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ARTICLE I. NAME

This organization shall be known as Irondale Youth Football Association (IYFA).

ARTICLE II. OBJECTIVES

Section 1.

The objective of IYFA is to provide supervised competitive football programs for the children of the community and to instill in them the principles of sportsmanship, teamwork, honesty, courage, discipline and respect for others.

Section 2.

All Officers, Directors and Members shall bear in mind that attainment of exceptional athletic skill or winning of games is secondary. IYFA recognizes that molding of future citizens, having fun and learning the game of football are of primary importance.

Section 3.

IYFA shall operate exclusively as a non-profit educational program of competitive football in accordance with Section 501(c)(3) of the Internal Revenue Code. No Officer or Director shall receive compensation from the IYFA for any service rendered to it as a Board Member. Officers and Directors may be reimbursed for actual expenses incurred in the performance of their duties.

Section 4.

IYFA exists for the purpose of teaching each child the fundamentals of the sport and to provide the framework for the wholesome participation at each child's playing ability. All IYFA Members shall stress sportsmanship, team spirit, and developing skills more than winning.

ARTICLE III. IYFA MEMBERSHIP

Section 1. Eligibility

1. **Player Member.** Membership is open to all children, grades 3 through 8, who reside or open enroll within the Irondale High School registration boundaries of Independent School District 621. You must be registered in IYFA to be considered a Player Member.
2. **Regular Member.** Any Parent/Guardian of a Player Member actively interested in furthering the objectives of IYFA.
3. **Coach Member.** Any IYFA Coach or Irondale High School Football Coach interested in furthering the objectives of IYFA.
4. **Board of Directors.** Any member of the IYFA Board of Directors.
5. **Eligibility Exceptions.** The Board of Directors may, by a simple majority of those present, make exceptions to the eligibility requirements of the Player Member classification.

Section 2. Suspension or Termination.

Membership may be terminated by action of the Board of Directors.

1. The Board of Directors, by a two-thirds vote of those present at any constituted meeting, shall have the authority to discipline, suspend or terminate the membership of any member when the conduct of such person is considered detrimental to the best interests of IYFA. The member involved shall be notified of such meeting, informed of the general nature of the charges and given the opportunity to appear at the meeting to answer such charges.
2. The Board of Directors shall, in the case of a Player Member, give notice to the coach of the team of which the player is a member of any suspension or revocation of such player's right to future participation.

ARTICLE IV. FEES

Section 1.

A reasonable participation fee for Player Members shall be set each year by the Board of Directors to assure the operational continuity of IYFA.

1. At no time shall payment of any fee be a prerequisite for participation in the IYFA program. Upon approval from the Board of Directors, all, or a portion of the registration fee may be waived for any player with a demonstrated financial hardship.
2. An additional late fee may be required for any registration submitted after the normal registration period. The Board of Directors shall set the late fee in an amount to encourage timely registration rather than discourage a late registration.
3. No refunds will be offered unless by prior approval from the IYFA Board of Directors.

ARTICLE V. MEETINGS

Section 1. Annual Meeting.

The annual meeting of the IYFA shall be held at the regular March meeting each year for the purpose of electing a Board of Directors, receiving reports, and for the transaction of such business as may properly come before the meeting.

Section 2. Notice of Meetings.

Notice of each meeting, shall be given to each member of the Board of Directors. The notice must set forth the place, time and purpose of the meeting. The proposed agenda of the meeting shall accompany all notices. Nothing shall prohibit the members of IYFA from transacting any order of business at any regular meeting.

Section 3. Special Meetings.

Special meetings of the Board of Directors may be called by three (3) members of the Board of Directors at their discretion. Notice of a special meeting shall be given to each member of the Board of Directors. No business other than that specified shall be transacted at any special meeting of the Board.

Section 4. Action Taken Without a Meeting

Under circumstances requiring immediate action, and outside of a regularly scheduled board meeting, the Board of Directors may take action in the absence of a meeting. This notice of proposed action must be sent to all Board members. That action may occur by obtaining the written approval of a majority of the then

sitting members of the Board. All Board members shall be notified immediately of the action taken. Any action taken should be added to the minutes the following month.

Section 5. Quorum. The presence in person or by proxy of the simple majority of the Officers and Directors shall be necessary for a quorum. In the event that a quorum is not attained for two consecutive meetings, the President shall institute an emergency quorum beginning at the second meeting and continuing until a regular quorum is achieved. An emergency quorum shall consist of the number of Directors present; but in no case may business be conducted with less than one-third of the Board of Directors.

Section 6. Voting / Proxies. Each member of the Board of Directors shall be entitled to one vote in person or by proxy. All proxies must be in written form and may be withdrawn at any time. Player Members shall not possess any voting rights.

ARTICLE VI. BOARD OF DIRECTORS

Section 1. Board and Number. The Board of Directors includes IYFA Officers and Directors, and will be referred to as the “Board” or “Board of Directors” throughout. The management of the property and affairs of IYFA shall be vested in the Board of Directors. The number of voting Board members shall not be less than four (4) nor more than thirteen (13). The Board members shall, upon election, immediately enter upon the performance of their duties and shall continue in office until their successors shall have been duly elected and qualified.

Section 2. Board of Directors. The Board of Directors of IYFA shall consist of Officers and Directors. It is the duty of the Board of Directors to attend all Board meetings.

1. Officers. The Officers of IYFA shall also be a Regular Member of the IYFA and consist of:
 - President
 - Vice President
 - Secretary
 - Treasurer
2. Directors
 - All other voting members of the IYFA Board of Directors.

Section 3. Term of Office. The term of office for Officers of IYFA shall be two (2) consecutive years and Directors shall be one (1) year. Members in good standing are eligible for re-election.

Section 4. Elections.

1. Elections shall take place at the annual meeting. All elections of Board of Director positions shall be by majority vote of all members present or represented by proxy at the time of the meeting.
2. No Board member shall be eligible for re-election to the Board of Directors unless such Board member has attended a minimum of fifty percent (50%) of the meetings of the Board of Directors held within the preceding twelve (12) months of the election, unless approved by a 2/3 majority of the Board of Directors.
3. In the event of a tie vote for a board position, the position will be offered up for nominations a second time during the meeting and a second vote on the nominated members will be conducted during the meeting. In the event of a second tie vote, the outcome will be decided by a coin flip.
4. Nomination for the position of President must come from a current Board member.
5. Elections for the position of President and Vice President shall be held in odd-number years.

6. Elections for Secretary and Treasurer shall be held in even-numbered years to ensure continuity within the football program.
7. Elections for the positions of Directors shall be held each year.

Section 5. Filling of Vacancies. In the event that a member of the Board of Directors is unable or unwilling to carry out the duties of their position or there is a vacant position, the Board of Directors may replace such member by a majority vote upon resignation or termination of that member. The newly elected member shall complete the term of office of the replaced member.

Section 6. Indemnification To the full extent permitted by Minnesota Statutes, Section 317A.257, as amended from time to time, or by other provisions of law, each person who has or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, wherever and by whomsoever brought (including any such proceeding, by or in the right of this corporation), whether civil, criminal, administrative, or investigative, by reason of the fact that he/she is or was a Director or Officer of the IYFA, shall be indemnified by the IYFA against expenses, including attorney's fees, judgments, fines, and amounts paid in settlement actually and reasonably incurred by him/her in connection with such action, suit or proceeding. The indemnification provided by this section shall insure to the benefit of the heirs, executors, and administrators of such person and shall apply whether or not the claim against such person arises out of matters occurring before the adoption of this section. This section shall not apply to such persons who have committed intentional harmful acts against this association.

Such indemnification shall not be effective in a good-faith action by the IYFA against such person for misfeasance, malfeasance or nonfeasance, or for knowing, wanton or willful negligence in the performance of their duties for the IYFA. The IYFA shall bear no responsibility for indemnification if it can be shown that the individual(s) have not acted in good faith, or in the absence of wanton or willful negligence, regardless of their position in the IYFA. Under no circumstances shall the IYFA indemnification exceed the policy limits of its insurance as directed by the Board of Directors. Such limit shall not be less than One Million Dollars (\$1,000,000), shall be reviewed annually in light of then current circumstances, and shall not be unreasonably set. Notwithstanding the above, it is the intention of the IYFA to provide indemnification for its IYFA Officers and Directors to the fullest extent possible under applicable law.

The IYFA shall annually purchase insurance to adequately indemnify IYFA Officers and Directors against the reasonable expense of any civil, criminal, administrative or investigative action to which such persons may be made a party by reason of their appointment or work for the Program.

Section 7. Board Member Dismissal

In the event that a Board member is deemed to be negligent in their duties as a Board member, any member of the Board may call a special meeting for the purpose of voting to dismiss a Board member from their duties as a member of the IYFA Board of Directors. The circumstances which can lead to a vote for dismissal are below:

1. Any Board member that is convicted of any type of sexual or violent crime involving children.
2. Any Board member that is willfully disregarding the bylaws and rules of the association.
3. Any Board member that has not attended at least 50% of the regularly scheduled Board meetings after 50% of the year.
4. Any Board member that refuses to perform the duties of their position as they are described herein the bylaws.
5. In order for the dismissal to occur, a minimum of 2/3 of the full Board must vote in favor of dismissal.

ARTICLE VII. DUTIES OF OFFICERS AND DIRECTORS

Section 1. President. The President shall:

1. Be the chief executive officer of the IYFA.
2. Preside over all meetings of the Board of Directors.
3. Conduct the affairs of IYFA and execute the policies established by the Board of Directors.
4. Present a report of the condition of IYFA at its annual meeting.
5. Communicate to the Board of Directors, such matters as deemed appropriate, and make such suggestions to promote the welfare of IYFA.
6. Delegate complaints, irregularities and conditions detrimental to IYFA to the Grievance Committee.
7. Examine the application and supporting proof-of-age documents of every player candidate that may be questioned and certify to residence and age eligibility before the player may be accepted for selection.
8. Execute all bonds, mortgages, loans, insurance policies, and other contracts approved by the Board of Directors.
9. Be an ex-officio member of all Committees and will have the general powers and duties of supervision and management usually vested in the office of a President of a corporation.

Section 2. Vice President. The Vice President shall:

1. Assist President
2. Perform the duties of the President in the absence or inability of the President to serve
3. Perform duties assigned by the President or IYFA Board of Directors.
4. Assist Treasurer.
5. Perform duties of the Treasurer in the inability of the Treasurer to serve.

Section 3. Secretary. The Secretary shall:

1. Be responsible for recording the activities of IYFA and maintain appropriate files, mailing lists and necessary records.
2. Maintain a list of all Officers, Directors and Members.
3. Give notice to the Board of Directors of all meetings of IYFA and the agenda for such meetings.
4. Keep the minutes of the meetings of the Board of Directors that are distributed to the Board of Directors in a timely fashion after meetings.
5. Prepare and receive all correspondence and other written tasks on behalf of the President, Board of Directors and IYFA.

Section 4. Treasurer. The Treasurer shall:

1. Perform such duties as are herein specifically set forth and other duties as are customarily incident to the office of Treasurer or may be assigned by the Board of Directors.
2. Receive all money and securities, and deposit same in a depository approved by the Board of Directors.
3. Prepare an annual financial report for submission to the Board of Directors within the first quarter of the fiscal year.

4. Prepare an annual budget for submission to the Board of Directors within the first quarter of the fiscal year.
5. Keep records for the receipt and disbursement of all money and securities of IYFA and approve all payments from allotted funds and draw checks thereon.
6. Submit financial statements at each monthly meeting of the Board of Directors for their approval.
7. Sign IYFA checks. Also, provide checks and check-writing authority as approved by the Board of Directors.
8. Ensure liability, medical and equipment insurance is paid and current.

Section 5. Directors. The Directors shall:

1. Have supervision, control, and direction of the affairs of the Association, shall determine its policies or changes therein within the limits of the Bylaws, and shall have discretion in the disbursement of its funds. It may adopt such rules and regulations for the conduct of its business as shall be deemed advisable; and may, in the execution of the powers granted, appoint such agents as it may consider necessary.
2. Attend all regular meetings of the Board. In the event that they cannot attend a meeting, they shall be obligated to provide a proxy to the President or Secretary of the Association, designating another Board Member to vote on their behalf, or specifically withholding their vote on matters raised in their absence.

ARTICLE VIII - DIRECTOR/COMMITTEE CHAIR POSITIONS

Section 1. Communications Manager. The Communications Manager shall:

1. Maintain IYFA website, email and social media accounts, on a regular basis, and forward inquiries to the appropriate Board member for response.
2. Be responsible for sending IYFA communications to IYFA Members after seeking input from appropriate Board member(s).

Section 2. Equipment Manager. The Equipment Manager shall:

1. Procure and maintain all IYFA equipment.
2. Maintain updated records of equipment inventories for all IYFA activities.
3. Disperse all equipment at the beginning of the season and receive all returned equipment at season's end and ensure its proper storage.
4. Disperse equipment as needed during the season to coaches.
5. Collect price quotes on all contemplated IYFA equipment purchases in excess of five hundred dollars (\$500) unless exempted by the Board of Directors, or if equipment is already included in annual budget.
6. Present equipment price quotes to the Board of Directors for approval prior to purchase or commitment to purchase.

Section 3. Program Level Directors. The Program Level Directors shall:

1. Act as a liaison between coaches/parents and the Board of Directors for concerns in the program

2. Coordinate team rosters and guidelines, and solicit coaches.
3. Officiate and assist with drafting of teams for any grades requiring more than one team as required by league rules and/or IYFA rules.
4. Recruit and train coaches for all program levels and coordinate coaches and player clinics. Confirm the completion of required coach training and maintain records of such training.
5. Coordinate procurement of equipment with Equipment Manager for the program.
6. Supervise and enforce all IYFA rules of their program of responsibility.
7. Develop emergency contact list for each team they are responsible for.
8. Conduct a coaches meeting to reinforce and explain rules and gather all team, player and coach information before year end.
9. Coordinate and confirm the signing of required coach's Codes of Conduct and/or contracts.

Section 4. Registration Coordinator

1. Schedule and organize dates, times, and coverage for registration.
2. Update the registration flyer and mail to students within the Irondale High School registration area of District 621.
3. Acquire and coordinate placement of registration signs.
4. Update registration forms.
5. Transfer any monies to the Treasurer.
6. Handle any late registrants.

Section 5. Fundraiser Coordinator. The Fundraiser Coordinator shall:

1. Schedule and organize yearly fundraiser per approval from the IYFA Board of Directors.
2. Distribute fundraiser materials to coaches/teams.
3. Pick up fundraiser materials from coaches/teams.
4. Report fundraising results to the IYFA Board of Directors.
5. Transfer any monies to the Treasurer.

Section 6. Apparel Coordinator. The Apparel Coordinator shall:

1. Schedule and organize jersey fitting, acquisition and distribution.
2. Schedule and organize apparel store, acquisition and distribution.
3. Schedule and organize coach and board member apparel fitting, acquisition and distribution.

Section 7. Field Coordinator. The Field Coordinator shall:

1. Be the contact for the City and School District to procure football fields for practices and games.
2. Provide schedule of facilities and football fields for all programs.
3. Identify and keep track of open facilities and football fields for ad-hoc requests for use.
4. Arrange practice and game schedules with coaches and leagues, and assign and coordinate playing fields.

Section 8. Immediate Past President. The Immediate Past President shall:

1. Be available to provide assistance to the board and assist with the transition to the incoming President.

ARTICLE IX. COACHING

1. Coaches shall be appointed annually by the Program Level Directors and approved by the Board of Directors.
2. The Procedure for the selection of coaches shall be approved by the Board of Directors.
3. Each team shall have at least three coaches per team.
4. Head Coaches shall complete certifications and training as required by the Board of Directors prior to holding their first practice of the season.
5. Head Coaches shall be responsible for the actions of their teams on the field.

ARTICLE X. FINANCES

Section 1.

The Board of Directors shall decide all matters pertaining to the finances of IYFA.

Section 2.

All income of IYFA shall be placed in a common IYFA treasury and the Board of Directors shall direct the expenditures in such a manner as will give no individual or team an advantage over those in competition with such individual team.

Section 3.

The Board of Directors shall not permit the contribution of funds or property to individual teams, but shall solicit for IYFA, thereby discouraging favoritism among teams and to endeavor to equalize the benefits of IYFA.

Section 4.

The Board of Directors shall not permit the solicitation of funds or property in the name of IYFA unless all of the funds are placed in IYFA's treasury or all of the property becomes the sole possession of IYFA. Any solicitation of funds in the name of IYFA must receive prior approval by the Board of Directors.

Section 5.

The Board of Directors shall not permit the disbursement of IYFA funds for anything other than the conduct of IYFA activities or for initiatives which further the growth of football within the community.

Section 6.

No Director or Officer of the IYFA shall receive, directly or indirectly, any salary or compensation from IYFA for services rendered as Director or Officer. Some coach members may be paid positions as determined by the Board of Directors.

Section 7.

All money received shall be deposited to the credit of IYFA in a depository designed by the Board of Directors and all disbursements shall be made by check. The IYFA bank signatories are the Treasurer and President. All checks shall be signed by either the Treasurer or the President.

Section 8.

The fiscal year of IYFA shall begin on the first day of April and shall end on the last day of March.

Section 9.

Upon dissolution of IYFA and after all outstanding debts and claims have been satisfied, the Board of Directors shall distribute the property of IYFA to such other organization or organizations maintaining an objective similar to that set forth herein. In the event that no organization exists that meets the aforementioned criteria, IYFA will distribute the property at the discretion of the IYFA Board of Directors.

Section 10.

The Board of Directors shall strive to ensure that enough money for the following season remains in IYFA's treasury at season's end.

Section 11.

The Board of Directors may set a sponsorship fee each year applicable to any organization desiring sponsorship of IYFA. Sponsoring organizations may have their name and/or logo applied to uniforms or apparel. No sponsorships will be solicited from organizations or businesses which promote the use of alcohol or tobacco products. An exception to this prohibition would be an organization of business which is multi-purpose in nature. In no case will the name and/or logo applied to the uniforms or apparel use the words bar, tavern or similar wording promoting alcohol. All wording and/or logos must receive prior approval before being applied to IYFA uniforms or apparel.

Section 12.

An annual audit of all IYFA accounts will be made by the President and Vice President, not to include the Treasurer. These findings will be reported at the annual meeting. At that time, they will be signed by the President and Vice President and stored within the IYFA records for at least 5 years.

ARTICLE XI. GRIEVANCE PROCEDURE

Section 1.

Members of IYFA are urged to take precautions to prevent circumstances which may lead to grievances or protests. Members should attempt to resolve grievances informally at the coaching level. When this method fails to resolve problems, grievances or protests shall be processed as hereinafter provided.

Step 1: A formal grievance shall be submitted in a timely fashion to the Program Level Director of the appropriate program level. In the absence of a Program Level Director, the grievance shall be submitted to the President of the IYFA. The grievance shall be placed in writing setting forth the facts on which it is based, the provision or provisions allegedly violated, the individuals involved and the remedy requested. The Program Level Directors shall investigate the grievance or protest and inform the member of the findings within ten (10) days. A grievance not resolved in Step 1 may be appealed to Step 2 of the Grievance Procedure.

Step 2: If appealed, the grievance shall be presented to the President of IYFA. The President will place the grievance on the agenda of the next regularly scheduled Board meeting. The grievance shall at that meeting be delegated to the Grievance Committee. In the event no standing Grievance Committee has been established, the grievance will be heard by the Board of Directors. The Grievance Committee or the Board of Directors may invite those individuals involved in the grievance or protest to be given an opportunity to address the grievance.

The Grievance Committee or Board of Directors shall answer the grievance or protest within seven (7) days and notify the grieving individual in writing, if not present at the Grievance hearing. It shall be the duty of the appointed Grievance Committee Information Chair of IYFA to reply to all grievances considered by the Grievance Committee or the Board of Directors.

Section 2. No protest or grievance shall be considered on a decision involving a referee's judgment.

Section 3. The decision of the Grievance Committee or the Board of Directors shall be final and non-appealable.

ARTICLE XII. AMENDMENTS

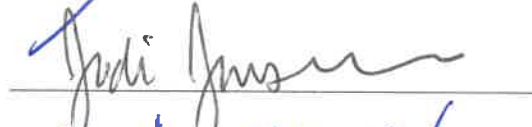
Amendments to these Bylaws may be proposed by any Officer or Director of IYFA and may be discussed at any regular or special Board meeting. These Bylaws may be amended, repealed or altered in whole or in part by a two-thirds vote of the Board of Directors at any duly organized meeting provided notice of the proposed change is included in the notice of such meeting. At a minimum, all approved amendments shall be signed by officers elected at the time amendment was passed by the Board of Directors.

Bylaw Approval

President – Jamie Bankston



Secretary – Jodi Jensen



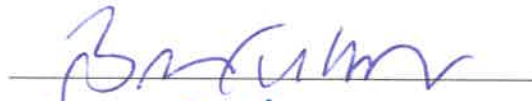
Treasurer – Emily Grabow



Director – Kevin Bourassa



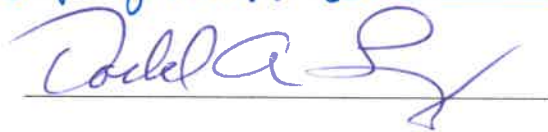
Director – Ben Fuller



Director – Amy LaMere



Director – Todd Lang



Director – Jen Neisse



Director – Jake Shaver

