

PORTLAND ATHLETIC ASSOCIATION
Bylaws
Revised 10/14/09

Article 1 - Name

The name of this organization shall be the PORTLAND ATHLETIC ASSOCIATION.

Article 2 - Purpose

The purpose of the Portland Athletic Association is to promote a positive attitude toward student athletics and support the Portland Public Schools athletic program by providing financial assistance in maintaining and operating athletic programs for which no other provisions have been made. The Portland Athletic Association also provides financial assistance to complement funding provided by the Portland School District to Portland Athletics.

This organization shall not engage in any activity or transaction prohibited by Section 501 C (3) of the United States Internal Revenue Code, as amended.

Article 3 - Membership

The General Board Membership shall consist of any person interested in Portland Public School Athletics. General Members are eligible to vote at General Board meetings.

The Executive Board shall consist of the duly elected Officers, High School and Middle School Athletic Director(s) and appointed Committee Chair Persons.

Article 4 - Meetings

Meetings shall be held on the second Wednesday of each month at 7:00 p.m. at the Portland High School or otherwise at the call of the President.

Notice of a meeting shall be published in a paper of general circulation and posted at the Portland High School office of the Athletic Director.

A quorum requires the presence of four (4) general members.

The Annual meeting shall be in June of each year.

Article 5 - Officers

The elected officers shall be the President, Vice President, Secretary and Treasurer.

Officers shall be elected for two year terms. Nominations shall be made in May by a nominating committee appointed by the President at the April meeting.

Nominations may also be made from the floor at the May meeting. Election of officers shall be at the June Annual meeting. New officers shall begin their term of office at the June meeting.

An officer may be removed for good cause by a 2/3rds vote of the General Members providing there exist a quorum at the meeting.

Article 6 - Duties of Officers

The Executive Board shall have and may exercise all of the authority of the corporation, except as limited by resolution of the General Board Membership.

Any action that may be taken by the Executive Board at a meeting may be taken without a meeting.

The President shall have and may exercise such powers and shall perform such duties as may be delegated to him/her in fact or by law.

The Vice President shall have and may exercise such powers and shall perform such duties as may be delegated to him/her in fact or by law.

The Secretary shall have and may exercise such powers and shall perform such duties as may be delegated to him/her in fact or by law.

The Treasurer shall have and may exercise such powers and shall perform such duties as may be delegated to him/her in fact or by law. The Treasurer shall be responsible for the preparation of an Administrative Budget for presentation at the August meeting for the upcoming school year. The Treasurer may expend up to \$250.00 without prior board approval.

Article 7 - Committees

The President shall be responsible for the appointment of Committee Chair Persons deemed by the President as expedient; including but not limited to: Alumni, Concessions, Facilities, Fund Raising, Membership, Publicity; Program, Scholarship; and may refer to such committee any matters with instructions and/or powers to act.

Article 8 -- Funds on Account

All funds of the corporation shall be deposited from time to time with the Portland Federal Credit Union or as otherwise directed by the corporation.

Article 9 - Non-Liability

No officer, director, employee or volunteer while actively engaged in conducting the business of the corporation shall be liable except for gross negligence or willful misconduct. The corporation shall indemnify each such person, heirs and assigns against all expenses, including attorney fees, costs, fines and penalties.

Article 10 - Amendment

These bylaws may be amended or repealed by a 2/3rds vote of the General Board Membership present at any duly called meeting of the organization, provided that notice thereof shall be given in the Review & Observer or other paper of general circulation for three consecutive weeks.

Article 11 - Affiliation

This organization shall be an independent organization and not affiliated in any way with any state or national organization, program or association, but will work with and through the Portland Public School system.

Article 12 - Dissolution

In the event of dissolution of this organization, any assets of the organization shall become the property of any replacement organization or in default thereof shall be distributed to Portland Public Schools for the purpose of continuing the athletic programs of the Portland Public School system.

Article 13 - Nonprofit Corporation

This organization shall be organized and incorporated as a Domestic Non Profit Corporation, as provided for by the provisions of Act 162, Public Acts of 1982, as amended and as allowed by the Internal Revenue Code, as amended.

Article 14 - Parliamentary Law

A. When not in conflict with these bylaws, Robert's Rules of Order, as Revised shall establish the rule of procedure at all meetings of the corporation.

Article 15 – Policy

The PAA Funding Policy adopted in October, 2008 and any revisions approved by general board membership shall stand as the PAA guideline for funding requests.

Certification

I, -Susan Corey Katalenich, Secretary, do hereby certify that the above bylaws were adopted by the General Membership at a General Board meeting held on October 14, 2009.

Susan Corey Katalenich, Secretary