

BY-LAWS OF THE MERCER COUNTY BASKETBALL HALL OF FAME

ARTICLE 1 - Name and Corporate Seal

Section 1 - Name

The name of the Corporation shall be MERCER COUNTY BASKETBALL HALL OF FAME.

Section 2 - Corporate Seal

The Corporation may have a Corporate Seal with the name of the Corporation, the year of its incorporation, and the name of the Corporation, so engraved on its face that it can be embossed on paper by pressure. The Board of Directors may change the form of the Seal at any time

ARTICLE 2 - Purposes and Nonprofit Status

Section 1 - Purposes

The purpose of the Corporation is to recognize, promote, advance and honor players, coaches, referees and any other individuals who have contributed to the success of the sport of basketball within Mercer County, New Jersey.

Section 2 - Nonprofit Status

The Corporation is and shall remain a volunteer, nonprofit organization and no part of the net earnings of the Corporation shall inure to the benefit of any individual. Upon dissolution of the Corporation, any remaining net assets shall be distributed to such educational or charitable organizations and in such proportions and amounts, as the members of the Corporation shall determine. It is hereby provided, in any event, and in the event of dissolution, any and all assets are and shall be hereby, permanently dedicated to Internal Revenue Code 501(c)(3) purposes and to any acts amendatory thereof or additional thereto.

ARTICLE 3 - The Corporation

Section 1 - Membership

Members of the Corporation are so designated following acceptance by the Board of Directors of the Corporation. Membership in the Corporation may be from the public at large, or to the extent possible, shall include past or present representatives of the Mercer County basketball community, including former players or coaches, current or former members of the Mercer County Athletic Director Association, local college personnel and past or present representatives of Mercer County newspapers.

Section 2 - Annual Meeting

The annual meeting of the Board of Directors shall be held during the month of May in each year or at any other such time and place as may be designated by the President. In the event that the annual

meeting of the Directors is not held as herein prescribed, a special meeting of the Directors may be called and held in lieu of and for the purposes of the annual meeting of the Directors.

Section 3 - Notice of Annual Meeting

Written or printed notice of the annual meeting or any special meetings may be called at any time by the President, Executive Committee, or by any five Directors of the Board. The Secretary shall mail notice, to each Director at his or her address as it appears on the corporate books. Notices shall be mailed at least fourteen (14) days prior to the meetings, stating the place, date, time, agenda, and material pertinent to the matters to be discussed. If the President deems an emergency exists, telephone or Email notice shall be sufficient.

Section 4 - Quorum

At any annual or special meeting of the Board of Directors, five (5) members of the Board shall constitute a quorum for the transaction of business. If at any meeting of the Board there be less than a quorum present, a majority of the members present shall adjourn the meeting or proxies may be used to bring the total votes to the required quorum number.

Section 5 - Proxy

A proxy which is dated more than six months before the meeting named therein shall be invalid and no such proxy shall be valid after the final adjournment of such meeting

ARTICLE 4 – Officers

Section 1 - Officers

The officers of the Corporation shall be a President, a Vice President and a Secretary/ Treasurer. The Board of Directors may elect any such other officers that they determine are appropriate under the circumstances. All officers shall hold office for one year or until the next regular meeting.

Section 2 - Voting

The President, a Vice-President, the Secretary/ Treasurer and such other officers as the Board of Directors may determine, shall be elected by ballot and vote by the Board of Directors at it's annual meeting. Voting proxies may be used to bring the total votes to the required quorum number.

Section 3 - Members of Corporation

All officers of the Board of Directors must be members of the Corporation.

Section 4 - Vacancies

The Board of Directors at any meeting of such Board may fill all vacancies in any of the offices of the Corporation.

ARTICLE 5 - Duties of the Officers

Section 1 - President

The President, subject to the control of the Board of Directors, shall have general charge and control of all the business and affairs of the Corporation. The President shall preside at all meetings of the Corporation and of the Board of Directors, and shall perform such other duties as the Board of Directors may authorize. The President shall have the power to sign all corporate documents, contracts, checks or other paperwork as necessary for the Corporation to transact business and shall retain custody of the same.

Section 2 - Vice President

In the absence of the President, or in the event of death, inability or refusal to act as President, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of the President. The Vice President shall perform such other duties as the Board of Directors may direct.

Section 3 – Secretary/ Treasurer

The Secretary shall be Secretary of the Corporation and of the Board of Directors. The Secretary shall be sworn to the faithful performance of the duties and shall attend all meetings of the Corporation and of the Board of Directors, and shall record upon the books of record of the Corporation the proceedings of such meetings and perform all other duties incident to the office. The Secretary shall give notice to the members of the Board of Directors of the respective meetings as provided by the By-Laws. In the absence of the Secretary, from any meeting of the Board of Directors, a temporary Secretary shall be chosen who likewise shall be sworn to the faithful performance of those duties.

The Treasurer shall have the custody of the funds of the Corporation, which funds shall be deposited in such banks as the Treasurer shall designate with prior approval of the Board of Directors. The Treasurer shall collect and receive all moneys due and owing to the Corporation and disburse the same pursuant to the contracts and obligations of the Corporation or the Board of Directors. The Treasurer shall keep accurate books of account and shall have the custody of all moneys, and documentation concerning debts. The Treasurer shall have the power to sign checks. The Treasurer shall submit financial statements at the annual meeting of the Corporation and Board of Directors. Such financial statements shall be in such form as specified by the Executive Committee.

ARTICLE 6 - Board of Directors

Section 1 - Number of Directors, Terms, Resignation

The "Founding Board" consist of three (3) individuals who will be members of the first Board of Directors. A "Founding Board" member will retain voting rights as long as the organization operates in order to assure the spirit of its founding continues. These members are Gary Bushelli, Shelly Dearden and Linda Wiese, respectively. These rights shall be non-transferable.

Within six months of the initiation of the Corporation, additional Board members shall be selected, so that at the conclusion of the first year there shall be a Board of not less than nine (9) Directors consisting of persons who are also members of the Corporation. One-third of the Board shall be elected for a term of one year, one-third shall be elected for two years, and one-third shall be elected for a term of three years. The Directors shall serve until their successors are elected and installed. If a person shall resign as

a member of the Corporation, they shall have deemed to resign any other office as well. Subsequently, the Directors shall be elected for a one, two, or three year term by ballot by the members of the Board of Directors at the annual meeting. Directors may also be elected at any other meeting providing that notice of the election shall be inserted in the notice of the meeting.

Section 2 - Management, Executive Director, Gifts, Document Authorization

The Board of Directors shall have the entire management and control of the property, business and affairs of the Corporation. In such management and with all the powers possessed by the Corporation, so far as this delegation of authority is not inconsistent with the By-laws of the Corporation or with the Articles of Incorporation. The Board of Directors may appoint an Executive Director and other necessary agents or employees whose duties shall be determined by it. The Board of Directors is also authorized to accept or reject on behalf of the Corporation any gifts, which may be made to the Corporation. The Board of Directors shall from time to time take such action, as it may deem necessary or proper for the accomplishment of the purposes of the Corporation.

Section 3 - Special Meetings, Notice

Special meetings of the Board of Directors may be called at any time by the President or by the Executive Committee or by any five members of the Board of Directors. The notice of such meetings shall be sent in writing except when the President deems an emergency exists and only telephone or email notice shall be practicable. The purpose of the special meetings shall be sent to the board members in advance of the meeting. Any meeting of the Board of Directors shall be a legal meeting without notice, if each director waives such notice by a writing which is filed with the records of the meeting, or is present.

Section 4 - Annual and Special Meetings, Quorum, Proxies

At any annual or special meeting of the Board of Directors, five (5) Directors shall constitute a quorum for the transaction of business. If at any meeting of the Board of Directors there be less than a quorum present, a majority of those present may adjourn the meeting to obtain a quorum. Proxies may be used to bring the total votes to the required quorum number.

Section 5 - Vacancies

The Board at any special meeting of the Board may fill all vacancies on the Board of Directors, including vacancies existing by reason of failure of the members of the Board of Directors to elect nine (9) Directors, provided that notice thereof shall be inserted in the notice of the meeting.

Section 6 – Selection Committee

The Board shall also service as the Selection Committee following the receipt of nominations as outline in the procedure established within these By-Laws.

Article 7 –Nomination Process

Section 1: Nominations will be taken from anyone submitting an official Mercer County Basketball Sports Hall of Fame nomination form. Accuracy and verification is the responsibility of the nominator. Incomplete and unverifiable information may cause a rejection of the nomination.

Section 2: A nomination will be good for three years. After that, a new nomination form and fee must be submitted to continue the candidate's consideration.

Section 3: Nomination forms will be available on the organization website. Nominations will be solicited by the Board of Directors using any available media or outlet the Board of Directors thinks necessary.

Section 4: Nominations will be taken during the calendar year for the following year induction. For example, for the 2018 class, nominations will be taken until December 31, 2017.

Article 8 – Selection Process

Section 1: A nominee must be a native or have been a resident of Mercer County, or have attended school, coached or worked within the County. Nominees may be or have been athletes, coaches, administrators, officials, trainers, media, or any other person who made significant contributions to the sport of basketball in the Mercer County community.

Section 2: A nominee must be at least 25 years of age at the time of induction or inactive in the athletic category at the local level for at least three (35) years. (Note: The intent of this rule is to allow a current coach, for example, to be inducted while still in his/her position, if so qualified and nominated.)

Section 3: Each year, the Board of Directors, or appointed Selection Committee, shall select six (6) to ten (10) inductees. At least one (1) inductee shall be an "Old Timer" (Pre 1970) group. The Board reserves the right to halt nominations with a two-thirds (2/3) vote of those present.

Section 4: All nominees and their accomplishments will be screened intensively and thoroughly vetted and verified. Statistics, old record books, scrapbooks, newspaper and magazine stories or clippings, etc. will be considered when possible. Interviews about nominees may be sought by members of the Board of Directors when considered necessary.

Section 5: While each nominee's athletic achievements or contributions will be of primary importance and consideration, his or her post-athletic record, as a citizen, will be weighed. A person must have also proven worthy as a citizen by carrying the ideals of athletics forward into his/her occupational endeavors and community service.

Section 6: Each year the Board of Directors will select and honor at least one athletic team for recognition. Effort will be made to select teams from various County schools. Seven affirmative votes from the Board of Directors will be required for this selection. The team nominations shall be generated from the Board members.

Section 7: The "Charter Class" of inductees will include 14, as decided by the Board of Directors.

Section 8: The inductees shall be announced once each year and shall be honored each year at a banquet hosted by the Board of Directors; and financed through ticket sales, corporate sponsors, table sponsors, advertisements, and other ways decided by the Board of Directors.

Section 9: Induction shall be held annually at a time and place to be selected by the Board of Directors.

ARTICLE 9 – Parliamentary Authority

Section 1 - Rules of Order

Roberts' Rules of Order as revised shall be used as the reference of parliamentary authority.

ARTICLE 10 - Bonds

Section 1 - Bonds

The officers, employee, and agents of the Corporation shall not be required to furnish any Bond or and such sureties, unless the Board of Directors determine that the circumstances require such Bond or Surety. If so, any such Bond or Surety shall be purchased at the expense of the Corporation.

ARTICLE 11 – Fiscal Year

Section 1 - Fiscal Year

The Fiscal Year of the Corporation shall begin on the first day of January and end on the last day of December in each year until otherwise ordered by the board of directors.

ARTICLE 12 - Amendments

Section 1 - Amendments

These By-Laws may be altered, amended, repealed, or added to at any annual or special meeting of the Board of Directors by a vote of no less than two-thirds of the members of the Board of Directors present and voting at any such meeting provided that notice of the proposed amendment or repeal shall be mailed by the Secretary to all members of the Board of Directors at least thirty (30) days prior to the date of any annual or special meeting. Proxies may be used to bring the total votes to the regular quorum number.