

Stone Bridge Rowing Club
By-Laws
Version 6
As amended and restated on 1 June 2023

Article I

PURPOSE

This organization shall herein after be known as the Stone Bridge Rowing Club (SBRC).

The purpose of the SBRC is to provide students from Stone Bridge High School (SBHS) in Loudoun County, VA, the opportunity to learn and compete in the sport of rowing in a healthy, developmental, and competitive environment that instills the ideals of sportsmanship, leadership, and cognitive development.

SBRC strives to instill in each athlete a love of rowing, the principles of fair play and sportsmanship, and the development of personal and social skills. SBRC intends to exemplify the principles and philosophies of US Rowing, the national governing body for the sport of rowing in the United States. With US Rowing trained coaches, SBRC aims to develop some of the finest youth rowing members in the state of Virginia while providing a safe and fun environment for athletes of high school age.

Article II
MEMBERSHIP

SECTION 1. Eligibility

Any student from SBHS who is of sound health and in good academic standing, and who seeks active participation in the sport of rowing is eligible for membership. Members must remain in good standing with: Loudoun County Public Schools (LCPS), US Rowing, Virginia Scholastic Rowing Association (VASRA), SBRC, and policies and guidelines of the facilities where practices and regattas occur. Adult membership is restricted to the SBRC Board, coach(s), volunteers, and the custodial parent(s) or guardians.

A student must maintain academic eligibility as set by LCPS and the SBRC. Any member who fails to maintain the required level of academic performance shall be suspended from participating, playing, and/or practicing until they meet the requirements.

SECTION 2. Size of Membership

All members who meet LCPS, US Rowing, and VASRA academic and physical requirements are eligible to row. The membership of the team will be limited to 18 athletes per coach. At their

discretion, coaches and the SBRC Board can jointly make exceptions to the member limit. _

SECTION 3. Membership Privileges

Athletes who pay membership dues, fees, and meet their annual fundraising requirement may participate in the appropriate SBRC activities. Adult members and non-rowing members may attend meetings, participate in discussions, serve on committees (if appointed); serve as a Board Member (if elected); and vote at general membership meetings convened pursuant to Article X, Section 1.

SECTION 4. Loss of Membership

Members may be suspended or removed from SBRC for failure to abide by Loudoun County Public School rules, US Rowing and VASRA rules, or the SBRC by-laws (Article V, Code of Conduct "Sportsmanship Rule") [pursuant to the procedures outlined in Article VI]. Athlete members can also be suspended or removed for lack of payment of dues and fees as determined by the SBRC Board. Additionally, Athlete members must fundraise the required amount or pay the fundraising amount directly. Members forfeit dues and fees as determined by the SBRC Board if membership is suspended or removed. Complete guidelines on disciplinary proceedings are outlined in Article VI.

SECTION 5. Attendance

Rowing is a team orientated sport and as such requires regular attendance and full commitment. SBRC will adhere to the policy as defined in the SBRC Athlete Attendance Policy. Each year, both athletes and a parent/guardian will be required to acknowledge and sign the attendance policy.

SECTION 6. Team Selection

SBRC's objective is to provide as many athletes as possible the best opportunity to learn and develop their rowing skills in a fun, safe, and competitive atmosphere. As a result, the number of athletes selected for a team will be guided by a desire to balance maximum participation opportunity, skills match, and safety considerations. The athletes are selected by the SBRC coaches and confirmed by the Board (per Article II section 2). Boat and seat assignments are at the sole discretion of the coaches.

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SECTION 7. Student Membership Categories

SECTION 7a. Rowing Members

Rowing membership includes SBHS students who seek to acquire rowing skills as competitive oarsmen/oarswomen/coxswains. Competitive rowers are those selected for participation in scheduled regatta races as outlined in Article II, Section 6.

SECTION 7b. Non-Rowing Members

Non-Rowing membership is available to any Stone Bridge High School student who has an interest in rowing. Such members can assist in fundraising activities, booster activities, and any other off-water activities, including discussion sessions on rowing skills and strategies.

Article III REGISTRATION AND FEES

SECTION 1. Registration

SBRC registration for the spring season will open when winter conditioning starts or when designated by the Board and coaches. Registration forms must be completed, and registration dues paid by the date determined by the Board to participate in activities.

The SBRC Board will consider late registration on a case by case basis. All efforts will be made to accept such registrations consistent with space availability for the number of crews to be fielded.

SECTION 2. Dues, Fees and Fundraising Requirements

SBRC dues, fees and fundraising requirements will be determined by the SBRC Board on an annual basis prior to the start of each season. Additional fees may be levied as deemed necessary by the SBRC Board.

SBRC dues will reflect the actual costs necessary to sustain SBRC equipment and functional costs (as estimated by the SBRC Board). Fees are defined as additional SBRC charges that may be assessed throughout the season (i.e., additional transportation costs, uniforms, US rowing membership, etc.) at the discretion of the SBRC Board. SBRC will have a mandatory fundraising requirement established by the SBRC Board. As a tier 3 varsity sport in Loudoun County Public Schools (LCPS), SBRC does not receive any funding from the Stone Bridge High School or the County of Loudoun. For the athletes to participate in rowing they are required to raise all fundraising through corporate sponsorships, donations, and other fundraising opportunities. Every effort will be made to keep the cost competitive with other rowing clubs in the area while still providing a quality program.

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Refunds will not be considered unless the request is received prior to the registration deadline, or the basis of the request is due to 1) an extended illness that prevents further participation, 2) a move out of the Stone Bridge High School area, or 3) family emergency, in each case, to be assessed on a case by case basis by the SBRC Board. All requests must be made in writing to the SBRC President. Only the basic program dues may be refundable. Athlete uniform fees are not refundable. A ten percent (10%) administrative fee may be deducted from any refund amount. Loss of athlete eligibility to represent SBRC as a result of academic ineligibility and/or disciplinary action does not warrant a refund by SBRC.

Article IV SAFETY

SECTION 1. Water Safety

Under the US Rowing Safety guidelines, all athletes must be assessed in a swim test. SBRC will follow all safety guidelines as defined by US Rowing and the Safe Sport policies.

Coaches will maintain a safety-first attitude with regard to athlete participation in all SBRC activities. Safety launches will be readily available for all water activities. The coaches' decisions are final regarding safety issues both on and off the water.

SECTION 2. Health Forms

SBRC athletes will be required to complete health and safety forms as defined by Virginia High School League (VHSL), LCPS, US Rowing, and other forms determined by SBRC Board and coaches.

SECTION 3. Liability Insurance

SBRC must obtain liability insurance for members annually.

Section 4: Safe Sport Policy

SBRC will adhere to all US Rowing Safe Sport policies and guidelines.

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Article V CODE OF CONDUCT

SECTION 1. Sportsmanship Rule

Athletes, Coaches, Board members, Parents, and SBRC affiliated spectators are required to conduct their relations with other teams, their own team, and other SBRC members in a spirit of good sportsmanship. Anyone who becomes a member of the SBRC agrees to read and abide by the applicable SBRC Code of Conduct.

Article VI DISCIPLINARY PROCEEDINGS

SECTION 1. Conduct Board

Section 1a. Authority and Organization

The Conduct Board is convened under the authority of US Rowing and SBRC bylaws. The Conduct Board is not a legal proceeding. It is an administrative process whose sole purpose is to

enforce the good citizenship goals of LCPS, US Rowing, VASRA, and the SBRC goals for safety and development of athletes.

SECTION 1b. Composition and Selection

The SBRC Board nominate and approve the members of the Conduct Board. The Conduct Board is chaired by the SBRC President and composed of three (3) to five (5) members or non-members of the SBRC who are in good standing. During the nominating process, the SBRC President must ensure that all Conduct Board members are not personally involved in the action under review to prevent undue influence and ensure fairness and impartiality.

SECTION 2. Conduct

The conduct of athlete members is largely governed by the current official rules of athletes as published by LCPS, US Rowing, VASRA or as modified by the rules of any league or association in which the SBRC participates. Any athlete or adult member whose conduct is prejudicial to or tends to injure the good names of LCPS or the SBRC, disturb its well-being, hamper its function, or otherwise elicit discredit may be brought before the Conduct Board.

Section 3. Misconduct

Any athlete, non-athlete, coach, parent or spectator who is alleged to be in violation of the Sportsmanship Rule (Article V Section 1) of the Code of Conduct or the Safe Sport Policy may be investigated by the Conduct Board. The Conduct Board, upon its investigation of alleged violations of the Sportsmanship Rule or the Code of Conduct or the Safe Sport Policy, will have

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the authority to act against the individual(s) involved as described by policy established by SBRC Board.

SECTION 4. Incident Report

The incident report is the official written or email communication of violation to the SBRC President. The incident report is the official means of communication to SBRC Officers of an incident (on or off water) by an athlete, coach, parent, family member, regatta official, or other party that was directly involved, that may require further action of consideration by the SBRC Conduct Board.

SECTION 5. Procedures and Determination

When an incident is brought to the attention of SBRC Officers through the filing of an incident report, the SBRC Board in conjunction with the Head Coach will make a determination as to whether a Conduct Board will be convened or if the behavior can be addressed with other mitigating actions. If the SBRC Board and Head Coach determine a Conduct Board is needed, it will be convened within thirty (30) calendar days of the incident. Every effort will be made to convene a Conduct Board as soon as possible after the incident. The Conduct Board will review all pertinent written statements and may request additional information be presented by individuals who are knowledgeable of the incident. It is preferred that the involved individuals are present; however, it is not mandatory, if sufficient information is available to make a knowledgeable determination. The Conduct Board will determine:

- a. The full spectrum of events and actions associated with the incident in question b. If warranted, the disciplinary actions or sanctions to be imposed against the individual(s) involved in the incident
- c. Any procedural recommendations which can be used to mitigate future potential or similar incidents
- d. Lessons learned which are to be communicated to the coaching staff and team members

SECTION 6. Disciplinary Actions

A wide range of disciplinary actions or sanctions are available to the Conduct Board. These include, but are not limited to reprimands, race suspensions, season suspensions, and (in extreme cases) removal from SBRC. They should be fairly and consistently applied based upon the severity of the incident. Conduct Board determinations will be communicated to the offending individual(s) within twenty-four (24) hours by a member of the Conduct Board (Unless the offender is an athlete upon which the determination will be delivered by the SBRC Head Coach) through verbal means. A written determination will also be sent within five (5) calendar days.

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With incidents that meet LCPS reporting criteria, the information regarding the incident that goes before the Conduct Board will be reported to SBHS. In some cases, the Conduct Board may request a follow-up meeting with the offending individuals and personally advise them of the basis of the Conduct Board determination.

If the incident involves an athlete outside of the SBRC, written and verbal communication will be provided to the offender's organization. If the incident involves sanctions imposed under US Rowing, proper organization officials will be verbally advised and provided with a complete summary of the Conduct Board minutes. Students are expected to follow LCPS Code of Conduct and appropriate behavior. Disciplinary actions or sanctions are effective as of the date prescribed in the Conduct Board minutes.

SECTION 7. Meeting Minutes

Minutes will be taken at each meeting of the Conduct Board and such minutes will be approved by those Conduct Board members in attendance. At a minimum, the minutes should include the date of the meeting, members present, others present, and a summary of the determinations as identified above. If requested by an individual alleged to be involved in the incident being investigated by the Conduct Board, the Conduct Board minutes must be made available to such individual for inspection.

SECTION 8. Appeals Process

Following the determination by the Conduct Board, the effected individual(s) may request an appeal of the imposed disciplinary actions/sanctions to the SBRC standing Officers. The individual must notify the SBRC President in writing that he/she requests an appeal. The SBRC Board is required to honor that request within thirty (30) calendar days of the appeal request

receipt. During the appeal process, all previously imposed disciplinary actions or sanctions shall remain in effect. Individual(s) requesting an appeal will be offered an opportunity to present their version of the incident to SBRC Board for their determination. Other individuals knowledgeable of the incident may also be requested by SBRC Board to attend the appeal in order to provide additional information. The SBRC Board have the latitude to uphold or alter the Conduct Board's assigned actions/sanctions as they find appropriate for the incident. Administrative determination by the SBRC Officers is final and cannot be further appealed unless it falls under US Rowing Appeals Procedures.

Article VII OFFICERS

SECTION 1. Composition, Term, and Compensation

The SBRC Officers, as defined by SBRC's filing of the Virginia State Corporation Commission Annual Report, are the operating authority of SBRC and make all financial decisions for the organization. The Officers consist of President, Vice President, Treasurer and Secretary. In the

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event the Officers are an even number of participants, the VASRA Representative will serve as the tie breaking vote, as needed. No Board member or Officer may hold more than a single office at one time. The Officers shall hold a term of one (1) year and until their successor is elected and qualified, or until their earlier resignation or removal. Officers do not need to be affiliated with any SBRC athlete. No compensation shall be paid to any Officers for their service to SBRC.

SECTION 2. Duties and Responsibilities

SECTION 2a. President

The President shall be the chief executive Officer of SBRC and the presiding Officer over formal meetings of the general membership of the SBRC and the SBRC Board. The President shall conduct the regular business of SBRC in accordance with the by-laws and other official operational guidelines (US Rowing, VASRA) to include calling of the official voting of the SBRC Officers for financial purposes.

The President shall recruit and recommend the head coach to the SBRC Officers. The President shall make an annual report to the voting members. The President shall perform other duties and responsibilities as determined from time to time by the Board.

SECTION 2b. Vice President

The duties of the Vice President include serving as the presiding SBRC Board member during the absence of the President. A Vice President may also preside over the Conduct Board at the request of the President. The Vice President will coordinate activities with the committee chairs and will support other administrative functions of the team. The Vice President also serves as the liaison with novice parents. In the event that the President cannot complete their term, the Vice President will serve as the President of SBRC.

SECTION 2c. Treasurer

The duties of the Treasurer are 1) to be responsible for the custody of all SBRC funds and financial records, 2) to receive, account for, and disburse SBRC funds through the authority of the SBRC Officers, 3) to prepare financial statements, maintain and reconcile SBRC bank statements, 4) to collect membership dues and preparation of annual budgets, 5) to submit a written financial report for membership meetings, 6) to provide financial information to tax preparer as local, state, and federal law requires, and 7) to serve as presiding Officer over the SBRC meetings in the absence of the President and Vice President.

The office of the Treasurer will be held by two unrelated individuals. A division of duties between the two Treasurers will be as follows: the first Treasurer will mainly be responsible for receiving and disbursing SBRC funds through the authority of the SBRC Board; the second Treasurer will mainly be responsible for the maintaining and preparing of financial reports at meetings and for

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submission as required by local, state and federal law. In the absence of two Treasurers, another SBRC Officer will review the monthly SBRC bank statements and bank reconciliations.

SECTION 3d. Secretary

The primary responsibilities of the Secretary are keeping a record via meeting minutes of all proceedings of the organization and making them available for the membership. The Secretary will work with the President to draft or assist in drafting of official documents. The Secretary will also maintain files to include all committee reports, distribute notice of membership meetings, distribute minutes of meetings and maintain other records such as by-laws, non-profit status, and other required documents (e.g., official team roster).

SECTION 3e. Other Officers

From time to time the Board can determine additional Officers (i.e., potentially splitting any of the above positions into two equal positions or creating of a new function). The SBRC Board will announce the creation of the additional position and convene a special election (per Article VII sections 1 and 2) at the next general membership meeting.

SECTION 4. Background Checks

SBRC will conduct background checks per the US Rowing Safe Sport guidelines. Board members that are signatories on the bank accounts or involved in any financial dealings require satisfactory background checks.

Article IX BOARD OF DIRECTORS

SECTION 1. Composition, Term, and Compensation

The SBRC Board of Directors (SBRC Board) consist of a President, Vice President, Treasurer,

Secretary and the Head Coach. The SBRC Board is a decision-making body of the organization. SBRC Board members serving in the positions of President, Vice President, Treasurer, and Secretary, Head Coach and other Officers that are elected from time to time shall serve as ex-officio members of the Board of Directors of the Stone Bridge Rowing Club corporate entity. The Board shall hold a term of one (1) year and until his or her successor is elected and qualified, or until their earlier resignation, removal, or death. The only member of the Board of Directors who is compensated for their service is the Head Coach.

SECTION 2. Purpose of SBRC Board of Directors

SBRC Board shall meet at the call of the President for the purpose of conducting regular business; for ensuring that the purposes of the organization are carried out; for setting policies and

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operational guidelines; and for handling incidents that may be brought before the Conduct Board as outlined in Article VI. Additional volunteer positions (e.g. VASRA representative, spiritwear coordinator, fundraising, etc.) may be invited to Board meetings to facilitate communication of Board decisions and progress team plans.

SECTION 3. Committees

The Board can define committees from time to time to help fulfil the duties of SBRC. The SBRC Board can identify committee positions. Nominations for the committee chairs will be provided to the President by general members in good standing at a date to be determined near the conclusion of the spring season. Committee Chairs will be appointed by the Board after the nomination process is completed. All nominees must consent to serve if selected.

**Article VIII
ELECTIONS**

SECTION 1. Nomination

No more than 10 days prior to the final general members meeting of the spring season. The President shall solicit nominations from the general membership for candidates for the SBRC Board. Nominations from the floor (walk-on) may also be made at the meeting. All candidates must be members in good standing with SBRC. All nominees must consent to serve if elected.

SECTION 2. Voting

Voting for the SBRC Board shall be made by private ballot via in person, hybrid, or electronic voting, during the final general members meeting of the spring season. Voting members consist of members of athletes families and each family shall be entitled to one vote per athlete with respect to each mattersubmitted to the membership for approval. The determination of eligible voting members will be derived from the SBRC athlete roster. Voting members must be in good standing. In the event of a tie-breaking situation, the standing Board will have the final decision.

The determination of eligible voting members will be derived from the SBRC athlete roster.

Voting members must be in good standing. Voting will be determined by plurality (the nominee with the most vote wins). In the event of a tie-breaking situation, the President will have the final decision. Mail-in votes or proxy votes are not allowed. One-tenth (1/10) of the voting membership shall constitute a quorum for the conduct of business at a meeting of the general membership. The newly elected Board will resume responsibilities at the conclusion of the spring rowing season.

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SECTION 4. Removal of Officers

If an Officer of the SBRC Board fails to perform the duties assigned to them, they may be removed from office by an affirmative vote of the majority of the remaining SBRC Officers.

SECTION 5. Vacancies

In the case of a vacancy in an Officer position resulting from the resignation or removal of an Officer, the remaining members of the Club Officers shall appoint a successor to serve in such position until the next general membership meeting, at which meeting a special election will be held to appoint a successor to serve through the completion of the original Officer's annual term and until his or her successor is elected and qualified, or until his or her earlier resignation, removal or death. The conduct of the election of the successor shall be subject to the same procedures applicable to the annual elections as described in Sections 1 and 2 of this Article VIII.

Article X MEETINGS

SECTION 1. General Membership Meetings

The general membership shall meet at the call of the President. Meeting may be conducted in person, virtual or via a hybrid approach. The general membership should meet for the Annual Meeting nearing the end of the spring rowing season. If one-fifth (1/5) of the voting members petition, the President shall call a meeting of the general membership within thirty (30) days of receipt of such petition.

SECTION 2. SBRC Board Meetings

The SBRC Board and Officers shall meet at the call of the President at least annually. Any athlete's custodial parent(s) or guardian(s) may attend meetings of the Officers. The presence of a simple majority of the Board or Officers currently serving shall be required to constitute a quorum for the transaction of business.

SECTION 3. Committee Meetings

Committees designated by the President shall meet at the call of the designated committee chairperson.

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SECTION 4. Special Meetings

The President, or in the absence of the President, a Vice President, may call a special meeting of SBRC Officers at any time and shall do so upon the request of a majority of the serving Officers. If one-fifth (1/5) of the voting members petition, the President shall call a special meeting of the general membership within thirty (30) days of receipt of such petition.

SECTION 5. Notice of Meetings

Reasonable notice of each meeting of the SBRC Officers/Board and general membership meetings shall be given to each member of the SBRC. A minimum of ten (10) days' notice for regular business meetings is recommended, but not required.

SECTION 6. Order of Business

The meeting will be established and conducted in accordance with the agenda as determined by the presiding Officer. The following order of business is included in these by-laws only as an aid to the presiding Officer in the conduct of a meeting:

- Call to Order
- Secretary's Report (Review of Meeting Minutes)
- Treasurer's Report
- Board Activity Report
- Committee Reports
- Old Business
- New Business
- Next Meeting Date and Time
- Adjournment

Article XI RECORDS

SECTION 1. Club Documents

Copies of the organization papers (articles of incorporation, IRS determination letter, 990 tax returns and annual filing with State Corporation Commission) of the SBRC, its by-laws and any amendments thereto, and the membership records of SBRC shall be reserved in a place of safekeeping.

The membership rosters of SBRC shall not be sold or provided to facilities in which off-water

activities are held or any other organization without written approval of individuals on the roster.

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SECTION 2. Fiscal Oversight

At the beginning of the Board term, the SBRC Board must agree to the following:

- Planning Budget
- Minimum cash reserve
- Insurance (liability, property, etc.)
- Capital expenditures (i.e., property inventory, equipment, etc.)

SBRC Officers who are signatories for SBRC bank account must receive a favorable background check.

At minimum, SBRC will have two signatories for all SBRC bank accounts. Additionally, two individuals will have access to all on-line payment account information. One signatory must be the Treasurer. If there is a single treasurer, then the other signatory must consist of an SBRC Officer. The SBRC Officers must approve any expenditures exceeding \$250.

Financial records of the team are available at the request by members. Upon the written request of [any SBRC member], the SBRC President shall initiate an inspection of the SBRC financial records and report the results of this inspection to the general membership within 30 days.

SECTION 3- Bylaws

The Board will review the by-laws annually. At least every three years, a committee led by the Vice President shall be convened to consider amendments to these bylaws. The outcome of bylaw committee will be presented to the general membership. Amendments to the bylaws will be voted on at a general membership meeting.

These bylaws may be amended at a meeting of the membership or at any special meeting called for that purpose by a two-thirds (2/3) vote of the voting members present, provided that notice of the intent to offer amendments, and a draft of the amendments to be proposed have been given each member at least ten (10) days and not more than thirty (30) days in advance of such a meeting.

Article XII AMENDMENTS

SBRC Board is required to keep a history of amendments of the SBRC bylaws. All versions of the bylaws are available to general members upon request. We, the Officers of the Stone Bridge Rowing Club (SBRC), do hereby declare that on this ___ day of 2023, the foregoing amended and restated bylaws will serve as the doctrine and rules of our organization. Furthermore, we promise to uphold these bylaws in good faith and in honor to ensure the integrity, validity, and future of all those who participate from this day forward.

Lynn Hall, President

Sarah Blake, Vice President

Lisa Dyer, Vice President


Laurie Guzman, Co-Treasurer

Sara Kittelson, Co-Treasurer

Angela Helge, Secretary

**Article XII
AMENDMENTS**

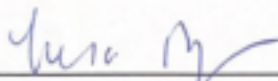
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Lynn Hall, President



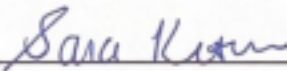
Sarah Blake, Vice President



Lisa Dyer, Vice President



Laurie Guzman, Co-Treasurer



Sara Kittelson, Co-Treasurer



Angela Helge, Secretary