# Fairport Odyssey of the Mind Bylaws 

## Article I. Name

Section I.
The name of the organization shall be:
Fairport Odyssey of the Mind, Inc.
Section II.
Use of the phrase "Odyssey of the Mind" in this organization's name is licensed under agreement by Creative Competitions, Inc., a New Jersey corporation that holds the license for a trademark for that phase. Should this organization at any point fail to meet the requirements set forth in the "Trademark License Agreement", a meeting must be convened to disband or change the name of this organization.

## Article II. Purpose

This organization is operated for the charitable and educational purpose of supporting Odyssey of the Mind teams of the Fairport school district, in the interest of developing creativity and problem-solving skills in students, grades K-12.

An eligible team is one that is registered with the national and state and regional organizations of Odyssey of the Mind and sponsored or otherwise endorsed by a public school or PTSA organization in the Fairport district. Support for such teams may include:
a) Organizing educational events to develop the skills or teamwork of eligible teams
b) Providing training for coaches
c) Providing materials to eligible teams as necessary to participate in competitions
d) Providing financial support for the travel and registration of eligible teams for state or world competitions
e) Developing publicity to encourage participation in Fairport Odyssey of the Mind teams

## Article III. Membership

## Section I. Eligibility

Voting members must meet one of the following requirements:

- Be the parent or guardian of a child currently participating on an eligible team
- Be the parent or guardian of a child who participated on an eligible team in a tournament during the current school year
- Be a current coach of an eligible team
- Participate as a current member of the Board of Directors

Each member can cast one vote, regardless of number of children involved in the Odyssey of the Mind program

## Section II. Rights and Responsibilities

Members have the right to attend any meeting, serve on committees and be nominated and elected to office. Members shall have the right to vote for the officers, review and approve expenditures, and approve amendments to these bylaws.

## Article IV. Management

## Section I. Officers

The officers of the organization shall be the President, Secretary, and Treasurer.

## Section II. Term

The term of office shall be one year. Officers may be elected to successive terms.

## Section III. Election of Officers

Any member may nominate themselves or another adult over the age of 18.
Nominations may be made in writing or via electronic message to a current officer, or in person at a meeting. The consent of each candidate must be obtained before his or her name is placed in nomination. The membership shall be notified of nominees at least one week before the vote is to take place.

Voting is to take place during the month of June. Votes may be placed in writing or via electronic message to a current officer, or in person at a meeting. A positive vote of (9) members shall be required to elect an officer. Officers will assume their duty on the first day of July.

## Section IV. Duties of the Officers

The duties of the President shall be as follows:

- To call and preside at meetings of the club.
- To serve as official representative of the club.
- To sign all contracts and legal documents.
- To appoint committees and chairpersons as necessary.
- To see that the bylaws of the club are enforced.
- To appoint an interim Secretary or Treasurer if those officers are unable to complete their term.

The duties of the Secretary shall be as follows:

- To assume full responsibility for the duties of the President in his/her absence or if the President is unable to complete his/her term.
- To keep minutes of all matters transacted at all club meetings.
- To oversee publicity/public relations efforts, and to appoint a publicity chairperson and/or photographer if necessary.

The duties of the Treasurer shall be as follows:

- To have custody of the funds and financial records of the club.
- To open bank accounts in the name of the club in a designated bank.
- To pay out club funds on authorization of the membership and as provided by the bylaws.
- To give properly signed receipts for all monies expended.
- To file any forms required by the IRS or New York State.
- To oversee fundraising efforts and appoint a fundraising chairperson or committee if necessary.
- To propose an annual budget.

Together the officers serve as the Board of Directors. The Board of Directors shall determine the policies of this organization, approve all expenditures and authorize all disbursements, take counsel with committees and have a general management of this organization and its affairs.

## Section V. Compensation

Officers shall serve without compensation with the exception that expenses incurred in the furtherance of the organization's business are allowed to be reimbursed with documentation in accordance with the organization's financial policies. Expenditures over $\$ 50$ need to be approved by vote of membership at a meeting.

## Section VI. Vacancies

A vacancy in any office shall be filled for the unexpired term by a person appointed by the highest ranking remaining officer.

## Article V. Meetings

## Section I. Frequency

The club shall hold at least two annual meetings open to all members: an Annual Election Meeting in October and an Annual Reports Meeting in May. Additional meetings may be called by the President or in his/her absence by the Secretary or Treasurer or at the request of five (5) or more members in writing or electronic message to the Officers.

## Section II. Notification of Meetings

One or more Officers shall make a reasonable effort to notify all members of upcoming membership meetings. Such notification shall include the location and date and time, and be made at least four (4) days in advance of the meeting.

## Section III. Quorum.

The members present at any membership meeting of the organization, provided at least three (3) members are present, shall constitute a quorum for the transaction of business. In the absence of a quorum the membership may not take action. The vote required to pass a motion will be simple majority of the members present at the meeting, except as noted in Article IV Section III and in Article VII. The President will cast the deciding vote to break any ties.

## Section IV. Participation in Meeting by Conference Telephone

Members of the board may participate in a meeting through the use of conference telephone or similar communications equipment, so long as members participating in such meeting can hear one another.

## Article VI. Funds

Section I. Fundraising
Funds will be raised by the Fairport Odyssey of the Mind through activities, in accordance with the Fairport Board of Education's policy. The funds so raised and any other funds received by the club shall be administered and controlled by the Fairport Odyssey of the Mind organization.

## Section II. Banking and Reporting

An account will be established for the organization at a designated bank. The activity of the account will be monitored directly by the Treasurer and an additional club Officer. The Treasurer will produce an Annual Report of income and expenditures for general review of the membership at a meeting in May.

## Section III. Budget and Spending Policy

The Treasurer shall propose an annual budget and spending policy. The policy must specify whether organization funds will be used for:

- Regional and/or state and/or national registrations
- Regional and/or state tournament fees
- Team supplies
- Team member, coach, and/or parent travel expenses and/or registration for the World Finals tournament

The policy may set a limit on the amount spent for each category. The budget and spending policy must be approved by a simple majority vote within 45 days from the beginning of the fiscal year. Failure to pass a spending policy during this timeframe results in the automatic use of the previous year's spending policy. Once passed, the spending policy can amended by a positive vote equal to least $50 \%$ of the number of current participating students. (Current participants are students that competed in a
tournament during the current fiscal year or are actively preparing for an upcoming tournament.)

## Section IV. Expenditures and Disbursements

Authorization and approval for expenditures and disbursements over $\$ 50$ must be approved by a membership vote. Funds may be expended for any purpose directly related to the stated purposes of the organization and in accordance with the Annual Spending Policy.

## Section V. Individual Fundraising Accounts

The organization shall not establish individual fundraising accounts. An individual fundraising account is any method by which an organization credits an individual or a family for all, or a portion, of the funds raised by the individual or family.

## Section VI. School Fundraising Accounts

Members may conduct fundraisers to benefit teams from a specific school. If this is done, the board must approve the fundraiser before it takes place. The treasurer will track funds separately until they are used by a team from that school. If the school has no eligible teams in a given competition year, the funds will no longer be set aside for that school, and will be transferred to the general fund.

Usage of these funds will be governed by the Annual Spending Policy with the added stipulation that they may only be used by teams with a majority of members attending that school. If school-specific funds are available, an eligible team must use these funds before receiving money from the general fund.

## Section VII. Team Fundraising Accounts

The organization may establish team fundraising accounts, so long as the team does not consist solely of siblings, and only if the team has qualified for the upcoming World Finals tournament. Teams that raise money through their own efforts may track these funds separately and use them only for World Finals expenses. Any funds raised beyond what is allowed in Section III shall be transferred to the general organization account after the World Finals tournament.

## Section VIII. Fiscal Year

The fiscal year of the organization shall be July 1-June 30, but may be changed by resolution of the membership and officers.

## Section IX. Loans

No loans shall be made by the organization to its officers or members.

## Section X. Checks

All checks, drafts, or other orders for the payment of money on behalf of the organization shall be signed by the Treasurer or by any other person as authorized in
writing by the officers, except that checks of $\$ 1000$ or more must have the signature of at least two officers.

## Section XI. Disbanding

If the organization disbands, the officers, after paying all outstanding obligations, shall disburse the remaining funds among non-profit 501(c)(3) PTSA organizations within the district. The disbursement of funds shall be based on the percentage of teams participating at each school at the time of disbandment.

## Section XII. Record Retention

All records of the organization shall be maintained and destroyed in accordance with law, and standard record retention guidelines. Financial records shall be maintained as follows:
a) Treasurer's Annual Reports shall be stored in a corporate record book permanently.
b) Periodic Treasurer's reports shall be compiled and filed on a yearly basis, and stored for three years and then destroyed.
c) Meeting minutes shall be filed for at least three years.
d) Bank statements, canceled checks, check registers, invoices, receipts, cash tally sheets, investment statements, and related documents shall be compiled and filed on a yearly basis, and kept for seven years and then destroyed.

Any of the foregoing records may be kept in written form or in any other form capable of being converted into written form within a reasonable time.

## Article VII. Amendments

An amendment to the Constitution and Bylaws may be proposed by any member. After being approved by simple majority at a meeting, the general membership shall be notified of the proposed changes at least 14 days before the vote is scheduled to take place. Amending or changing these bylaws requires a positive vote equal to least $50 \%$ of the number of current participating students. (Current participants are students that competed in a tournament during the current fiscal year or are actively preparing for an upcoming tournament.)

