The Coaches Review Board must make every reasonable effort to schedule a hearing attended by the Coaches Review Board and the coach in question within forty-eight hours of a request in order for final action to be taken. If the dispute cannot be resolved by the Coaches Review Board, then the hearing goes to the RT Racers Board, and, finally, the Rockaway Township Recreation Committee.

The Head Coach and the age group coaches will be assigned by the active coaches.

The Head Coach cannot be the Program Director.

## **ARTICLE 9 BOARD MEMBERS**

Each officer for the Board shall be elected by a vote of the voting members consisting of parents/guardians of registered athletes. The vote shall take place before the end of each calendar year in which the term of an elected officer's position expires.

Candidates for the Board must be over 18 years of age and must have volunteered at least one year in the RT Racers program.

Terms of office shall be two years commencing on December 31 in the year of election and expiring on December 30 (two years later).

Any vacancy occurring in a Board position may be filled for the unexpired term of that position by the vote of a majority of the remaining Board members.

The Board shall be comprised of a Director, Assistant Director, Secretary, Treasurer, and Booster Coordinator(s). The Board reserves the right to appoint a Coaching Designee at the Board's discretion. The Coaching Designee shall have voting rights for purposes of Board action.

Director, Secretary and Booster Coordinator elections shall take place on odd numbered years. Assistant Director and Treasurer elections shall take place on even numbered years.

The responsibilities of the Board shall be as follows:

**Program Director:** Preside over all meetings and serve as the general representative of this program in all business matters.

**Assistant Director:** Assist the Program Director.

**Secretary:** Record and publish minutes of all meetings; record all members who attend meetings.

**Treasurer:** Prepare an annual budget and present same to the Board for approval; keep a detailed account of income and expenses of RT Racers funds.

**Booster Coordinator(s):** Coordinate the ordering of track apparel; schedule volunteers, fundraising, and the annual picnic.

## **ARTICLE 10 AMENDMENTS**

These By-Laws may be amended, revised, repealed or altered, in whole or in part, by a majority vote of the Board members at any meeting.

## **ARTICLE 11 CONFLICT OF INTEREST**

RT Racers has a Conflict of Interest Policy. The Conflict of Interest Policy is attached hereto as Appendix A and incorporated herein by reference as if set forth in full.

Each Board member is required to read the Conflict of Interest Policy and complete a Conflict of interest Disclosure Statement at the start of his/her term. All signed Disclosure Statements must be given to the Secretary of the RT Racers Board.

The above Bylaws were approved and adopted by the RT Racers Board on the \_\_\_\_\_ day of \_\_\_\_\_, 2019.

\_\_\_\_\_  
Program Director

Adopted February 25, 2019

## **APPENDIX A**

### **ROCKAWAY TOWNSHIP RACERS, INC. (THE "ORGANIZATION")** **CONFLICT OF INTEREST POLICY**

#### **ARTICLE 1: PURPOSE**

The purpose of the conflict of interest policy is to protect this Organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a member of the Organization's Board or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to non-profit and charitable organizations.

#### **ARTICLE 2: DEFINITIONS**

- a) Interested Person. Any Director, principal officer, or member of a committee with board delegated powers, who has a director or indirect financial interest, as defined below, is an interested person.
- b) Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
  - (1) an ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
  - (2) a compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
  - (3) a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Article 3, section (b) hereof, a person who has a financial interest may have a conflict of interest only if the appropriate governing Board or committee decides that a conflict of interest exists.

#### **ARTICLE 3: PROCEDURES**

- a) Duty to Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Directors/Officers and members of committees with board delegated powers considering the proposed transaction or arrangement.

- b) Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Board or Committee Members shall decide if a conflict of interest exists.
  
- c) Procedures for Addressing the Conflict of Interest.
  - (1) An interested person may make a presentation at the Board or committee meeting but, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
  - (2) The chairperson of the Board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
  - (3) After exercising due diligence, the Board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
  - (4) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board or committee shall determine by a majority vote of the disinterested Directors/Officers whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.
  
- d) Violations of the Conflicts of Interest Policy.
  - (1) If the Board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
  - (2) If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

#### **ARTICLE 4: RECORDS OF PROCEEDINGS**

The minutes of the Board and all committees with Board delegated powers shall contain:

- a) the names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was

present, and the governing board or committee's decision as to whether a conflict of interest in fact existed, and

- b) the names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

## **ARTICLE 5: COMPENSATION**

- a) A voting member of the board who receives compensation, directly or indirectly, from the Organization for services, is precluded from voting on matters pertaining to that member's compensation.
- b) A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- c) No voting member of the Board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

## **ARTICLE 6: ANNUAL STATEMENTS**

Each Director, Officer and member of a committee with board delegated powers shall annually sign a statement which affirms such person:

- a) has received a copy of the conflicts of interest policy;
- b) has read and understands the policy;
- c) has agreed to comply with the policy; and
- d) understands the Organization is a division of an Organization that is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

## **ARTICLE 7: PERIODIC REVIEWS**

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a) whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining; and
- b) whether partnerships, joint ventures, and arrangements with third parties conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

### **ARTICLE 8: QUORUM**

The presence of the interested Director/Officer or of a Director/Officer who is otherwise not disinterested may be counted in determining whether a quorum of the Board of Directors or a committee of the Board is present but may not be counted when action is taken on the transaction.