



Bylaws of Anthony Wayne Crew Club Parents Association, Inc.

ARTICLE I PURPOSE

This organization shall be known as the Anthony Wayne Crew Club Parents Association, Inc. (AWCC).

The purpose of the AWCC is to provide students from Anthony Wayne High School in Whitehouse, Ohio the opportunity to learn and compete in the sport of rowing in a healthy, developmental, and competitive environment that instills the ideals of sportsmanship, leadership, and cognitive development.

Anthony Wayne Crew Club strives to instill in each athlete a love of rowing, the principles of fair play and sportsmanship, and the development of personal and social skills. AWCC intends to exemplify the principles and philosophies of US Rowing, the national governing body for the sport of rowing in the United States, Scholastic Rowing Association of America (SRAA) and Midwest Scholastic Rowing Association (MSRA). With US Rowing trained coaches, AWCC aims to develop some of the finest youth rowing members in the state of Ohio while providing a safe and fun environment for athletes of high school age.

ARTICLE II MEMBERSHIP

Section 1. Classes of Membership

There will be two classes of Membership with rights, privileges and voting rights as delineated in this article.

1. Student Membership is open to any student from Anthony Wayne High School (AWHS) who has passed an OHSAA sports physical exam, is in good academic standing as outlined in the AWCC Code of Conduct and the AWHS Athletic Code of Conduct, and who seeks active participation in the sport of rowing.
2. Adult Membership is restricted to the custodial parent(s)/guardian(s) of dues paid Student Members as defined in Article II, Section 1, Subsection (a). Adult Membership runs from the date a Student Member's dues are paid and continues until the beginning of the following season and includes full voting privileges until the end of the school year. At least one (1) Adult Member per family MUST participate on a standing Committee, participate in the various fundraising activities of the Anthony Wayne Crew Foundation (AWCF), and be willing to serve on the Conduct Board if randomly selected to do so. Members of this class have no access to rowing equipment owned or leased by AWCC.



Section 2. Eligibility

Student Members must remain in good standing with the Anthony Wayne Local Schools (AWLS), US Rowing, Scholastic Rowing Association of America, Midwest Scholastic Rowing Association (MSRA), Toledo Rowing Club, and facilities where practices and regattas occur.

Student Members must maintain academic eligibility as set by Ohio High School Athletic Association (OHSAA), AWHs and AWCC. Any member who fails to maintain the required level of academic performance shall be suspended from participating, playing, and/or practicing with the club until such time as they meet the requirements.

Section 3. Size of Membership

All members who meet AWHs, US Rowing, SRAA, OHSAA and MSRA academic and physical requirements are eligible to participate. There is no restriction on the number of members of the Club.

Section 4. Requirements of Membership

1. To be considered a Student Member of AWCC, a candidate must pass the required swim test and submit the required forms as designated by AWCC, such as, but not limited to, rowing waivers, waivers of liability and emergency medical authorization. All required paperwork must be received by AWCC no later than the date designated by the Executive Committee. If the required paperwork is not received by the designated date, the result will be loss of participation privileges and exclusion from all practices and regatta lineups.
2. To be considered an Adult Member of AWCC, payment of dues and any outstanding fees which may remain on the Member's account must be received by AWCC no later than the date designated by the Executive Committee. A late fee may be assessed for missing the deadline for payment of dues. If the required dues and any outstanding fees are not received by the designated date, the result will be loss of participation privileges and exclusion from all practices and regatta lineups. Any exception with regard to receipt of dues or fees based on financial hardship will be decided upon by the Executive Committee.

Section 5. Termination of Membership

Termination of Membership may result at any time from disciplinary action by the Executive Committee. Activities which may result in such disciplinary action include, but are not limited to, documented violations of AWCC's Code of Conduct, Harassment & Intimidation Policy, and other policies and guidelines of AWCC or AWHs; documented mishandling or damage of equipment owned or leased by AWCC; termination of any membership in a facility used by AWCC due to the organization's disciplinary action against AWCC or the AWCC Member; or any deliberate action which compromises Members' safety or AWCC's standing in the community, or with any High School Rowing Association, the United States Rowing Association, Scholastic Rowing Association of America, Midwest Scholastic Rowing Association or Toledo Rowing Club. Termination of Membership may also result from failure to pay dues per the agreed-upon schedule outlined by the Executive Committee. Termination of Membership under this paragraph can occur only with a majority vote of the Executive Committee.



ARTICLE III MEETINGS

Section 1. Annual Meeting

The Annual Meeting of voting Members, as defined in Article II, Section 1, Subsection (b), shall be held during each fiscal year at such time, date and place as may be fixed in the notice of such Meeting. Beginning in 2016, the Annual Meeting will take place on the first Monday in May. This meeting may be held in conjunction with other regularly scheduled meetings at which a quorum of membership can be expected to be in attendance.

Section 2. Pre-Season Meetings

A mandatory pre-season informational meeting of all Student Members and at least one (1) of their parent(s)/guardian(s) will be held prior to the start of each season. This meeting will be held at a date, time and place as specified by the Executive Committee. This meeting must include a review of the then current AWCC Safety & Disciplinary policies and US Rowing Safety Video.

Section 3. Monthly Meetings

Monthly meetings of voting Members shall be held on the first Monday of every month during a season or, with written or emailed notice seven (7) days prior to the first Monday, a more convenient date as required by a holiday, lack of access to a meeting place or availability of coaches.

Section 4. Special Meetings

A special meeting of Members may be held at any time or place when called by one or more Officers or two-thirds of the voting Members. Calls for special meetings of Members shall specify the time, place and subject(s) thereof and no other business than that specified in the call shall be considered at any such meeting.

Section 5. Emergency Meetings

An emergency meeting of Members may be held at any time or place when called by one or more Officers. Calls for emergency meetings of Members shall specify the time, place and subject(s) thereof and no other business than that specified in the call shall be considered at any such meeting. Examples of emergencies include, but are not limited to, Student Member safety issues, regatta additions or cancellations, changes in logistics for regattas or club discipline issues.

Section 6. Notice of Meetings

A written notice of meetings, consisting of time, date and place, shall be hand delivered, mailed, or e- mailed to every Member at the Member's last known address or email address. Notice shall be delivered not less than seven (7) days prior to annual, pre-season, monthly, and special meetings. Notice shall be delivered not less than 24 hours prior to emergency meetings. The written notice may be for each meeting or provided in the form of a calendar for the Membership period.



Section 7. Voting

1. Members shall be limited to one (1) vote per family on each matter submitted to the Members for their vote, consent, waiver, release, or other action. That is, multiple parents/guardians of single or multiple athletes shall share one (1) vote.
2. Members shall be entitled to vote at the Annual Meeting if their Student Member participated in the most recent Spring season or in the preceding Fall season.

Section 8. Quorum

A quorum shall consist of the number of voting Members at any meeting except the Annual Meeting. At the Annual Meeting, a quorum shall consist of one-third of the voting Members of AWCC. Unless otherwise specified in these Bylaws, a majority vote of the quorum shall be sufficient to transact AWCC business.

Section 9. Proxies

Any voting Member shall be entitled to be represented at any meeting of Members, to vote at such meeting, give consents or exercise any other rights as a Member, excluding the executive duties of elected or appointed officers, by proxy or proxies appointed by writing signed by such Member. Facsimile and e-mailed copies are acceptable.

Section 10. Tiebreaker

In the event of a tied vote, the AWCC President will cast the determining vote.

ARTICLE IV OFFICERS

Section 1. Composition

The Officers of AWCC (the Executive Committee) shall be a President, a Vice President, a Treasurer, a Secretary and an Advisory Member. All officers must be Adult Members of AWCC.

Section 2. Nomination and Election

The officers shall be nominated by one or more current voting Members prior to or during the Annual Meeting. The Officers shall be elected by the voting Members at the Annual Meeting, provided a one- third Quorum is present.

Section 3. Tenure and Qualification

1. Officers shall hold office for one (1) year from date of election or until their successors are elected or appointed, except the Treasurer, who shall additionally act in an advisory capacity to his/her successor through the entirety of the following season. Officers may be re-elected for successive terms. Officers must be able to effectively carry out the duties of their office.
2. It is recommended that Members hold a committee chairmanship for at least one (1) season prior to running for an officer position.



Section 4. Removal

An officer may be removed, either with or without cause, by the affirmative vote of a majority of the current voting Members of AWCC.

Section 5. Vacancies

Any vacancy that may occur in the offices of Vice President, Treasurer, Secretary, or Advisory Member may be filled by appointment of a replacement by the President for the remainder of the unexpired term. In the event of a vacancy in the office of President, the Vice President shall assume the duties of the President for the remainder of the term or until such time as a special election may be called by the members of the Executive Committee.

Section 6. Committee Participation

Executive Committee members shall be members of Committees as described in the following sections:

Section 7. Duties of the President

1. The President shall preside at all meetings of the voting Members and Executive Committee.
2. The President shall coordinate the recruitment and selection of the Head Coach. The President shall work with the Head Coach in recruiting other members of the coaching staff and any assistants required. Such selection process will include soliciting and/or accepting volunteered help, or any other active recruiting mechanism chosen by the President. The final membership of the coaching staff will be determined by a majority vote of the Executive Committee.
3. The President shall provide direction and communication with the coaching staff.
4. The President shall appoint committee chairpersons as needed.
5. The President shall attend TRC membership meetings as a representative of AWCC and present all pertinent information to the Executive Committee and Members as necessary. If the President is unable to attend due to illness or a scheduling conflict, he/she shall appoint another member of the Executive Committee to attend in his/her absence.
6. The President shall be a signer on all AWCC accounts and have AWCC bank book access. A purchase order request shall be submitted to the President for prior approval of any transaction in excess of \$1000, excluding regatta entry fees.
7. The President shall oversee the activities of the Liaison and Public Relations & Recruitment Committees and advise as necessary.
8. The President shall perform all other duties usually incident to such office and such other and further duties as may from time to time be required by the Members.
9. At the expiration of his/her elected term, or upon removal or resignation from office, the President shall deliver all books, papers and property of AWCC in his/her possession to his/her successor in office.



Section 8. Duties of the Vice President

1. The Vice President shall perform all duties of the President in case of the latter's absence or disability. In case both the President and Vice President are absent or unable to perform their duties, the Members may appoint a President pro tempore.
2. The Vice President shall serve as a standing Board member on, and liaison to, the Anthony Wayne Crew Foundation (AWCF).
3. The Vice President shall be present during any audit or review of the records of the Treasurer at the end of each fiscal year.
4. The Vice President shall over-see the activities of the AWCF Fundraising and Grant Writing & Sponsorship Committees and advise as necessary.
5. The Vice President shall perform other duties usually incident to such office and such other and further duties as may time to time be required by the Members.
6. At the expiration of his/her elected term, or upon removal or resignation from office, the Vice President shall deliver all books, papers and property of AWCC in his/her possession to the President or to his/her successor in office.

Section 9. Duties of the Secretary

1. The Secretary shall maintain secure records of all Member documents, including but not limited to, membership rosters, signed Membership agreements, signed waivers, completed physicals, insurance information, etc. for each membership period.
2. he Secretary shall give notices required by these Bylaws.
3. The Secretary shall maintain a file of all minutes of Members' or Executive Committee's Meetings.
4. The Secretary shall maintain files containing all information regarding all Safety, Conduct and Harassment & Intimidation incidents, including the incident reports, investigations, determinations and actions by the Executive Committee. The files will be retained for a time period of four (4) years if the incident involves an AWCC team member.
5. The Secretary shall coordinate the disbursement of all forms and waivers to Members.
6. The Secretary shall respond to correspondence, issues and attest to any certificates of Membership and generally perform such duties as may be required of him/her by the Members.
7. The Secretary shall serve as the AWCC liaison to AWHS on issues including, but not limited to, verifying Student Member academic eligibility.
8. The Secretary shall maintain and update the Handbook as necessary.
9. The Secretary shall oversee the activities of the Communications and Regatta Committees and advise as necessary.
10. At the expiration of his/her elected term, or upon removal or resignation from office, the Secretary shall deliver all books, papers and property of AWCC in his/her possession to the President or to his/her successor in office.

Section 10. Duties of the Treasurer

1. The Treasurer shall receive and safely keep all monies, property and rights belonging to AWCC. It shall be his/her duty to keep an accurate account of the finances of AWCC. All books shall be open for inspection and examination by other members of the Executive Committee or any committee of the Members appointed for that purpose. Proper receipts shall be taken for all disbursements and kept on file.
2. The Treasurer shall render an account of the financial standing of AWCC for the period coincident with the Fiscal Year.



3. The Treasurer shall oversee the preparation and submission of any Internal Revenue Service, State Attorney General or other governmental filings, including, but not limited to, club tax returns and coaches' 1099s, as required by law, by the filing due date of any such required submission.
4. The Treasurer shall prepare by a date established by the Executive Committee a budget for the coming year for presentation to and approval of the Executive Committee at the first business meeting of the fiscal year. The Treasurer shall adjust the budget as necessary and report such changes to the Executive Committee.
5. The Treasurer shall make all disbursements as required, on a timely basis. This includes, but is not limited to, payment of coaching fees, payment of United States Rowing Association dues, payment of insurance premiums, payment of regatta entry fees, payment of all fees related to the use and operation of the boat compound and docks, and payment of any other related expenses.
6. The Treasurer shall maintain the AWCC bank book and shall share account signing only with the President. The Treasurer shall submit a purchase order request to the President for prior approval of any AWCC transaction to be made in excess of \$1000, excluding regatta entry fees.
7. The Treasurer shall present financial statements to the Executive Committee and Members at monthly meetings.
8. The Treasurer shall issue acknowledgements for all monetary and non-monetary contributions received from AWCF.
9. The Treasurer shall maintain a current inventory of all equipment owned by AWCC. Estimated value of this equipment shall be reflected on this inventory.
10. The Treasurer shall ensure adequate insurance coverage is in place for the equipment while stored in the boathouse and while in transit.
11. The Treasurer shall assist the Executive Committee and AWCF in development of a long-range financial plan and financial goals for additional equipment needed by AWCC.
12. The Treasurer shall maintain regular communication with the AWCF and submit a request for funds to the AWCF for payments and purchases necessary for the operation of the AWCC.
13. The Treasurer shall oversee the activities of the Equipment and Spirit Committees and advise as necessary.
14. At the expiration of his/her elected term, or upon removal or resignation from office, the Treasurer shall deliver all monies, property, records and rights of AWCC in his/her possession to the President or to his/her successor in office.

Section 11. Duties of the Advisory Member

1. The Advisory Member shall serve as a member of the AWCF Board.
2. The Advisory Member shall serve as a member of the Safety Committee.
3. The Advisory Member shall oversee the activities of the Safety and Compliance Committees and advise as necessary.
4. The Advisory Member shall perform other duties usually incident to such office and such other and further duties as may from time to time be required by the Members.
5. At the expiration of his/her elected term, or upon removal or resignation from office, the

Advisory Member shall deliver all books, papers and property of AWCC in his/her possession to the President or to his/her successor in office.

The Executive Committee shall consult with the Head Coach regarding regatta selection, but shall make the final determination in scheduling each season.



ARTICLE V COMMITTEES

Section 1. Composition

AWCC's leadership shall be comprised of an Executive Committee [Section 2] and an Executive Board [Section 3]. The Executive Committee shall approve all Committee Chairmanship appointments.

Section 2. Executive Committee

The President, Vice President, Treasurer, Secretary, and Advisory Member shall comprise the Executive Committee. The Executive Committee may take action on all those matters affecting the day-to-day operations of AWCC that require action prior to the next scheduled Membership meeting. The Executive Committee shall meet monthly during the season and as necessary during the offseason.

Section 3. Executive Board

All Committee Chairpersons will comprise the Executive Board. All members of the Executive Board can vote on the day-to-day business of AWCC in accordance with the rules in Article III, Section 7 as requested by the Executive Committee. The Executive Board shall meet monthly with the Executive Committee during the season and as deemed necessary by the Executive Committee during the offseason.

Section 4. Safety Committee

1. In addition to the Adult Members, the four (4) Team Captains may have membership on the Safety Committee each season. The Head Coach must have membership on the Safety Committee.
2. The Safety Committee must make available the most current copy of policies of governing organizations, including, but not limited to, US Rowing, SRAA, MSRA, TRC and the United States Coast Guard.
3. The Safety Committee shall ensure that all Student Members in AWCC receive proper instruction in safe water-person ship as outlined in the US Rowing "SafeSport" Policies and AWCC Safety Guidelines.
4. The Safety Committee shall ensure that the AWCC Safety Guidelines are being followed.
5. The Safety Committee shall perform all other duties usually incident to such committee and such other and further duties as may from time to time be required by the Members.
6. The Safety Committee shall be overseen by the Advisory Member.

Section 5. Compliance Committee

1. The Advisory Member shall serve as a member of the Compliance Committee. In the absence of the Advisory Member, another member of the Executive Committee must be appointed as a member of the Compliance Committee.
2. The Compliance Committee must issue and/or update, as necessary, the following AWCC documents:



- Code of Conduct
- Harassment & Intimidation Policy
- Athlete Handbook
- Safety Guidelines
- Safety Analysis issued at least monthly

Other documents as deemed necessary from time to time

3. The initial draft of any updates related to safety and discipline must be submitted to the Executive Committee for prior approval.
4. The Compliance Committee shall convene an impartial Conduct Board no later than seven (7) calendar days after receiving notice of a violation, and disciplinary proceedings shall be conducted as outlined in the AWCC Harassment & Intimidation Policy and/or AWCC Code of Conduct.
5. Any disciplinary action is subject to one review by the Executive Committee upon the request of the disciplined athlete, an athlete's parent, a member of the coaching staff, or a member of the Executive Committee. Upon the Executive Committee's rendering of a decision based on their review, the matter will be closed and no further communication will be made or received regarding the discipline in question.
6. The Executive Committee shall execute enforcement of the rules and disciplinary actions of the Compliance Committee and Conduct Board.
7. The Compliance Committee shall perform all other duties usually incident to such committee and such other and further duties as may from time to time be required by the Members.
8. The Compliance Committee shall be overseen by the Advisory Member.

Section 6. Liaison Committee

The Liaison Committee shall be responsible for the following:

- Serving as the AWCC liaison to Toledo Rowing Club for the Frogtown Regatta
- Attending monthly TRC membership meetings as an additional representative of AWCC and presenting all pertinent information to the Executive Committee and Members as necessary. If unable to attend due to illness or a scheduling conflict, the Liaison Committee shall notify the President as soon as possible so another Member can be appointed to attend.
- Performing all other duties usually incident to such committee and such other and further duties as may from time to time be required by the Members

The Liaison Committee shall be overseen by the President.

Section 7. Regatta Committee

The Regatta Committee shall be responsible each week for the following:

- Regatta menu creation and disbursement to all parents/guardians
- Food shopping and preparation
- Food trailer stocking of supplies, hauling, loading/unloading, maintenance and storage
- Food tent set-up and tear-down
- Boat trailering
- Establishing a "Meet & Follow" procedure for novice families commuting to regattas
- Making hotel arrangements



- Performing all other duties usually incident to such committee and such other and further duties as may from time to time be required by the Members

The Regatta Committee shall be overseen by the Secretary.

Section 8. Public Relations & Recruitment Committee

The Public Relations & Recruitment Committee shall be responsible for the following:

- Promoting the visibility of AWCC
- Working with the AWCF Fundraising Committee to publicize fundraising events
- Issuing press releases to news media and posting on social media, including, but not limited to, Twitter and Facebook, to report activities and accomplishments of AWCC and its Membership
- Communicating regatta results to AWHS Secretary for announcements
- Recruiting new Student Members by various means, including, but not limited to, organizing informational meetings, attending the AWHS Open House each fall and the 8th grade AWHS open house in the spring, and distributing flyers and collecting contact information of prospective athletes
- Organizing annual introductory summer rowing camps and winter conditioning, including advertising, registration, etc.
- Performing all other duties usually incident to such committee and such other and further duties as may from time to time be required by the Members

The Public Relations & Recruitment Committee shall be overseen by the President.

Section 9. Communications Committee

The Communications Committee shall be responsible for the following:

- Maintaining an up-to-date list of Student and Adult Members and their phone numbers, email addresses, and home addresses
- Creating a phone tree to quickly disseminate information to Student and Adult Members regarding emergency meetings, cancellations, and last-minute changes
- Emailing Student and Adult Members of upcoming meetings, schedules, and events
- Maintaining and update the AWCC website to reflect current club events, including regatta information and directions, fundraising, and athlete information and photos (roster)
 - Emailing regatta information and directions to all Adult Members
 - Emailing "Meet & Follow" and hotel information to all Adult Members provided by the Regatta Committee
 - Performing all other duties usually incident to such committee and such other and further duties as may from time to time be required by the Members

The Communications Committee shall be overseen by the Secretary.



Section 10. Equipment Committee

The Equipment Committee shall be responsible for the following:

- Overseeing the proper maintenance and storage of all equipment belonging to, or rented by, AWCC
- Maintaining a detailed log of all equipment, including purchase date and price, and all maintenance performed
- Maintaining current licenses and registrations required by local, state, or federal agencies as it relates to equipment (e.g. boats and trailers)
- Submitting an annual budget for equipment repair and maintenance to the Treasurer 14 days prior to the budget submission date established by the Executive Committee and update changes to the budget throughout the year as necessary.
- Performing all other duties usually incident to such committee and such other and further duties as may from time to time be required by the Members

The Equipment Committee shall be overseen by the Treasurer.

Section 11. Spirit Committee

The Spirit Committee shall be responsible for the following:

- Maintaining uniform and crew wear vendor contact information
- Coordinating with professional photographers to provide Student Member photo packages
- Distributing order forms to Student and Adult Members in time to order and receive uniforms and necessary gear prior to the first regatta each season
- Placing orders and delivering goods upon receipt
- Collecting and delivering to the Treasurer all payments received
- Creating Student Member lanyards for all Adult Members, preferably prior to the first regatta each season
- Organizing and overseeing the AWCC Little & Bigs Program
- Coordinating the ordering and delivery of Senior gifts, and varsity letters
- Coordinating the kick-off and end-of-season parties and assist team captains in organizing or carrying out any team building activities as requested
- Performing all other duties usually incident to such committee and such other and further duties as may from time to time be required by the Members

The Spirit Committee shall be overseen by the Treasurer.

Section 12. Other Committees

The President may appoint Members and Chairpersons of such other standing or ad hoc committees as are necessary to accomplish AWCC's goals.

Other Committees shall be overseen by the appointed Executive Committee Member.

All Committees shall work closely with the Communications Committee to disburse pertinent information to Student and Adult Members in a timely fashion.



Section 13. Quorum, Voting

All membership [Article II] and meeting [Article III] rules apply to committees. 11

ARTICLE VI INDEMNIFICATION OF MEMBERS, OFFICERS, EMPLOYEES AND INDEPENDENT CONTRACTORS

Section 1. Indemnification

Each person who is or was a Member, Officer, Employee or independent contractor of AWCC (including heirs, assigns, executors, administrators or estate of such person) shall be indemnified by AWCC to the full extent permitted by the Non-Profit Corporation Law of the State of Ohio against any liability, cost or expense incurred by him/her in his/her capacity as a Member, Officer, Employee or independent contractor, or as arising out of his/her status as a Member, Trustee, Officer, Employee or independent contractor. AWCC shall not be obligated to maintain insurance, at its expense, to protect itself and any such person against any such liability, cost or expense. [For purposes of this Article VI, references to "AWCC" include all constituents absorbed in consolidation or merger as well as the resulting or surviving corporation.]

ARTICLE VII DISSOLUTION

Section 1. Authority

If deemed advisable by two-thirds of the voting Members, AWCC may be dissolved pursuant to the applicable provisions of the Ohio Revised Code.

Section 2. Distribution of Assets

Upon the dissolution of AWCC, the Executive Committee shall, after paying or making provisions for the payment of all the liabilities of AWCC, sell all remaining assets. The proceeds shall go to the Anthony Wayne Crew Foundation to be distributed as it sees fit.

Article VIII AMENDMENTS

Section 1. Amendments

These Bylaws, other than Article VII, Section 2, may be altered, amended or repealed and new Bylaws may be adopted at any meeting of the Membership, by the affirmative vote of a majority of the Membership.

These Bylaws have been amended, effective January 19, 2015 by a majority vote of the Adult Members.