

# **WJF - MAIZE**

## **BYLAWS**

### **Article I: NAME, LOCATION & DEFINITIONS**

- 1. Name:** The name of this organization shall be WJF – MAIZE., a non-profit corporation incorporated in the State of Michigan and registered as a 501(c) (3) not for Profit Corporation.
- 2. Location:** The offices of the organization shall be in Washtenaw County, Michigan at such a location as may be determined by the Board of Directors.
- 3. Definitions:** As used in these bylaws, the word "organization" shall mean WJF – MAIZE - The term "member" shall mean a person who is currently registered in the membership roles of the organization.

### **Article II: PURPOSES**

#### **1. The purposes of the organization shall be:**

- A.** To provide opportunities for interested youth in Washtenaw County and the surrounding area to participate in tackle football and cheerleading;
- B.** To build young citizens through the sports of cheerleading and football. It is the mission of WJF – MAIZE to create a positive team sport experience while developing cheerleading and football fundamentals. These fundamentals reinforce the core values of sportsmanship including the challenge of competition, thrill of victory, reality of defeat, significance of commitment, and the ability to appreciate the importance of working together as a team. The life skills of responsibility, goal-setting, hard work, sportsmanship, self-control, teamwork, leadership, and perseverance are stressed on and off the field by our volunteer coaches and representatives. Our goal is to develop and guide each student athlete to reach his or her maximum potential. Every child on a team participates in a minimum number of plays. There are no “try-outs” or “cuts.”
- C.** To provide proper physical conditioning and adequate training to all youth participants so as to have a safe and beneficial experience;

- D. To provide adequate equipment, facilities, and supervision for all sporting activities;
- E. To raise funds as are necessary to carry out the purposes of the organization;
- F. To conduct all other activities necessary for the purposes of the organization.

## Article III: MEMBERSHIP AND FEES

1. **Status:** The organization is established as a Membership Corporation.
2. **Membership:** Membership is open to all persons in Washtenaw County and the surrounding area who agree with the purposes of the organization and desire to have their child or dependent participate in the football and/or cheerleading programs of the organization. All parents and/or legal guardians of youth participants become members upon registering their child, paying the participation fee, and acceptance of their membership by the organization.
3. **Period of membership:** Membership is for a period of twelve months beginning on the 1st day of the regular season practices, assuming all registration and payments are complete. Membership concludes one calendar year after the first practice session of a given season. Membership may be continued on an annual basis as long as the member is a parent or guardian of a properly registered and paid youth participant, having fulfilled all volunteer commitments.
4. **Participation fees:** The Board of Directors will from time to time establish the participation fees for all participants in the football and cheerleading programs.
5. **Scholarships:** Scholarships will be made available to potential members via an established application process.
  - a. Applications must be submitted to the organization two weeks prior to the announced initial registration dates.
  - b. The total dollar amount of Scholarship Funding will be determined annually.
6. **Volunteer Requirement Policy:** To ensure equitable participation and support across all families involved in our program, the following volunteer policy is established:
  - a. **Volunteer Commitment:** Each family is required to contribute time by volunteering at a minimum of four (4) events annually, within the calendar year from January through December. This obligation remains in effect even if their child exits the organization as late as one week prior to the first game or at any time thereafter.
  - b. **Buy-Out Option:** Families opting not to fulfill the volunteer requirement may choose a buy-out option.

The buy-out fee is set at \$200.00, allowing flexibility while ensuring equal support for the organization.
  - c. **Non-Compliance Consequences:** Failure to meet the volunteer requirements will result in:
    - a. Forfeiture of attendance at the annual banquet.

- b. Loss of veteran status for the football player and/or cheerleader.
  - d. **Replacement Policy:** If you are unable to attend a scheduled volunteer event, it is your responsibility to find a suitable adult replacement. You must also inform the Volunteer Coordinator of the designated replacement. Credit for the event will only be provided if these conditions are met.
  - e. **Sign-In Requirement:** Volunteers must sign in with the Volunteer Coordinator at the start of their scheduled event. Failure to sign in will result in no credit being given for that volunteer time.
  - f. For any questions or further clarification regarding volunteer activities, please contact the Volunteer Coordinator.
- 7. Fundraising Requirement:** To support the financial needs and activities of our organization, each participating family is required to raise a minimum of \$200 through designated fundraising activities within the outlined period.
- 1. **Buy-Out Option:** Families who choose not to engage in fundraising activities have the option to fulfill their participation requirement through a buy-out. The buy-out fee is set at \$300. This option provides flexibility while ensuring that each family contributes to the organization's objectives.
  - 2. Failure to comply will result in benching of player/cheerleader until they comply with the mandatory fundraiser and may result in removal from the Washtenaw Junior football Organization.
- 8. Fiscal Year:** The fiscal year of the organization shall be from January 1 to December 31. The books and records of each Unit shall be available for inspection by any member upon reasonable notice to the Secretary and/or Treasurer; and shall be available for audit upon the close of each fiscal year or at the request of the Board of Directors.

## **Article IV: MEMBERSHIP MEETINGS AND VOTING**

- 1. Annual Meetings:** There shall be an annual meeting of the membership. It will be held in one (1) of the following months: October, November, or December. This meeting shall be held at such time and place as the Board of Directors shall determine to elect Directors and for the transaction of such other business as may be properly brought before the meeting. Notice of the annual meeting shall be provided to each member at least seven (7) prior to the date of the meeting. The annual meeting shall be open to all members, and shall be in a publicly accessible location and not in a private residence. Annual meetings shall encompass the Board of Directors.
- 2. Special Meetings:** Special Meetings of the membership may be called by the Board of Directors or upon written request of at least twenty-five (25) members. Notice of any special meetings shall be provided to each member at least five (5) days in advance of the meeting. Any business to be transacted at such special meetings shall be stated in the notice and no other business may be conducted at that time. All special meetings shall be open to all members and shall be in a publicly accessible location and not in a private residence.

3. **Voting - One Vote per Child in the program:** Members in good standing, shall be entitled to cast one vote per youth participant in the program on all matters brought before the membership at the annual or special meeting. For example, parents with three children in the program may cast three votes, while parents or guardians with one child in the program may cast one vote. There shall be no cumulative voting. Members who cannot be present at an annual or special meeting of the membership may vote in writing, but not by proxy. The Secretary will provide a ballot covering the business items scheduled at the meeting including the annual election of directors.

4. **Votes Necessary to Pass Actions:** A simple majority of voting members present at the meeting sufficient to constitute binding action of the members.

5. **Rules of Order:** Robert's Rules of Order, latest edition, shall be recognized as the authority governing the meetings of the organization, its Board of Directors and committees in all instances wherein its provisions do not conflict with these bylaws or Board policy.

## Article V: BOARD OF DIRECTORS

1. **Authority and Responsibility:** The governing body shall be its Board of Directors. The Board of Directors shall have supervision, control and direction over all of the ordinary business affairs and its committees. It shall determine the general policies, actively promote the organizational objectives, approve the annual budget and oversee the disbursement of its funds. The Board may adopt such rules and regulations for the conduct of its business as shall be deemed advisable and not otherwise in conflict with these bylaws.
2. **Eligibility:** Any member in good standing with one year will be eligible for board positions excluding President, Vice President, Treasurer, and Secretary may stand for election to the Board in which they are an active member. Excluded positions must have served on the board for two years to be eligible for nomination. Nonmembers may be elected to the Board if they are duly nominated, agree to support the purposes of the organization, and desire to assist in the sporting programs being offered to youth.

### 2a. The following shall result in forfeiture of members and non-members:

1. Aggressive or abusive language in the stands, on the practice field, or on the game field.
2. The consumption of alcoholic beverages, using illegal drugs, vapes or any tobacco products at practice and/or game fields.
3. Unsportsmanlike conduct towards the membership, the coaches, players, the officials, or the fans from both the home team and the opposing team.
4. Grounds for dismissal: misappropriation of funds, neglecting to perform duties as listed in the bylaws and the Downriver Junior Football league rulebook; theft of any property/assets belonging to the association.

**2B.** Any member in good standing, who voted at the November meeting of the previous year, may retain their eligibility to vote at monthly Executive Board and General Membership meetings through March of the New Years.

- 3. Election of Directors and Terms:** The Board of Directors that shall consist of ten (10) persons. Additional board positions may be created and appointed as deemed necessary by the active board within each Unit by majority vote of the directors. Directors shall be elected for two (2) year terms, the only exception being the Treasurer who shall be appointed by the elected Board of Directors on a two year basis. Each director on the board will fill one of the following officer positions for which they are specifically elected or appointed: President, Business Director,

Secretary, Treasurer, and Football Equipment Director, Vice President, Registrar, Cheerleading Director, Game Day Director, and *Weigh Master*. Each board member may only hold one (1) board position at a time

- 4. Meetings and Quorum:** Board of Directors shall hold at least eight (8) regularly scheduled meetings each year, including a meeting within two (2) weeks of the annual meeting of the membership and at such other times and places as the Presidents may deem desirable: Meetings of the Board may also be called at the request of the majority of the Board members. Notice of all Board special meetings shall be sent to each board member at least three (3) days in advance of such meetings, excepting only such meetings which are called immediately to handle Disciplinary Matters as discussed in section 10 of this Article. The regularly scheduled meetings of the board will be established by the board at the first meeting of the board, in each fiscal year. Board members must be present or via teleconference at any board meeting to vote. A minimum of five (5) board members shall constitute a quorum at any duly called meeting for the purpose of transacting business. Any action receiving a simple majority vote of those present shall be deemed an affirmative vote by the organization's Board of Directors. All meetings of the board shall be open to all members as well as other persons who actively participate in the programs and shall be in a publicly accessible location and not in a private residence.
- 5. Resignation:** Any director may resign at any time by giving written notice to the President. Such resignation shall take effect at the time specified therein or if no time is specified, at the time of acceptance as determined by the Board of Directors.
- 6. Vacancies:** After elections are conducted and there are still vacancies on the Board, they shall be filled as follows: notification will be sent to Membership as to the openings. The Board of Directors will then vote, with the position(s) being filled by majority vote.
- 7. Executive Board members are eligible to vote upon convening the new board in January:**

Any member in good standing, who voted at the November meeting of the previous year, may retain their eligibility to vote at monthly Executive Board and General Membership meetings through March of the new year.

8. **Entitlement of the Directors:** There will be no compensation paid to Directors. Reimbursement for expenses may be authorized by the Board.
9. **Equality of Directors:** Each director is entitled to one vote in all board matters with the exception of the President, who shall only cast a vote in the event the voting by the board has resulted in a tie. In these cases, the Presidents' vote shall break the tie.
10. **Disciplinary matters:** Any matters involving a written complaint from a parent/guardian, member, or youth participant involving a coach or other person involved in the program shall be handled promptly. Whenever possible, appropriate corrective action can be taken by the President and Vice President. If considered necessary by the President and Vice President, a coach or other person involved in the program may be temporarily suspended from involvement in the program. A full investigation of the matter will be conducted by a designated representative of the board and the results be brought before a special review by the board within three (3) days of the beginning of the suspension. After reviewing the results of the investigation and hearing from any party requesting to address the board, the board may reinstate the person, may take other disciplinary actions or may remove the person from any position within the program by a majority vote of the board. Depending on the nature of the investigation the review can occur remotely via video conferencing, teleconferencing, or e-mail.

11.

#### **Article VI: Coaches**

1. **Coaches:** Coaches are volunteers that teach our players/cheerleaders within the rules of the franchise and the Downriver Junior Football League. Seniority will be considered in filling head coach positions; interviews maybe conducted at the discretion of the Executive Board. All coaches must have at least three years' experience before becoming a head coach, whenever possible.
  - 1a. Head coaches shall not hold a presidential, vice presidential position in the same fiscal year, unless Executive Board makes an exception. They also should be an adult veteran member of our staff, whenever possible.
    - He/she shall be responsible for all their assistants, players, and team activities.
    - He/she is responsible for being in attendance of the issue and return of all his/her team uniforms; protective equipment used by this franchise, and the health and safety of his/her players.
    - Parents and children on the same team are left up to the discretion of the head coach.

- A head coach has the final decision on the offensive/defensive coaches and players to be used in those positions.
- A head coach may remove any coach/s from their staff with a reasonable cause and executive board approval.
- All practices will be held in compliance with the schedule.
- Upon completion of the season, the Head coach in charge of each squad has the option to return to that position for the next season. Head Coaches must advise the vice president of their decision for the upcoming season, by way of a letter of intent, at the January coaches meeting.
- He/she shall assign an agent or coach to determine and ensure that the player participation rules are enforced and abided by.
- He/she shall be responsible for choosing staff for their squad.

The above, whenever possible, pertains to Cheerleading as well.

**1b.** A Junior Coach is a person that acts in a similar role as other assistant coaches. A Junior Coach shall be seventeen(17) years or younger. A Junior Coach shall complete a Coaches Contract and have a doctor's physical, registration packet, a copy of birth certificate, and copy of parent or guardian identification.

- They will help the head and assistant coach.
- They will help with the supervision of stunts and with the supervision that all jewelry is off, to comply with the Downriver Junior Football League Rules.
- They will help in making up a cheer and dance for competition.
- They will follow all rules and regulations according to WJF By-Laws and the Downriver Junior Football League.
- They shall be two years older than the age group they are coaching. Unless the head coach makes an exception.

## **2. Coaches Rules and Discipline:**

- We coach boys/girls in compliance with League rules.
- Always see that your players are active; be sure they understand what you expect from them.
- No abusive language
- No Swearing
- We teach hard-hitting football, not dirty football.
- Absolute respect for the Referees and their calls.
- Never manhandle a player, although discipline must be maintained.
- Always know where a player is that misses practice. This protects you and the player.
- Never argue with another coach in front of your players. Settle differences away from the fields.

### **Disciplinary Actions:**

**1. Upon First Offense** of a coach's conduct, the President, Vice President, and League Director and Cheer Director (if applicable) will meet with the coach to discuss the problem. Disciplinary action: none; unless directly responsible for injury of a player due to negligence or unsafe act. Offense must be documented by the President and Vice President including coach's name, date, time, and detail of what was discussed, and a copy given to the Secretary.

**2. Upon Second Offense** of a coach's conduct, the President, Vice President, and League Director and Cheer Director (if applicable) will meet with the coach to discuss the problem.

Disciplinary action: unless directly responsible for injury of a player due to negligence or unsafe act. Offense must be documented by the President and Vice President including coach's name, date, time, and detail of what was discussed, and a copy given to the Secretary.

**3. Upon Third Offense** of the offending coach's conduct, the Executive Board shall meet with the offending coach to discuss the problem.

Disciplinary action: At the discretion of the Executive Board. May be suspended for period of time or may be permanently removed from all coaching duties involving this Association Documented with the Recording Secretary with the coach's name, date, time, and detail of what was discussed. Violation of coaches' rules at practice is subject to the above disciplinary actions

**4. Removal of a Coach or Director:** Any Board Member may call a special meeting to remove a Coach or Director. The membership, plus the Coach or given the opportunity to a full explanation. The Board will then have the option to either vote to remove or vote to gather further information or facts. If further information is required, the next Board Meeting Director will be given a three (3) day notice of the meeting. The Board will first conduct a hearing to determine the facts, the Coach or Director will be must take place within seven (7) days of this special meeting. Any Coach or Director cannot return to a position (Coach, Director or otherwise) for a twelve (12) month period following the date of the individual's removal.

**5.** In the event of poor sportsmanship by a coach during a practice or game, the President, Vice President and League Rep has the right to remove them from the field.

## **Article VII: Players and Cheerleaders**

1. According to WJF Maize By-Laws, football players and cheerleaders are youngsters age 7-13, who pay their registration fee to learn and participate in the WJF Maize program.
2. Physical Examination ( League Rule #3): Each player, cheerleader, and Junior Coach must have a

Certificate of Good health signed by a licensed physician, or a licensed medical practitioner who performs the physical examination and countersigned by their parent and/or legal guardian prior to any practice. These shall be on file with the member organization and open for inspection at all times.

3. **Practice and Game Rules:** The following set of rules have been set down by the coaches for discipline of players/cheerleaders that make repeated disruption

of our practice or game session: or repeated interference with the boys/girls that truly want to learn and have a good time with the team.

1. Two or more unexcused practices within one week is an automatic benching of any player for a minimum of a half game.
2. Two or more excused practices with a note will be up to the discretion of that particular Head Coach.
3. Starting October 1<sup>st</sup> in preparation for cheer competition, cheerleaders have three or more unexcused absences from practices and games, may result in benching at the he discretion of the Head Coach.
4. **Violation of the following rules will result in benching for a minimum of a half game:**
  - Talking back to any coach.
  - Unnecessary talking during a practice or games.
  - Fooling around or roughhousing before, during, or after practice or games.
  - Improper uniform (team issued), cutting the mouthpiece, or not wearing an athletic supporter/cup.
  - All players and cheerleaders must present a statement from physician when out for seven calendar days for an injury on or off the field.

## **Article VIII: DIRECTOR'S DUTIES and RESPONSIBILITIES**

1. **Directors:** The Directors of the organization shall be elected by the membership at the annual meeting. Directors may be members or other persons who agree to support the purposes of the organization, and desire to assist in the programs being offered to youth. All elected Directors shall serve for two (2) year terms. Each newly elected Director shall take office on January 1st of the year following the annual meeting in which they are elected. 2.

**Duties and Responsibilities of Each Director:** The following Director positions shall only require one person to serve:

**A. President:** The President shall serve as Chairperson of the Board of Directors; serve as liaison with the league and other teams; be the primary public relations person and spokesperson for the organization relating to city and school officials, the media, and members; and serve as chair of the annual meeting of the members. The President shall perform such other duties as are necessarily incident of the offices of President or as may be prescribed by the Board of Directors.

**B. Business Director:** The Business Director shall coordinate necessary advertising to raise awareness and increase participation in the program; develop a fund-raising strategy and manage all fundraising initiatives for the organization including the recruitment of volunteers; achieve fundraising financial objectives set forth by the Board, Spirit Wear; and perform other duties as may be prescribed by the Board of Directors.

**C. Secretary:** The Secretary shall be responsible for the proper recording of the proceedings of meetings of the membership and the Board of Directors; shall assist the

President in the preparation of meeting agendas, correspondence and communications with the membership including, but not limited to direct mail, email, and the organization's website; handle routine administrative affairs of the organization; and performs other duties as may be prescribed by the Board of Directors.

**D. Treasurer:** The Treasurer shall manage the financial affairs of the organization; prepare annual budgets for approval by the Board; prepare annual reports as required by the State and other regulatory agencies; handle banking affairs such as deposits and disbursements; and performs other duties as may be prescribed by the Board of Directors. The Treasurer shall not be elected by the general membership but appointed by the Board of Directors through an interview process. The Annual Reports shall be audited by a third-party agency or a Board appointed audit committee.

**E. Football Equipment Director:** The Equipment Director shall oversee the procurement, storage, distribution, and maintenance of all football equipment and uniforms used in the football programs; and perform other duties as may be prescribed by the Board of Directors.

**F. Vice President:** The Vice President shall assist the President as requested, chair any meetings in the absence of the president, represent the Unit at all league meetings; coordinate the coaches and volunteers involved in running the assigned Unit, and ensure all resources needed to carry on the sporting programs are provided; be responsible for the day to day oversight of the coaches in their interaction with the participants; performs other duties as may be prescribed by the Board of Directors.

**G. Registrar:** The Registrar shall oversee all aspects of the organization's registering of participants, including but not limited to overseeing the multiple registration days; maintain and distribute rosters to the necessary members; certify proper completion and league compliance with regards to all necessary participant paperwork; assist in team assignments based on compiled registration data; must become a licensed notary which shall be paid for by the *Board*; and perform other duties as may be prescribed by the Board of Directors.

**H. Cheerleading Director:** The cheerleading director shall: Supervise the cheerleading program, represent the Board at all league cheer meetings; serve as liaison between the cheerleading participants and the board; work with the Business Director to develop and implement a marketing plan to recruit participants in the program; oversee the procurement, storage, distribution, and maintenance of all cheer equipment and uniforms used in the cheerleading programs; and performs other duties as may be prescribed by the Board of Directors.

**I. Game Day Director:** The Game Day Director shall: coordinate all the various details involved in properly running the activities on game days including the procurement, coordination, and recording of all game day volunteers; performs other duties as may be prescribed by the Board of Directors.

**J. Weigh Master:** The Weigh Master is responsible for all paperwork due to player weigh-in. Responsible for Player Weigh-In, weights and scales. This is weigh-in for both practice and game day. Must attend all 3 games to weigh in each squad.

3. **General Director Duties:** Each officer shall be responsible for the duties specified. Directors may establish committees of volunteers from among the membership to assist in the management of their areas of responsibility. The full Board of Directors remains responsible for the over-all policies and procedures of all areas of the organization. The Board of Directors shall interview all prospective head coaches on an annual basis.
4. **All Board Members:** All required to be present throughout the duration of the game day for set-up, and clean-up.

## Article IX: NOMINATIONS PROCESS

1. **Nominations:** The General Membership prior to the Annual Meeting shall submit all nominations to the Secretary.

All nominees shall be consulted to determine their willingness to undertake the duties of the position for which the General Membership shall nominate them. The Secretary shall then submit the slate of nominees to the Board of Directors for approval. Nominations will be accepted and added to the ballot *until October 31 of each year* . A nominee may only appear on the ballot once; if nominated for multiple positions, the nominee may accept only one nomination and run for only one position.

2. **Elections:** If more than one person is nominated for a certain board position, election shall be by secret ballot and the majority of the votes shall elect.

## Article X: AMENDMENTS TO THE BYLAWS AND ARTICLES OF INCORPORATION

1. **By the Membership:** These bylaws may be adopted, altered or repealed by affirmative majority vote of the members of the organization present and voting at the Annual Meeting as defined in Article IV of these bylaws, having a copy of any proposed amendments available seven (7) days before the date of such meeting.
2. **Amendment of the Articles of Incorporation:** Amendment to the articles of incorporation shall be made in the following manner: The Board of Directors shall adopt a resolution setting forth a proposed amendment and directing that it be submitted to a vote at any annual or special meeting of members or such a vote may be conducted by mail or email. Written notice setting forth a proposed amendment or summary of the changes to be effected thereby shall be available to each member at least seven (7) days prior to voting. The proposed amendment shall be adopted upon receiving a majority vote of the membership. If the vote is conducted by mail or email, two-thirds of the votes received shall be required to adopt the proposed amendment provided that at least one-quarter of the members shall have voted.

## **Article XI: NON-PROFIT CHARACTER; NON-LIABILITY OF MEMBERS**

- 1. No Pecuniary Gain:** The organization does not afford any pecuniary gain, incidentally or otherwise, to its members, directors or elected officers. There shall be no personal liability of officers, directors or members for corporate obligations.
- 2. Power to Acquire and Hold Property:** The organization shall be authorized to acquire by grant, gift, purchase, devise or bequest and to hold and dispose of such property as the organization shall require, subject to such limitations as may be prescribed by law for the stated purposes of the organization and not for pecuniary profit.
- 3. Contracts, Checks, Deposits and Funds:**
  - A. Contracts:** Any director of the organization, as the Board may specifically authorize, may enter into any contract or execute and deliver any instrument in the name of and on behalf of the organization. Such authority for officers shall be confined to specific instances and must be authorized in writing.
  - B. Checks and Drafts:** All checks, drafts or orders for payment of money, notice, or other evidence of indebtedness issued in the name of the organization shall be signed by such officers of the organization and in such manner as shall from time to time be determined by resolution of the Board of Directors.
  - C. Deposits:** All funds of the organization shall be deposited from time to time, to the credit of the organization, in a Federally insured bank or other depository as the Board of Directors may select.
  - D. Bonding:** The Treasurer and any other such person entrusted with the handling of funds or property of the

Organization may, at the discretion of the Board of Directors, be requested to furnish at the expense of the Organization a fidelity bond approved by the Board of Directors in such sum as the Board shall prescribe.

## **Article XII: OFFICER, DIRECTOR, and VOLUNTEER LIABILITY INDEMNIFICATION**

1. A volunteer Director, as that term is defined in the Michigan Non-Profit Corporation Act as amended, is not personally liable to the corporation or its members for monetary damages for breach of the Director's fiduciary duty, except that liability may be imposed for activities involving the following.

- A.** Acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law.
- B.** A violation of section 55 1 (1) of the Michigan Non-Profit corporation Act, as amended.

C. A transaction from which the Director derived an improper personal benefit.

D. An act or omission that is grossly negligent.

2. This corporation shall have the authority to assume all liability, including attorney fees, costs, judgments, fines or settlements to any person other than this corporation or its members, for all acts or omissions of a volunteer director incurred in the good faith performance of their duties except that in no event shall the corporation be considered to have assumed any liability which is inconsistent with the status of the corporation as an organization described in section 501(c)(3) of the Internal Revenue Code.

3. This corporation shall assume all liability for all acts or omissions of a Director or non-Director volunteer if said volunteer:

A. Acted or reasonably believed they were acting within the scope of their authority;

B. Acted in good faith;

C. Was not grossly negligent;

D. Did not act in a willful or wanton manner;

E. Did not commit an intentional tort; or

F. Did not commit a tort arising out of the ownership, maintenance or use of a motor vehicle for which tort liability may be imposed pursuant to MCLA 500.3135.

4. If the Michigan Corporation Law is amended hereafter to authorize the further elimination or limitation of liability of officers, Directors, volunteers, or agents, the liability of these persons, in addition to that described in this article, shall be eliminated or limited to the fullest extent permitted.

5. The organization may maintain liability insurance necessary to cover acts of officers, Directors, volunteers or agents of the corporation.

6. Any repeal, modification or adoption of any provision in these bylaws inconsistent with this article shall not adversely affect any right or protection of the directors of the corporation existing at the time of such repeal, modification or adoption.

7. The foregoing provisions apply only to acts or omissions occurring after February 22, 2000.

## **Article XIII: DISSOLUTION**

1. This organization shall continue in existence indefinitely unless two-thirds of the members vote at an annual or special meeting to terminate the organization.

2. Upon dissolution of the organization, the Board shall first pay or make provisions to pay all liabilities and obligations of the organization. Then the board shall distribute the assets of

the organization to such organization or organizations which shall at the time be an exempt organization under 501(C)(3) of the Internal Revenue Code and which shall have similar purposes as those described in Article II above.

## **Article XIV: EFFECTIVE DATE OF BYLAWS**

Ø \_These bylaws shall become effective in force at the time of their adoption. April 16, 2025

Initial effective date of Bylaws: February 22, 2000

Ø \_Amended: May 15, 2000

(To reflect the multiple Units and appropriate board positions associated with each.) Ø \_Amended as per VIII, October 26, 2000 (2000 Annual meeting)

(To reflect addition of Registrar Position and duties associated with.) Ø \_Amended as per VIII, October 15, 2007 (2007 Annual meeting)

(To reflect changes of mission statement, board positions, duties, removal of absentee ballot, and increased the flexibility of organizational management)

(To reflect additions and changes to duties associated with current board positions.)

Ø \_Amended as per VIII, October 30, 2008 (2008 Annual meeting)

Ø \_Amended as per VIII, April 2, 2009

(To reflect addition of board positions and duties, add “written” to article 5 #10 and change of procedure for nominations to article VII #1)

Ø \_Amended as per VIII, November 18, 2010

(To reflect the following changes:

§ \_The addition of *Article III, Item 5 Scholarships*

§ \_Corrections and clarifications to *Article V, Item 3 Election of Directors and Terms*

§ \_The addition to *Article V, Item 7 Removal of a Director/Officer* (now Coach/Director) regarding the term before a return is allowed

§ \_Changes to *Article VI, Item 2 Duties and Responsibilities of Each Director* regarding only one person to serve a Director position

§ \_Moving *Article VI, Item D Registrars* to the following section regarding Unit Specific positions

§ \_Deleting *Article VI, Item n Concessions Coordinator*

§ \_Changes to *Article VI* regarding Unit Specific positions

§ \_The addition to *Article VI, Item 3 General Director Duties* regarding the annual interviewing of head coaches

§ *\_Change to Article VII, Item 1 Nominations* regarding when nominations and ballot must be finalized and limit of a nominee running for only one position at a time.

§ *\_Change to Article VIII, Item 1 Amendments to the Bylaws and Articles of Incorporation* regarding limiting the opportunity for change of bylaws to the Annual Meeting.

§ *\_Miscellaneous corrections throughout the Bylaws to correct spelling and grammar)*

Ø *\_Amended as per VIII, October 28, 2012*

§ *\_Changes to Article I; Section 3*

§ *\_Changes to Article III; Sections 3, 5, 6*

§ *\_Changes to Article IV; Sections 1, 3, 4*

§ *\_Changes to Article V; Sections 1-4, 6-7*

§ *\_Changes to Article VI; Sections 1-3*

§ *\_Changes to Article VII; Section 1*

Ø *\_Amended in its entirety: January 4, 2025*

§ *\_Changes from Articles 1-12. Voted on April 16, 2025*