

JERSEY SHORE ATHLETIC GROUP, INC. (JSAG, INC.)

CONSTITUTION AND BY-LAWS

ARTICLE I. ORGANIZATION AND SEAL

- A. THE ORGANIZATION SHALL BE KNOWN AND CALLED: JSAG, INC., A NON PROFIT ORGANIZATION DULY REGISTERED IN THE STATE OF NEW JERSEY
- B. JSAG, INC. CAN BE REFERRED TO BY ANY OF ITS TRADE NAMES, SPECIFICALLY: JERSEY SHORE ATHLETIC GROUP, JSAG OR JERSEY SHORE KABAYAN.
- B JSAG, INC. SHALL HAVE AN OFFICIAL SEAL.
- C, THE NAME AND / OR SEAL MAY BE CHANGED OR ALTERED UPON THE APPROVAL BY A MAJORITY OF THE MEMBERS PRESENT AT A GENERAL MEETING.

ARTICLE II. GENERAL PURPOSES AND OBJECTIVES

- A. TO PROMOTE, SPONSOR AND HOLD SPORTS DEVELOPMENT PROGRAMS AND CONTESTS
- B. TO HOLD, CONDUCT AND PARTICIPATE IN AMATEUR SPORTS TOURNAMENTS AMONG VARIOUS ATHLETIC GROUPS, BOTH INTRASTATE AND INTERSTATE
- C. TO INITIATE, SPONSOR AND HOLD APPROPRIATE SOCIAL ACTIVITIES, OUTINGS AND TRIPS FOR THE FIL-AM COMMUNITIES IN THE JERSEY SHORE AREA, SPECIFICALLY FOR THE UPBUILDING OF THE YOUTH IN OUR AREA
- D . TO ACQUIRE, OWN, DISPOSE OR RENT/LEASE PROPERTY NECESSARY TO ACCOMPLISH, ATTAIN AND PERFORM THE ABOVE MENTIONED PURPOSES AND OBJECTIVES;
- E. JSAG, INC. SHALL NOT PARTICIPATE AND OR ENGAGE IN ANY POLITICAL ACTIVITY IN WHATEVER MANNER OR FORM. HOWEVER, THE INDIVIDUAL OFFICERS AND MEMBERS SHALL BE FREE TO EXERCISE THEIR OWN INDIVIDUAL POLITICAL RIGHTS AND PRACTICE THEIR OWN RELIGION OR RELIGIOUS BELIEFS.
- F, TO PERFORM AND ENGAGE IN WHATEVER IS NECESSARY, PROPER AND LAWFUL IN ORDER TO ACCOMPLISH AND ATTAIN THE ABOVE PURPOSES AND OBJECTIVES.

ARTICLE III. MEMBERSHIP- RIGHTS AND DUTIES

- A. **BOARD MEMBERSHIP** IN JSAG SHALL BE VOLUNTARY AND OPEN TO ALL. ONLY COUPLES OR INDIVIDUALS SHALL BE ADMITTED, WHO ARE SPONSORED AND RECOMMENDED BY THE COMMITTEE ON MEMBERSHIP, DULY APPROVED BY THE MAJORITY OF THE BOARD MEMBERS PRESENT AT THE ANNUAL GENERAL MEETING.
- B. ALL BOARD MEMBERS SHALL ENJOY THE SAME RIGHTS, PRIVILEGES AND DUTIES AND OBLIGATIONS AS THE FOUNDING MEMBERS;
- C. BOARD MEMBERS SHALL BE ASSESSED AN ANNUAL MEMBERSHIP FEE IN AN AMOUNT TO BE DETERMINED BY THE PRESIDENT, AND APPROVED BY THE MEMBERSHIP BODY, TO BE COLLECTED EITHER SEMI-ANNUALLY OR ANNUALLY ON OR BEFORE JANUARY 30 AND JULY 30 OF EACH CALENDAR YEAR.
- D. ONLY BOARD MEMBERS OF GOOD STANDING SHALL BE ELIGIBLE AND ENTITLED TO VOTE AND BE VOTED UPON. THE GOOD STANDING STATUS OF A MEMBER IS LOST WITH THE NON-PAYMENT OF THE MEMBERSHIP DUES, AND/OR FAILURE TO ATTEND REGULAR QUARTERY OR GENERAL MEMBERSHIP MEETINGS FOR AN UNREASONABLE PERIOD OF TIME. AN INACTIVE MEMBER WILL ONLY BE ACCEPTED BACK TO THE ORGANIZATION UPON PAYMENT OF PAST MEMBERSHIP DUES AND WITH THE APPROVAL OF THE MAJORITY OF THE MEMBERS IN ITS GENERAL MEETING.
- E. ALL BOARD MEMBERS ARE EXPECTED TO ATTEND, PARTICIPATE AND BE INVOLVED IN THE AFFAIRS AND ACTIVITIES OF JSAG, INC.
- F. ALL OTHER JSAG PARTICIPANTS NOT YET RECOMMENDED AND APPROVED BY THE MEMBERSHIP COMMITTEE FOR BOARD MEMBERSHIP (I.E. NON-PAYING MEMBERS) WILL BE GIVEN THE DESIGNATION AS **JSAG MEMBERS** IN ORDER TO DISTINGUISH THEM FROM BOARD MEMBERS. JSAG MEMBERS DO NOT HOLD THE SAME PRIVELEGES AS BOARD MEMBERS.

ARTICLE IV. OFFICERS

A. JSAG, INC. SHALL HAVE A PRESIDENT, A PRESIDENT-ELECT, A SECRETARY, A TREASURER, AN AUDITOR, A PUBLIC RELATIONS LIASON OFFICER, A FUND RAISING OFFICER AND A SPORTS DEVELOPMENT OFFICER. A PANEL OF EXECUTIVE ADVISORS WILL BE HAND-PICKED BY THE PRESIDENT AT HIS / HER PREFERENCE / DISCRETION.

B. THE PRESIDENT-ELECT, TREASURER AND AUDITOR SHALL BE DULY ELECTED AT THE ANNUAL GENERAL MEMBERSHIP MEETING TO BE HELD NOT LATER THAN THE MONTH OF NOVEMBER BEFORE THE TERM ENDS. ALL OFFICERS SHALL HOLD OFFICE FOR A TERM OF TWO (2) YEARS. TERMS WILL OFFICIALLY BEGIN ON JAN 1 OF EVEN ENDED YEARS (ie 2008, 2010, 2012, etc). UNLESS REMOVED FROM OFFICE BY IMPEACHMENT WITH DUE PROCESS UPON THE RECOMMENDATION OF THE OFFICERS AND EXECUTIVE ADVISORS, RESIGNATION OR FAILURE TO FULFILL HIS/HER DUTIES DUE TO ILLNESS OR INCAPACITATED, AN INTERIM PRESIDENT-ELECT, TREASURER AND/OR AUDITOR SHALL BE ELECTED AND FINISH THE REMAINING TERM OF OFFICE

C. THE SECRETARY, PUBLIC RELATIONS LIASON OFFICER, FUND RAISING OFFICER, SPORTS DEVELOPMENT OFFICER AND THE PANEL OF EXECUTIVE ADVISERS, SHALL BE NAMED AND APPOINTED BY THE PRESIDENT, CONFIRMED AND APPROVED BY THE BOARD MEMBERSHIP AND ALL SHALL HOLD OFFICE AT THE PLEASURE OF THE PRESIDENT.

D. THE **PRESIDENT** IS THE EXECUTIVE OFFICER OF THE ORGANIZATION RESPONSIBLE FOR THE MANAGEMENT AND OPERATION OF ALL BUSINESS AFFAIRS AND ACTIVITIES OF JSAG, INC. HE/SHE SHALL BE THE PRESIDING OFFICER AT ALL REGULAR AND SPECIAL MEETINGS, BE THE OFFICIAL REPRESENTATIVE OF JSAG, INC. AND BE THE ONE AUTHORIZED TO SIGN AND ENDORSE ALL CHECKS ISSUED BY JSAG, INC. AND SHALL HAVE SUCH POWERS USUALLY VESTED AND EXERCISED BY AN EXECUTIVE OFFICER OF ANY ORGANIZATION AS IS REASONABLE AND LEGALLY NECESSARY TO ACCOMPLISH, ATTAIN AND CARRY OUT THE PURPOSES AND OBJECTIVES OF JSAG, INC.

E. THE **PRESIDENT-ELECT** IS THE EXECUTIVE OFFICER NEXT IN LINE TO THE PRESIDENT AND IS PRIMARILY RESPONSIBLE FOR CARRYING OUT THE FUNCTIONS AND DUTIES SHOULD THE INCUMBENT PRESIDENT BE UNAVAILABLE FOR WHATEVER REASONS CITED. HE / SHE IS ALSO IN POSITION TO SUCCEED THE OUTGOING PRESIDENT FOR THE FOLLOWING TERM AS THE NEW, INCOMING PRESIDENT.

F. THE **TREASURER** SHALL BE THE FINANCIAL AND PROPERTY CUSTODIAN OF JSAG, INC., SUBMIT QUARTERLY FINANCIAL REPORTS; AND SHALL, TOGETHER WITH THE PRESIDENT, SIGN AND ENDORSE ALL CHECKS PAYMENTS OF JSAG, INC., AND PERFORM SUCH DUTIES USUALLY INCIDENT TO THE OFFICE OF TREASURER, HE/SHE SHALL PREPARE AND SUBMIT TO THE PRESIDENT AT THE ANNUAL MEETING A LIST OF MEMBERS DELINQUENT IN THEIR DUES.

H. THE DUTIES OF THE **AUDITOR** SHALL BE TO REVIEW AND ESTABLISH THE INTEGRITY OF THE QUARTERLY FINANCIAL REPORT OF THE TREASURER, AND TO MAKE SURE IT CONFORMS TO FINANCIAL REPORTING LAWS.

G. THE **SECRETARY** SHALL BE THE RECORDING OFFICER OF JSAG, INC., TO KEEP THE MINUTES OF REGULAR / SPECIAL MEETINGS, MAIL OUT NOTICES OF MEETINGS AND INVITATIONS TO JSAG ACTIVITIES AND AFFAIRS AND SHALL PERFORM THE USUAL DUTIES INHERENT TO THE OFFICE OF SECRETARY.

H. THE **FUND RAISING OFFICER** WILL BE IN CHARGE OF PLANNING, ORGANIZING AND IMPLEMENTING ACTIVITIES TO RAISE MONETARY FUNDS FOR JSAG, INC. HE/ SHE WILL SUBMIT A YEARLY PLAN OF ACTIVITIES SO AS TO ACHIEVE THIS OBJECTIVE WITH THE APPROVAL OF THE PRESIDENT IN COORDINATION WITH ALL THE OTHER OFFICERS INVLOVED.

I. THE **PUBLIC RELATIONS LIASON OFFICER** WILL BE IN CHARGE OF COORDINATING WITH OTHER COMMUNITY AND CIVIC ORGANIZATIONS / GROUPS SO AS TO FOSTER GOOD RELATIONS AND TO DEVELOP COORDINATION WITH SPECIFIC ACTIVITIES IN LINE WITH PROMOTING THE PRESENCE AND RELEVANCE OF JSAG, INC.

J. THE **SPORTS DEVELOPMENT OFFICER** WILL BE IN CHARGE OF DRAFTING, ORGANIZING AND IMPLEMENTING A YEARLY PROGRAM FOR ALL SPORTS ACTIVITIES OF JSAG, INC, INCLUDING, BUT NOT LIMITED TO, JSAG SPONSORED SPORTS TOURNAMENTS, CHILDREN'S SPORTS CLINICS, ETC; HE/ SHE WILL ALSO BE IN CHARGE OF OBTAINING SUCH VENUES NECESSARY TO ACCOMPLISH ABOVE ACTIVITIES AND WILL SUBMIT A YEARLY PLAN OF ACTIVITIES WITH THE APPROVAL OF THE PRESIDENT IN COORDINATION WITH ALL OTHER OFFICERS INVOLVED.

K. MEMBERS OF THE **EXECUTIVE PANEL OF ADVISORS** WILL BE HAND-PICKED BY THE INCUMBENT PRESIDENT SO AS TO ASSIST, ADVISE AND FACILITATE THE OFFICE OF THE PRESIDENT. AUXILARY OFFICERSHIP POSITIONS IN THIS PANEL WILL BE ASSIGNED BY THE PRESIDENT, AS CONFIRMED AND APPROVED BY THE BOARD MEMBERSHIP, WHICH MAY INCLUDE, BUT ARE NOT LIMITED TO THE FOLLOWING: **NABA LIASON OFFICER, MEMBERSHIP COMMITTEE CHAIRMAN, PARENTS AUXILLARY GROUP OFFICER, COACHES AND ASSISTANT COACHES FOR THE RESPECTIVE NABA AGE-GROUP TEAMS, ETC**

I. OFFICERS OF JSAG, INC. ARE NOT ENTITLED TO ANY COMPENSATION, STIPEND AND OR SALARY.

ARTICLE V. MEETINGS

A. JSAG, INC. SHALL HOLD REGULAR QUARTERLY MEETINGS EVERY FIRST SATURDAY OF EACH QUARTER AT A TIME AND PLACE TO BE DETERMINED BY THE PRESIDENT. THE PRESIDENT SHALL SUBMIT TO THE MEMBERSHIP PROPOSED EXPENDITURES FOR THE INCOMING QUARTER WHENEVER POSSIBLE.

B. SPECIAL MEETINGS MAY BE CALLED BY THE PRESIDENT, OR AT THE WRITTEN REQUEST OF A MAJORITY OF BOARD MEMBERS OF GOOD STANDING, TO CONSIDER URGENT AND EMERGENCY MATTERS. NO OTHER BUSINESS WILL BE CONSIDERED EXCEPT FOR THAT CONTAINED IN THE NOTICE.

C. THE ELECTION OF THE PRESIDENT-ELECT, THE TREASURER AND THE AUDITOR SHALL BE BY SECRET BALLOT. IN NO CASE SHALL ABSENTEE VOTING, OR VOTING BY PROXY BE ALLOWED.

D. A MAJORITY OF MEMBERS IN GOOD STANDING SHALL CONSTITUTE A QUORUM TO TRANSACT BUSINESS AT REGULAR AND SPECIAL MEETINGS.

**ARTICLE VI.
AMENDMENTS / EFFECTIVITY**

THE PROVISIONS OF THIS CONSTITUTION AND BYLAWS MAY BE AMENDED, OR REPLACED BY A VOTE OF TWO-THIRDS (2/3) OF THE BOARD MEMBERS PRESENT AT A SPECIAL/GENERAL MEETING DULY CONVENEED FOR THE PURPOSE, PROVIDED THAT A QUORUM IS PRESENT TO DO BUSINESS.

THE AMENDED CONSTITUTION TAKES EFFECT IMMEDIATELY UPON ITS APPROVAL AND RATIFICATION BY A MAJORITY OF THE BOARD MEMBERS PRESENT AT A MEETING DULY CONVENEED FOR THE PURPOSE.