

Massachusetts State Track Coaches Association

By-Laws

Adopted March 15, 2013

Amended June 15, 2015

Article 1

1.01 NAME: The name of the organization shall be Massachusetts State Track Coaches Association (MSTCA).

1.02 CERTAIN DEFINED TERMS: Unless the context clearly requires otherwise, the terms defined below shall have the following meaning:

“Affiliated Members” means a certified non-profit group or association (for example, local sports authorities, conferences, offices, etc.) recognized by Section 501(c)3 et seq. of the Internal Revenue Service Code.

“Code” means the Internal Revenue Code of 1986 as amended.

“Executive Board” means the governing body of MSTCA with all the rights, powers and duties conferred upon it as defined herein.

“Executive Director” means the Executive Director as chosen by the Board of Directors responsible for the daily management and operation of the MSTCA.

“Assistant Executive Director” means the Assistant Executive Director as chosen by the Executive Director responsible to the Executive Director for daily management and the operation of the MSTCA.

“General Election” means the election of the Officers of the MSTCA in accordance with their prescribed term of office.

“Honorary Membership” means membership bestowed by the Executive Board or upon the recommendation of the Executive Director, in recognition of individuals who have demonstrated extraordinary support for the MSTCA.

“Individual Member” means any member of the MSTCA who is in good standing.



“IRS” means the Internal Revenue Service of the United States of America.

“IRS Notice” means written notice from the Internal Revenue Service of the United States that the tax-exempt status of the organization is called into question on the basis of its activities.

“MIAA” means Massachusetts Interscholastic Athletic Association.

“NFHS” means National Federation of High Schools.

“Retired Hall of Fame Membership” means inducted MSTCA Hall of Fame membership is granted lifetime membership, with all full rights as a member.

“USATF” means USA Track & Field.

“USATF-NE” means USA Track & Field –New England Association.

“USTFCCCA” means U.S. Track & Field and Cross Country Coaches Association.

- 1.03 PURPOSE AND PRINCIPLES: MSTCA has been established and is a non-profit membership organization incorporated as a 501(c)3 corporation as by CODE. Its purpose and principles are:
- A. To provide an organization that represents the interests of high school coaches of Cross Country and Track & Field.
 - B. To promote and foster Cross Country and Track & Field as an integral part of education in the high school level.
 - C. To develop and increase student-athlete participation in Cross Country and Track & Field.
 - D. To promote leadership and support for coaches and their programs through coaching education and certification.
 - E. To promote, achieve, and maintain the highest standard of outstanding achievement of coaches, student-athletes and support personnel with sportsmanship.
 - F. To recognize and award outstanding achievement of coaches, student-athletes and support personnel.
 - G. To undertake good public relations and communication to publicize and promote MSTCA.
 - H. To provide assistance to the body of people who make up the athletic community of Cross Country and Track & Field.

- 1.04 INDIVIDUAL MEMBERSHIP: Individual membership is available to any individual



cross country or track & field coach who has on-field responsibilities for developing student-athletes, or individuals who help benefit and enhance the student-athletes involved through the MSTCA.

- 1.05 **SUSPENSION, EXPULSION AND CENSURE:** The Executive Board shall have the power to suspend, expel or censure any member who fails to pay dues or no longer possesses the qualifications necessary for membership.
- 1.06 **MEMBERSHIP DUES:** Dues are payable on an annual yearly basis established by the MSTCA Executive Board. The Vice President shall publish annually the cost of all membership dues and shall update membership list on the MSTCA website.
- 1.07 **BENEFITS OF MEMBERSHIP:** MSTCA members become members of the NFHS and USTFCCCA, and automatically will receive liability insurance and will receive quarterly magazines of USTFCCCA technique magazine, discount price to the MSTCA Coaches Clinic and Do It Student-Athlete Clinics annually, as well as other benefits.

Article 2

Management of the Association

- 2.01 **OFFICERS:** The membership of the MSTCA shall nominate, from its members, a President, a Vice President, a Secretary, and a Treasurer. The election of officers shall take place every three years at the annual Executive Board June meeting.
- 2.02 **DUTIES OF OFFICERS:**
- A. **President:** The President shall exercise general supervision and control over all activities of MSTCA including but not limited to (1) presiding over all meetings of the Executive Board; (2) ensuring all meetings are published and pre-agenda sent out; (3) establishing all committees of the MSTCA and selecting committee members; (4) serving as an ad hoc member on all committees (5) serving and representing the MSTCA at all MIAA Track & Field and Cross Country Committee meetings; and (6) performing any other duty as may be necessary to carry out the directives of the Articles and By-laws of MSTCA.
- B. **Vice President:** The Vice President (1) shall serve as the membership chairperson; (2) shall create and disseminate informational documents necessary to encourage membership; (3) keep records of current membership enrollment and send their applications to the National Federation of High School Coaches and the United States Track Field Cross Country/Track & Field Coaches Association; (4) shall keep the Executive Board informed of memberships, and shall produce a membership directory; and (5) perform any other duty as may be necessary to carry out the directives of the Articles and By-laws of MSTCA.



C. Secretary: The Secretary shall (1) take minutes of all Executive Board and general membership meetings, and present the written minutes to be approved/voted on at the beginning of the next meeting; (2) inform the members, in a timely manner, of the dates, times and locations of all future meetings; (3) communicate minutes of meetings to the newsletter editor; and (4) perform any other duty as may be necessary to carry out the directives of the Articles and By-laws of MSTCA.

D. Treasurer: The Treasurer shall (1) collect all dues from the Vice President; (2) keep accurate records of the membership deposits; (3) submit an annual financial report to the Executive Board and Executive Director at the annual meeting; (4) issue mileage reimbursement checks for Executive Board members attending meetings; (5) order rulebooks for all members; (6) help distribute the rulebooks and membership directories to members; and (7) perform any other duty as may be necessary to carry out the directives of the Articles and By-laws of MSTCA.

- 2.03 EXECUTIVE BOARD: The control of MSTCA shall be vested in the Executive Board, composed of current MSTCA members, all eligible to be voting members, who shall govern and manage the affairs of MSTCA in accordance with the purposes and principles and other requirements of these By-laws and in the conformity with the laws governing its incorporation.
- 2.04 DUTIES OF THE EXECUTIVE BOARD: The duties of the Executive Board shall include but not be limited to (1) responding to the needs of the membership; (2) being empowered to hire and supervise the Executive Director; (3) evaluating the performance of the Executive Director, Vice President, and Treasurer (4) terminating or renewing the contract of the Executive Director, or the term of the Vice President and Treasurer; (5) replacing Board positions that become vacant for any reason; and (6) proposing, amending, or establishing the By-laws of MSTCA.
- 2.05 EXECUTIVE DIRECTOR: The Executive Board shall appoint or elect an Executive Director. The Executive Director shall act under the immediate direction of the Executive Board and shall implement the policies and actions of MSTCA. The Executive Board shall determine the salary of the Executive Director.
- A. An Assistant Executive Director shall be appointed by the Executive Director, and shall act under the direction of the Executive Director and shall implement the policies and actions of the MSTCA. The Executive Board shall determine the salary of the Assistant Executive Director.
- 2.06 DUTIES OF THE EXECUTIVE DIRECTOR: The duties of the Executive Director shall



include but not be limited to (1) raising the visibility and the credibility of MSTCA for the purpose of securing increased membership; (2) raising the visibility and the credibility of MSTCA from a marketing position for the purpose of securing corporate sponsorship; (3) fulfilling day to day operations of MSTCA to service the membership and the Executive Board; (4) developing for Executive Board approval an annual financial plan that is fiscally sound, meets yearly expectations of member services, and increases local and national visibility of MSTCA; (5) supervising the social media of the MSTCA, which would include but not be limited to the MSTCA website; (6) establishing and or enhancing appropriate programs that would further develop professional growth for membership, such as journals, clinics, visits to other associations, conferences, and certification programs; (7) serving as a representative on the MIAA Track & Field Cross Country Committee; (8) selecting the annual convention site at which the annual meeting will be held; (10) executing any documents legal or otherwise as duly authorized necessary to carry out the daily responsibilities of the MSTCA, including but not limited to all contracts or other instruments.

- 2.07 EXECUTIVE BOARD COMPOSITION: The Executive Board shall be comprised of members across the Commonwealth of Massachusetts:
- A. District A – up to 3 members
 - B. District B – up to 3 members
 - C. District C – up to 3 members
 - D. District D – up to 3 members
 - E. District E/F – up to 3 members
 - F. District H – up to 3 members
 - G. Support personal appointed by the Executive Director, and voted by the Executive Board.
 - H. At Large – up to 2 members nominated by the Executive Director and voted by the Executive Board.
- 2.07 NOMINATIONS: The Vice President shall issue a nomination ballot to all current MSTCA members, and set the deadline for nominations for members of the Executive Board. The Vice President shall issue the ballot, set the deadline, and report to the Executive Director, who shall verify and announce the results. Membership shall vote within their respective district.
- 2.08 TERM: Members of the Executive Board shall serve a term of 3 years, renewable, and may serve subsequent terms, with the exception of Vice President and Treasurer, who shall have an unlimited term.
- 2.09 REMOVAL OF OFFICERS OR EXECUTIVE BOARD MEMBERS: Any Officer elected or appointed may be removed by the Executive Board by vote at any time, provided ten (10) days advance notice of such removal has been given, for any reasons as



deemed necessary by the Executive Board for conduct unbecoming of an Officer or Executive Board member.

- 2.10 RESIGNATIONS: Resignations by an Officer or member of the Executive Board shall be submitted in writing to the Secretary and deemed effective thirty (30) days after receipt.
- 2.11 VACANCIES: The Executive Board shall fill a vacancy in any office for an unexpired portion of the term, whether due to death, resignation, removal, disqualification or otherwise. In the event of a vacancy, a replacement Officer or Executive Board member shall be elected at any regular or special meeting conducted by the President, which shall elect a replacement by majority vote of the voting members present. Each officer shall hold office until his/her qualified successor has been duly elected at regular meeting.
- 2.12 CROSS COUNTRY COMMITTEE: A committee shall be established of up to but not exceeding 12 members. The Cross Country Committee members shall hold elections in the August meeting, electing Chair, Vice Chair & Secretary. The committee shall also have Executive Board members appointed by the President, and the Executive Director and/or Assistant Executive Director, and MSTCA Cross Country meet directors as voting members. The primary focus of this committee is to conduct and promote MSTCA Fall events in the academic year. The committee will meet in August, December in the academic year. Cross Country Committee shall report to the Executive Board.
1. Terms: Members shall serve for 2 years. Nominations shall be by application. The application form will be posted on the website and will be accepted by the Vice President and voted on by the Executive Board.
- 2.13 INDOOR TRACK & FIELD COMMITTEE: A committee will be established of up to but not exceeding 12 members. The Indoor Track & Field Committee members shall hold elections in the August Meeting, elect Chair, Vice Chair & Secretary. The committee will also have Executive Board appointed by President, and the Executive Director and/or Assistant Executive Director, and MSTCA Indoor Track & Field meet directors as voting members. The primary focus of this committee is to conduct and promote MSTCA Winter events in the academic year. The committee will meet in October, February or March in the academic year. Indoor Track & Field Committee shall report to the Executive Board
1. Terms: Members shall serve for 2 years. Nominations shall be by application. The application form will be posted on the website and accepted by the Vice President and voted on by the Executive Board.
- 2.14 OUTDOOR TRACK & FIELD COMMITTEE: A committee shall be established of up to



but not exceeding 12 members. The members shall hold elections in the August Meeting, elect Chair, Vice Chair & Secretary. The committee shall also have Executive Board members, and the Executive Director and/or Assistant Executive Director and MSTCA Outdoor Track & Field meet directors as voting members. The primary focus of this committee is to conduct and promote MSTCA Spring events in the academic year. The committee shall meet in March and June in the academic year. Outdoor Track & Field Committee shall report to the Executive Board.

1. Terms: Members shall serve for 2 years. Nominations shall be by application. The application form will be posted on the website and accepted by the Vice President and voted on by the Executive Board.

Article 3

Administration-General Membership

- 3.01 ANNUAL MEETING: MSTCA shall hold an annual meeting at the annual clinic.
- 3.02 SPECIAL MEETINGS: Special meetings of the members of the MSTCA may be called by Executive Board, President, or any two officers.
- 3.03 NOTICE OF MEETINGS: Written or printed notice stating place, day, hour of the meeting shall be delivered as deemed by the Executive Board by email, mail or website to each active member.
- 3.04 SAVING CLAUSE: Failure of literal or complete compliance with the provisions of these By-laws in respect to dates and times of notice, or the sending or receipt of same or errors in phraseology of notice of proposals that in the judgment of the members at meetings held do not cause substantial injury of the rights of members, shall not invalidate the actions or proceedings of the members at any meeting.

Article 4

Administration-Executive Board

- 4.01 VOTING AT EXECUTIVE BOARD MEETINGS: Each Executive Board member shall have voting rights. All members must maintain attendance to be eligible to vote, unless excused at the sole discretion of the Executive Director or President. Members are entitled to one (1) vote on all matters submitted to a vote by the Executive Board.
- 4.02 SPECIAL MEETINGS: Special meetings of the Executive Board of the MSTCA may be called by Executive Board, President, or any two officers.
- 4.03 NOTICE OF MEETINGS: Written or printed notice stating place, day and hour of the meeting of the Executive Board shall be delivered personally, by mail, or email to each Executive Board member entitled to vote at such meeting, not less than (10) ten



days prior to such meeting by the direction of the President or Executive Director.

- 4.04 QUORUM: At least two-thirds of the members of the Executive Board must be present to constitute a quorum for the transaction of any business at any meeting of the Executive Board.
- 4.05 COMPENSATION: No member of the Executive Board shall receive compensation from MSTCA for serving as an Executive Board member.
- 4.06 MINUTES: The Secretary shall maintain official minutes of the Executive Board proceedings in a form of a certified agenda, which shall be made available with 5-7 business days in advance to all Executive Board members.
- 4.07 CONFIDENTIALITY: All Executive Board members, Officers, Executive Director and Assistant Executive Director are held to the highest standard of accountability in proceedings that are sensitive to the professionalism and conduct of the MSTCA. All Executive Board members shall refrain from public activities, including social media, from publicizing the business of the MSTCA, unless deemed by the Executive Board and its officers that information can be public.
- 4.08 COMMITTEES: The President may duly adopt or establish one or more committees, which may be comprised of members of the Executive Board and active members. Such committees, to the extent provided by such resolution, shall have and exercise the authority of the Executive Board in management of the MSTCA provided, however, that the designation of such committees and delegations of authority thereto shall not operate to relieve the Executive Board of any responsibility imposed on it by these By-laws, or by state or federal law. Unless modified by subsequent amendment to the By-Laws, the standing committees of MSTCA shall be as follows:
- A. Hall of Fame Committee
 - B. Athletes Hall of Fame Committee
 - C. Coach of the Year Committee
 - D. Student Athlete Adversity Award Committee
 - E. All Academic Award Committee
 - F. College Scholarship Committee
 - G. Camper Scholarship Committee
 - H. Voting Nomination Committee
 - I. Annual Do It Clinic
 - J. Newsletter
 - K. Annual Cross Country Clinic
 - L. Finance Committee
- 4.09 SAVING CLAUSE: Failure of literal or complete compliance with the provisions of these By-laws in respect to dates and times of notice, or the sending or receipt of



same or errors in phraseology of notice of proposals that in the judgment of the members at meetings held do not cause substantial injury of the rights of members, shall not invalidate the actions or proceedings of the members at any meeting.

Article 5
Fiscal Matters

- 5.01 FISCAL YEAR: The fiscal year of MSTCA shall be July 1 to June 30 of each year.
- 5.02 DEPOSITS: All monies received shall be deposited promptly to the credit of MSTCA, in such banks, trust companies, or other depositories that are insured by the Federal Deposit Insurance Corporation (FDIC) as the Executive Director or Executive Board may select.
- 5.03 PAYMENTS: All checks, drafts or other orders of money, notes or other of indebtedness issued in the name of MSTCA may be signed by the Executive Director, President, Treasurer or Executive Board designee.
- 5.04 CONTRIBUTIONS, GIFTS & BEQUESTS: The President or Executive Director may accept contributions, gifts or bequest from any individual, organization or corporation so long as the acceptance of such gift does not violate or jeopardize MSTCA tax exempt status or contravene its specific purposes. Before accepting a contribution, gift or bequest, the Executive Director shall consult MSTCA legal counsel for a legal opinion and/or IRS if the MSTCA receives an IRS Notice.
- 5.05 BONDING: Executive Director and Assistant Executive Director shall be bonded by legal authorities.
- 5.06 FINANCE COMMITTEE: An internal audit shall be conducted as deemed necessary to review all financial matters on a yearly basis.

Article 6
Nomination and Election of Officers

- 6.01 BOARD MEMBERS & ELECTIONS: The election of the Executive Board members shall be held every (3) years or as required to fill a vacancy.
- 6.02 OFFICER & EXECUTIVE BOARD NOMINATIONS: Nominations will be accepted by a nomination chairperson at the annual MSTCA clinic. Any current member, in good standing, may nominate or be nominated for a position. The Committee may consider any eligible member of MSTCA for its Officer positions. The Committee may also solicit individual members who possess exceptional skills and attributes that would enable them to carry out the goals and the mission of MSTCA. Any member of MSTCA may propose a prospective candidate to the Committee.



- 6.03 ELECTION OF EXECUTIVE BOARD AND OFFICERS: Voting shall take place at the annual Executive Board meeting in June. A majority vote will elect the members and officers. Tallies and votes will be conducted by the chairperson, and ratified by the Executive Director.

Article 7
Positions of the MSTCA

- 7.01 The following positions of the MSTCA shall be appointed by the Executive Director or Executive Board for events to be contested by the MSTCA.

A. MEET DIRECTOR: A Meet Director for each meet shall be appointed by the Executive Director from the members of the Executive Board and shall be paid a fee determined by the Executive Board. The Meet Director will (1) create and/or approve an information and instruction document for publication on the MSTCA website; (2) receive and keep a record of all entries and any entry fees received; (3) coordinate with the Executive Director on a site plan, hiring of staff, implementation of equipment, safety, T-shirt sales, media liaison and officials liaison; (4) shall appoint/confirm that pre-meet entries and results are posted in a timely manner; (5) account for waivers before the meet is held; (6) write up the meet for the newsletter; and (7) attend the seasonal committee meeting.

B. NEWSLETTER EDITOR: A Newsletter Editor shall be appointed by the Executive Director. This person shall be responsible for printing and publishing three newsletters per year, one for each season. He/she shall gather information pertinent to each season to communicate to the membership. Every MSTCA member shall receive a copy of the newsletter via e-mail. Printed copies of the newsletters shall be brought to MSTCA events during the three seasons, and shall be made available for pick-up by coaches.

C. DIRECT ATHLETICS LIAISON: A Director Athletics liaison shall be appointed by the Executive Director to interact with Direct Athletics, the online company that administers online registration for MSTCA. The Executive Board shall determine compensation for this position. Responsibilities shall include communicating with Direct Athletics the requirements for each meet, downloading the database after the entry deadlines for each meet, and sending the database to the meet directors and the appointed HyTek operator(s).

D. HALL OF FAME DIRECTORS for Coaches Hall of Fame and Athletes Hall of Fame: These positions shall be appointed by the Executive Director and shall be paid positions with compensation determined by the Executive Board.-The directors of each Hall of Fame shall distribute the criteria for induction into the Coaches Hall of Fame or the Athletes Hall of Fame to all MSTCA members. The nomination process



and a deadline for nominations shall be made public to all members. Each Hall of Fame director must prepare a nomination package for each nominee and distribute to all Executive Board members, who will give input and vote for the best candidates. The number of the inductees shall be determined by Executive Board vote. The Hall of Fame directors and the Executive Director shall determine the place and time for the induction ceremony.

E. CAMPERSHIP PROGRAM: The Executive Director shall send funding for this program to the McIntyre Scholarship Fund. The guidelines require athletes to fill out Campership applications and forward them to the Executive Director by an assigned date. These applications shall be reviewed and the names of up to 50 athletes who will be eligible for a \$100 campership shall be forwarded to the McIntyre Scholarship Committee.

F. SCHOLARSHIP PROGRAM: Athletes who wish to be awarded a scholarship shall send an application and support information to the Executive Director. A committee of MSTCA members shall review the applications and determine the winners. There will be up to four (4) \$1,000 winners and four (4) \$500 winners. The Executive Director shall send the scholarship funding after the award winners have completed one semester of classes and have sent a copy of grades to the Executive Director.

G. CLINIC DIRECTOR: The Executive Director shall hire a Clinic Director from the membership. The Clinic Director shall hire clinicians and secure the facility necessary to host these two events. The director shall arrange transportation to and from the clinic for the clinicians. A brochure shall be put together and given to the coaches by the directors. All printed materials shall be arranged for by the Clinic Director. Each director will work with the Executive Director in setting up each clinic. This is a paid position determined by the Executive Board.

H. ENTRY FEE COORDINATOR: The Entry Fee Coordinator shall be hired by the Executive Director. The Coordinator shall maintain records of financial bookkeeping of each MSTCA event, maintain a ledger for the single payment process for each sports season, and coordinate with the Direct Athletics liaison on meet entries. The Coordinator shall report to the Executive Director.

Article 8 Dissolution

- 8.01 Upon dissolution of the organization that shall be by a vote of two-thirds of the members attending a duly called meeting and acting on the recommendation of the Executive Board, if there is no clear successor organization, any funds remaining after payment of all obligations shall be dedicated to another purpose — to be determined by vote of the membership — that supports the sport of Track and Field in Massachusetts. The



determination of any remaining funds shall be by vote of the Executive Board made no sooner than six months after the vote of dissolution.

