

TOMS RIVER SOUTH RAIDERS

Constitution

1:1.0 NAME

In accordance with a certificate of Incorporation on file with the New Jersey Secretary of State, Commercial Recording Division, the name of this corporation shall be Toms River South Raiders, herein after referred to as "TRSR" or "This Corporation".

1:1.1 USE OF NAME

A.) No person affiliated with TRSR may issue any statement, written or verbal which might be interpreted to be an official statement, policy or position of the corporation. Only the President, or his designee, shall serve as the official spokesperson(s) for the corporation.

B.) No person or persons affiliated with the TRSR may use or indirectly imply the name of "AYF/AYC," or this corporation for any other purpose except to specifically further the purposes and objectives of this corporation.

1:2.0 PURPOSE

The purpose for which this corporation exists shall be secure and coordinate the establishment of a youth sports program, in the Toms River South High School sending district. To organize, operate, and coordinate programs that promote, encourage, foster, and teach sports, including but not limited to football, cheerleading, and other related program activities and to promote scholastic excellence in concert with these programs.

1:2.1 RESTRICTIONS

This corporation shall be non-sectional and shall be forbidden to make any political contributions.

1:3.0 GENERAL OBJECTIVES

The general objectives of TRSR shall be to provide constructive and fair programs, to inspire its youthful participants regardless, of race, color, creed, sex, national origin, or disability; and further to foster, encourage, and practice the ideals of good sportsmanship, scholastic achievement, and physical fitness.

1:3.1 SPECIFIC OBJECTIVES

The specific objectives of TRSR shall be provide an opportunity for all its participants to learn the basic fundamentals of the programs offered and to assure that all participants are afforded the opportunity to participate in a supervised, organized, and safety orientated environment. To maintain and keep the welfare of all participants free any adult pressures or ambitions to "win at any cost" or personal "glory seeking". To endeavor to make all of its programs "FUN" for the participants, and to maintain rules and regulations that mandate each participant's participation regardless of their ability; to offer scholastic programming, whereby each participant that shows scholastic excellence, shall be given proper recognition for their accomplishments.

1:4.0 AFFILIATIONS AND CONNOTATIONS THEREOF

A.) This corporation shall be an autonomous entity and a member Franchise New Jersey American Youth Football, Jersey Shore Conference Inc., hereinafter referred to as HLA (Highest Local Authority).

B.) This corporation shall be subject to the Constitution, By-Laws, Rules, Regulations, and administrative Policies of the "HLA", to the extent that the aforementioned rules and laws are prescribed and pertain to all franchises within the HLA. Further, the corporation shall be governed by its franchise Agreement with the "HLA", and Title 15A of the New Jersey Statutes, et. Seq., in all cases to which, said title 15A is applicable, and excepts where same may be inconsistent with the By-Laws of the corporation.

1:5.0 USE OF THE MASCULINE GENDER AND NUMBER

For the purpose of these by-laws, the masculine shall be deemed to include both the feminine and the neuter, and the singular shall be deemed to include the plural, and vice-versa, as the context may require.

1:6.0 FISCAL YEAR

The Fiscal Year of the corporation, shall be January 1, to December 31, annually.

1:7.0 CORPORATE SEAL

There shall be a corporate seal, which shall be a circular impression, having inscribed thereon, the name of the corporation and the year of the incorporation. Said seal shall be used by the secretary, to certify corporate resolutions and other actions taken by a vote of either the Board of Directors or the General Membership.

1:8.0 INSIGNIA-LOGO-TEAM COLORS

The official insignia of this corporation shall include but not be limited to the official insignia of AYF/AYC (National). The logo, mascot, and team colors for all teams and squads of this corporation, and participating in "AYF/AYC" activities, shall correspond with those agreed to by a vote of the General Membership. Currently Silver, Black, and Columbia Blue with Raiders Insignia.

1:9.0 MEMBERSHIP-CLASSIFICATIONS AND REQUIREMENTS OF

A.) This corporation shall have three (3) classifications of membership, which shall be Constitutional, Associate, and Honorary. Qualifications and all particulars with regard to membership are as follows:

B.) CONSTITUTIONAL MEMBERSHIPS - shall be conferred upon parents or legal guardians of all children that are enrolled as participants in any programs offered by this corporation, and they have met the following requirements thereof:

(1) Shall be required to pay the annual registration fees and required mandatory fundraiser, for any participating children, on or before the April meeting annually.

C.) ASSOCIATE MEMBERSHIPS - Shall be conferred upon persons that are involved in programs offered by this corporation, who upon meeting the criteria set forth to serve as a coach, or other voluntary capacity, demonstrates their loyalties to the purposes and objectives of TRSR and who donate a minimum of 100 hours of service.

D.) HONORARY LIFETIME MEMBERSHIPS - Shall be extended to all past presidents upon completion of their term(s) in office. Pending completion of all terms and they left office in good standing. All other honorary Lifetime Memberships shall be conferred upon persons of good moral character, and of good standing within the community. Conferees shall have been advocates and staunch supporters of the purposes and objectives of this corporation. Honorary Lifetime Membership must either be approved by a unanimous vote of the board of Directors, or a $\frac{3}{4}$ majority vote of the General Membership present.

1:9.1 GENERAL MEMBERSHIP AND VOTING AT MEETINGS

A.) The General Membership of this corporation shall be comprised of all Constitutional, Honorary, and Associate members.

B.) The General Membership may vote on all business pending at any meeting of the same, including but not limited to amendments to these by-laws.

C.) Voting for the elected board positions by Constitutional Members requires a 50% attendance at General Membership Meeting for the current year (effective 2005 Elections). Associate and Honorary Members only have to meet criteria set forth under (1:9.0 C & D).

1:9.2 TERM OF MEMBERSHIP

Start annually, and shall run until March 31, annually. With the exception of Honorary Memberships, whose term is defined herein and whose term is perpetual, all membership terms shall run from April 1

1:9.3 GENERAL MEMBERSHIP MEETINGS The General Membership of this corporation shall meet monthly except for the month of December, annually. Meeting, times, dates, and locations shall be published in the corporate newsletter and/or website.

1:9.4 GENERAL MEMBERSHIP MEETING AGENDA

- A.)** The General Membership Meeting Agenda shall be drawn and presented for approval at the beginning of each meeting, by the said President.
- B.)** A Quorum for a General Membership Meeting shall be a minimum of five (5) Board Members and a minimum of five (5) General Members. (see exception listed in 1:9.4C)
- C.)** In meetings involving By-Law revisions, overturning a constitutionally enacted Board decision, or impeachment hearing a minimum of ten (10%) percent of the General Membership must be present to qualify as a quorum.

1:10.0 BOARD OF DIRECTORS - BOARD COMPOSITION

- A.)**The Board of Directors of TRSR shall be made up of six (6) elected officers and seven (7) officers that shall be appointed by the President.
- B.)**The elected officers of this corporation shall be:
 - 1. President
 - 2. V.P. Football Operations
 - 3. V.P. Cheer Operations
 - 4. Fundraising Coordinator
 - 5. Treasurer
 - 6. Board Secretary
- C.)**The appointed officers of this corporation shall be appointed by the President, with the advice and consent of the elected officer's names herein. These officers shall be:
 - 1. Football Commissioner
 - 2. Cheer Coordinator
 - 3. League Representative
 - 4. Team Parent Coordinator
 - 5. Scholastics Coordinator
 - 6. Football Equipment Manager
 - 7. Cheer Equipment Manager
- D.)**Two additional appointments can be made by both the Vice President of Football Operations and the Vice President of Cheer Operations, if needed, with the advice and consent of both the President and Cheer/Football Coordinator. These will be known as "Administrative Assistants to the" and have no vote on matters of the Board of Directors.

1:10.1 BOARD OF DIRECTORS – QUALIFICATIONS

- A.)** Any person that serves as part of the General Membership of this corporation, that has been part of the General Membership for a minimum of one year, and has attended a minimum of 50% of the scheduled GM meetings, shall be eligible to be elected or appointed as an officer of this corporation.
- B.)** Records on file with the Board Secretary of this corporation shall be utilized as the authority by which the corporation shall determine eligibility of any persons nominated to serve as an officer.

1:10.2 Board of Directors - Terms of Office

- A)** All elected officers shall serve for a term of two years or shall serve until such time as their successors shall qualify and take office.
- B)** Elections for President, Treasurer, and Board Secretary will take place in Odd numbered years. Elections for V.P. Football Ops, V.P. Cheer Ops, and Fundraising Coordinator will take place in even numbered years.
- C)** Unless otherwise provided for herein, these officers shall serve commencing from the adjournment of the meeting at which they were elected and shall serve until immediately following adjournment of the election meeting two years later or until their successors shall have qualified and take office.
- D)** Appointed officers shall serve at the will of the appointee, and for only as long as they remain in that office.

1:10.3 Board of Directors – Authority

A.) The Board of Directors shall uphold and enforce the Constitution, By-Laws, Rules and Regulations of this corporation and its affiliates. They may set Administrative Policies and pass resolutions, Rules and Regulations that are necessary to guide and manage the business and affairs and to control the assets, property, programs, projects, and activities of the corporation. They shall operate, manage, and maintain themselves in such a manner as to provide for the purposes and objectives of the corporation as stated in this Constitution. Further, they shall have absolute authority to solicit contributions and raise revenues necessary to carry out the purposes and objectives of the corporation.

B.) A three-fourths majority vote of the General Membership present at a General Membership meeting (as covered in 1:9.4C above) shall be needed to overturn any action taken in the proper exercise of the authority charged to the Board of Directors in this section.

1:10.4 Board of Directors - Attendance at Meetings

A.) Any officer who is not in attendance collectively, at three (3) meetings of the Board of Directors, and the General Membership, during their term, without prior notification to the Board Secretary; said officer shall be considered to have voluntarily vacated their office. In which case, the Board Secretary shall send a letter via “Certified Mail” to that officer, appropriately notifying them that the Board of Directors has instructed the President to proceed under the provisions of 1:13.0 as stated below and entitled “Vacancies”.

B.) For the purpose of enforcement, any officer who shall be more than 45 minutes late for any meeting without notifying the Board Secretary or an attending Board Member, beforehand, shall be considered to have not been in attendance. If proper notification is given as stipulated herein, said Officer shall be excused and the provisions of this section shall not be applicable.

1:10.5 Board of Directors – Meetings

The Board of Directors shall meet regularly in every month except December, to conduct the business and affairs of the corporation. Special meetings may be called by the President or by Petition of three (4) Officers delivered to the Board Secretary.

1:10.6 Board of Directors - Quorum

A meeting shall be determined to have a quorum present if seven (7) of the thirteen (13) Officers are present at any Board of Directors Meeting. No business may be conducted without a quorum.

1:10.7 Board of Directors - Voting

A.) On all matters calling for a vote by the Board of Directors, each vote shall be by roll call and the Board Secretary shall record each vote into the official minutes.

B.) In “time critical” situations, when certain business cannot wait until the monthly meeting, the President may call for a vote on a particular matter over the telephone. In order to conduct corporate business in this matter, a conference call MUST be set up through the Telephone Company. ALL MEMBERS of the Board of Directors MUST be called, and a quorum shall be needed to take a vote over the telephone. Further, minutes of the “conference call voting” MUST be recorded by the Board Secretary or in the absence of the Board Secretary; the President shall appoint another officer to record the minutes of this meeting.

1:11.0 Officers Duties

The officers of this corporation shall perform the duties that correspond with their respective office, as well as those reasonable duties, which from time to time may be assigned by the President.

1:11.1 President

The President shall serve as the Chief Executive Officer of this corporation. He shall attend to the day-to-day affairs of the corporation and shall preside over all meetings of the Board of Directors and General Membership. He shall serve as an ex-officio member of all committees, and shall have powers to appoint committee chairpersons, members and all head coaches. The President shall be one of three officers authorized as a signer on all bank accounts of the corporation. He shall decide on all questions of order, prepare and announce the agenda for each meeting and shall receive and bring to vote all motions properly moved and seconded and shall announce the result of all voting. He shall have authority to issue executive directives and make other decisions as long they are not inconsistent with the By-Laws and any Administrative Policies of either the corporation or any of its affiliates.

1:11.2 VP Football Operations

The VP Football Ops shall preside at any meeting where the President is not in attendance. He shall be responsible for ALL administrative duties and functions for the football program including but not limited to registration of participants. He is responsible for collecting all necessary documents to complete book certification as well as the input of all information into the required roster program. He shall serve as the insurance coordinator for the football program. He shall be required to work hand in hand with the football commissioner on placement of participants in the football program. He is required to work hand in hand with the fundraising coordinator on any football fundraising. He is responsible to organize any travel arrangements for the football program.

1:11.3 VP Cheer Operations

The VP Cheer Ops shall preside at any meeting where the President and the VP Football Ops is not in attendance. He shall be responsible for ALL administrative duties and functions for the cheer program including but not limited to registration of participants. He is responsible for collecting all necessary documents to complete book certification as well as the input of all information into the required roster program. He shall serve as the insurance coordinator for the cheer program. He shall be required to work hand in hand with the cheer coordinator on placement of participants in the cheer program. He is required to work hand in hand with the fundraising coordinator on any cheer fundraising. He is responsible to organize any travel arrangements for the cheer program.

1:11.4 Board Secretary

The Board Secretary of the corporation shall keep an accurate record of all meetings, hearings, proceedings, correspondence and official documents of the corporation. He shall assist the corporation by keeping an accurate record of attendance and any roll call votes cast by the General Membership. He shall serve as a signer on all bank accounts, in the absence of either the President or the Treasurer. The Board Secretary shall receive all bills, mail and correspondence on behalf of the corporation. He shall be charged with generating and mailing all meeting notices, minutes, newsletters and official correspondence.

1:11.5 Treasurer

The Treasurer shall have sole care and custody of all moneys and securities of TRSR. He shall be charged with collections of any moneys due the corporation; inclusive of but not limited to fundraising proceeds and corporate pledges, etc. He shall cause any excess funds to be deposited into appropriate league accounts with institutions approved by resolution annually, by the Board of Directors. He shall be the main signature on all account, and shall be bonded. The Treasurer shall be the principle officer charged with the establishment of the annual budget and shall oversee strict adherence to the same. The Treasurer shall prepare, distribute and deliver written reports monthly, to the General Membership and shall be charged with filing all legal statements and forms as may be required by the Internal Revenue Service or the State of New Jersey, Division of Taxation. He shall make all books and accounts available for inspection upon demand by the Board of Directors or the General Membership. Finally, he shall be an ex-officio member of any fundraising effort or committee of this corporation.

1:11.6 Fundraising Coordinator

The Fundraising Coordinator shall be in charge of coordinating organizational wide fundraising activities and be responsible for fundraising, including but not limited to spirit sales, gate, 50/50's, registration fundraiser, etc..... He shall be responsible for soliciting donations for the corporation. He shall be responsible for organizing Travel Fundraising with the assistance of the VP Football Ops and/or the VP Cheer Ops. He shall oversee the operation of the concession stand. When possible the Board of Directors will appoint a Concession Stand Mgr. to assist the Fundraising Coordinator in Concession Stand Operations. Fundraising Coordinator is assisted by the Team Parent Coordinator.

1:11.7 Program Administrators - Football Commissioner & Cheer Coordinator

A.) The Football Commissioner and Cheer Coordinator shall serve as the program administrators for their respective program areas. The administrators shall coordinate play development and overall continuity between all coaches under their charge. They shall work hand in hand with the VP of their respective programs in respect to the placement of all participants, within the guidelines established by the Board of Directors of TRSR, and the HLA.

B.) They shall ascertain that all coaches meet the requirements of coaching prior to their appointment. Program administrators shall assure that all coaches are aware of HLA rules, specifically, "Lopsided Rule", "Mandatory Play Rule", and "Coaches Code of Conduct". Program administrators shall submit their recommendations for Head Coaches to the President for approval.

C.) Program Administrators may not serve as Head Coach of any team or squad with out consent from the Board of Directors of TRSR, however nothing herein precludes them from serving as an assistant coach. They shall assure that a line of communication is maintained between the coaching staffs and the Board of Directors of the corporation and that the coaches are working to assure that corporate programs, projects, and activities receive 100% support from both the coaching staffs and the participants under their charge.

D.) Program Administrators shall assist with the property and inventory as it applies to their respective programs. In concert with their respective coaching staffs, they shall assist with the issuing, collections, conditioning, and certification of uniforms and equipment. They shall assist with registrations certifications, and etc.... The Cheer Coordinator shall represent this corporation at all HLA Cheer Coordinator's Council meetings. The Football Commissioner shall assist in arranging scrimmages and setting up bowl games.

E.) Whenever possible, the Program Administrators should be present all games played or events cheered (i.e. Road Games, Cheer Competitions, etc....) to protect the integrity of the game/competition, and behavior of coaches. He will ultimately be held accountable, limited to the Board of Directors, for situations they may escalate out of control.

1:11.8 Franchise Representative - League Rep

He shall represent TRSR at all required NJAYF Meetings. He shall vote the will of the Board of Directors at those meetings. He is responsible for advising TRSR of any new rules, deadlines, and required fees that his franchise may, as a matter of course be required to pay. He shall make a report at all Executive Board meetings as to the proceedings of any HLA membership meetings. He will assist the Football Commissioner in setting up scrimmages and bowl games. He will advise the Cheer Coordinator of any special meetings.

1:11.9 Scholastic Coordinator

The Scholastic Coordinator shall be responsible for the collection of copies of all report cards, compilation of grades within in the guidelines set forth by the HLA and AYF/AYC. He is responsible for filing the necessary paperwork with the NJAYF Scholastic Coordinator. The Scholastic Coordinator shall be responsible for coordinating various award programs including, but not limited to, scholarship awards and Volunteer of the Year.

1:11.10 Team Parent Coordinator

He shall act as a liaison between the Board of Directors and all Team Parents. He shall establish a chain of communication to facilitate the distribution of all time sensitive information. He shall assist the Fundraising Coordinator in implementing organizational wide fundraising, i.e. tagging, candy sales, etc....

1:11.11 Equipment Managers - Football & Cheer

He shall be responsible for all Property and Inventory for their respective programs. He shall be responsible for the timely issuing, collection, cleaning, conditioning, and certification of uniforms and equipment. They shall assist the Program Administrators with determining specific equipment/inventory needs to properly provide for their respective programs. They shall conduct no less than two (2) "COMPLETE" physical inventories ~~per fiscal year~~, and report to the Board of Directors a detailed written report listing the complete Property and Inventory of their respective programs.

1:12.0 Elections - Nominating Committee and Nominations

- A.)** The President shall appoint a Nominating Committee not later than sixty (60) days prior to the January General Membership/Election Meeting. The Committee shall consist of not less than three (3) nor more than five (5) persons, chosen directly from those eligible to vote at the meeting of the General Membership as provided herein.
- B.)** Those persons that meet the qualifications as set forth in 1:10.2Et. Seq. and titled "BOARD OF DIRECTORS-QUALIFICATIONS", shall submit their names to the Nominating committee for Nomination. It shall be the responsibility of the Nominating Committee to hold a "Candidates Screening Meeting" on or before the annual January election meeting; all persons seeking the endorsement of the Nominating Committee for a specific office shall be given the opportunity to be interviewed by the committee. After all the interviews have been completed, the committee shall make a determination as to whether or not said candidates meet the qualifications to be elected and then shall consider their recommendation for nomination of those candidates that were interviewed and that qualify, in accordance with these by-laws.
- C.)** The Nominating Committee may at their discretion, choose to recommend to the general Membership a full slate of Nominees (one candidate for each office); or should it be determined that more than one candidate is worthy, the committee may recommend more than one candidate or choose not to make a recommendation at all.
- D.)** Once the Nominating Committee has given its report, the President shall then discharge them from their duties. At this time, the President shall open the meeting to nominations from the floor. Nominations shall be taken for each office separately and the President shall entertain a motion to close nominations for each office in kind. Nominations shall be taken in the exact order of which these offices are listed and appear in 1:10.0 (A) and entitled "Board of Directors".
- E.)** Nominations from the floor must be seconded and all persons nominated must either be in attendance or a notification of intent to run and/or availability to serve must be received by the Board Secretary, in writing, prior to the commencement of balloting for that office. Nothing herein shall be construed as to preclude anyone from seeking or being nominated for more than one (1) office; however, no one may be elected to more than one office on the Board.

1:12.1 Elections - Balloting

- A.)** Balloting for the election of officers shall take place at the January General Membership/Election meeting annually. Balloting for each open office shall be done separately and immediately following the closing of nominations for that office. Balloting shall commence in the exact order in which these offices are listed and appear in (1:10.0(A)) and entitled, "Board of Directors."
- B.)** If there are no contested offices for election, a motion may be made of the Board Secretary to cast a "unanimous ballot" for each uncontested office. This motion must be seconded and if there are no objections, the motion is carried.
- C.)** In the event of a contested election for any office, balloting shall be by secret ballot. The President shall appoint a committee to circulate, collect and tally all ballots cast. Once ballots have been tallied and a winner evident, the committee shall deliver said ballot to the Board Secretary who shall then announce the results of the balloting.
- D)** Under no circumstances shall Proxy balloting be allowed.
- E.)** A nominee must receive fifty percent (50%), plus one vote majority of the total eligible vote's cast in order to be elected to office. In contested elections, should no one candidate receive the majority of eligible votes to be elected the nominee with the fewest eligible votes will be eliminated and a second or subsequent ballot taken until one nominee receives the majority needed to be elected.
- F.)** Challenges to the election results must be registered and must be resolved prior to the adjournment of the Election meeting or the elections will stand. Any such challenges shall be heard by any officers not up for election or reelection. The only acceptable challenges shall be to perform a recount of the ballots, qualifications of nominees and certifications for members allowed to vote. No other challenges shall be allowed.

1:13.0 Impeachment - Removal From Office

- A.)** An officer of this corporation may be removed from office “for just cause” by a three-fourths majority vote of the General Membership present (as set forth in 1:9.4C above) and provided that specific charges have been presented in writing. Said charges must be presented to the Board Secretary.
- B.)** Written notice must be given to the officer to be removed from office with twenty (20) business days in which to respond and answer all charges. Notices of Impeachment shall state the charges along with the date, time and location of the Impeachment Hearing. Both parties shall have the right to be represented by an attorney and the Board of Directors shall set the rules of propriety for the hearing.
- C.)** For the purpose of clarification, the words “for just cause” are used herein, shall mean, “for failure to perform the duties of their respective office”, or for actions that in the opinion of those bringing the charges, would deem that party “unworthy of continuing to serve in the capacity of an officer of this corporation.”
- D.)** An appointed officer may also be removed by the appointee, without “Due Process” as described in 1:13.0(a)(b) and this serves as clarification of 1:10.2(d).

1:14.0 Parliamentary Authority and the Conduct of Meetings

- A.)** All meetings of this corporation shall be governed by these By-Laws and to a lesser extent, at the determination of the Board of Directors, Robert’s Rules of Order, in its most current edition, may be consulted and if so determined, may also be used as a guide.
- B.)** The conduct of each meeting shall be at the discretion of the President. He shall rule on all questions of order and shall be charged with conducting each meeting according to the laws of democracy, under which laws, every person who wishes to speak, shall be heard and that in every matter considered, the best opinion shall prevail, through the expressed will of the majority, and the best course of action taken.
- C.)** A majority vote of the General Membership present shall be needed to overrule the President with regard to and decision made by him on questions of order or conduct of the meeting. Motions to overrule must be properly moved and seconded.
- D.)** A motion to reconsider or the reconsideration of any motion or business that was previously considered and disposed of before the General Membership, at any time during the Fiscal Year, shall require a $\frac{3}{4}$ ’s majority vote of the General Membership present to be reconsidered and shall require an additional three-fourth’s majority vote for passage of that motion or business.

1:15.0 Property

The following items, digital or otherwise, are hereby property of this corporation.

1. Domain name: www.trsr raiders.org
2. Domain name: www.trjr.com
3. Email address: trsr raiders@gmail.com and all accounts linked, not limited to telephone numbers, email, and blogs.
4. The telephone Number (732)503-TRS1 (8771) and voice mailbox.
5. Any and all passwords to listed accounts. These are to be kept by the President and must be surrendered to the incoming President.
6. All financial accounts held by any institution that contain funds deposited for use by this corporation.
7. Any equipment purchased for the purpose of running day to day operations as well as concession stand.
8. All equipment used by participants including, but not limited to uniforms, protective pads, helmets, and field equipment.
9. All trophies and awards won by teams under the TRSR name.
10. Any and all property of this franchises predecessor corporations described above.

1:16.0 Disposition of Funds and Property

A.)None of the funds, assets or property of TRSR shall be divided among its officers, trustees, directors or members. In the event of the dissolution of this corporation, its assets shall be delivered to the HLA, for even distribution between the existing Franchises. In the event that this is forbidden by state and/or municipal law, said assets shall be delivered to the HLA and set aside for distribution to the franchise that is set up to service the dissolved corporation's territory.

B.) Any entity in receivership of the assets and property of TRSR. in the event of dissolution shall enjoy exempt status in accordance with the provision of Section 501(c)(3) of the Internal Revenue Code; either as it currently exists or may be amended.

1:17.0 Amendments

A.)This "CONSTITUTION" may be amended, revised or changed by a two-thirds (2/3) majority vote of the General Membership (as covered in 1:9.4C above), provided that such proposed amendments, revisions or changes be delivered in writing to the By-Laws/Rules Committee for their consideration and disposition via the Board Secretary.

B.)The Board Secretary shall forward all proposed amendments, etc., to the By-Law/Rules Committee. Upon receipt, the committee shall review said amendment proposals and make a report to the General Membership, as to their findings and recommendations in the matter being considered.

C.) The committee may recommend the passage of the amendments, etc., revisions or changes as received; or they may recommend further changes, an alternate proposal, or at their discretion, they may opt to take no action at all, in any case, no amendment, revision or change shall be presented to the General Membership for consideration, that hasn't received prior approval from the By-Laws/Rules Committee.

D.) Those amendments which are approved by the By-Law Committee shall be read to the General Membership at the next scheduled meeting. At the subsequent meeting the President shall allow a brief hearing or discussion with the General Membership, with a fixed time limitation on same. When that fixed time limitation has elapsed, the matter shall be called and a vote taken. If in the event that there is no quorum present, said matters may be held over for a subsequent meeting until such time that there is a quorum present.

E.) No provision or section of these By-Laws may be waived, revised, changed or amended except as provided in this section. Further any motions to suspend any of the By-Laws of TRSR may be ruled frivolous and out of order by the President with Board consent.

F.) Any amendment, revision or change to these By-Laws, that are approved by the General Membership (as covered in 1:9.4C above), shall be done pending final approval of the HLA. After consideration by the membership, the Board Secretary shall forward same to the HLA for their consideration and approval. Only those portions of these By-Laws which are not approved by the HLA shall be void pending reconsideration by the membership. All other unaffected portions shall remain in full force and effect.

ATTEST:

Notice is hereby given that the provisions of this "CONSTITUTION" were approved by the General Membership at its meeting on this 24th day of March, 2011.

Kelley Mahan
Board Secretary