

**Chanticleer Athletic Foundation By-laws  
Amended April 20, 2018**

**Article I**

**NAME**

The name of this organization shall be the Chanticleer Athletic Foundation.

**Article II**

**PURPOSE**

The Chanticleer Athletic Foundation provides financial assistance for Coastal Carolina University Athletic Department needs, while generating interest in and the building of a comprehensive and competitive Division I athletic program. This is consistent with the goals and policies of Coastal Carolina University, the CCU Athletic Department, the NCAA, and any conference affiliated with.

**Article III**

**MEMBERSHIP**

1. Membership is available to all interested persons who support and aid Coastal Carolina University Athletics at levels established by the Board of Directors.
2. Membership donations are due each year for members to have voting privileges at all CAF Board of Directors meetings including the CAF annual meeting.

**Article IV**

**OFFICERS, ELECTIONS, AND TERMS OF OFFICE**

1. **PRESIDENT**

The President shall preside at regular meetings, appoint committees to carry out functions, and provide leadership for the Chanticleer Athletic Foundation. The President shall chair the Executive Committee and shall remain on the committee for two years following the term as President.

2. **VICE-PRESIDENT**

The Vice-President shall assume the duties of the President in the absence of the President.

3. **SECRETARY/TREASURER**

The Secretary/Treasurer shall serve on the Executive Committee of the Chanticleer Athletic Foundation and be responsible for signing checks over the amount of \$5,000.00 along with the CAF Executive Director. In the event the Secretary/Treasurer is unavailable to sign checks over the amount of \$5,000, the President and/or Vice President shall be authorized to do so. The Secretary/Treasurer shall assume the duties of the President in the absence of the President and Vice President.

4. **OFFICERS**

All officers shall be elected for a term of two years beginning on July 1 of each year with the provision that they not succeed themselves, but may continue to serve on the Board of Directors and/or the Executive Committee.

5. **EX-OFFICIO MEMBER**

The President of Coastal Carolina University shall serve as an Ex-Officio member of the Board of Directors.

6. EXECUTIVE COMMITTEE

The Executive Committee shall be responsible for the administration of the Chanticleer Athletic Foundation's business, overseeing operations and affairs of the Chanticleer Athletic Foundation and shall be responsible for making interim policy decisions of the Chanticleer Athletic Foundation until such decisions are ratified by the Board of Directors at the next regular Board of Directors' meeting. The Executive Committee shall meet at least once a quarter prior to the Chanticleer Athletic Foundation regular quarterly Board of Directors' meeting. Special or general meetings may be called by the Executive Committee whenever deemed necessary. A five (5) day notice will be provided before meetings. The Executive Committee shall consist of the officers and Past President of the Board. The Executive Director and selected staff members of the Chanticleer Athletic Foundation will be non-voting members of the committee.

7. BOARD OF DIRECTORS

The Board of Directors shall be responsible for policies and oversight of the Chanticleer Athletic Foundation's business. The Board of Directors may call special or general meetings whenever deemed necessary. A five (5) day notice will be provided before meetings. The Board of Directors shall consist of no less than fifteen members. The Board shall elect the officers from the Board of Directors. Members shall be elected to serve a minimum of three years. The terms of Directors shall be staggered as determined by the Board so that the terms of no more than one-third of Directors shall expire in any one year. Any Director, having been elected as an officer of the Chanticleer Athletic Foundation will not be subject to term limitations while serving as an officer. All members of the Board of Directors shall be required to annually contribute a minimum of two hundred fifty dollars (\$250) to the Chanticleer Athletic Foundation by July of each year, or such other amount as established by the Board of Directors. All directors shall attend the meetings of the Board of Directors. Any director who fails to attend at least two (2) meetings without cause satisfactory to the Board and who does not make the annual contribution of \$250 each fiscal year of their service prior to December 31 for the purposes of voting privileges shall be deemed to have automatically resigned from the board. A director may also be removed from the Board of Directors based on the quality of his or her service as a member of the board. Should any vacancy occur on the Board, the remaining members of the Board of Directors shall have the authority to fill such vacant positions by appointment through the nominating committee. The vote will be finalized at the next scheduled Board of Directors meeting with a quorum present. The appointment of the vacant position shall be for the portion of the unexpired term. All Chanticleer Athletic Foundation members and Board of Directors must abide by NCAA rules and regulations.

8. ELECTION OF OFFICERS

(a) Elections will be held every two years for officers for the Board of Directors. All officers shall be elected for a term of two (2) years beginning July 1 of each year. Nominations for these positions will be taken at the April meeting of the Board of Directors and an election will be held at the May meeting. An interview session with each nominee will be held prior to the secret ballot vote being held. New officers will begin their terms on July 1 (every two years).

(b) Vacancy of Officers - In the case of the President of the Chanticleer Athletic Foundation leaving before their term is complete, the Vice President would move into that role for the remainder of the term. If the Vice President or Secretary/Treasurer leave before their term is complete, an election would be held by the Board of Directors and that person would fill the remainder of the term that has been vacated.

9. EXECUTIVE DIRECTOR

The Executive Director shall manage the day to day affairs of the Chanticleer Athletic Foundation. Responsibilities include direct reports according to the official organizational chart of Coastal Carolina University and to the Chanticleer Athletic Foundation Board of Directors. The Executive Committee shall perform an annual review of the performance of the Executive Director by June of each year.

10. NOMINATING COMMITTEE

The Nominating Committee shall be appointed from the Board of Directors by the current President. The committee shall be responsible for presenting nominations and conducting elections to the Board

of Directors. The new board members shall be elected by a majority of those members in attendance at the next scheduled Board of Directors meeting, and shall be introduced during the annual membership meeting which is to be held on or before June 30 of each year.

11. FINANCE COMMITTEE

The Finance Committee shall be appointed from the Board of Directors by the current President. Coastal Carolina University's Vice President of Finance shall serve as an ex-officio member of this committee.

**Article V**

**QUORUM**

One more than fifty percent (50% plus one) of members with two being Executive Officers of the Board of Directors must be present to constitute a quorum. A quorum must be present at any meeting at which business is to be transacted.

**Article VI**

**DONATIONS**

Donations for the Chanticleer Athletic Foundation shall be due and payable by June 30 of each year, or upon joining at a minimum rate established by the Board of Directors, to receive Foundation benefits.

**Article VII**

**FINANCES**

It shall be the responsibility of the Board of Directors to set expenditure policy and to protect the financial solvency of the Chanticleer Athletic Foundation.

1. Dissolution – In the event of dissolution of the Chanticleer Athletic Foundation, all assets will irrevocably pass to Coastal Carolina University, or its successor or successors to be expended for one or more purposes set out in Article II above.
2. Reports – A financial report of the Chanticleer Athletic Foundation shall be made available no less than annually to the members. The format will be determined by the Board of Directors.

**Article VIII**

**AMENDING THE BY-LAWS**

These By-Laws may be amended at the annual meeting or any specially called meeting to change the By-Laws of the Chanticleer Athletic Foundation by a two-thirds affirmative vote of those present, provided the proposed amendment has been approved by the Board of Directors and included in the notice of the meeting. A notice of fourteen days will be provided before the meeting.