

PLATTE COUNTY SPORTS COMMISSION
BYLAWS
(Adopted September 24th, 2014)

ARTICLE I. COMMISSION NAME

The name of this commission shall be the Platte County Sports Commission, herein after referred to as the "Commission".

ARTICLE II. ESTABLISHMENT AND AFFILIATION

This Commission shall be established by Platte County, Missouri, and the Kansas City, Missouri, Board of Parks and Recreation Commissioners. The Sports Commission ("Commission") may affiliate itself with Platte County municipalities, school districts, sports associations, and not-for-profit agencies that provide recreational and competitive sports, programs, and facilities within the legal boundaries of Platte County, Missouri.

ARTICLE III. ADMINISTRATIVE BOARD

The Commission shall be led by a Board of Directors responsible for the assets and activities of the Commission, and appointed jointly by the Platte County Commission and Kansas City, Missouri, Board of Parks and Recreation Commissioners.

ARTICLE IV. MISSION STATEMENT

To enhance the quality of life and economic growth for all residents of Platte County, Missouri, by fostering recreational, competitive, instructional, and educational athletic programs and events.

ARTICLE V. OBJECTIVES

Section I. Focus of Work

The Commission will support high quality, comprehensive programs and a commitment to keeping the public informed and involved. The Commission's primary objectives are to ensure that sports and recreational programs in Platte County will:

- A. Provide instructional and competitive level sports and recreational programs for a variety of interest areas, including individual and team sports with a balance of instruction, practice and competition;
- B. Be well organized and affordable, open to all ages and skill levels, in a safe and healthy environment;

- C. Encourage the parents of youth participants in Commission affiliated programs to be involved in the formation and implementation of activities along with positive mentors teaching lifelong skills, fundamentals, sportsmanship, character, teamwork, and responsibility.

Section II. Primary Scopes of Work

The primary scopes of work to implement the mission of the Commission shall include:

- A. Collaboration, fostering cooperation between citizens, non-profit organizations, and public agencies to provide for exceptional public sports and recreational programs.
 - 1. Leadership: The Commission shall consist of a citizen lead and mission driven Board of Directors and advisors accountable to all of the citizens of Platte County. The Commission shall be dedicated to measuring outcomes and constant improvement, and supported by, when deemed needed by the Board of Directors, a professional staff and well trained and supported volunteers.
 - 2. Cooperation: The Commission shall encourage program efficiency and new partnerships amongst service providers and parks facilities, increasing opportunities for youth and families in Platte County and giving youth the opportunity to participate at their individual skill levels.
 - 3. Implementation: The Commission may accept sublease responsibilities for programs and events at facilities through agreements that are mutually beneficial and approved by the Board of Directors and facility owners. In such instances, the Commission may implement program responsibilities directly, or sub-contract for services, as approved by the Board of Directors.
- B. Communicate and inform the public through the strategic utilization of communication methods and technologies that are easily accessible by the public, to promote the awareness about the availability of a wide range of sports programs and opportunities, and to increase the understanding among the public about the benefits of participation in these activities.
 - 1. Communication: The Commission shall establish a branded system of information points for public information on recreation programs, weekend tournaments and other sports and recreation related events and attractions. Communication shall include, but is not limited to, an integrated website, social media outlets, and other forms of online and traditional forms of communication, including the use of new communication technologies as they are developed.

- C. Continuous improvement through policies that provide youth and families with the ability to have a wide range of opportunities in a fun, safe and educational environment.
 - 1. Research: The Commission shall establish a plan to annually evaluate community needs and to constantly strive for improvements in sports programs and services offered. The Commission will achieve this by collaborating across the spectrum of all service agencies, including public and private organizations.

- D. Promote fiscal sustainability that will encourage organizational stability of program providers and economic growth for the public investments that are made at public parks and recreational facilities in Platte County and its municipalities.
 - 1. Sustainability - The Commission shall be a self-supporting organization that shall develop revenue streams to cover implementation and operation of the projects and programs of the Commission.

 - 2. Economic Development – The Commission shall advocate and support economic opportunities in Platte County and its local municipalities by supporting sports and recreational tourism opportunities that benefit local residents through jobs and business opportunities.

ARTICLE VI. BOARD OF DIRECTORS

Section I. The Commission’s Board of Directors shall consist of an initial appointment of three members per Article III. Within three years from the date of appointment of the initial three members of the Board, the Board of Directors shall expand to at least seven, but no more than nine, members that are jointly appointed by the Platte County Commission and the Kansas City Board of Parks and Recreation Commissioners. Board members shall be residents, working or employed within Platte County with no fewer than three members of the Board residing within the city limits of Kansas City.

Once the Board of Directors has reached a minimum of seven members, the Director of Parks and Recreation for Platte County, Missouri and the Director of Parks and Recreation for Kansas City, Missouri shall continue to serve as ex-officio members of the Board of Directors with voting privileges. Residency requirement shall be waived for ex-officio members.

Section II. The term of office for each member of the Board of Directors shall be three years, or until a successor has been appointed. Members of the Board of Directors, other than ex-officio members, shall serve no more than two consecutive full three year terms. Ex-officio members may serve unlimited consecutive terms.

Section III. The appointed Board of Directors may include representatives of active local organizations and municipalities that schedule primary programs at major sports parks in Platte

County (currently Tiffany Hills, Tiffany Springs, Platte Purchase and Platte Ridge parks). This consideration may be waived should any organization fail to remain active in programming activities at one of the major sports parks, or retain their own IRS non-profit status as applicable.

Section IV. Board Members shall also include citizens with special interest and knowledge of local sports and recreation programs, school districts, and their various needs in these areas.

Section V. As determined by the Board of Directors, staff from Parks and Recreation Departments, tourism agencies, and school districts involved with sports and recreation within Platte County shall be invited to all meetings of the Board as non-voting advisors.

Section VI. The Board of Directors shall serve without compensation. Board of Directors may be reimbursed for pre-authorized expenses incurred on behalf of the Commission provided that appropriate documentation is submitted at the time of the request for reimbursement. A majority vote of the Board must be passed before any reimbursements are finalized.

Section VII. A simple majority of the number of Directors of the Board shall constitute a quorum at any meeting of the Board.

Section VIII. Board of Director Members may be removed by mutual action of the Platte County Commission and Kansas City, Missouri Board of Park Commissioners as originally appointed per Article III.

Section IX. Vacancies on the Board of Directors shall be filled per Article III.

ARTICLE VII. ELECTION OF OFFICERS

Section I. The officers of the Commission's Board of Directors shall be selected from the appointed, voting members of the Board and shall consist of a President, Vice President and Secretary/Treasurer. The Officers together with the Immediate Past President shall constitute the Executive Committee.

Section II. The officers shall be elected by the Board of Directors at the first board meeting at the start of the fiscal year. These officers shall hold office for a term of one year or until their successors are elected, and their term of office shall begin immediately upon election.

Section III. The officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the Commission's Board of Directors.

Section IV. An officer may be removed from office by majority vote of the Board of Directors.

Section V. An officer may resign their office by providing notice to the Board of Directors. Upon acceptance of the resignation by majority vote of the Board of Directors, the office shall be declared vacant.

Section VI. An officer who fails to attend a regular meeting of the Board of Directors for four consecutive meetings may be declared to have abandoned their office by majority vote of the Board of Directors. An office which has been abandoned shall be declared vacant.

Section VII. Vacant offices shall be filled in accordance with Section 1 of this Article by the Board of Directors. The term of office for an officer elected under this section shall be until the end of the original term, or until a successor is chosen.

Section VIII. Duties of Officers

- A. President - The President shall be the principal elected officer of the Commission; shall preside at meetings of the Commission and the Board of Directors; shall appoint all committees with the consent of the Board; and shall serve as an ex-officio member of all committees. Such other duties as are necessary and incident to the office, or as may be prescribed by the Board of Directors, shall be performed by the Chairman.
- B. Vice President - Presides in the absence of the President and carries out such duties and assignments as may be delegated by the President.
- C. Secretary/Treasurer - Records the minutes of the meetings and keeps financial records of the Commission. The secretary/treasurer is also responsible for
 - a. sending out notice of regular and special meetings;
 - b. maintaining an official record of activities and financial reports;
 - c. notifying the Platte County Commission and Kansas City Board of Park Commissioners on an annual basis the names and addresses of all Board Members;
 - d. And performing such other duties as this office may require.

All financial transactions of the Board shall require two officer signatures. The Commission may require a bond for authorized signatories, for a sum sufficient to protect the Commission from loss. Premiums or fees for such bonds shall be the responsibility of the Commission.

ARTICLE VIII. BOARD OF DIRECTOR MEETINGS

Section I. The regular meetings of the Board of Directors shall be held on the fourth Wednesday of each month unless otherwise ordered by the Board, at a time and location as established by the Board. Notices of all meetings shall be sent to all Board members a minimum of 24 hours before the scheduled meeting.

Section II. A majority of the appointed Directors of the Board at any meeting shall constitute a quorum.

Section III. Special meetings of the Board of Directors may be called by the President or by three members of the Board. The purpose of the meeting shall be stated in the call and such business as stated in the call shall be transacted.

Section IV. All members of the Board of Directors present at any regular or special meeting shall have the right to vote on all actions of the Board. No Director shall be permitted to vote by proxy.

Section V. All actions of the Board of Directors shall require an affirmative vote by a simple majority of the Directors present unless otherwise noted herein.

Section VI. All Board of Director members will be notified of each meeting of the Board. Board shall reserve the right to conduct private executive sessions to address and take action on any legal or personnel matter.

Section VII. Written minutes and results of any action by the Board shall be kept and made available to all Directors. Agendas and minutes of the Board meetings shall be posted on the Commission's website.

Section VIII. Members of the Board of Directors or any committee thereof may participate in a meeting of the Board or committee by, or conduct the meeting through use of, any means of communication by which all persons participating may simultaneously hear each other during the meeting. Such participation shall constitute presence in person at the meeting.

Section IX. Any action required or permitted to be taken at a meeting of the Directors or any committee thereof may be taken without a meeting if the action is taken by all Directors. The action shall be evidenced by one or more written consents signed by each Director entitled to vote with respect to the subject matter thereof describing the action taken, and shall be included in the minutes or filed with the Commission's records reflecting the action taken. Such consent (which may be signed in counterparts) shall have the same force and effect as a unanimous vote of the Directors.

Section X. The Commission's fiscal year begins on January 1st of each year and ends on December 31st of each year.

Section XI. The management of the affairs of the Commission shall be vested in the Board of Directors. The Board of Directors shall establish the activities of the Commission, consistent with the bylaws, and determine policies for the development of such activities.

ARTICLE IX. STANDARD CONDUCT FOR THE BOARD OF DIRECTORS

Section I. Each Board Member shall discharge his or her duties as a Member, including without limitation their duties as a member of any committee, (i) in good faith, (ii) with the care an ordinarily prudent person in a like position would exercise under similar circumstances; and (iii) in a manner the President reasonably believes to be in the best interests of the Commission.

Section II. A Board Member is not liable for any action taken as a Member, or any failure to take any action, if the Member performed their duties in compliance with the provisions hereof.

Section III. A Board Member shall not be deemed to be a trustee with respect to the Commission or with respect to any property held or administered by the Commission including, without limitation, property that may be subject to restrictions imposed by the donor or transferor of such property.

Section IV. The provisions of this Article are intended to always be consistent with and to incorporate applicable provisions of the laws of the State of Missouri as in effect and amended from time to time.

ARTICLE X. COMMITTEES

Section I. Committees, standing or special, shall be appointed by the President with the consent of the Board, as the Board of Directors may from time to time deem necessary to carry on the work of the Commission. Any committee established by the Board shall only have authority to research and recommend actions to the full Board of Directors.

Each committee shall serve for a term designated at the time of its creation. The term of a special committee may be amended by majority vote of the Board of Directors. A standing committee may be terminated by majority vote of the Board of Directors.

Section II. All committees are to make reports to the Board of Directors, as directed by the Board of Directors, and are to act only on the Board's directions.

Section III. An auditing committee with a minimum of three members of the Commission shall be appointed each year by the President whose duty shall be to audit the Commission's financial accounts at the close of the fiscal year. The committee shall be formed no later than three months before their report is due and shall report their findings to the Board of Directors no later than the second month after the close of the current fiscal year. An independent audit of financial records by a public accounting firm may also be authorized by majority vote of the Board of Directors.

ARTICLE XI. GENERAL MEMBERSHIP

Section I. The Commission may have advisory members. The Commission Board of Directors shall establish guidelines for advisory membership. Membership to the Commission shall be open to any person or organization interested in supporting the mission and goals of the Commission regardless of age, sex, national origin or race and not be limited in number. Advisory members shall not have voting privileges.

Section II. Advisory Members may be any individuals or organizational representatives, who support, teach, advocate for, or service recreation or sports events, sports organizations, and sports facilities and other types of sports and recreation related activities in Platte County.

Section III. Applications for membership shall be made on an application form, which has been approved by the Board of Directors. Applicants shall be provided a copy of the Commission's Bylaws. The membership application form shall contain a statement indicating that applicants have read and are willing and able to comply with the Commission's Bylaws.

Applications shall be submitted to the Board of Directors. The Board of Directors shall vote to accept or deny membership to all applicants. The Board of Directors, by affirmative vote, may revoke the membership of any advisory member.

Section IV. An advisory member may voluntarily resign from the membership by submitting a letter of resignation to the Board of Directors.

ARTICLE XV. LOGO

Section I. The Commission shall have an official logo, approved by the Board of Directors. Members may utilize the Commission logo to reflect membership in the organization.

ARTICLE XVI. PROGRAM RULES, REGULATIONS AND POLICIES

Section I. Special rules, regulations, and policies which may be needed to govern the organization and operation of programs and activities sponsored by the Commission, shall be enacted as needed by the Board of Directors.

Section II. Any rule, regulation, or policy enacted by the Board of Directors may be amended or revoked by majority vote of the Board of Directors.

ARTICLE XVII. ORGANIZATION MANAGEMENT

Section I. The Board of Directors may hire employees and recruit volunteers in the administration of its mission and goals. The Board of Directors may employ organization management and administrative services with form of services, duties, term and compensation as set by the Board of Directors.

Section II. Should the Board of Directors hire an Executive Director to oversee Commission activities and any employees or volunteers hired or recruited by the Board, said Director must be approved by a minimum two-thirds (2/3rds) majority vote of the Board of Directors. The Executive Director may not be an appointed member of the Board of Directors. The Executive Director shall be required to attend all meetings of the Board unless otherwise excused.

ARTICLE XVIII. PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Commission in all instances when they are applicable and not inconsistent with these bylaws and any other special rules that the Board of Directors may adopt.

ARTICLE XIX. ORDER OF BUSINESS

Meetings of the Board of Directors shall be conducted in the following format:

- A. Call to Order, by the Presiding Officer
- B. Roll Call, by the Secretary
- C. Reading of the minutes of the previous meetings, by the Secretary (Followed by the necessary question and a vote for consideration of acceptance of the minutes)
- D. Financial Report
- E. Reports of Committees
- F. Unfinished Business
- G. New Business
- H. Adjournment

ARTICLE XX. AMENDMENT OF BYLAWS

Any member of the Board of Directors may propose amendments to these Bylaws. Any proposed amendments must be in writing. Bylaws shall only be amended by a vote of the

Board of Directors in attendance at a regular meeting as noted in Article XIII, Section I, after the proposed amendment has been published to the Board 10 days before the date of the meeting.