



DC METRO RAIDERS BOOSTER CLUB BYLAWS

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BYLAWS

Article I. Name and Mission

A. Name

The name of this organization shall be the DC Metro Raiders Booster Club (the "Club").

B. Mission

The mission of the Club is to promote and celebrate the Raiders NFL football team, and to operate as a non-profit voluntary group raising donations for annually-designated charitable causes.

Article II. DC Metro Raiders Booster Club Logo

A. The DC Metro Raiders Booster club will use their own logo for official Club business in regard to Club letterheads, newsletters, checks, membership cards, mailing documents and Club merchandise.

B. The Club cannot use the official Raiders logo without written permission from the Raiders.

Article III. Membership

A. Any person aged 21 and above may apply to become a member in good standing of the Club by sending electronic communication to the Executive Director containing their name, address, telephone number, email address and paying their dues to the DC Metro Raider Booster Club. A member is considered in good standing only after full payment of dues.

B. A membership card will be given to the member upon request, and the Executive Director will add their name to the official Club membership roster. Only members in good standing may run for office, speak at membership or Board meetings, vote in Club elections and supervise Club events and activities.

C. Honorary lifetime membership is given to Morris Bradshaw of the Raiders organization and to the DC Metro Raider Booster Chapter Co-Founders Sean Carr and Peggy Holmes. The Board may grant honorary lifetime memberships by a majority vote to a current or former Raider player or any individual who has demonstrated outstanding leadership or commitment to the Club for ten or more years.

Article IV. Fiscal Year

The club's fiscal year will begin on January 1st and end on December 31st of the same year. The books and records of the Club will be closed on December 31st of each fiscal year. All financial, membership, and other Club matters that have not been raised in writing by December 31st shall not be considered by the Board or the membership after that date, with the exception of violations of the Code of Conduct listed in **Article V - Code of Conduct, Section B.**

Article V. Code of Conduct

A. All Club members are subject to the Raider Fan and NFL Fan Code of Conduct. These will be posted on the Club's website and it is the responsibility of each member to read and review the Code annually.

B. Any club member who instigates or participates in actions which jeopardize the official booster club status of the Club or the safety of its members may be warned, suspended or expelled by a majority vote of the Board of Directors. Such actions include, but are not limited to: 1) illegal use of the Raiders logo or name; 2) unauthorized use of the DC Metro Raiders Booster Club logo or name; 3) unlawful acts committed while participating in Club activities or activities supported by the Club; 4) threatening, bullying or unprovoked physical attack on Club members or guests for any reason; 5) theft, misuse or unreasonable withholding of Club funds, or 6) any action by a member that the Board finds reflects negatively on the reputation of the Club. A suspension may not last longer than four (4) weeks. Club guests who violate the Code of Conduct may be asked not to return.

C. A complaint must be filed in writing by any member in good standing against another member. The Executive Director must notify the charging party or parties in writing of the date the Board will hear the complaint. The Board may, at its discretion and by majority vote, dismiss the charges or, if the charges are sustained, warn, suspend or expel a member from the Club. All charges must be proven through the use of documents or witnesses by the Club or Board member(s) making the charges. Failure by the complaining party to appear on the specified date will result in the complaint being dismissed, and the charges cannot be brought up again. Failure by the party being charged

to appear (without good cause) will result in immediate expulsion. The Executive Director will notify the member of the Board's decision. If a Board member or Officer of the Board is the party being charged with the offense, he or she cannot participate in the vote.

Article VI. Board of Directors

A. The Club's Board of Directors (the "Board") shall consist of at least five but not more than nine members, and all must be members in good standing. The Board shall also consist of a Chairman, Treasurer, and an Executive Director appointed by a majority vote of the Board. The Treasurer has a full Board vote. The Executive Director will not have a Board vote and the Chairman will only vote in cases of ties.

B. Board elections shall take place in September. Each Board member shall serve no more than two (2) consecutive two-year terms. In the event no nominee comes forward to run for a vacant Board position, the current Board member may run for a third term. No Board member shall serve for more than six (6) consecutive years. It is the duty of each Board member to mentor and prepare individuals to serve on the Board at a future date.

C. The Board shall set policy and procedures for the Club, supervise the business and membership affairs of the Club and is responsible for supervision and oversight of the Executive Director. Ideas for Club activities, events, policies, community service, charities and donations should come from the Board. Members of the Board, if necessary, to perform their duties, may delegate tasks or functions to other members in good standing. Board members must respond within 72 hours to emails sent by the Chairman, Treasurer, Executive Director, other members of the Board, and general members about regular Board meeting attendance and regularly participate in Club activities.

D. The Board shall form special committees when needed to study issues or to implement the policies, directives and events they have approved. Such committees shall consist of at least two (2) Board members. Each committee will designate a chairman who will assure that the committee meets and does its work. No committee of the Board may set policy or implement actions without prior Board approval. The Committee shall automatically dissolve when their work is complete.

E. Regularly-scheduled meetings of the Board shall be held at least once every two (2) months, with additional Board meetings being called with the consent of the majority of the Board. The Executive Director, a Board member or the Chairman may

initiate requests for special meetings. Meetings shall be held either in person or by teleconference.

F. Board members who 1) are unwilling or unable to serve, or 2) fail to attend three (3) consecutive Board meetings without good cause, or 3) repeatedly fail to respond in a timely manner to emails from the Board or members, or 4) fail to actively participate in Club events, may be removed from office at the next regularly-scheduled Board meeting by a majority vote of the Board. In the event of a removal or resignation, the Board may then appoint an interim Board member who must be voted in at the next regularly-scheduled election. The Board member who is being considered for removal may not participate in the removal vote.

Article VII. Officers of the Board

A. Chairman

1. The Chairman shall be appointed by Board members. He or she must come from the ranks of elected or appointed Board members and must be a member in good standing. The Chairman shall, in consultation with the Executive Director, oversee all Club communications, financial and membership affairs of the Club in accordance with Board policy. The Board may assign other duties to the Chairman as needed.

2. The Chairman is ultimately responsible for ensuring that Board directives and policies are followed. He or she writes the meeting agenda in consultation with other Board members and the Executive Director, calls to order and chairs all Board and Club meetings. If the Chairman cannot be present at a Board or Club meeting, his or her duties may be delegated to a Board member. The Chairman can only vote to break ties and otherwise has no vote in Board decisions.

3. The Chairman also serves as a liaison between the Club, the Raiders, the Steering Committee of Booster Clubs for the Oakland Raiders (SCBCOR), and other official Raider Booster clubs.

4. In the event that the Chairman is 1) unable or unwilling to execute his or her duties, or 2) fails to attend three (3) consecutive Board meetings, the Board by a two-thirds (2/3) vote, can remove the Chairman. If this occurs, the Board must immediately vote in a new Chairman from its ranks. The person being considered for removal cannot participate in the removal vote.

5. The Board may also vote to remove the Chairman from the Board at the same time by a separate two-thirds (2/3) vote. The Board may then appoint an interim Board member who must be voted in at the next regularly-scheduled election.

B. Treasurer

1. The Treasurer shall be appointed by the Board and has a vote in all Board matters. If the Treasurer is a Board member, he or she must resign their Board seat and a Board vacancy is created. The Board may then appoint an interim Board member who must be voted in at the next regularly-scheduled election.

2. The Treasurer shall have charge and custody of all Club funds. He or she shall give and receive receipts for all financial transactions, provide an inventory of all Club property and merchandise at least three (3) times per year, issue checks or drafts on behalf of the club, collect membership dues, make deposits and withdrawals to cover Club expenses, manage Club bank accounts, make bank deposits/withdrawals, pay Club expenses in accordance with Board policy and present monthly treasurer's reports to the Board.

3. If the Treasurer is 1) no longer a member in good standing, or 2) becomes unable or unwilling to perform their duties, or 3) has failed to perform or performed his or her duties, the Board by a two-thirds (2/3) vote may remove the Treasurer and/or appoint a replacement. If a Board member replaces the Treasurer, he or she must resign their Board position. The Board may then appoint an interim Board member who must be voted in at the next regularly-scheduled election. The person being considered for removal may not participate in the removal vote.

C. Executive Director

1. The Executive Director shall be appointed by the Board and is responsible for implementing the Board policy. He or she must be a member in good standing. He or she is an ex-officio member of the Board and does not vote.

2. The Executive Director is the custodian of official Club and Board records, sends emails and written communications to members and others on behalf of the Board, oversees the Club's website, Facebook and other Club applications, and maintains an up-to-date membership roster. The Executive Director attends all Board meetings and

may prepare agendas and keep minutes of such meetings and may appoint members in good standing to assist him or her with such duties.

3. In order to implement the policies and directives of the Board, the Executive Director may appoint members in good standing to assist him or her with such duties. Such appointment powers shall not be limited by the Board except in cases where the member is no longer in good standing or has failed to perform the delegated duties.

4. The Executive Director will supervise all Club elections. He or she may vote in elections and on general membership issues but cannot run for an elected Club office while remaining the Executive Director. The Executive Director is also responsible for making sure that all motions, policies and procedures voted upon by the Board or the membership conform with the Club bylaws. In the event that the Executive Director has resigned in order to run for the Board, the provisions in **Article XI - Nominations and Elections** shall apply.

5. If the Executive Director is 1) no longer a member in good standing, or 2) becomes unable or unwilling to perform their duties, or 3) has failed to perform his or her duties, the Board by a two-thirds (2/3) vote, may remove the Executive Director and appoint a replacement. If a Board member replaces the Executive Director, he or she must resign their Board position.

Article VIII. Dues

A. Dues for the Club will be set annually by the Board before NFL Draft Day and will be in effect for that membership year. Dues shall be paid in person, through PayPal, or on the Club's website. The Treasurer shall receive and account for all dues payments while the Executive Director will be responsible for providing an accurate and up-to-date Club membership roster.

B. The Board reserves the right to change the amount of membership dues with a majority vote, which change shall not take effect until the next membership year. In general, annual membership dues will be used to help defray Club administrative and technology costs, as well as to make contributions to designated Club charities.

Article IX. Charitable Affiliations

A. Each year the Board will vote on two (2) or more non-profit charitable organizations that are to receive a minimum donation from the Club of \$50.00 each before December 31st of that year. The vote should be held before NFL Draft Day.

B. The Club must hold at least one (1) charitable event per year, from which charitable donations to the selected charities will be made. The Board may, however, hold special events during the year to benefit other charities.

Article X. Annual Membership Meeting and Meeting Notice

A. The annual membership meeting of the Club will take place between September 1st and 30th of each year. The Board will set the date, which should be an hour before a Sunday game day for the convenience of members. The Chairman will preside over the annual membership meeting but may delegate the duty to a member in good standing not running for office.

B. The Executive Director shall notify all members in good standing by e-mail or telephone of the meeting no later than August 15th. Notice of the annual membership meeting will also be posted on the Club's website no later than August 15th. The Executive Director shall be responsible for notifying new members of the meeting date and location prior to the meeting date.

C. The agenda for the meeting will be prepared by the Board. Meetings will be run informally and members may speak after being recognized by the Chair. The Club bylaws shall govern all actions at the annual meeting. Roberts Rules of Order (the most recent edition) may only be invoked in the case of a dispute. The member requesting a ruling based on Roberts Rules must immediately give the citation to the rule being invoked or their challenge will be ruled out of order.

Article XI. Nominations and Elections

A. Elections for the Board shall take place in a period of one (1) week prior to and one (1) week after the annual membership meeting, for a total of two (2) weeks (the "Election Period"). The Executive Director shall organize and oversee all elections unless he or she is running for office. He or she must 1) count the votes in the presence of one (1) member in good standing not running for office, 2) certify the results, and 3) notify the

Board and the general membership by email or telephone of election results within one (1) week after the election period closes. The election results must also be posted within one (1) week after the election period closes. The newly-elected Board members will begin their terms immediately.

B. Votes may be cast by proxy, written ballot or email. Proxies must be cast in person and contain the Club member's name, address, telephone number and email address, and must clearly authorize the bearer to cast a vote on his or her behalf. Only members in good standing shall be eligible to vote or cast proxy votes.

C. Candidates for office must be members in good standing and may self-nominate or be nominated by a member in good standing. All nominations must be in writing prior to the beginning of election period. Candidates nominated by others must accept the nomination in writing in order to appear on the ballot and may withdraw in writing at any time prior to the election period.

D. In the event two members receive the same amount of votes during the election period, the Executive Director will repoll the membership by email or telephone no later than two (2) weeks after the election period closes, and the results shall be given to the membership by e-mail or telephone and posted on the Club's website no later than two (2) weeks after the election period closes. The Board may also decide to seat both members on the Board if there are vacancies.

E. In the event the Executive Director resigns in order to run for office or is unable to supervise the election, the elections shall be organized and overseen by a member in good standing appointed by majority vote of the Board. He or she must 1) count the votes in the presence of one (1) member in good standing not running for office, 2) certify the results, and 3) notify the Board and the general membership by email or telephone of election results within one (1) week after the election period closes. The election results must also be posted within one (1) week after the election period closes.

Article XII. Quorum

No Board vote may take place without a quorum. At least two-thirds (2/3) of the members of the Board (including the Chairman) must be present to constitute a Board quorum.

Article XIII. Motions and Procedures

A. No motion, policy, or procedure may be made at a Board or Club meeting that would conflict with the Club bylaws. If a member believes that a motion, policy, or procedure conflicts with the Club bylaws, he or she must raise the issue in writing with the Executive Director and the Board, and the Board must act within one (1) week of receipt. If the member's concern is sustained, such motion, policy, or procedure must be declared void by the Board. The membership must immediately be notified by email or telephone and the ruling posted on the Club's website.

B. The Board, at its discretion, may conform the motion to the bylaws and vote or schedule a membership vote on the newly-revised motion. For purposes of settling disputes regarding procedure at a Board or Club meeting, Roberts Rules of Order may be used.

Article XIV. Amendments

A. Amendments to the bylaws will first be voted on by the Board. They will then be emailed to the members in good standing with a brief explanation of changes and published on the Club's website for 21 days. If there are no written exceptions by members in good standing, the amendments shall take effect on the 22nd day. Written exceptions to the amendments must be accompanied by suggested changes.

B. In the event there are written exceptions and suggested changes to the bylaws by members, the Board shall meet to discuss and vote on the suggested changes. The Board vote will be final and the member notified by the Executive Director of why their changes were accepted or rejected. The amended bylaws will then be emailed to members and published on the Club's website as final.

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