

NORTHERN VIRGINIA SENIOR OLYMPIC COMMITTEE BYLAWS
(Approved June 11, 2019)

Article I – NAME

- Section 1. The name of the organization shall be "Northern Virginia Senior Olympic Committee" (the Committee) as incorporated under the laws of Virginia.
- Section 2. The name of the annual competitions shall be known as “Northern Virginia Senior Olympics.” (NVSO)

Article II - PURPOSE

Nonprofit Purpose. The Committee is organized and shall be operated exclusively as a nonprofit, charitable and educational organization dedicated to the purposes stated in these bylaws:

- (A) To develop a Northern Virginia Senior Olympic program to be held annually in September for residents aged 50 years and older by December 31 residing within the jurisdiction of the sponsoring government agencies;
- (B) To afford senior adults the opportunity for competition and fellowship through various athletic and recreational events;
- (C) To promote health, fitness, and the psychological well being of senior adults by offering opportunities for participation and achievement;
- (D) To make the public aware of the capabilities of the senior adult population;
- (E) Under the motto “Living Healthy Longer,” to promote the year-round desire for healthy living, fitness, self-improvement and achievement in senior adults;
- (F) To create an awareness and to encourage the senior population to utilize the varied and widely available recreational facilities in Northern Virginia;
- (G) To foster cooperation between Northern Virginia government agencies serving senior adults as they co-sponsor the NVSO;
- (H) To promote and encourage participation by seniors 50 years and older in the Virginia Senior Games; and
- (I) To make the NVSO accessible to all senior adults without any limitations on sexual orientation, and ethnic, racial, and religious backgrounds.

Article III - SPONSORING AGENCIES

- Section 1. The agencies sponsoring the NVSO shall include the following Northern Virginia area counties and cities:
- Arlington County Department of Parks and Recreation
 - Fairfax County Department of Neighborhood and Community Services
 - Fairfax County Park Authority

- Fauquier County Parks and Recreation Department
- Loudoun County Parks, Recreation and Community Services
- Prince William County Parks & Recreation
- City of Alexandria Department of Recreation, Parks & Cultural Activities
- City of Fairfax Parks and Recreation
- City of Falls Church Recreation & Parks Department

- Section 2. Other governmental entities or agencies seeking to become NVSO sponsors may submit a request in writing to the Committee for consideration. New sponsors shall be accepted upon the 2/3 vote of the Committee members and the majority vote of all current sponsors. The bylaws shall be updated to reflect new sponsors.
- Section 3. Sponsorship allows residents of sponsoring jurisdictions to participate in the NVSO. Sponsorship shall be voluntary and shall be automatically reconfirmed annually unless otherwise requested by any of the sponsors in writing by the end of the year.
- Section 4. Each of the sponsoring agencies shall assume liability only for their staff, volunteers, and participants from their own jurisdictions.
- Section 5. The sponsors' staff representatives shall have the responsibility of overseeing the implementation of the overall NVSO program. Two Co-Coordinators, elected from the staff members, shall share this responsibility and facilitate necessary support.

Article IV - MEMBERSHIP

- Section 1. Each sponsoring agency shall appoint one paid staff representative to the Committee. Staff representatives shall be permanent year-round employees familiar with the policies of their respective agencies. Staff representatives must be able to attend all monthly meetings and work at scheduled events. Each sponsoring agency shall have one vote each.
- Section 2. Each staff representative ("sponsor's Committee member") is encouraged to recruit volunteer Committee members with special skills and knowledge that will enhance the NVSO's operations. Volunteer Committee members shall commit to attending at least a majority of the Committee meetings and be willing to volunteer at any of the scheduled events. There shall be no age limitations for volunteer Committee members. Each volunteer Committee member shall have one vote each.
- Section 3. Each sponsoring agency may designate an alternate for each staff Committee member. Alternates may attend meetings, however, they will be allowed to vote only if the permanent member is absent or otherwise unable to vote.
- Section 4. A Volunteer Coordinator, appointed by the Committee, shall have one vote. Each volunteer may be asked to complete an Information Form.
- Section 5. There shall be no restriction to the length of time a member or alternate may serve on the Committee as a voting member, except for sponsors' Committee members who serve at the pleasure of their appointing governmental agencies.

Section 6. Individuals or unaffiliated groups having purposes similar to the Committee may attend Committee meetings but shall not have a vote.

Section 7. Corporate or other Patrons may not become Committee members.

Article V – OFFICERS AND DUTIES

Section 1. The officers of the Committee shall be chosen from volunteer Committee members living in the sponsoring jurisdictions, as follows: Chairman, Vice-Chairman, Secretary, Treasurer, Assistant Treasurer and Historian. Officers shall serve without compensation. Officers shall be elected for a term of one year from the date of the January meeting and serve until a successor is elected. The Chairperson may not serve more than two successive years, except he/she may be re-elected more than once after sitting out at least one year after each expired term of office.

Section 2. Officers' Duties

- (A) The Chairman shall set the monthly meeting agenda and preside at all Committee meetings and at the Board of Directors meetings.
The Chairman may appoint the chairpersons for all Sub-Committees and Ad-Hoc Committees, and shall be an ex-officio member of every Sub-Committee and Ad-Hoc Committee.
- (B) The Vice-Chairman shall assume the duties of the Chairman in his/her absence, or inability to act, and shall perform such other duties as may be delegated to him/her by the Chairman, such as maintaining and updating the Committee operations handbook. The Vice-Chairman shall be a member of and chair the Planning Sub-Committee.
- (C) The Secretary shall maintain a record of all Committee and Board of Directors meetings, notify members of the meetings and submit meeting minutes to all Committee members in the week prior to the next monthly Committee meeting. The Secretary shall perform other duties as assigned.
- (D) The Treasurer shall keep full and accurate accounts of receipts and disbursements in books belonging to the Committee.
The Treasurer shall disburse the funds of the Committee taking proper vouchers for such disbursements, and shall render to the Committee at the regular meetings an account of all of his transactions as Treasurer and of the financial condition of the Committee.
Expenditures over \$500 that do not have an individual line item on the budget must be approved by the Committee.
The Treasurer shall also prepare an annual budget.
- (E) The Assistant Treasurer shall assist the treasurer as requested.
- (F) The Historian shall maintain, update and be the holder of photos, newspaper clippings, emails, videos, and other valuable or important information in a digital format where possible.

Section 3. Resignation and Removal

Any officer may, at any time, deliver a written notice of intent to resign to the Committee Chairman, which shall be effective upon acceptance by the Board of Directors. Any officer may be removed from office with or without cause when, in the judgment of the Board of Directors, it is determined by at least 2/3 of all members of the Board of Directors, and confirmed by 2/3 of the Committee, that such officer should no longer serve in his/her capacity. Notice, including the name of the officer proposed to be removed, and the date, time and place of any meeting that is called to consider such removal, shall be given in writing to each of the Directors at least two days prior to the date of such meeting.

Section 4. Conflict of Interest

The Board of Directors may adopt a Conflict of Interest Policy that will provide for full disclosure of material conflicting interests by officers and Committee members and permit the Board of Directors to determine whether the contemplated transaction may be authorized as just, fair, and reasonable to the NVSO.

Section 5. Vacancies

- (A) If the office of any officer, except for the Chairman, becomes vacant for any reason, the vacancy shall be filled by the Board of Directors.
- (B) If the Chairman position becomes vacant, the Vice-Chairman shall automatically fill the position.
- (C) In case of the absence or disability of an officer, or in any other case that the Board of Directors may deem sufficient reason therefore, the Board of Directors, by majority vote, may delegate for the time being any or all of the powers or duties of any officer to any other officer, director, or any other Committee member.

Article VI – BOARD OF DIRECTORS

- Section 1. The Board of Directors (or Executive Board or Executive Committee) shall consist of its elected officers and two co-coordinators chosen from the sponsors' Committee members (see Article IV, Sections 1 and 2).
- Section 2. The property, affairs, and business of the Committee shall be managed by its Board of Directors, which may exercise all such powers of the Committee and do all such lawful acts that are not by statute or by these bylaws prohibited.
- Section 3. The Board of Directors shall meet when necessary and be called by the Chairman. The Board of Directors shall have general supervision of the affairs of the Committee between its meetings, make recommendations to the Committee for evaluation and approval, and shall have decision making authority when necessity justifies such action. Decisions of the Board of Directors shall not supersede the policies of the Committee.

Article VII - FISCAL MATTERS

- Section 1. Deposits. The Board of Directors shall select banks, trust companies, or other depositories in which all funds of the Committee not otherwise employed shall, from time to time, be deposited to the credit of the Committee.
- Section 2. Checks. All checks or demands for money and notes of the Committee shall be signed by the Treasurer, Assistant Treasurer, or the Chairman.
- Section 3. Fiscal Years. Unless otherwise fixed by the Board of Directors, the fiscal year shall be January 1 to December 31.
- Section 4. Contracts. The Board of Directors must authorize any officer or officers, agent or agents of the Committee, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Committee. Such authority may be general or confined to specific instances. The Committee may pay for services of professionals if needed to run events properly.
- Section 5. Spending Limits. The Committee may establish spending limits as it deems proper.
- Section 6. Contributions. The Committee may accept any contribution, grant, bequest or devise consistent with its general tax-exempt purposes, as set forth in these bylaws. Patrons' contributions will be accepted only for purposes or uses that are an integral part of and consistent with the Committee's operations and goals. Further, the Committee shall retain sufficient control over all donated funds to assure that such funds will be used to carry out the Committee's tax-exempt purposes.
- Section 7. Sponsoring Agency Contributions. Sponsor contributions shall be limited to in-kind services through their staff, such as their professional expertise in leading, organizing and/or working on events; the use of their facilities and equipment for meetings and events; storing equipment belonging to the Committee, procuring (to be reimbursed by the Committee) equipment, promotional and other items using Sponsors' Virginia Sales Tax-Exempt status, and any other non-financial contributions sponsors may deem appropriate.
- Section 8. Committee members shall not receive compensation for their services as members, but shall be entitled to reimbursement for any reasonable expenses incurred on behalf of the Committee.

Article VIII – AUTHORITY

- Section 1. Authority. The authority of the organization shall be vested in the Committee.
- Section 2. Safety. Decisions regarding safety at all events shall be made by the Committee in accordance with sponsoring agencies' policies.
- Section 3. Indemnification. The Committee shall maintain liability insurance for the duration of the annually scheduled events and for two weeks beyond to cover

the potential postponement of events. The insurance policy shall protect the Committee's volunteer members, event venues and their respective agents or representatives, and event directors and volunteers from liability against them. The policy shall be renewed annually.

Article IX – MEETINGS

Section 1. All meetings shall be conducted using Robert's Rules of Order as a guideline.

Section 2. For the purpose of transacting business, a quorum shall be defined as one-half plus one of all sponsors' Committee members, all volunteer Committee members and the Volunteer Coordinator.

Section 3. Regular Committee meetings shall be held monthly on the second Tuesday of the month (except during the month of December) at 1:00 p.m. at a location designated by the Board of Directors.

Section 4. Each Committee member shall be furnished a written notice of any special meeting at least five working days prior to such meeting.

Section 5. The following schedule of meetings shall be held for ease of transition between the outgoing and the incoming Chairman and officer(s):

(A) The regular October meeting shall be designated for evaluating the current year's events and upgrading the NVSO Operating Handbook to reflect procedural, scheduling and other improvements. Agenda items shall include presentations by all event directors, the Board of Directors, the Sub-Committee chair persons, election of the Nominating Committee, and such other business as may come before the Committee.

(B) The Chairman of the Planning Sub-Committee shall prepare a final report on all changes to the Operating Handbook to be voted on by the Committee at the November meeting.

Article X - COMMITTEES

Section 1. Sub-Committees

Except for the Planning Sub-Committee, the Chairman shall appoint a chairman for each Sub-Committee who must be a member of the Committee.

Each Sub-Committee Chairman may select one or more volunteers to serve on his/her Sub-Committee.

(A) The Planning Sub-Committee

The Planning Sub-Committee shall be chaired by the Vice-Chairman.

The Planning Sub-Committee shall prepare and maintain a NVSO Operating Handbook to include the responsibilities of all Sub-Committees, an Annual Critical Timeline Chart, Operating Guidelines to be prepared by the event directors for the various

events, liability insurance documents, recurring NVSO documents, publications and promotional items, and any other items critical to the NVSO's operations. The Handbook shall be updated at the end of every year and as needed to reflect changes and improvements.

The Operating Handbook shall serve as the master guide to all Committee operations and as an instrument to ease the transition between Committee chair persons, officers, Sub-Committee chair persons and Committee members. One hard copy of the Operating Handbook shall be accessible to all officers, and to Committee members upon request.

- (B) Fundraising (Patrons) This sub-committee is responsible for raising money through the Patrons program by approaching potential patrons, tracking their donations and sending letters or certificates of appreciation.
- (C) Finance/Audit This sub-committee is responsible for overseeing NVSO funds in accordance with the approved budget.
- (D) Publicity (Advertising and Promotion) This sub-committee is responsible for submitting an advertising budget; drafting advertisements and arranging for local media to publish them; drafting press releases prior to and during the games and submitting them to local and area media; arranging for announcements, interviews and other publicity on local and area radio and television stations and other media; arranging for NVSO representation at local and area health fairs and other public gatherings where NVSO would be of interest; arranging for photographers to cover NVSO events; and designing promotional posters and flyers.
- (E) Events, Event Directors and Venues This sub-committee is responsible for recommending to the Committee which, if any, new events should be added, and which, if any, should be dropped; scheduling events; preparing paper registration forms; and confirming event directors and venues. After the games, event directors should be sent letters of thanks.
- (F) Opening Ceremony This sub-committee is responsible for planning and executing the opening ceremony on opening day, and for preparing the Opening Day program.
- (G) Registration This sub-committee is responsible for setting up the online registration system; for entering paper registrations in the system; and for delivering all registration fees received by mail to the Treasurer. This sub-committee develops spreadsheets listing competitors for each event, which are furnished to event directors, and compiles results for posting online and into a Results Book, to be published online. Also prepares paper registration form and Opening Day program.
- (H) Website and Facebook Page Management This sub-committee updates and maintains the NVSO web site and Facebook page with general information, results, records, photos, etc.
- (I) Volunteers This subcommittee, under the Volunteer Coordinator, is responsible for recruiting, informing and scheduling volunteers (to be trained by event directors) for events during the NVSO, based on event directors' needs.

(J) Rules This subcommittee is responsible for drafting new rules and for revising existing rules (official as well as condensed) as recommended by event directors, and preparing them for publication in the registration form and on the NVSO web site.

(K) Awards, Printing (medals, t-shirts, registration form, opening day program and events schedule, promotional give-away items, etc.) This sub-committee arranges for ordering and distributing these items.

Section 2. The Chairman may appoint other Sub-Committees as the Board of Directors may deem essential to the efficient operation of the Committee.

Section 3. Ad-hoc Committees

The chairman may appoint ad-hoc Sub-Committees to address issues requiring special attention as needed.

Section 4. A Nominating Committee of three volunteer Committee members shall be appointed by the Chairman at the October meeting. The Nominating Committee shall prepare a slate of officers from the volunteer Committee members and present it to the Committee at the November meeting. Nominations may also be made from the floor provided the nominee has agreed to serve if elected.

Article XI - STAFF

Section 1. It is not anticipated for the Committee to establish its own paid staff positions, either partial or full time.

Section 2. If the need for part-time or full-time staff should arise in the future, the bylaws shall be revised accordingly.

Section 3. If staff is hired by the Committee, the bylaws must change and shall include any required provisions by law governing the hiring of staff. Such revisions shall be adopted by the 2/3 vote of the volunteer Committee members and a 2/3 vote of the sponsors' Committee members.

Article XII – AMENDMENTS

Proposed amendments of these bylaws must be submitted in writing at a regular Committee meeting to be voted on at the next regular meeting. A vote of 2/3 of the volunteer Committee members and a 2/3 vote of the sponsors' Committee members shall be required for amending the bylaws.

Article XIII – LIMITATIONS

Section 1. Notwithstanding any other provision of these articles, the Committee shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law) or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or the corresponding provisions of any future United States Internal Revenue Law.

Section 2. The Committee shall not carry out propaganda, or otherwise attempt to influence legislation, and the Committee shall not participate in, or intervene in, including the publishing or distribution of statements, any political campaign on behalf of any candidate for public office.

Article XIV – DISSOLUTION

Upon dissolution of the Committee, the Committee shall, after paying or making provisions for the payment of all of its liabilities, dispose of all of its assets to organizations operated exclusively for charitable, educational, religious, or scientific purposes as at the time shall qualify as an exempt organization(s) under Section 501(c) (3) of the Internal Revenue Code, as the Committee shall determine.

Any such assets not so disposed of shall be disposed by the Court of Common Pleas of the County in which the office of the Committee is then located exclusively for such purposes or to such organization(s), as said Court shall determine, which are organized and operated exclusively for such purposes.

However, if the named recipient is not then in existence or no longer a qualified recipient, or unwilling or unable to accept the distribution, then the Committee's assets shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code.