

**BY-LAWS OF THE
CHRIST THE DIVINE TEACHER CATHOLIC ACADEMY
ATHLETIC ASSOCIATION**

**ARTICLE I
Name and Address of Association**

Section 1.1 **Name and Address.** The name of this Association is the Christ the Divine Teacher Catholic Academy (CDTCA) Athletic Association. Its mailing address is c/o CDTCA, 205 Brilliant Avenue, Pittsburgh, Pennsylvania 15215.

**ARTICLE II
Membership**

Section 2.1 All parents or guardians of any Student who, according to the policies established by the Association or School, was registered to participate in a sport during the current School Year.

**ARTICLE III
Definitions**

Section 3.1 As used in these By-Laws, the following capitalized words or phrases shall have the meaning given them below.

- A. **Board:** The duly elected or appointed Board of Officers and Representatives of the Association.
- B. **Board Member:** Any elected or appointed Officer or Representative of the Association.
- C. **Diocese or Diocesan:** The Catholic Diocese of Pittsburgh and/or the Department for Catholic Schools.
- D. **Officer:** A duly elected or appointed Officer of the Board of the Association as described in Article VI of these Bylaws.
- E. **Member:** Any person eligible for Membership in the Association.
- F. **Parish:** The parishes of St. Scholastica (Aspinwall), St. Pio (Harmar/Blawnox), St. Joseph (O'Hara) and St. Juan Diego (Sharpsburg), as organized and established by the Roman Catholic Diocese of Pittsburgh.
- G. **Pastor:** The pastor of St. Scholastica Parish.
- H. **Principal:** The principal of the School.

- I. **Representative:** A duly elected or appointed Representative of the Association as described in Article V of these Bylaws.
- J. **School:** Christ the Divine Teacher Catholic Academy.
- K. **School Year:** The School Year shall run from July 1 until June 30 the following calendar year.
- L. **Student:** Any child enrolled in kindergarten through grade 8 at the School.

**ARTICLE IV
Purpose and Philosophy**

Section 4.1 **Purpose.** The Association exists for the purpose of aiding and assisting the School by sponsoring various athletic activities and programs for the Students. In so doing, the Association at all times shall act to promote the Catholic nature and spirit of the School, involvement in athletic activities by the greatest number of Students, and good sportsmanship.

Section 4.2 **Philosophy.** In conducting its affairs, the Association shall at all times exert its best efforts to adhere to the following:

A. Eligibility.

At a minimum, the Association and School shall follow and adhere to those eligibility rules and determinations as set or made by the Diocese, including requiring a parental release and a physician’s clearance before a Student may participate.

B. Participation.

- (1) No student shall be denied the opportunity to participate in any athletic event or program sponsored by the Association because of financial reasons. This shall not prohibit the Association from adopting or enforcing an athletic participation fee, registration fee, or seeking similar financial commitment from the Membership.

- (2) No Student shall be dismissed from any activity or "cut" from any team except:
- (a) at the request of the Principal, if in his judgment, the Student's academic progress is suffering because of the Student's participation in athletics; or
 - (b) if the Student is behaving in a disruptive manner, fails to follow rules, or otherwise acts in a detrimental way but then, only if:
 - (i) the Student's parents or guardians have first been advised of such behavior,
 - (ii) the Student fails to thereafter behave in an acceptable manner, and
 - (iii) the Principal has been advised and consents.
- (3) As the primary purpose of the Association is to encourage participation in athletic activities by the greatest number of Students, not to win interscholastic games or competitions, each coach shall, adhere to the Diocesan Student Sport Participation Policy.

**ARTICLE V
Board Members**

- Section 5.1 **Number and Qualifications.** The affairs of the Association shall be governed by a Board of Officers and Representatives ("the Board"). Any Member of the Association may serve as a Board Member.
- Section 5.2 **Governing Powers.** The Board shall have all the powers and duties necessary or appropriate for the administration of the affairs of the Association; subject, however, to the right of the Pastor and the Principal to exercise such control over the affairs of the Association as the Pastor and the Principal deem in the best interest of the School and the Parish. Except where a greater number is specifically required, all Board action shall require a majority vote of the Board at a Regular Meeting or Special Meeting of the Association at which a quorum of the Board is in attendance.
- Section 5.3 The Board shall consist of nine (9) Representatives out of which shall be chosen the following Officers: President, Vice President, Secretary, and Treasurer.

- Section 5.4 **Elections.** Elections shall occur only after notice to the Membership and a call for nominations. Notice and the call for nominations shall be made at or before the Regular Meeting held in May and at least twenty (20) days before the election. Any Member who it is expected will continue to qualify as a Member during the following School Year may be nominated. A self-nomination may be accepted. Nominations shall close seven (7) days before the election and, after verification by the Board of each candidate's willingness to serve, the slate of candidates shall be published to the Membership at least five (5) days before the election. Elections shall occur at an advertised Regular or Special Meeting of the Association held in June.
- Section 5.5 **Term of Office.** The term of each Board member shall be two (2) years and, unless terminated earlier by death, resignation or removal, shall continue until a successor has been elected and seated. The terms shall be set so that in no year shall more than five (5) Representatives be elected. Each term shall begin at the Reorganization Meeting, which shall be the first Board meeting held following the election.
- Section 5.6 **Term Limits.** No Board Member shall be elected to more than two (2) consecutive full terms.
- Section 5.7 **Removal of a Board Member.** A Board Member may be removed by the vote of a two-thirds majority of the Board or by the Pastor or the Principal.
- Section 5.8 **Vacancy.** Any vacancy on the Board caused by any reason other than expiration of the two-year term of office of any Board Member shall be filled by vote of the majority of the remaining Officers and Representatives of the Board. Any person so appointed shall complete the unexpired term of the departed Board Member.

ARTICLE VI Officers

- Section 6.1 **Designation of Officers.** The principal officers of the Board shall be the President, Vice President, Secretary, and Treasurer.
- Section 6.2 **Election of Officers.** The Officers of the Board shall be elected from among the Representatives by vote of the Board Members at the Reorganization Meeting, following the seating of the newly elected Board Members. Until the new President is elected, this meeting shall be presided over by the prior President, or in his absence the prior Vice-President, or in the absence of both, the Pastor or the Principal

- Section 6.3 **Term of Office.** The term of each Officer shall be one (1) year unless terminated earlier by death, resignation or removal.
- Section 6.4 **Term Limits.** No Officer shall serve more than two (2) consecutive full terms in the same office.
- Section 6.5 **President.** The President shall preside at all meetings of the Association, shall be the chief executive officer of the Association, and shall have the general powers and duties vested in the office of President of a non-profit corporation, including the power to appoint committees from time to time as he in his discretion may deem appropriate to assist in the conduct of the affairs of the Association. The President may make and submit to the Board recommendations he thinks proper. The President shall make an annual report regarding the condition of the affairs of the Association and from time to time shall submit or provide to the Members such information regarding the business and property of the Association as may be required.
- Section 6.6 **Vice President.** In the absence or disability of the President, the Vice President shall perform the duties and exercise the powers of the President. Upon the death, resignation, or removal of the President, the Vice- President shall assume the office of President and complete the unexpired term of the departed President. The Vice President shall also perform those duties assigned by the Board.
- Section 6.7 **Secretary.** The Secretary shall keep the minutes of all meetings of the Board, issue all notices required, and, with the President, publish each meeting Agenda. He shall have custody of the books and records of the Association. In the absence or disability of both the President and Vice President, the Secretary shall perform the duties and exercise the powers of the President.
- Section 6.8 **Treasurer.** The Treasurer shall have custody of the Association's funds and shall keep full and accurate account of all receipts and disbursements in books belonging to the Association. He shall deposit all moneys and other valuable effects in the name of and to the credit of the Association in such depositories as designated by the Pastor. He shall disburse funds as directed by the Board upon receipt of proper voucher for each disbursement. The Treasurer shall render an account at each Regular Meeting and as required by the Board. The Treasurer shall submit an annual financial report to the Association.
- Section 6.9 **Removal of an Officer.** A Board Member serving as an Officer may be removed from his office by the vote of a two-thirds majority of the Board or by the Pastor or the Principal.

Section 6.10 **Vacancy.** Any vacancy of an office of the Board, other than in the office of President, caused by any reason other than expiration of the one-year term of office, shall be filled by vote of the majority of the remaining Officers and Representatives of the Board. Any person so appointed shall complete the unexpired term of the departed Officer.

ARTICLE VII
Board Meetings

Section 7.1 **Regular Meetings.** Regular Meetings of the Association shall be held each monthly as needed from August through June. Regular Meetings shall be open to the entire Membership. Notice of regular meetings and an Agenda shall be provided to the Membership prior to each Regular Meeting.

Section 7.2 **Special Meetings.** Special Meetings of the Board may be called by the President, or the Secretary or by written request of at least 3 members of the Board with three (3) days' notice to the Board and Membership. Notice may be given personally, by telephone, electronic mail or facsimile transmission. Notice shall state the time, place and purpose of the Special Meeting.

Section 7.3 **Reorganization Meeting.** The first Board Meeting held following the election of Board Members shall be designated the Reorganization Meeting. The Reorganization Meeting shall be conducted during the month of June. In addition to the seating of new Board Members, the election of Officers for the upcoming year shall occur at this meeting. Until the new President is elected, this meeting shall be presided over by the prior President, or in his absence, the prior Vice-President, or in the absence of both, the Pastor or the Principal

Section 7.4 **Conduct of Meetings.**

- A. The President shall set the Agenda for each Regular Meeting, which together with the Minutes of the prior Board Meeting and Treasurer's Report, shall be made available to the Board Members at least three (3) days before the meeting. Any Board Member may submit as an agenda item any matter of which he has become aware that concerns the Association.
- B. Each Agenda shall include sections and each Regular Meeting shall allot time for: "Review and Approval of the Minutes" of the prior Board Meeting; "Treasurer's Report"; "Unfinished/Old Business"; "New Business".

- C. Each Regular Meeting Agenda shall provide a time during which the Membership may be permitted to address the Board. At the discretion of the President, the number of Members permitted to speak on the same matter may be limited. Any Member permitted to speak may be limited in time at the discretion of the President. All speakers shall address the Board, only, with his comments.
- D. The President, or in his absence another Board Member as set forth in these bylaws, shall Chair all meetings according to the following:
1. The Chair shall begin with a “Call to Order” or similar statement and roll shall be taken;
 2. Any Board Member wishing to be heard on a matter shall be given an opportunity to speak. The Chair has authority to limit or end debate or discussion and all Board Members should respect the Chair’s authority to do so;
 3. All Board action should be by resolution, prepared and submitted as part of the Agenda, or by Motion;
 4. A Motion must be made by a Board Member and must be seconded by a different Board Member in order for the Motion to be considered and voted upon;
 5. After a Motion is made and seconded, the Chair shall repeat the Motion, which shall be recorded by the Secretary, and the Chair shall open the floor for debate or discussion;
 6. The Chair shall put the Motion to a voice which shall be counted and recorded by the Secretary;
 7. A Motion may be approved, denied, amended, withdrawn, postponed, or tabled;
 8. In the event the Motion is amended, the Chair shall restate the Motion as amended and the Secretary shall record the Motion as amended prior to a vote;
 9. After a final vote on any Motion, the Chair shall announce and the Secretary shall record the language of the Motion and vote in the Minutes:

10. After all Agenda items have been addressed, the Chair may seek a Motion to Adjourn, which is to be seconded and voted upon by all Board Members.

Section 7.5 **Executive Session.** The Board may meet in Executive Session consisting of only the Board Members, the Pastor and the Principal and, at the Board's discretion, the Athletic Director.

Section 7.6 **Quorum.** To constitute a quorum necessary for actions of the Board at a majority of the Representatives, which must include at least two (2) Officers currently in office, must be in attendance.

Section 7.7 **Attendance by Telephone.** Any Board Member may attend and participate by telephone in any Regular or Special Meeting. Attendance by telephone shall be sufficient for purposes of constituting a quorum.

Section 7.8 **Action by Consent.** The Board may act without a meeting but only if written consent to the action is signed by all Board Members. An Action by Consent must be filed with the minutes of the Board.

Section 7.9 **Committees.** The Board, by resolution, may from time to time appoint from among the Board or the Membership, standing or temporary committees it deems necessary or convenient to conduct the affairs of the Association. Any committee shall have only the powers granted it by resolution of the Board.

Section 7.10 **Appointment of Certain Representatives.** The Board may appoint any Member of the Association to act as the representative and liaison for each sports program organized by the School. As is practical, no Member shall be the representative and liaison for more than one program. For purposes of this section teams of different grade levels competing in the same sport shall be considered one program. However, gender specific teams competing in the same sport shall be considered separate programs. Such an appointment does not render the Member a Board Member or grant that Member the right to vote or any rights or privileges beyond those of other Association Members.

ARTICLE VIII Athletic Director

Section 8.1 **Appointment.** The Board, by majority vote and subject to the approval of the Pastor and the Principal, shall appoint an Athletic Director. The Athletic Director may or may not be chosen from among the Membership but shall not be a Board Member.

- Section 8.2 **Term.** The Athletic Director shall be appointed to serve a two (2) year term and may be re-appointed to successive two (2) year terms. Reappointment shall be by a majority vote of the Board and subject to the approval of the Pastor and the Principal.
- Section 8.3 **Removal of Athletic Director.** The Athletic Director may be removed by the vote of a two-thirds majority of the Board or by the Pastor or the Principal.
- Section 8.4 **Vacancy.** In the event of the death, resignation, or removal of the Athletic Director an interim Athletic Director may be appointed by a majority vote of the Board, and subject to the approval of the Pastor and the Principal, to complete the unexpired term of the Athletic Director.
- Section 8.5 **Duties and Responsibilities.**
- A. Ensure that the philosophy contained within these By-Laws and that all Diocesan or other applicable policies are adhered to by the Association and each individual associated with the CDTCA athletic program.
 - B. Recommend to the Board agenda items, plans of action, and topics for discussion and consideration.
 - C. Attend all Association Meetings, except those sessions at which the performance, appointment, reappointment or removal of the Athletic Director is expected to be discussed.
 - D. In conjunction with the Pastor and the Principal schedule or coordinate the use of the gymnasium and other athletic facilities.
 - E. Oversee, schedule, and coordinate all game day operations for each home athletic event.
 - F. Oversee and coordinate all fundraising activities, including operation of the concession stand at all home athletic events and hosted games and tournaments.
 - G. Review, and, in conjunction with the Pastor, the Principal and the Treasurer, make recommendations regarding the budget of each program and the Athletic Association.
 - H. Review and make recommendations to the Board regarding all expenditures of each program and the Athletic Association.

- I. Work closely with the Pastor and the Principal concerning Board responsibilities relative to any disciplinary measures regarding students, coaches, and parents.
- J. Assist as required in the selection, review, and reappointment of coaches.
- K. Oversee and coordinate selection, purchase, and maintenance of all Association, facilities, equipment, and uniforms.
- L. Perform those other duties from time to time assigned by the Board.

**ARTICLE IX
Coaches**

Section 9.1 Basic Requirements

- A. A coach will be knowledgeable about the particular sport he is to coach. Any individual seeking appointment as a Coach must meet all then-existing Diocesan requirements and any requirements adopted by the Association or agree to satisfy all requirements within a reasonable time as set by the Board. No person shall be permitted to conduct practice or coach in any game or competition unless and until he possesses Act 34 Clearance and Act 151 Clearance, has completed “Protecting God’s Children” in-service and Act 126 training, and has satisfied any other conditions required by the Board.
- B. A coach may be the parent of a Student on the team coached by that parent. However, coaching one’s child does not entitle that coach to “move-up” with his child as the child progresses to a higher level of play.

Section 9.2 Selection of Coaches

- A. For purposes of these Bylaws, a Head Coach is the primary coach of the oldest age level team, organized by the School to compete in a Diocesan league in that sport. (For example, if no 7th and 8th grade soccer team is fielded to compete in a season, the coach of 5th and 6th grade team shall be considered the “Head Coach”.)

- B. A head coach vacancy occurs when an incumbent head coach is removed, is not reappointed, or resigns from his current position, regardless of whether the incumbent head coach does so to move to a different coaching position.

- C. When a head coaching vacancy occurs:
 - (1) The President shall appoint a committee of the Board.

 - (2) The committee, along with the Athletic Director shall solicit and accept applications, review for compliance with the basic requirements of the position and conduct an initial interview of any qualified candidate.

 - (3) The Athletic Director, on behalf of the committee, shall then propose to the whole Board a candidate for the vacant head coaching position.

 - (4) A candidate shall be appointed as Head Coach by a majority vote of the Board, subject to the approval of the Pastor and the Principal, and approved according to Diocesan standards.

 - (5) All head coaching appointments shall be for one (1) year, unless circumstances require earlier removal.

- D. **Reappointment.**
 - (1) Prior to the Regular Meeting of the Board each May, each Head Coach shall notify the Athletic Director whether he intends to seek reappointment. If any Head Coach fails to so notify the Athletic Director, that position shall be deemed vacant.

 - (2) Thereafter, at a designated Regular Meeting or Special Meeting for which notice is given to the Membership, the Board shall review according to Diocesan and Association practices each Head Coach who seeks reappointment.

 - (3) Any reappointment shall be by a majority vote of the Board and subject to the approval of the Pastor and the Principal.

- E. **Removal.** Any coach may be removed by a majority vote of the Board or by the Pastor or the Principal.
- F. **Interim Head Coach.** In the event a Head Coach vacancy occurs due to the death, disability, resignation, or removal of a head coach prior to the expiration of his one (1) year appointment, the Board by majority vote, and subject to the approval of the Pastor and the Principal, shall appoint an Interim Head Coach to fill the vacancy until the Board has had the opportunity to select a head coach in accordance with these Bylaws.
- G. **Appointment of All Other Coaches.** All other coaches shall be recommended to the Board by the Head Coach. All other coaches shall be approved according to Diocesan standards and appointed by majority vote of the Board and subject to the approval of the Pastor and the Principal. The appointment shall be for one year unless circumstances require earlier removal or replacement of a coach.

**Article X
Miscellaneous**

- Section 10.1 **Fiscal Year.** The fiscal year of the Association shall begin on July 1 and end on June 30.
- Section 10.2 **Annual Report.** The President and Treasurer shall present an annual report to the Board at its May meeting showing in appropriate detail the assets and liabilities of the Association, and principal changes in such assets and liabilities during such fiscal year, and revenues and disbursements of the Association during the fiscal year.
- Section 10.3 **Execution of Association Documents.** With the prior authorization of the Board, all notes and contracts shall be executed on behalf of the Association by the President and attested to by the Secretary or by any one or more officers or designated agents as the Board shall determine from time to time.
- Section 10.4 **Committees.** The Board, by resolution, may from time to time appoint from among the Board or the Membership, standing or temporary committees it deems necessary or convenient to conduct the affairs of the Association. Any committee shall have only the powers granted it by resolution of the Board.

- Section 10.5 **Appointment of Certain Representatives.** The Board may appoint any Member of the Association to act as the representative and liaison for each sports program organized by the School. As is practical, no Member shall be the representative and liaison for more than one program. For purposes of this section teams of different grade levels competing in the same sport shall be considered one program. However, gender specific teams competing in the same sport shall be considered separate programs. Such an appointment does not render the Member a Board Member or grant that Member the right to vote or any rights or privileges beyond those of other Association Members.
- Section 10.6 **Conflicts of Interest.** No contract or transaction between the Association and one or more of its members or between the Association and any other corporation, partnership, association, or other organization in which a member has a financial interest, shall be void or voidable solely for such reason, or solely because the members present or participate in the meeting of Board which authorizes the contract or transaction, if: (A) the material facts as the relationship or interest after the contract first transaction are disclosed or known to the Board and the Board in good faith authorized contract transaction are affirmative votes of a majority of the disinterested Directors or (B) the contract or transaction is fair to the Association as of the time is authorized, approved or ratified by the Board.
- Section 10.7 **Number and Gender.** Any term used in the singular or plural or in the masculine, feminine or neuter form shall be singular or plural, or masculine, feminine or neuter, as a proper reading of these By-Laws may require.
- Section 10.8 **Amendments.** These Bylaws may be amended at any Regular Meeting or at any Special Meeting called for that purpose provided that written notice of any proposed amendment was given to the Board, Membership, the Pastor and the Principal at least ten (10) days prior to the meeting. All amendments shall require the affirmative vote of the majority of the entire Board.

[Approved November 4, 2015]