



**CODE OF REGULATIONS
COORDINATED ATHLETIC RESOURCES DELIVER SUPPORT, INC.
2019 - 2022**

ARTICLE I – GENERAL

Section 1. Name. The name of this Ohio non-profit charitable corporation shall be Coordinated Athletic Resources Deliver Support, Inc. ("CARDS, Inc.").

Section 2. Location. The principal office of CARDS, Inc. shall be located and maintained in Worthington, Ohio.

Section 3. Members. The "Voting Members" of CARDS, Inc. shall be the representatives of each Member Support Group, the Committee Chairmen, and the Executive Committee appointed or elected as hereinafter provided, who shall have all of the rights, privileges and obligations of Voting Members as provided by this Code of Regulations. CARDS, Inc. shall have other classifications of members, as provided in Article III, Section 5, who shall be "Non-Voting Members."

Section 4. Management. The Executive Committee and Member Support Group representatives shall be the governing body of CARDS, Inc. and shall be responsible for the management of its affairs, programs, and activities in furtherance of its Purpose. Consistent with this Code of Regulations, the management of CARDS, Inc. may be delegated to an Executive Committee as hereafter provided.

Section 5. Property. CARDS, Inc. may accept gifts, grants, donations, bequests, membership fees and contributions of every kind and description; receive gross receipts from admission fees, sales of merchandise, performance of services, or furnishing facilities; and may purchase, lease, acquire, manage, and donate property in furtherance of its Purpose.

ARTICLE II - PURPOSE

The "Purpose" of CARDS, Inc. shall be to provide and encourage cooperative educational, economic, and other community support to supplement athletic team activities of Thomas Worthington High School through participation of Athletic Team Support Groups ("Support Groups"). A Support Group is comprised of parents/guardians of students participating in the athletic program, the coaches/advisors and any other persons who have expressed an interest in supporting the respective athletic programs. Each Support Group shall be governed by officers and operate as outlined in their governing documents. In furtherance of its Purpose, CARDS, Inc. shall, in cooperation with the Thomas Worthington High School Principal and Athletic Director and the Support Groups that choose to be members of CARDS, Inc. ("Member Support Groups"), implement or coordinate fund-raising and other programs and activities to: 1. recognize scholar-athletes; 2. support the school's efforts to educate student athletes about drug and alcohol abuse; 3. recognize individual and team athletic achievements; 4. recognize the contributions of coaches and others to the growth and development of student athletes; 5. shall act as an advisory board to the Thomas Worthington High School Athletic Department by facilitating and administrating opportunities for supplemental fundraising and

managing the disbursement of funds. 6. Monitor the operation of participating athletic organizations and concessions.

ARTICLE III - EXECUTIVE COMMITTEE

Section 1. Number of Members and Compensation of Executive Committee. The Executive Committee shall consist of: the President, the Vice-President, the Secretary, and the Treasurer. Each member of the Executive Committee must have a TWHS athlete that resides in the Worthington City School District. No member of the Executive Committee shall be compensated for his or her service as a member of the Executive Committee, but may be reimbursed for expenses incurred in furtherance of the Purpose of CARDS, Inc. as authorized and approved by the Voting Members.

Section 2. In General. The Executive Committee shall have the authority and responsibility to manage, on behalf of the Voting Members, the affairs, programs, and activities of CARDS, Inc. in furtherance of its Purpose at and during such times as it is impossible or impracticable to convene a meeting of the Voting Members. The Executive Committee shall not, however, have the authority to act on behalf of the Voting Members with respect to the approval of the annual budget, the amendment of this Code of Regulations or the authorization of a single expenditure of funds in excess of \$500.00. The Executive Committee shall, however, have the authority to sign off as the representatives of CARDS, Inc. on all private or public institution of any debts, line of credits or loans authorized by the Voting Members of CARDS, Inc., not exceeding \$100,000.00.

Section 3. Term and Number of Terms. The President, Vice President, Treasurer, and Secretary shall each serve two (2) year terms with the understanding that the Vice President shall succeed the President and the President will become the Past President. Both the Treasurer and Secretary can be reelected to an unlimited number of terms.

Section 4. Ex-Officio Members. The Thomas Worthington High School Principal and Athletic Director, and the CARDS, Inc. Past President, shall be ex-officio members of the Executive Committee. Ex-officio members shall not be counted for purposes of determining the presence of a quorum and shall have no vote.

Section 5. In General. The Voting Members of CARDS, Inc. shall elect a President, a Vice President, a Secretary, and a Treasurer, from the nominated candidates (per ARTICLE VII). Executive Committee members shall not be considered voting representatives of any Member Support Group.

Section 6. President. The President shall preside at all Meetings, shall appoint the Chairman of each Committee and may appoint the members of Committees, and shall perform such duties as are customary to the office of President, and such duties as from time to time may be assigned by the Voting Members of CARDS, Inc., or the Executive Committee.

Section 7. Vice President. The Vice President shall preside at all meetings in the absence of the President, shall be Chairman of the Nominating Committee, and shall have such other duties as from time to time may be assigned by the President, the Voting Members or the Executive Committee.

Section 8. Secretary. The Secretary shall keep or cause to be kept a written record of all CARDS, Inc. meetings and official records, except financial records, and maintain contact lists/distribution lists of CARDS, Inc. and shall have such other duties as from time to time may be assigned by the President, the Voting Members or the Executive Committee.

Section 9. Treasurer. The Treasurer shall keep or cause to be kept the funds, financial records, and accounts of CARDS, Inc.; shall prepare or cause to be prepared federal income tax returns or other financial record filings required by law; and shall make a report thereof at the annual budget meeting, and at Executive Committee meetings. In addition, the Treasurer shall forward an annual financial report to the Worthington City School District Board of Education through the Thomas Worthington High School Principal and Athletic Director.

Section 10. Officer Vacancies. Vacancies that occur in any office shall be filled by the Voting Members for the remainder of the vacant term.

Section 11. Expiration of Term. Upon expiration of the term of office or when an individual ceases to hold an Executive Committee position, that individual shall be relieved of all duties and responsibilities. All equipment, records, books, and other materials pertaining to the position shall be turned over to the president within seven days after leaving the position, or by July 1st for the transition of the newly elected board. All funds pertaining to the position shall be returned to the acting treasurer immediately after leaving the Executive Committee or committee position. If the Executive Committee or committee member is requested to leave as a result of not being in good standing or unethical behavior, all above materials must be surrendered immediately upon request.

ARTICLE IV - MEETINGS

Section 1. Annual Meeting. An annual meeting shall be held during the month of May at a time and place designated by the President for the purpose of election of officers.

Section 2. Regular Meetings. CARDS, Inc. shall meet at least four (4) times (monthly) each year at a time and place designated by the President, and may meet at any other time and place as may be necessary or appropriate.

Section 3. Special Meetings. Subject to Section 6 of this Article IV, "Special Meetings" of CARDS, Inc. may be held at any time upon the call of the President or at the request of three (3) Voting Members.

Section 4. Executive Committee Meetings. Subject to Section 6 of this Article IV, the Executive Committee may meet at any time upon the call of the President or at the request of three (3) members of the Executive Committee.

Section 5. Emergency Meetings. Where immediate action is required, "Emergency Meetings" of CARDS, Inc. or the Executive Committee may be held at any time upon the call of the President or, as appropriate, at the request of three (3) members of the Executive Committee.

Section 6. Notice of Meetings. Except for Emergency Meetings, written notice of any meeting of CARDS, Inc. or Executive Committee shall be given to the members thereof at least three (3) days prior to such meeting and shall set forth the reasons therefore.

Section 7. Quorum. The minimum number of members, present in person, necessary to constitute a quorum for the purpose of conducting business shall be a majority of the Voting Members of CARDS, Inc. or the Executive Committee, as appropriate; provided, however, that a quorum shall not be required to adjourn a meeting if a quorum is not present.

Section 8. Voting. All matters submitted to a vote at any meeting shall be determined by a majority vote of the Voting Members present, provided a quorum is present, unless otherwise provided in this Code of Regulations. **Voting via e-mail** - If a situation should arise wherein a vote would need to be taken immediately, the Cards, Inc. Executive Board may call for a member vote via e-mail rather than calling a formal meeting in person.

Section 9. Rules of Order. All meetings shall be conducted in accordance with Robert's Rules of Order unless otherwise provided in this Code of Regulations.

ARTICLE V - COMMITTEES

Section 1. In General. In the appointment of the Chairmen and members of Committees, reasonable efforts shall be made to include a wide range of representation from among various Member Support Groups and various sports. The Chairmen of Committees shall be appointed by the President. Committee members shall be appointed either by the President or by the Chairman of the Committee and such Committee members may either be members of CARDS, Inc. or members of Member Support Groups, or both. The Thomas Worthington High School Principal and Athletic Director shall be members ex-officio of each Committee.

Section 2. Nominating Committee. The Vice President shall appoint two (2) other members of the Nominating Committee from the Member Support Groups. The Nominating Committee will prepare and present a slate of proposed officers for election at least thirty (30) days prior to any meeting at which an election of officers is to occur.

Section 3. Program Committee. The Program Committee shall be responsible for the coordination, preparation and publication of a combined "Sports Program" containing pictures and other information about athletic teams, athletic team members, related organizations, and Support Groups and containing paid advertising the solicitation of which shall be coordinated by said Committee.

Section 4. Concessions Contractor. The Concessions Contractor shall be responsible for the operation of a concession stand during certain athletic events, including the coordination and scheduling of Support Groups and their members to work in the concession stand.

Section 5. Scholar-Athlete/Student Recognition Committee. The Scholar Athlete/Student Recognition Committee shall be responsible for the implementation of programs and other activities to recognize scholastic achievement on the part of Thomas Worthington High School student athletes, and for the implementation of programs and other activities to recognize the athletic achievements of students, particularly in multiple sports.

Section 6. Pancake Day Committee. The Pancake Day Committee shall coordinate Pancake Day.

Section 7. Audit Committee. The Audit Committee shall be responsible for the yearly audit of the Treasurer's books. There shall be a minimum of three (3) members from the Member Support Group. A report of the Audit Committee shall be made available to the Member Support Groups.

Section 8. Facility Committee. Responsible for identifying and raising funds for facility improvement projects for Thomas Worthington athletic facilities.

Section 9. Special Committees. CARDS, Inc. may have "Special Committees" to perform such functions as the Member Support Groups may authorize, from time to time, as it deems appropriate.

ARTICLE VI - ELECTION OF OFFICERS

After the Nominating Committee has prepared and presented a slate of candidates setting forth one (1) nominee for election to each office, such slate shall be presented to the Voting Members of CARDS, Inc. at the meeting. After accepting nominations from the floor, the President shall call for a voice or written ballot, as he or she shall deem appropriate. Each Voting Member of CARDS, Inc. shall be entitled to cast one vote for each office for which such election is being held. The candidate for each office receiving the most votes shall be elected.

ARTICLE VII - MEMBERSHIP

Section 1. Membership. Each Member Support Group is encouraged to appoint a representative to CARDS, Inc. for at least a (1) year term which will commence on July 1 and end on June 30. In order to be a Member of CARDS, Inc., in good standing, each Member Support Group (booster organization): must do all of the following:

- Submit a current roster of the Member Support Group's officers (contact phone numbers and email addresses).
- Submit regular budgets from the Member Support Group and attend an annual meeting with the Treasurer of CARDS, Inc., and all the treasurers of all of the Member Support Group to review the format reporting and expectations.
- Submit Member Support Group tax forms for previous fiscal year by August 15 of each year. Failure to comply may result in IRS late fees being assessed to the Member Support Group(s) responsible for the delay.
- Submit the Member Support Group's by-laws, constitution or code of regulations which accurately reflect the way the Member Support Group currently functions.
- Per the TWHS Athletic Department, Member Support Groups must provide concessions for their home games. See Concession Policy for more information.

- Submit the time and location of regularly scheduled meetings of the Member Support Group, if requested.
- Actively participate in CARDS, Inc fundraising activities.

Each officer of each Member Support Group must have a TWHS athlete that resides in the Worthington City School District. A Member Support Group which is not in good standing for failure to comply with this Article VII, Section 1, will not be recognized under the umbrella of CARDS, Inc. 501(c)(3) tax exempt status.

A Member Support Group which is not in good standing for failure to comply with this Article VII, Section 1, shall be denied rights of voting as a Member of CARDS, Inc. which are otherwise provided in Article VII, Section 2, below.

Section 2. Support Group Membership. Each Member Support Group in good standing shall be a Voting Member of CARDS, Inc.

ARTICLE VIII - NON-DISCRIMINATION

CARDS, Inc. shall be committed to and comply with local, state and federal law regarding non-discrimination and, therefore, shall not discriminate in the implementation of its programs and activities, in the election of its officers, in the appointment of its committees, in admission to membership, or in any other respect on the basis of race, color, religion, sex, national origin, disability, age, or ancestry.

ARTICLE IX – DISSOLUTION

CARDS, Inc. may be dissolved by three-fourths majority vote of the Member Support Groups. Upon the dissolution of CARDS, Inc. the Executive Committee shall, after paying or making provisions for the payment of all liabilities of the CARDS, Inc., dispose of all remaining assets of the CARDS, Inc., exclusively for the purpose of CARDS, Inc. in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, of recreational purposes as shall at the time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, as the Executive Committee shall determine.

ARTICLE X - INDEMNIFICATION

In addition to such indemnification as may be authorized by the Ohio Revised Code, the Executive Committee may indemnify or agree to indemnify any current or former member or officer against expenses, judgments, decrees, fines, penalties, legal fees and expenses or amounts paid in settlement or in the defense of any pending, threatened, or concluded action, suit or proceeding, criminal or civil, to which such member or officer is or may be made a party by reason of his holding such a position with CARDS, Inc., provided that the Executive Committee finds or it is otherwise determined that such person was not guilty of gross negligence or intentional misconduct in the performance of his or her duties for CARDS, Inc.

ARTICLE XI - MISCELLANEOUS

Section 1. Organizational and Fiscal Years. The CARDS, Inc. organizational and fiscal years shall commence on July 1 and conclude on June 30 of each year.

Section 2. Fidelity Bond. The Treasurer shall be bonded at the expense of CARDS, Inc., or via the Worthington City School District.

Section 3. Resignation of Student Athlete. No representative of a Member Support Group may continue to serve if such representative's student athlete has resigned from the sport represented by the Member Support Group.

ARTICLE XII- AMENDMENT AND REVIEW OF CODE OF REGULATIONS

Section 1. Amendment. This Code of Regulations may be amended at a Regular Meeting or Special Meeting of the Voting Members upon the affirmative vote of a majority of Voting Members present, provided that a quorum is present, and provided that the text of any proposed amendment was included in the notice of the meeting.

Section 2. Review. This Code of Regulations shall be reviewed every three years.

Last Revision & Approval: August, 2019