
WINDSOR DIAMOND CLUB

BY LAWS, Last Updated on 2 March 2013

ARTICLE I – NAME

This organization shall be known as the Windsor Diamond Club, hereinafter referred to as “Diamond Club.”

ARTICLE II - OBJECTIVE

SECTION 1. OVERVIEW.

The Diamond Club is a booster club committed to supporting the Windsor High School (WHS) baseball program, and provides resources for the development of these student-athletes in their pursuit of betterment, including, but not limited to, granting scholarships for graduating seniors. The Diamond Club is responsible for coordinating events, raising funds, and dispersing funds in support of the WHS baseball program. The Diamond Club shall not influence the WHS baseball program and its coaches.

SECTION 2. 501(c)(3).

As stated in section 501(c)(3) of the Internal Revenue Code, the Diamond Club is organized and operated exclusively for exempt purposes set forth in section 501(c)(3), and none of its earnings may inure any private shareholder or individual. In addition, the Diamond Club is not an Action Organization, as described in the tax code, and does not attempt to influence legislation as a substantial part of its activities and does not participate in any campaign activity for or against political candidates.

The Diamond Club is not organized or operated for the benefit of private interests.

The Diamond Club shall not carry on any activities not permitted by an association exempt from federal income tax under 501(c) (3) of the Internal Revenue Code.

The tax identification number of the Diamond Club is TBD.

SECTION 4. DISSOLUTION.

Upon dissolution of the Diamond Club and after all outstanding debts and claims have been satisfied, the Windsor, CT Superintendent of Schools and Athletic Director will administer its assets, unless the Members direct the remaining property of the Diamond Club to another Federally Incorporated entity which maintains the same objectives as set forth in Article II Section1, which are or may be entitled to exemption under Section 501(c)(3) of the Internal Revenue Code or any future corresponding provision.

SECTION 5. ADDRESS.

The main address of the Diamond Club is PO Box 14, Windsor CT 06095.

ARTICLE III – MEMBERSHIP

SECTION 1. ELIGIBILITY.

Any adult sincerely interested in active participation to further the objective of this Diamond Club, as described in Article II Section 1, may become a Member upon completion of a membership form.

Members are eligible to participate in General Membership Meetings.

All elected or appointed officials must be Members of the Diamond Club.

SECTION 2. MEMBERS-IN-GOOD-STANDING.

Members-In-Good-Standing are defined as adults who have turned in a membership form and who have attended four meetings within the previous 12 months. Members-In-Good-Standing are entitled to vote on Diamond Club elections, and other matters brought to the General Membership as determined by the Diamond Club Board of Directors.

The Director of Membership shall maintain the roll of membership to qualify voting members for the election of the Board of Directors at the annual meeting. In lieu of the Director of Membership, the Secretary shall record the information. Only Members-In-Good-Standing are eligible to vote.

SECTION 3. SUSPENSION OR TERMINATION.

Membership may be terminated by resignation, or by action of the Board of Directors as follows. The Board of Directors, by a two-thirds vote of those present at any duly constituted Board meeting, shall have the authority to suspend or terminate the membership of any Member when the conduct of such person is considered detrimental to the best interests of the Diamond Club. The Member involved shall be notified of such meeting, informed of the general nature of the charges and given an opportunity to appear at the meeting to answer such charges.

ARTICLE IV - GENERAL MEMBERSHIP MEETINGS

SECTION 1. ANNUAL MEETING.

A General Membership Meeting is any meeting of the membership of the Diamond Club. A minimum of one General Membership Meeting per year is required, herein after referred to as the “Annual Meeting”, as described in Article IV Section 8.

SECTION 2. REGULAR MEETINGS.

The regular business of the Diamond Club shall take place during Regular General Membership Meetings, and shall be called "Regular Meetings".

SECTION 3. SPECIAL GENERAL MEMBERSHIP MEETINGS.

Special General Membership Meetings of the Members may be called by the Board of Directors, or by the Secretary or President at their discretion. No business other than that specified in the notice of the meeting shall be transacted at any Special General Membership Meeting. Such Special General Membership Meeting shall be scheduled to take place not less than fourteen (14) days after the request is received by the President or Secretary.

SECTION 4. NOTICE OF MEETINGS.

Notice of each General Membership Meeting shall be delivered personally or electronically via the Diamond Club website, at least five (5) days in advance of the meeting, setting forth the place, time and purpose of the meeting. In lieu of the above methods, notice may be given in such form and timing, as may be authorized by the Members, from time to time, at a regularly convened General Membership Meeting.

SECTION 5. QUORUM.

At any General Membership Meeting, the presence in person of 2 Officers plus 2 other Directors shall be necessary to constitute a quorum. If a quorum is not present, no voting business shall be conducted. Other business can be conducted.

SECTION 6. RULES OF ORDER FOR GENERAL MEMBERSHIP MEETINGS.

Robert's Rules of Order shall govern the proceedings of all General Membership Meetings, except where same conflicts with these By-Laws of the Diamond Club.

SECTION 7. LOCATION OF MEETINGS.

All meetings shall be held at Windsor High School, Sage Park Road, Windsor CT unless designated by the President, or by a majority of the Directors acting by vote or by written instrument(s) signed by them.

SECTION 8. ANNUAL MEETING OF THE MEMBERS.

The Annual Meeting shall be held on 4th Tuesday of June each year for the purpose of electing Officers and the Board of Directors, receiving reports, reviewing the By-Laws, appointing committees, and for the transaction of such business as may properly come before the meeting. If this date conflicts with WHS graduation, or needs to be changed for other reasons, another date shall be selected and communicated via the Diamond Club website prior to June 1st.

- a) The Membership shall receive at the Annual Meeting a report, verified by the President and Treasurer, or by a majority of the Directors, showing:
 1. The condition of the Diamond Club, to be presented by the President or his/her designate;
 2. A general summary of funds received and expended by the Diamond Club for the previous year, the

- amount of funds currently in possession of the Diamond Club, and the name of the financial institution in which such funds are maintained;
3. The whole amount of real and personal property owned by the Diamond Club, where located, and where and how invested;
 4. For the year immediately preceding, the amount and nature of the property acquired, with the date of the report and the manner of the acquisition, the amount applied, appropriated or expended, and the purposes, objects or persons to or for which such applications, appropriations or expenditures have been made;
 5. The names of the persons who have been admitted to Membership in the Diamond Club during such year. This report shall be filed with the records of the Diamond Club and entered in the minutes of the proceedings of the Annual Meeting.
- b) At the Annual Meeting, the Members shall determine the number of Directors to be elected for the ensuing year and shall elect Officers and such number of Directors. At minimum, three (3) Officers shall be elected to operate the Diamond club.
 - c) After the election, the Officers and the Board of Directors shall assume the performance of its duties immediately. The term of office shall continue until its successors are elected and qualified under this section.
 - d) The Board of Directors shall include up to 11 members in the capacity listed below:
 - i. President (Officer)
 - ii. Vice President (Officer)
 - iii. Treasurer (Officer)
 - iv. Secretary (Officer)
 - v. Director of Fund Raising Activities
 - vi. Director of Non-fundraising Activities
 - vii. Director of Communication / Webmaster
 - viii. Liaison to the Varsity Coach
 - ix. Director of Photography / Video Historian
 - x. Director of Membership
 - xi. Volunteer Coordinator
 - e) The Board of Directors may appoint Committee Chairpersons to assist for various events or tasks, as described in Article xx Section xx. These Chairpersons are not part of the Board of Directors.

ARTICLE V - BOARD OF DIRECTORS & OFFICERS

SECTION 1. AUTHORITY.

The management of the property and affairs of the Diamond Club shall be vested in the Board of Directors.

SECTION 2. INCREASE IN NUMBER.

The number of Board of Directors so fixed at the Annual Meeting may be increased at any General Membership Meeting or Special Meeting of the Members. If the number is increased, the additional Directors may be elected at the meeting at which the increase is voted, or at any subsequent General Membership Meeting. All elections of additional Directors shall be by majority vote of all Members-In Good-Standing present.

SECTION 3. VACANCIES.

If any vacancy occurs in the Board of Directors, by death, resignation or otherwise, it may be filled by a majority vote of all Members-In Good-Standing present at any General Membership Meeting, or Special Meeting of the Members called for that purpose.

SECTION 6. OFFICERS.

The Officers of the Diamond Club are: President, Vice President, Treasurer, and Secretary.

SECTION 7. LENGTH OF TERM.

Officers shall be elected for a term of one (1) year and shall serve until their successors are elected and installed. Nominations shall take place in May, and elections shall take place at the Annual Meeting in June of each year.

SECTION 8. BOARD OF DIRECTOR EXCLUSIONS.

Only one (1) member of a household may serve as an officer. No relative of any member of the coaching staff shall serve on the Board of Directors.

ARTICLE VI - DUTIES AND POWERS OF DIRECTORS AND OFFICERS

SECTION 1. APPOINTMENTS.

The Board of Directors shall have the power to appoint such standing committees, as it shall determine appropriate and to delegate such powers to them as the Board of Directors shall deem advisable and which it may properly delegate.

The Board of Directors shall have the power by a two-thirds vote of those present at any regular or Special Meeting to discipline, suspend or remove any Director or Officer or Committee Member of the Diamond Club in accordance with the procedure set forth in Article xxx, Section xxxx.

SECTION 2. PRESIDENT.

The President shall: Act as chief executive officer of the Diamond Club and shall, subject to the direction of the Board of Directors, have general supervision and control of its business, programs and activities. The President shall also preside, when present, at all meetings of members and of the Board of Directors.

- a) Conduct the affairs of the Diamond Club and execute the policies established by the Board of Directors.
- b) Present a written report of the condition of the Diamond Club at the Annual Meeting of members.

- c) Communicate to the Board of Directors such matters as deemed appropriate, and make such suggestions as may tend to promote the welfare of the Diamond Club and the success of its programs and activities.
- d) Designate in writing, other officers if necessary, to have power to make and execute for and in the name of the Diamond Club such contracts and leases they may receive and which have had prior approval of the Board.
- e) Investigate complaints, irregularities and conditions detrimental to the Diamond Club and report thereon to the Board of Directors as circumstances warrant.
- f) Direct the Treasurer in the preparation and submission, in writing, of an annual budget to the Board of Directors for its approval and be responsible for the proper execution thereof and adherence thereto.
- g) Be an ex-officio member of all committees established by the Board of Directors.

SECTION 3. VICE-PRESIDENT.

The Vice President shall:

- a) Perform the duties of the President in the absence or disability of the President, provided he or she is authorized by the President or Board so to act. When so acting, the Vice President shall have all the powers of that office.
- b) Perform such duties as from time to time may be assigned by the Board of Directors or by the President.

SECTION 4. TREASURER.

The Treasurer shall, subject to the direction of the Board of Directors, have general charge of the financial affairs of the Diamond Club and shall cause accurate books of account to be kept. The Treasurer shall have custody of all funds and securities of the Diamond Club, except as the Board of Directors may otherwise provide. The Treasurer shall also:

- a) Perform such duties as are herein set forth and such other duties as are customarily incident to the office of Treasurer or may be assigned by the Board of Directors.
- b) Receive all monies and securities and deposit the same in a depository approved by the Board of Directors.
- c) Keep records for the receipt and disbursement of all monies and securities of the Diamond Club, approve all payments from allotted funds and draw checks therefore in agreement with policies established in advance of such actions by the Board of Directors.
- d) Prepare an annual budget report for the previous season for submission to the membership at the following season annual meeting.
- e) Prepare an upcoming fiscal year proposed budget, in conjunction with the Officers and/or Board of Directors, for submission to the Board of Directors at the September Meeting.

SECTION 5. SECRETARY.

The Secretary shall:

- a) Keep written minutes of the meetings of the membership and the Board of Directors. In the absence of the Secretary from any such meeting a Temporary Secretary shall be appointed by the person presiding at the meeting, shall perform the duties of the Secretary for the duration of such meeting and shall forthwith transmit the said minutes of the meeting to the Secretary for inclusion in the records of the Diamond Club.
- b) Maintain the official records of the Diamond Club and cause all minutes to be recorded in a book kept for that purpose.
- c) Be responsible for recording the activities of the Diamond Club and maintain appropriate files, mailing lists and

necessary records.

- d) Perform such duties as are herein specifically set forth, in addition to such other duties as are customarily incident to the office of secretary or as may be assigned by the Board of Directors.
- e) Directors and Officers and give notice of all meetings of the Diamond Club and the Board of Directors, except as otherwise provided in the Bylaws.
- f) Shall conduct all correspondence not otherwise specifically delegated in connection with said meeting and shall be responsible for carrying out all orders, votes and resolutions not otherwise committed.
- g) Notify Members, Directors, Officers and Committee Members of their election or appointment.

SECTION 6. DIRECTOR OF FUNDRAISING ACTIVITIES.

The Director of Fundraising shall:

- a) Be responsible for administration and coordination of all fundraising efforts for the Diamond Club and will report directly to the President.
- b) Collaborate with President and Treasurer to establish annual fundraising goals and activities to meet goals.
- c) Examples of past fundraising activities are: Car wash, Bowling, Golf Tournament, Player Profile Book.

SECTION 7. DIRECTOR OF NON-FUNDRAISING ACTIVITIES.

The Director of Non-Fundraising shall:

- a) Be responsible for administration and coordination of all non-fundraising activities for the Diamond Club and will report directly to the President.
- b) Collaborate with President and Treasurer to establish budgets for activities.
- c) Examples of past non-fundraising activities are: Jamboree, Meet-the-Team Night, Senior Day, End-of-season Banquet.

SECTION 8. DIRECTOR OF COMMUNICATION/WEBMASTER.

The Director of Communication/Webmaster shall:

- a) Be responsible for creating and maintaining the Diamond Club website, including, but not limited to posting minutes of meetings, information about upcoming events, and team information.

SECTION 9. LIAISON TO THE COACHING STAFF.

The Liaison to the Coaching Staff shall:

- a) Communicate with the Coaching Staff on behalf of the Diamond Club.
- b) Communicate to the Diamond Club on behalf of the Coaching Staff.

SECTION 10. PHOTO/VIDEO HISTORIAN

The Photo/Video Historian shall:

- a) Capture photographs and video of the team and team events for the purpose of sharing with the team, and with the Director of Communication.
- b) Compile an end-of-season video to be shared at the End-of-year Banquet.

SECTION 11. DIRECTOR OF MEMBERSHIP

The Director of Membership shall:

- a) Be responsible for administration and coordination of all Membership efforts for the Diamond Club.
- b) Track attendance for purposes of establishing Members-In-Good-Standing.
- c) Maintain a list of all Members, Member-In-Good-Standing.
- d)

SECTION 12. VOLUNTEER COORDINATOR

The Volunteer Coordinator shall:

- a) Be responsible for coordinating volunteers for both fundraising and no-fundraising activities.

ARTICLE VII – FISCAL POLICIES

SECTION 1. AUTHORITY.

The Board of Directors shall decide all matters pertaining to the finances of the Diamond Club and it shall place all income including Auxiliary funds, in a common league treasury, directing the expenditure of funds in such manner as will give no individual an advantage.

SECTION 2. CONTRIBUTIONS.

The Board shall not permit the contribution of funds or property to individual players or coaches but shall solicit funds for the common treasury of the Diamond Club, thereby to discourage favoritism among players or coaches and to endeavor to equalize the benefits of the Diamond Club.

All players in the Baseball Program may participate in games or practices during or after school, without reference to their financial contributions to the Diamond Club or their family's ability to make such contributions. Coaches will not decide a player's ability to participate in the baseball program based on financial records which indicate donations received from any player's family.

SECTION 3. SOLICITATIONS.

The Board shall not permit the solicitation of funds in the name of the Diamond Club unless all of the funds so raised be placed in the Diamond Club treasury.

SECTION 4. DISBURSEMENT OF FUNDS.

Only the President, Vice President, and Treasurer will have direct authority to dispense Diamond Club funds or charge purchases to Diamond Club accounts. All individual purchases of an amount equal to or greater than \$300 must be approved by majority vote of the Board of Directors. Any items approved during the adoption, by majority vote of the annual budget will not be subject to a secondary round of approval. Expenditures shall be submitted to the Board of Director for approval, and can only be authorized if funds are available.

SECTION 5. COMPENSATION.

No Director, Officer or Member of the Diamond Club shall receive, directly or indirectly any salary, compensation or emolument from the Diamond Club for services rendered as Director, Officer or Member.

SECTION 6. DEPOSITS.

All moneys received, including Auxiliary Funds, shall be deposited to the credit of the Diamond Club at ___Windsor Federal Savings Bank___

SECTION 7. FISCAL YEAR.

The fiscal year of the Diamond Club shall begin on July 1 and shall end on June 30.

SECTION 8. CARRY-OVER POLICIES.

The suggested carry-over minimum is \$ xxx to cover continuing operating expenses. Carry-over funds greater than \$xxx must be designated for specific purposes.

SECTION 9. CONFLICT OF INTEREST POLICY.

Any member of the Board of Directors who has a personal, financial, or official interest in, or conflict, or the appearance of a conflict with any matter pending before the Board of Directors shall voluntarily excuse him/herself from discussion and voting on such item.

SECTION 10. NON-REFUNDABLE DONATIONS.

Any donation or contribution to the Diamond Club is nonrefundable, except by vote of the Board of Directors.

SECTION 11. EXCLUDED PAYMENTS.

The Diamond Club shall not write checks for coaching services.

SECTION 12. CHECK HANDLING POLICIES.

All financial transactions shall be handled through a checking account at an FDIC approved financial institution within the school district. All incoming checks must be made payable to "The Windsor Diamond Club".

All invoices received by the Diamond Club must be reviewed and paid within 90 days.

Two members of the Board must approve signing of all checks. No Board Officer may sign a check when they are the payee. No check shall be made out to Cash.

The Head Coach may not be a signer on the Diamond Club account and no check shall be made out to the Head Coach, unless it is a reimbursement for services rendered (beyond coaching), or something purchased, and a proper invoice has been submitted.

ARTICLE VIII – FUNDRAISING

SECTION 1. APPROVAL OF FUNDRAISING ACTIVITIES.

All fundraising activities must be approved by the Board of Directors, with consultation with the Head Coach. Fundraisers must be consistent with school district policies and laws governing the operations of tax exempt organizations.

SECTION 3. FUNDRAISING COMMITTEES.

The Diamond Club President shall appoint chairpersons for fundraising projects with the power to constitute committees. Committee chairs shall meet in Executive Committee made up of the Board President and/or designated officers of the Baseball Booster Board. Minutes shall be kept and reported at the next General Meeting of the Booster Club. Communication of fundraising activities must be disseminated to the Diamond Club through the Secretary. Committees cannot incur expenses without approval of the Diamond Club President. Amounts over \$50 must come before of the Booster Board of Directors.

SECTION 4. IN-KIND DONATIONS.

In-kind donations to the Diamond Club must be preapproved by the Board of Directors.

ARTICLE IX – AMENDMENTS

These By-Laws may be amended, repealed or altered in whole or in part by a 2/3 vote at any duly organized meeting of the Board of Directors provided notice of the proposed change is included in the notice of such meeting.

These By-Laws were approved by the Diamond Club Membership on 5 March 2013.

President's Name: Ric Gaudet

President's Signature _____ (date).