

Ocean City Crew Boosters, Inc.

A Non-Profit Corporation

FOURTH AMENDED BY-LAWS

ARTICLE I

General Provisions

The Ocean City Crew Boosters, Inc. (OCCB) is an independent non-profit community-based corporation formed for the purpose of providing increased community support for the Ocean City High School crew teams. By directing available resources toward areas of identified need, the OCCB will provide an effective mechanism through which the community resources can be allocated to worthwhile programs. It is a vehicle for informing the public, channeling support for our teams, enhancing community participation and furthering the efforts of the student athletes.

ARTICLE II

Members

There will be three (3) classes of members: voting, alumni voting and non-voting. Voting Members - voting members will be the parents (guardians) for each high school crew team member. However, each crew team member may have only one designated vote from his or her respective parent (guardian). If the parents (guardians) cannot agree upon a vote then no vote will be recognized. Families with two or more crew members will have one vote per family. Only members in good standing (all financial obligations have been met) will be eligible to vote. Alumni Voting Members - alumni voting members will be the parents (guardians) of past high school crew team members that participated in the program for four years and were in good standing for all four years. They will provide knowledge and continuity to the program. In the event a member of the OCCB has a high school crew team member currently in good standing and is also eligible for alumni membership, they will be considered a voting member with only one designated vote. Non-voting Members - all interested individuals in the community may be non-voting members of OCCB. Members may include representatives from the business, civic and educational communities.

ARTICLE III

Board of Trustees

The Board of Trustees (Board) will be responsible for all activities of the OCCB and will consist of nine members:

Class A: Officers (President, Vice President, Secretary and Treasurer) shall serve as Trustees for two years while in office, and one additional year as past officer. The officers shall be elected on alternating years in pairs, as set forth below, in an effort to ensure that there will always be two (2) past-officers on the Board and thus provide continuity to the organization.

Class B: One Parent Liaison for the boys' team, and one Parent Liaison for the girls' team, each of whom shall serve a one-year term.

Class C: Fundraising Chairperson and Public Relations Chairperson, who shall not serve in any other office and who shall serve a one-year term.

Trustees-at-Large: any former board member appointed by the Board who shall not serve in any other office and who shall serve a one-year term.

*Therefore, the Board shall be comprised of the following:

1. President (2-year term, elected in odd years)
2. Vice President (2-year term, elected in even years)
3. Secretary (2-year term, elected in odd years)
4. Treasurer (2-year term, elected in even years)
5. Past-President OR Past-Vice President (1-year term)
6. Past- Secretary OR Past Treasurer (1-year term)
7. Fundraising Chair (1-year term)
8. Girls' Team Liaison (1-year term)
9. Boys' Team Liaison (1-year term)
10. Public Relations (1-year term)
11. Trustee-at-Large (1-year term)
12. Trustee-at-Large (1-year term)

Any current member or alumni member of the OCCB may be eligible for election to the Board. Only members of the OCCB in good standing (all financial obligations have been met) will be eligible for election to the Board. The program year ends on June 30th of each year. No elected officer shall serve more than two (2) consecutive terms in the same office on the Board, unless no other member in good standing seeks election to the position; therefore, the current officer may remain until another member in good standing is elected. The head coach of the boys' team and

the head coach of the girls' team shall be ex-officio members of the Board. The Board will seek advice and consultation from each coach as applicable. However, neither coach will have a voting interest in the Board's decisions.

ARTICLE IV

Description of Board Duties

President: The President shall be the chief executive officer and shall preside at all meetings of the Board. He/She shall have the general powers and duties usually vested in the office of President, including, but not limited to the power to appoint committees from among the Board, as he or she may deem appropriate to assist in the conduct of the affairs of the OCCB. The President shall have general supervision of the affairs of the Board and shall serve as an ex-officio member of all committees. The President shall execute documents in the name of and on behalf of the OCCB, except when such documents are required or permitted by law to be otherwise executed and except when the signing and execution thereof shall be delegated by the Board to another officer or agent of the OCCB. The President shall have such other duties as may be prescribed by the Board.

Vice President: The Vice-President shall work in tandem with the President to carry out the business of the OCCB. He/She shall, in the absence of the President, have all powers and perform the duties of the President.

Treasurer: The Treasurer shall have the responsibility for the financial books and records of the OCCB and shall keep full and accurate accounts of receipts and disbursements in accordance with the policies adopted by the Board. The Treasurer shall deposit all monies and checks in the name and to the credit of OCCB in depositories as designated by the Board. The Treasurer shall disburse the funds of the OCCB as may be ordered by the Board and shall give at each meeting an account of all transactions and the financial condition of the Board.

Secretary: The Secretary shall record all votes and the minutes of all meetings and proceedings of the Board including resolutions and shall have charge of the minute book and such records and papers as the Board shall direct. The Secretary shall also be responsible for all formal written and electronic communications necessary to administer the business of the Board and sending of notices of meetings to the members as well as all publicity that the Board chooses to release.

Parent Liaisons: The Parent Liaisons (one for boys' team and one for girls' team) will provide communications between the Board and the parents of the boys and girls crew members. The

Liaisons will also assist the executive board in the organization and communications to any volunteer committee.

Fundraising Chairperson: The Fundraising Chairperson will organize, prepare and oversee fundraising activities agreed upon by the majority of the Board. The Chairperson will also be responsible for identifying activities and programs that will benefit the OCCB. Each elected officer, at their direction, may appoint another individual to assist them in the performance of their duties. Such assistants will aid the elected officer in any manner as directed by the officer. However, the assistant will not have the power to vote unless given a proxy by an elected officer who is unable to attend a Board meeting.

Public Relations: The Public Relations Chairperson will oversee the OCHS Crew Boosters website and official social media webpages.

ARTICLE V Standing Committees,

The Standing Committees of the OCCB shall be as follows:

- A. Food Tent
- B. Boathouse
- C. Budget Planning
- D. Boat Maintenance

ARTICLE VI Elections and Appointments

The Annual Meeting of the Members for the Election of the Board of Trustees and such other business as may come before the meeting shall be held in June of each year, upon not less than ten (10) days' notice of the time, place and purpose of the meeting. The Annual Meeting of the Board shall immediately follow the Annual Meeting of Members for the Election of the Board of Trustees at the same place. The newly elected Board shall commence duties at the July meeting.

Nominations - Nominations for the election of the annual meeting of members will be obtained from either: **Nominating Committee** - The Board may appoint a nominating committee of one or more members at least one of which is a current member of the Board not standing for election. **By Petition** - Any member may submit at least three days prior to the annual meeting a petition for

election to the Board. This petition must be signed by at least 10 other voting members of the OCCB.

Resignations - Any trustee may resign his or her office by giving notice to the Board. Any resignation will take effect at the time specified and the acceptance of the resignation shall not be necessary to make it effective.

Vacancies - A vacancy in any office will be filled for the unexpired portion of the term by nomination and election of the Board.

ARTICLE VII OCHS Crew Code of Conduct

To achieve our mission statement the OCHS Crew Boosters Association has expectations of its athletes and members, all OCHS Crew rowers and coxswains are expected to maintain a high level of integrity, both as an individual and as a team. A commitment to this goal is vital and, as such, requires a commitment to the following code of conduct:

1. All student athletes are prohibited from using, selling, possessing, or distributing drugs, alcohol and tobacco products.
2. All student athletes are prohibited from negative involvement with police or authorities due to any violations of local, state, or federal law.
3. All student athletes represent not only themselves, but also their families, coaches, teammates, school community and the OCHS Crew Boosters Assoc. Student Athletes will not engage in unsportsmanlike conduct with any coach, parent, rower, participant, official or any other persons.
4. All student athletes are prohibited from the use of any profanity in and around OCHS Crew Boosters events (i.e.: Practice, Races, Fundraisers, etc.)
5. All student athletes are prohibited for the use of verbal or physical threats or abuse of any kind aimed at any coach, parent, rower, participant, or any other persons.
6. All student athletes will treat any coach, parent, player, participant, official or any other persons with respect regardless of race, creed, color, national origin, sex, sexual orientation, or ability.

7. All student athletes will respect all properties of OCHS Crew Boosters, any facilities they are granted use of or any facilities they are attending. Any damages to any properties caused by rowers will be the responsibility of the rower.
8. All student athletes will refrain from behavior which would endanger the health, safety or well-being of any coach, parent, rower, participant or any other persons.
9. All student athletes will make a commitment to their sport by attending all practices and races they are scheduled to participate in, including those that occur on weekends, during vacations and school breaks. Any absences should be reported to the coaches prior to the commitment.
10. Any student athlete involved in any form of hazing will risk immediate termination from their team.
11. Internet Social Media Policy – All Student Athletes are to abide by the OCHS 2361 - ACCEPTABLE USE OF COMPUTER NETWORKS/COMPUTERS AND RESOURCES (addendum provided in Membership manual). This OCHS Social Media policy also includes but is not limited to the following items that are specific to the OCHS Crew Boosters Association. Any additional behaviors that may be questionable to the OCHS Crew Booster Association Code of Conduct that are not outlined below are subject to the same disciplinary actions if necessary.
 - a) Student Athletes that are administrators and or contributors to existing OCHS Crew Boosters pages MUST have the OCHS Crew Board as an Administrator of the pages. Student Athletes unwilling to turn over or provide Administrator access to said pages will be looked at as a violation of the Code of Conduct and will be handled accordingly. Abandonment of current pages, websites, apps, etc. is strongly suggested.
 - b) Student athletes cannot create or maintain NEW pages, apps, walls, etc. representing fully or in part of the OCHS Crew Boosters Association, OCHS Crew Team(s) OCHS Crew Boat(s) OCHS Crew Board Member(s) and or OCHS Crew Coach(es) without their direct written consent and OCHS Crew Board as an Administrator to the NEW pages, app, walls, etc.
 - c) Student Athletes are not permitted to “tag” any crew related individuals and or entities mentioned above. Any “tagging” must solely be done by the OCHS Crew Boosters Association Board and its coaches. This includes personal Social Media pages. Tagging opponents, Collegiate Organizations, Individuals associated with Crew, etc.

Disciplinary Actions for infractions of the OCHS Crew Boosters Association Code of Conduct

Student Athletes when in the SPRING Season any infractions of the above Code of Conduct will be reported immediately by the coach to the OCHS Athletic Director as this is the OCHS Sports Season. The OCHS Athletic Director and the OCHS School Administration are solely responsible for any actions taken against their student athlete in which the OCHS Crew Boosters Association will follow through with actions as needed. OCHS Crew Boosters Association has no recourse of action once the OCHS Athletic Director and the OCHS School Administration decides on the disciplinary actions. Any infractions escalated to the OCHS Athletic Director are out of the hands of OCHS Crew Association and its members. It is the responsibility of the Athlete and their Parent/Guardian to appeal. When in the SUMMER, FALL, or WINTER Seasons any infractions of the above Code of Conduct will be reported by the coach to the OCHS Crew Boosters Association through the Complaint process outlined in OCHS Crew Boosters Bylaws. OCHS Crew Boosters Association Code of Conduct Violations may be subject to, but not limited to, the following disciplinary actions:

1. Verbal warning issued by coach, board president.
2. Written warning issued by coach, board president.
3. Suspension or immediate ejection from a race or practice by coach, board president or organization who is authorized to issue such suspension or ejection.
4. Suspension from multiple races or practices by coach, board president or organization or who is authorized to issue such suspension.
5. Season suspension or multiple season suspensions issued by the board president or race organizations.

OCCHS Crew Boosters Association Incident Report

1. In the event of an incident with respect to The OCHS Crew Boosters Association, including but not limited to complaints against Coaches, Board Members, Athletes, and/or Athletes Parent/Guardians an incident report is to be filled out in full and provided to one of the OCHS Crew Board Association Members and or its Coaches.
 - a. To allow cooler heads to prevail there is a 24 hour cool off period for ANY parties that feel that there is a complaint that they need to provide a resolution. This is ESPECIALLY true during race weekends and OCHS Crew Board Events that may have escalated emotions. Once the 24-hour period is exhausted then the person filing the complaint can download a copy of the Incident Report process off of the OCHS Crew Boosters Website: <https://www.ochscrew.com/>. Copies of the Incident are also available at the Boathouse Office.
2. The executed Incident Report will be reviewed by the OCHS Crew Board and its Coaches to

determine whether it justifies a meeting with the parties involved, or if an email from the Board President will resolve the complaint. The complaint will be addressed via email within 48 hours from the time of receipt by the OCHS Crew Association Board President, that direction will be provided whether a meeting will take place in the future or if the email will resolve the actual complaint.

3. If the OCHS Crew Boosters Board determines that a meeting is necessary it could be a special meeting of the OCHS Crew Association Board Members, or a scheduled meeting to come to a Resolution. This meeting between a Coach and Athlete can be held without board members present, as this is the relationship that the OCHS Crew Board Association hopes to always provide.
4. If this complaint is about one of the OCHS Crew Boosters Association Board Members then an alternate person will be selected from the Membership to sit in their place to hear the complaint and if a vote is deemed necessary for a resolution this alternate person will have the FULL power of a sitting board member for said vote.

ARTICLE VIII

Miscellaneous Provisions

Special Meetings of the Members and the Board - Special meetings of the members or the Board for any purpose or purposes may be called at any time by the President or by any three trustees. Such meetings of the members shall be held upon not less than 3 days' notice.

Quorum - A majority of the Board shall constitute a quorum thereof for the transaction of business. The act of the majority of the Board at a meeting at which a quorum is present shall be the act thereof.

Officers - OCCB officers shall consist of a President, Vice President, Treasurer and Secretary.

Removal for Missing Meetings - A member of the Board shall attend a majority of the scheduled meetings and may be removed from office if the member misses three consecutive meetings.

Distribution of Funds and Related Matters - The Board will make disbursements for one or more of the athletic purposes for which it is organized in the amount determined by the Board. This includes administrative expenses and amounts paid to acquire any asset used (or held for use) directly in carrying out one or more of its purposes. In any such distribution of funds there will be

no discrimination on account of age, sex, color, religious affiliation, national origin or disabling condition.

The Board will not engage in any act which would constitute self-dealing as defined in Section 4941-9(d) of the Internal Revenue Code.

The Board will assure that no funds, whether owned by the OCCB or vested in a trust for the benefit of the OCCB, are invested or reinvested in such a manner that jeopardizes the carrying out of any athletic purpose for which OCCB is organized.

Through its Board the OCCB will exercise expenditure responsibility, as defined in Section 4945(h)(1) and (2) of the Internal Revenue Code, as now enacted or as hereafter amended, with respect to all grants and distributions.

Unless otherwise specified or limited by terms of the particular gift, bequest, devise, grant or other instrument, the monies of the OCCB may be invested from time to time in such manner as the Board shall deem appropriate. No Board member or OCCB member is to personally benefit from any investment made with OCCB monies.

Neither members nor trustees nor officers shall receive any fee, salary or remuneration of any kind for their services as trustees and/or officers.

Indemnification - Any officer, trustee, employee or agent, his or her heirs, executors or administrators, shall be indemnified and held harmless by the OCCB to the fullest extent permitted by law from and against all liabilities and expenses which may be imposed upon or reasonably incurred by him or her in connection with or resulting from any claim, action, suit or proceeding in which he/she may be involved by reason of holding or having held office. The term "liabilities and expenses" includes but is not limited to attorney's fees, court costs and amount of judgments against or settlements made by any such trustee or officer, which shall have been approved by the Board. However, no officer or trustee shall be held harmless or indemnified under this article with respect to any manner in which it is finally adjudged that he or she was guilty of willful misconduct or criminal activity in the performance of his or her duty, or with regard to any matter wherein he or she acted outside of his or her authority as a trustee or officer.

The OCCB may procure insurance, if possible, to cover this indemnification.

Other - Fiscal Year: OCCB fiscal year shall begin July 1 and shall end June 30. Rules: Robert's Rules of Order shall be the parliamentary authority for all matters of procedure not specifically covered in these by-laws or by other specific rules of procedure by the Board.

These by-laws are subject to the provision of the New Jersey Nonprofit Corporation Act (the Act) and the Certificate of Incorporation as they may be amended from time to time. If any provision in these by-laws is inconsistent with a provision in the Act or the Certificate of Incorporation, the provision of the Act or the Certificate of Incorporation shall govern to the extent of such inconsistency.

ARTICLE VIII Amendments

These by-laws may be amended by the affirmative vote of two-thirds of the entire Board. No action shall be taken to amend any by-law unless written notice of the proposed amendments shall have been given at least ten days prior to the meeting. However, amendment of the OCCB purpose may be made only with the unanimous approval and resolution of all qualified Board members.

The above By-Laws were adopted by the Ocean City Crew Boosters, Inc., a Not-for-Profit Corporation, on this 12th day of October, 2022.