

3/31/2010

**BYLAWS OF
McEACHERN YOUTH FOOTBALL & CHEERLEADING ASSOCIATION
Incorporated under the laws of the State of Georgia**



ARTICLE ONE

Name, Location, and Offices

1.1 Name. The name of this Association shall be McEachern Youth Football & Cheerleading (herein referred to as “MYFCA” or the “Association”)

1.2 Registered Office and Agent. The Association shall maintain a registered office in the State of Georgia, and shall have a registered agent whose address is identical with the address of such registered office, in accordance with the requirements of the Georgia Nonprofit Association Code.

1.3 Other Offices. The principal office of the Association shall be located in the State of Georgia. The Association may have other offices at such place or places, and may conduct its affairs, within or outside the State of Georgia, as the Board of Directors may determine from time to time or the affairs of the Association may require or make desirable.

ARTICLE TWO

Purposes and Governing Instruments

2.1 Nonprofit Association. The Association shall be organized and operated as a nonprofit Association under the provisions of the Georgia Nonprofit Association Code.

2.2 Charitable Purposes. The Association is a voluntary association of individuals and organizations the purposes of which, as set forth in the articles of incorporation, are exclusively charitable and educational within the meaning of section 501(c)(3) of the Internal Revenue Code. MYFCA was organized, and at all times shall be operated, to provide recreational youth football and cheerleading programs to young boys and girls in the community with major emphasis on fun, enjoyment, sportsmanship, and physical fitness. MYFCA believes in developing children to their fullest potential both on and off the field while promoting education and community pride. MYFCA shall also carry out such other charitable and educational purposes as the Board of Directors shall determine in its discretion and as are not inconsistent with the articles of incorporation and these bylaws. In furtherance of such purposes, the Association shall have full power and authority:

- (a)** To make distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code;
- (b)** To make distributions for other charitable purposes;
- (c)** To receive and accept property, whether real, personal, or mixed, by way of gift, bequest, or devise, from any person, firm, trust, or Association, to be held, administered, and disposed of in accordance with and pursuant to the governing instruments of the Association, as the same shall be amended from time to time; and
- (d)** To perform all other acts necessary or incidental to the above and to do whatever is deemed necessary, useful, advisable, or conducive, directly or indirectly, as determined by the Board of Directors, to carry out any of the purposes of the Association, as set forth in the articles of incorporation and these bylaws, including the exercise of all other power and authority enjoyed by Associations generally by virtue of the provisions of the Georgia Nonprofit Association Code (within and subject to the limitations of section 501(c)(3) of the Internal Revenue Code).

The Association shall serve only such purposes and functions and shall engage only in such activities as are consonant with the purposes set forth in this Article Two and as are exclusively charitable and are entitled to charitable status under section 501(c)(3) of the Internal Revenue Code.

2.3 Governing Instruments. The Association shall be governed by its articles of incorporation and these bylaws.

ARTICLE THREE

Board of Directors

3.1 Authority and Responsibility of the Board of Directors.

(a) The supreme authority of the Association and the government and management of the affairs of the Association shall be vested in the Board of Directors; and all the powers, duties, and functions of the Association conferred by the articles of incorporation, these bylaws, state statutes, common law, court decisions, or otherwise, shall be exercised, performed, or controlled by or under the authority of the Board of Directors. All elected and appointed Board members will have background checks completed.

(b) The governing body of the Association shall be the Board of Directors. The Board of Directors shall have supervision, control and direction of the management, affairs and property of the Association; shall determine its policies or changes therein; and shall actively prosecute its purposes and objectives and supervise the disbursement of its funds. The Board of Directors may adopt, by two-thirds (2/3) majority vote, such rules and regulations for the conduct of its business and the business of the Association as shall be deemed advisable, and may, in the execution of the powers granted, delegate certain of its authority and responsibility to an executive committee. Under no circumstances, however, shall any actions be taken which are inconsistent with the articles of incorporation and these bylaws; and the fundamental and basic purposes of the Association, as expressed in the articles of incorporation and these bylaws, shall not be amended or changed.

(c) The Board of Directors shall not permit any part of the net earnings or capital of the Association to inure to the benefit of any member, trustee, officer, director, or other private person or individual.

(d) The Board of Directors may, from time to time, appoint, as advisors, persons whose advice, assistance and support may be deemed helpful in determining policies and formulating programs for carrying out the purposes and functions of the Association.

(e) The Board of Directors is authorized to employ or retain such person or persons, including an executive director or officer, attorneys, trustees, agents, and assistants, as in its judgment are necessary or desirable for the administration and management of the Association, and to pay reasonable compensation for the services performed and expenses incurred by any such person or persons.

3.2 Regular Board of Directors. The initial directors of the Association shall be the persons named in the organizational minutes of the Association. The regular Board of Directors of the Association shall consist of five (7) members who shall be elected in the manner prescribed in these bylaws. The Board of Directors is authorized to fix the precise number of directors by resolution adopted from time to time by a majority of all the directors then in office.

3.3 Manner of Election and Term of Office. Except as provided in Section 3.2 above, the regular directors of the Association shall be elected by the general membership of the Association by a vote of the general membership as provided in Article Six of these bylaws. Each director so elected shall take office at the time

specified by the Board of Directors and shall continue in office until his or her successor has been elected and has qualified or until his or her earlier death, resignation, retirement, disqualification, or removal. There shall be no limitation on the number of successive terms of office for which a director may serve

3.4 Removal. Any director may be removed, either for or without cause, at any regular, special, or annual meeting of the Board of Directors, by the affirmative vote of a majority of all the directors then in office, if notice of intention to act upon such matter shall have been given in the notice calling such meeting. A removed director's successor may be appointed at the same meeting to serve the unexpired term.

3.5 Vacancies. Any vacancy in the Board of Directors arising at any time and from any cause, including the authorization of an increase in the number of directors, may be filled for the unexpired term at any meeting of the Board of Directors by a majority of the directors then in office. Each director so elected shall hold office until his or her successor has been elected and has qualified, or until his or her earlier death, resignation, removal or disqualification.

3.6 Committees of the Board of Directors. By resolution adopted by a majority of the full Board of Directors, the Board of Directors may designate from among its members one or more committees, each consisting of two (2) or more directors. Said committees, to the extent provided in said resolution, shall have and exercise the authority of the Board of Directors in reference to amending, altering or repealing such committee or any Director or Officer. Except as prohibited by law, each committee shall have the authority as set forth in the resolution establishing said committee. See also Article Eight ("Committees of Directors").

ARTICLE FOUR

Meetings of the Board of Directors

4.1 Place of Meetings. Meetings shall take place at the MYFCA Fieldhouse, unless otherwise posted.

4.2 Regular Meetings; Notice. Regular meetings of the General Membership shall be held on the second Sunday of each month during the off season (December to July). All other meetings during the regular football season shall be held on the second Thursday of the month, unless otherwise specified.

4.3 Special Meetings; Notice. Special meetings may be called by any member of the Board of Directors, upon approval by the President of the Association, with 48 hours advance notice. Emergency meetings requiring no advance notice may be called by the President if deemed necessary.

4.4 Vote Required for Action. Except as otherwise provided in these bylaws or by law, the act of a two-thirds (2/3) majority of the directors present at a meeting shall be the act of the Board of Directors. The President shall have no voting rights on the MYFCA Board of Directors, except to determine a 50/50 split vote. In such case that a 50/50 split vote shall occur, the President shall have the deciding vote to determine an outcome of the proposal. Vacancies in the Board of Directors may be filled as provided in Section 3.5 of these bylaws.

4.5 Action by Directors Without a Meeting. Any action required or permitted to be taken at a meeting of the Board of Directors may be taken without a meeting if a consent in writing, setting forth the action so taken, is signed by not less than a two-thirds (2/3) majority of the members of the Board of Directors. Such consent shall have the same force and effect as a majority vote at a meeting duly called. The signed consent, or a signed copy, shall be placed in the minute book.

4.6 Adjournments. A meeting of the Board of Directors may be adjourned by a majority of the directors present to reconvene at a specific time and place. It shall not be necessary to give notice of the reconvened meeting or of the business to be transacted,

other than by announcement at the meeting which was adjourned.

ARTICLE FIVE

Board of Advisors

5.1 Appointment. The Board of Directors may appoint such persons as it reasonably deems necessary or desirable to act as the Board of Advisors of the Association. To the extent possible, the Board of Advisors should consist of persons whose integrity, capability, experience, knowledge of the communities and institutions served by the Association, and community standing will help the Board of Directors carry out its functions. The number of persons appointed to constitute the Board of Advisors shall be determined in the sole discretion of the Board of Directors.

5.2 Purpose. It shall be the function and purpose of the Board of Advisors to advise the Board of Directors on matters relating to the business and affairs of the Association, and to suggest or be available for consultation with regard to projects or activities which the Association may undertake, consistent with its exempt purposes, in furtherance of its goals and objectives.

ARTICLE SIX

Officers

6.1 Number and Qualifications. The officers of the Association shall consist of a president, one or more vice presidents, as determined by the Board of Directors, a secretary, a treasurer, a athletic director, a vice president of cheer and a athletic cheerleading director. Appointed Board of Advisors positions will consist of: web master, concession director, asst. concession director, asst. athletic director, equipment director, fields & grounds director, fundraising co-director, fundraising co-director, homecoming director, public relations & education director, team mom director, spirit shop director, weight-in director. The Board of Directors may from time to time create and establish the duties of such other officers or assistant officers as it deems necessary for the efficient management of the Association, but the Association shall not be required at any time to have any officers other than a president, a secretary, and a treasurer. Any two (2) or more offices may be held by the same person. Any Board Member that misses three (3) meetings in a year will be immediately removed upon the third instance unless approved absentees by the president. Members of the Board of Directors shall attend not less than seventy-five percent (75%) of the Board of Director meetings to be eligible for nomination and reelection. The Association reserves the right to run any background check, including a credit inquiry, it deems necessary for any elected officer. Any Board Member found to have a felony conviction within the preceding three (3) years will be removed from the Board immediately. A Board Member with any conviction in any timeframe can be removed at the Board of Director's discretion upon a two-thirds (2/3) majority vote.

6.2 Election and Term of Office. The executive officers of the Association shall be elected by the general membership and shall serve for terms of one year and until their successors have been elected and have qualified, or until their earlier death, resignation, removal, retirement, or disqualification. Each member shall have one (1) vote per child enrolled in the football program or one (1) vote per member. While holding such offices, the President of the Association shall serve as a member of the Board of Directors of the Association. The elected President shall have been on the previous year Board of Directors. Elections will be held on "Homecoming Saturday" by the general members casting ballots. Each elected Board Member will have voting rights on all MYFCA matters.

6.3 Other Agents. The Board of Directors may appoint from time to time such

Agents as it may deem necessary or desirable, each of whom shall hold office during the pleasure of the board, and shall have such authority and perform such duties and shall receive such reasonable compensation, if any, as the Board of Directors may from time to time determine.

6.4 Removal. Any officer may be removed, replaced, or terminated from office when sufficient grounds exist for removal. The Board of Directors will review any such allegations and the following due process may dispense sanctions ranging from written reprimand to removal from the Board. A two-thirds (2/3) majority vote of the Board of Directors are needed for this process. Appointed Directors will serve for an amount of time set by the Board of Directors and can be reappointed or replaced by the Board of Directors at any time. . If any member of the Board of Directors misses more than two (2) monthly meetings in a calendar year then they will be removed immediately with notification being sent via Certified Mail.

6.5 Vacancies. A vacancy in any office arising at any time and from any cause may be filled by the Board for the unexpired term. These appointed Directors will have no voting rights as members of the Board of Directors.

6.6 President. The president shall be the Chairman of the Board and provide leadership to the Association as a whole. The President shall serve as executive officer on all committees. He/she shall delegate authority to a Vice-President or any other Board Member to act on his behalf or in his absence. The President shall appoint committee Chairpersons, call all meetings of the Board and general membership, consult with officers and committee chairpersons prior to each membership meeting to see that all details of the meeting are read as planned, and preserve the order throughout the meeting. The President may appoint a Sergeant at Arms for each meeting or as a permanent position during term of officer. The President shall decide all parliamentary questions, decisions being subject to an appeal. If an official parliamentary advisor is present, the presiding officer may seek his/her opinion on any questions or parliamentary procedure. The President shall refer to him/herself impersonally as "the chair" while conducting meetings, take no part in any discussion while presiding, refrain from expressing personal opinion on questions before the assembly and avoid all bias when giving information to the assembly. The President shall call upon a Vice-President to preside if he/she wishes to make a motion or leave the chair at which time he/she will have all the privileges of a member and will address the presiding officer in the same manner as any other member. The President may vote without vacating the chair to break a tie or when vote is by ballot. The President shall recognize a member who has not previously spoken to the question in preference to one who has spoken. He/she shall sign all written orders and shall not override the duties of other officers and committee chairpersons unless lack of action would place the Association in jeopardy. The President shall provide information to the Football Director and/or Director that has been acted on by the various sport conferences so that he/she may distribute such information to coaches, including but not limited to, schedules, conference procedures, changes and interpretation of rules.

The President may approve expenses not included in an approved budget up to two hundred dollars (\$200.00) without the approval of the Board of Directors.

6.7 Vice President. The Vice- Presidents shall act as aide to the President, preside at meetings in the absence or inability of the President to serve, and perform any other specific duties that may be provided in the bylaws. The Vice-Presidents shall assume responsibility for the administrative details delegated to them by the President. They shall assist in the liaison duties between the committees and the Board, assist other officers in carrying out their duties when asked to do so, and act as liaison with conference and league officials. The Vice Presidents shall be responsible for leagues/squads self-supporting budgets, equipment maintenance and distribution, and

league rules, including rules from all governing bodies. The Vice President shall be the purchasing manager over seeing all football equipment, concession equipment and goods needed as budgeted or unless items are needed due to unforeseen circumstances.

6.8 Secretary.

(a) The secretary shall maintain an accurate record of all board meetings and general membership meetings.

(b) The secretary shall record all business transacted at each meeting, specifically the name of each person making a motion, the fact that a second was obtained and the disposition of the motion. Personal opinion and discussion are not included in the minutes.

(c) The secretary may request the maker of a motion to put the motion in writing, if necessary.

(d) The secretary shall read the minutes of any previous meetings, when requested.

(e) The secretary shall call the meeting to order in the absence of both the President and Vice-Presidents and preside until a chairperson is elected.

(f) The secretary shall provide a copy of the bylaws, minutes, list of standing committees existing at the time and any other documents and correspondence required or asked of that would be pertinent to conduct the business of the meeting.

(g) The secretary shall act as custodian of all records except those specifically assigned to others by the bylaws or articles of incorporation and promptly deliver records

to his/her successor.

(h) The secretary shall conduct the correspondence of the Association and receive all incoming mail assisted by the Treasurer.

(i) The secretary shall receive membership information forms and prepare a membership roster from the same. The membership information form, copy of the bylaws, etc., and the registering members shall be handled through the Secretary and the registration as appointed and the secretary shall maintain an updated master file of the membership at all times and shall post a list of eligible voting members at each monthly meeting.

(j) The secretary shall maintain supplies for all registration including registration forms, copies of bylaws and general supplies.

6.9 Treasurer.

(a) The treasurer shall receive and disburse all monies of the Association Delegation as prescribed in the bylaws or as authorized by action of the Board of Directors.

(b) The treasurer shall make available a written financial statement to the Board of Directors and to the members of the Association at each membership meeting.

(c) The treasurer shall prepare a financial statement in writing annually and present the same at the annual January meetings, said statement becoming a permanent record of the Association.

For the protection of the Treasurer, the Board of Directors who receive the Treasurer's annual end of the year report shall examine the accounts.

(d) The treasurer shall work in accordance with the Vice President on all budgets and receive all incoming mail assisted by the secretary.

6.10 Athletic Director.

(a) The football director shall assume full responsibility for the day-to-day operation of the league.

(b) The football director shall see that his/her league personnel are properly

briefed on all phases of rules, regulations and policies of the Association, including ensuring that all coaches and members under his/her jurisdiction comply with published bylaws.

(c) The football director shall function in a supervisory capacity and shall not take an active part in the detailed coaching of any team except for the following reasons:

- 1) Absence of one or all coaches for a particular team;
- 2) Individual instruction to any player or players is deemed necessary and/or beneficial. Such action shall not be initiated without the knowledge and/or consent of the head coach of the team in question; or
- 3) Upon recommendation to the Board of Directors of the replacement of a coach or coaches in the event of conduct detrimental to the purpose of the Association. Such action should not be considered lightly.

(d) The football director shall attend as many practice sessions as possible for each league in order to familiarize him/herself with the players' individual requirements such as equipment, attention to injuries and the like.

(e) The football director shall chair meetings of the coaches that are held for the purpose of setting schedules, including coaches' workdays, coaching methods and the like.

(f) The football director shall comply with the conference rules in setting time and frequency of practice sessions.

(g) The football director shall act as an advisor to any player whose conduct is deemed detrimental to a team and/or the Association, this capacity being considered secondary to that of the head coach and/or team parent.

(h) The football director shall notify the coach's as soon as possible after a schedule of competitive events is established making it possible for the publication to be distributed by the coaches to the membership of their teams.

(i) The football director shall represent the coaching staff on the Board of Directors in the fullest sense.

(j) The football director shall monitor the maintenance and upkeep of practice and game fields for the proper playing conditions in the event the field & ground director position is vacant.

(k) The football director shall be responsible for ensuring that managers/head coaches of each team have copies of conference or league rules, MYF Bylaws, and that any rule change submitted to the Board of Directors for approval is copied to team managers and head coaches.

ARTICLE SEVEN

Committees of Directors

7.1 Committees. By resolution adopted by a majority of the full Board of Directors, the Board of Directors may designate from among its members one or more committees,

each consisting of one (1) or more directors. Said committees, to the extent provided in said resolution, shall have and exercise the authority of the Board of Directors in reference to amending, altering or repealing such committee or any Director or Officer. Except as prohibited by law, each committee shall have the authority as set forth in the resolution establishing said committee. See also Article Three ("Committees of the Board of Directors").

7.2 Term of Appointment. Each member of a committee shall continue as such until his/her successor is appointed, unless the committee shall be sooner terminated, or unless such member shall be removed from such committee, or unless such member shall cease to qualify as a member thereof.

7.3 Chairman. One member of each committee shall be appointed chairman thereof.

7.4 Vacancies. Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

7.5 Rules. Each committee may adopt rules for its own government, so long as such rules are not inconsistent with these bylaws or with rules adopted by the Board of Directors.

ARTICLE EIGHT

Registration

8.1 Registration. The Board of Directors will set the registration fees for the season at the January meeting. Uniforms (football jerseys and socks) will be included in the participation fee, pictures are NOT included. Any additional fee commitments by the Board of Directors shall be determined by a two-thirds (2/3) majority vote of the Board of Directors. To be considered as a participant / member in good standing, all obligations from the previous season must be satisfied. Obligations include, but are not limited to, payment of participation fees, return of Association equipment, payment of NSF checks (including NSF fees), and any and all other outstanding debt(s) owed to the Association. Persons with outstanding obligations to the Association will not be allowed to register for the current season until all obligations are satisfied. **Prior to a uniform being issued and participation or certification being granted, all registration fees and applicable deposits shall be paid in full.** Any member may request application for sponsorship. Sponsorship applications shall be made available by the Secretary of the Association. In the event that a sponsor provides participation fees on behalf of a participant, the sponsor shall be sent proper documentation for tax recording purposes by the Treasurer of the Association.

All registrations must be handled in person, by website registration or through the U.S. mail service to the official post office box of record (P.O. Box 893 Powder Springs, GA 30127). All players shall present an acceptable birth record which is a certified copy of birth or certificate of live birth or certification of vital record and/or certified abstract (i.e., adoption record or passport for international births) or birth certificate (certified by issuing authority) or State of Georgia Issued Identification Card or last years certification record for the same Association. The following shall not be acceptable:

1. Xerox copy of birth certificate
2. Hospital certificate
3. Baptismal certificate
4. Certificate of registration
5. Notarized copies
6. School letters

The Football Director must establish a waiting list, if necessary. Each vacancy shall be filled from the list following guidelines set by the league and all governing bodies. A copy of each waiting list shall be given to the Secretary of the Association.

ARTICLE NINE

Membership

9.1 Membership. Membership in the Association shall be determined as anyone of

eighteen (18) years of age who has a child or children registered in the McEachern Youth Football and Cheerleading program, and agrees to abide by the rules, regulations, and bylaws of the Association. Any person may participate as a member in the organization, without participant registration, for a fee of \$25.00 per season. Qualified members shall not be a member of any other youth football program. MYFCA shall provide the new members and returning members a copy of the MYFCA Bylaws at registration and/or make the MYFCA Bylaws available by publication.

If an individual member has been placed on probation or suspension, said member will not be considered a member in good standing until the probationary period or suspension has terminated.

ARTICLE TEN

Coaches and Team Mom

10.1 Criteria for Football Coaches

- a) Must be 18 years of age or older.
- b) **Must** make a full-time commitment to the program.
- c) Previous coaching experience preferred, and/or has equivalent experience as deemed appropriate by the Football Director and Board of Directors.
- d) **Must** attend Coach's Clinics.
- e) **Must** assist with player registration.
- f) **Must** assist at equipment issue and turn-in.
- g) **Must** assist in coaches' workday for field set-up prior to game days.
- h) **Must** assist in fundraising activities.
- i) **Must** follow all guidelines of the North Georgia Youth Football League (NGYFL) Constitution and By-Laws and MYFCA Bylaws.
- j) Football coaches must abide by the NGYFL 8-play rule (Division I) or 12 play rule (Division II), with the head coach ultimately responsible.

Any person interested in becoming a member of our coaching staffs may do so by contacting the President, Vice President, or Athletic Director. Coaches are subject to a criminal background check before being certified. Any Coach found to have a felony conviction within the preceding three (3) years can his/her coaching privileges revoked immediately at the discretion of the Board of Directors. A Coach with any conviction in any time frame can be removed at the Board of Director's discretion upon a two-thirds (2/3) majority vote.

At any time before or during the season, the Board of Directors may vote to suspend any head coach or individual from having any coaching or coaching related activities within the Association.

10.2 Responsibilities of Team Mom

- a) Must be 18 years of age or older.
- b) **Must** make a full-time commitment to the program.
- c) **Must** attend Team Mom meetings as scheduled by the Team Mom Director.
- d) **Must** make sure that the team meets concession stand work requirements on practice and game days.
- e) **Must** organize and assist in fundraising activities.
- f) **Must** collect and handle all team monies appropriately.
- g) **Must** maintain contact with all parents and coaches on assigned team regarding scheduling, fundraising, meetings, etc.
- h) Must organize all team activities including, but not limited to, year-end banquet, get-togethers, homecoming activities, and any other activities that are deemed necessary by the Coaches or Director of Team Mom.

ARTICLE ELEVEN

Distributions and Disbursements

11.1 Distributions and Disbursements. The Board of Directors, not less frequently than annually, shall (a) determine all distributions to be made from net income, capital gain, and principal of the Association (including funds held by trustees, custodians, or agents of the Association) pursuant to provisions of the articles of incorporation, these bylaws, and the donors' directions if and to the extent applicable as provided herein; (b) make, or authorize and direct the respective trustees, custodians, or agents having custody of funds of the Association to make payments to organizations or persons to whom payments are to be made, in such amounts and at such times and with such accompanying restrictions, if any, as it deems necessary to assure use for the charitable purposes and in the manner intended; and (c) determine all disbursements to be made for administrative expenses incurred by the Association and direct the respective trustees, custodians, or agents having custody of funds of the Association as to payments thereof and funds to be charged.

11.2 Vote Required for Determinations. All such determinations shall be made by the affirmative vote of a two-thirds (2/3) majority of directors present at a meeting duly called, unless otherwise expressly provided in these bylaws or by direction of the donor as a condition of the gift.

11.3 Distribution of Capital. Determinations may be made to distribute capital from funds given without directions as to principal or income or capital gain, as well as pursuant to directions expressly permitting use of principal; but the Board of Directors shall inform the trustee, custodian, or agent having custody of the funds of the Association as far in advance as the Board of Directors deems practicable so as to permit the trustee, custodian, or agent to adjust its investment policies accordingly, and may, upon advice from the trustee, custodian, or agent as to how the desired distribution and any necessary liquidation of investment can be accomplished most economically, adjust its directions for distributions so far as it deems practicable accordingly.

11.4 Determination of Effective Agencies and Means for Carrying Out the Charitable Purposes of the Association. The Board of Directors shall gather and analyze facts and conduct such investigation and research as from time to time may be necessary or desirable in order to determine the most effective agencies and means for carrying out the charitable purposes and functions of the Association, and may direct disbursements for such fact gathering and analysis, investigation, and research from funds given for such purposes or from funds given without designation as to purpose. Disbursements for other proper administrative expenses incurred by the Board of Directors, including salaries for such professional and other assistance as it from time to time deems necessary or desirable, shall be directed to be paid so far as possible, first from any funds designated for such purposes, and any balance out of income and capital gain of the funds of the Association or such of its principal as is not specifically restricted against such use.

11.5 Furtherance of Charitable Purposes. In furtherance of the charitable purposes and functions of the Association, when needs therefore have been determined and with appropriate provisions to assure use solely for such purposes, the Board of Directors may direct distributions to such persons, organizations, governments, or governmental agencies as in the opinion of the Board of Directors can best carry out such purposes and functions or help create new qualified charitable organizations to carry out such purposes and functions.

ARTICLE TWELVE

Contracts, Checks, Deposits, and Funds

12.1 Contracts. The Board of Directors may authorize any officer or officers, agent or agents of the Association, in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name and on behalf of the Association. Such authority must be in writing and may be general or confined to specific instances.

12.2 Checks, Drafts, Notes, Etc. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Association shall be signed by the President (or Secretary) and Treasurer.

12.3 Operational Accounts. The accounts and books of the Association shall be open for inspection by members.

12.4 Deposits. All funds of the Association shall be deposited from time to time to the central account for the Association. At no time will monies be directly deposited into a separate account for individual board uses.

12.5 Gifts. The Board of Directors may accept on behalf of the Association any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Association.

12.6 Association Sponsorships. To be considered an official sponsor of the Association, a minimum of three hundred dollars (\$300.00) shall be required. These funds will be used as for capital improvement as deemed necessary by the Board of Directors. Applications for Association sponsorships are made available by the Secretary of the Association.

12.7 Memorial Flower Fund. A Memorial Flower Fund shall be established to provide flowers in the event of the death of any member or participating child in the Association.

12.8 Operating Expenses. The operating expenses shall include, but will not be limited to:

- (a) printing and advertising costs;
- (b) general supplies to provide for the operation of the Association;
- (c) uniforms and equipment;
- (d) referee fees;
- (e) Homecoming fees;
- (f) liability insurance; and
- (g) NGYFL participation fees.

The preliminary budget for the current season shall be presented at the May meeting. Upon revision and a two-thirds (2/3) vote by the Board of Directors, the budget shall be adopted. The final budget will be provided to the members of the Association at the August meeting.

12.9 Fundraising.

- (a) Parents are required to participate in all fundraisers.
- (b) Parents with problems related to participating in fundraising activities must contact the MYFCA Fundraising Director's or Team Mom Director for an alternative solution.
- (c) MYFCA may offer a buy-out of fundraising programs for families who do not wish to participate, and would rather pay cash up front. This is for fundraising purposes only. All families are still required to volunteer their time during the season.
- (d) Use of the MYFCA name and/or logo is strictly prohibited from being used

for personal gain.

12.10 Fines. All fines imposed by the NGYFL must be paid prior to 11:59 p.m. on the Monday before play-off games start. If an Association fails to pay fees, it must forfeit games and the next team will be in the play-offs.

ARTICLE THIRTEEN

Indemnification and Insurance

13.1 Indemnification. In the event that any person who was or is a party to or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, seeks indemnification from the Association against expenses, including attorneys' fees (and in the case of actions other than those by or in the right of the Association, judgments, fines and amounts paid in settlement), actually and reasonably incurred by him or her in connection with such action, suit, or proceeding by reason of the fact that such person is or was a director, officer, employee, trustee, or agent of the Association, or is or was serving at the request of the Association as a director, officer, employee, trustee, or agent of another Association, domestic or foreign, nonprofit or for profit, partnership, joint venture, trust, or other enterprise, then, unless such indemnification is ordered by a court, the Association shall determine, or cause to be determined, in the manner provided under Georgia law whether or not indemnification is proper under the circumstances because the person claiming such indemnification has met the applicable standards of conduct set forth in Georgia law; and, to the extent it is so determined that such indemnification is proper, the person claiming such indemnification shall be indemnified to the fullest extent now or hereafter permitted by Georgia law.

13.2 Indemnification Not Exclusive of Other Rights. The indemnification provided in Section 12.1 above shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under the articles of incorporation or bylaws, or any agreement, vote of members or disinterested directors, or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, trustee or agent, and shall inure to the benefit of the heirs, executors, and administrators of such a person.

13.3 Insurance. To the extent permitted by Georgia law, the Association may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, trustee, or agent of the Association, or is or was serving at the request of the Association as a director, officer, employee, trustee or agent of another Association, domestic or foreign, nonprofit or for profit, partnership, joint venture, trust or other enterprise.

ARTICLE FOURTEEN

Team Criteria and Participant Regulations

14.1 Team Criteria.

- (a) Football players must be residents of Cobb County or there will be an out-of-county fee charged to the participant(s).
- (b) Football players must be between the ages of five (5) and twelve (12).
- (c) Cheerleaders must be between the ages of five (5) and fourteen (14).
- (d) All participants must follow the established Rules and Regulations contained in these bylaws and by the NGYFL.
- (e) Football players must meet the weight requirements for their league to participate.
- (f) Participants must follow instructions for care of uniforms and equipment

mentioned in these bylaws. If uniforms or equipment are not returned in a manner not suitable to normal use, an additional fee may be imposed.

(g) Home games will be played at Wild Horse Creek fields.

(j) Every football player will participate in a minimum of 8 plays (Division I) or 12 plays (Division II) from scrimmage per game provided they have met practice participation requirements.

The name, weight, age and control date for each division of the league are as follows:

Division Weight Age Control Date

Pee Wee 65 lbs. 5 years old

Must turn 5 before

8/1 in the year of

participation

Pee Wee 75 lbs. 6 & under

May not turn 7 prior

to 8/1 of the year of

participation

Midget 85 lbs. 7 & under

May not turn 8 prior

to 8/1 of the year of

participation

Midget 95 lbs. 8 & under

May not turn 9 prior

to 8/1 of the year of

participation

Minor 105 lbs. 9 & under

May not turn 10

prior to 8/1 of the

year of participation

Minor 115 lbs. 10 & under

May not turn 11

prior to 8/1 of the

year of participation

Junior 135 lbs. 11/12 & under

May not turn 13

prior to 8/1 of the

year of participation

14.2 Regulations for Football Players Only. Any player that cannot make game weight before certification for the current season **MUST** either move up to the next weight class with parental consent or try and make weight before the **4th game** of the regular season. If the player(s) does not take the option to move up to the next weight class and cannot make weight by the 4th game of the regular season, that player will not be able to play for the remainder of the season.

At this time, a refund will not be given for the season; however, they can sign up for the next season during the next registration.

If a player is overweight, on the Junior team and 12 years old, the player does not have any option to move up to the next team, therefore, the player will not receive a refund.

14.3 Practice Participation Requirements for Football Players.

(a) Attending the full week and fully participating in practice entitles a player to at least 8 plays.

(b) Missing one practice or part of practice does not change entitlement of 8 plays.

(c) Missing one practice per week (producing a pattern of excused and/or unexcused absences) makes playing time the coach's discretion.

(d) Missing two practices in a week makes playing time the coach's discretion.

(e) Not practicing at all in a given week for any reason will, at the coach's discretion, make it possible that the player will not be allowed to dress for game. Coaches need to notify the player and his parents in advance so that there is no confusion.

14.4 Football Dress Code. Players in the MYFCA are given a complete game uniform. Players are expected to look their best on game day, including wearing a clean uniform, clean helmet, and game socks. It is the responsibility of the player to bring all of their game equipment. At no time will jewelry be allowed to be worn. Players are to look as professional as possible. If these rules are violated, disciplinary action will be taken.

14.5 Football Dress Code. Helmet should be cleaned for every game. No youth will participate in a torn uniform for a game. If this problem arises, please contact the Equipment Manager or Director of Football. Strict maintenance and regular inspection of uniforms and equipment is needed from parents. Uniforms should not be bleached and colors should not be mixed when washing. An itemized bill for payment will be given for missing or damaged parts of the uniform upon turn in, excluding normal wear and tear. A date will be announced for equipment turn-in at the end of the season. Anyone who fails to turn in equipment on this day will receive an itemized bill for the cost of purchasing new equipment. All equipment must be available for any necessary reconditioning during the off-season.

14.6 General Regulations for All Participants.

(a) Tobacco, drugs, and alcohol are forbidden and will result in being barred immediately from MYFCA. The only exception is that if there is an adult-only function for the MYFCA program (i.e., adult dance, adult fundraiser, adult party, etc.) wherein alcohol will be allowed. This in no way will change the rules and regulations on the alcohol procedures that are in place when there are minors attending any of the functions.

(b) Chewing gum or eating of any kind is prohibited during practices or games. This is for the safety of the participant.

(c) Profanity from any individual will not be tolerated at practice or games.

(d) Parents are prohibited from interfering at practices or games. Coaches are not to be bothered from the sidelines. Parents are not allowed on the practice or game fields during these times. The Team / Head Coach will be warned on the first offense and fined \$25 on the next offense.

(e) Football practice is 3 days a week during the months of August, September, October, and November. Normal practice days are Monday, Tuesday and Thursday, however, this is at the coach's discretion.

(f) Excusable absences are sickness, vacation, church, and special school activities. Parents should notify the coaches of commitments before the start of season or as soon as possible as they occur during the season.

(g) Excessive absences could result in limited participation in games.

(h) If a player or cheerleader is not planning to attend a game, they are still required to participate in that week's practice

(i) Practice may be cancelled due to the weather, however, games are played in unfavorable weather except for thunder and lightning. Parents should always assume that practice is being held unless called by the coach.

(j) Parents are to be prompt for the beginning and the end of practice. Also parents are responsible for their child's transportation to and from the field.

(k) There will be no taunting or inappropriate cheering by any team within the organization.

14.8 Conduct of Spectators. All persons other than players and coaches shall remain behind the crowd-restraining barrier. Should spectators, including parents, display conduct unbecoming or detrimental to the MYFCA, the Association President or his designated person shall have the responsibility of giving that particular person a warning.

Should the conduct continue, the spectator will be asked to leave the field. If the person(s) refuse to leave, the Association President or representative has the right to call the legal authorities to have the spectator removed from the premises.

14.9 Conduct of Coaches. Should coaches display conduct unbecoming or detrimental to the MYFCA, the Association President shall first warn the coach. If the conduct continues, the Association President or representative shall suspend the coach for one (1) game and one (1) weeks practice. Any coach who is removed from a game shall immediately leave the sight and shall be suspended from the one (1) scheduled game. If the same coach is removed a second time because of misconduct at a game, the coach shall be suspended from further participation in the MYFCA. Any coach involved in a physical confrontation with any other person at a game or practice will be suspended for one (1) calendar year. Any coach who is removed from the last practice or a game of the season (regular season, play-off, or Super bowl) may not participate with any MYFCA team until the completion of the first Saturday of league scheduled games for the upcoming season. No coach, player, or parent shall act in an unsportsmanlike manner (including, but not limited to taunting, intimidation and threats) at any time. There will be no smoking or chewing by managers or coaches on the playing field, field house or scoring stand during practices or games. The use of profanity by a coach is prohibited. The use of cellular phones by coaches during a game is prohibited. Coach's bags and accessories shall be returned to the Association within ten (10) days of the final game of the season for the team so that it may be stored in its proper place by the Equipment Director for use during the next season. Coaches with items missing from their coaches bags will incur the cost of such items missing.

ARTICLE FIFTEEN

Disciplinary Action by the Board of Directors

15.1 General Discipline. Any person or persons, who threaten, verbally abuse, slander, strike or does bodily harm to another person during an Association activity shall be called up before the Board of Directors for a hearing to determine disciplinary action. The Board of Directors shall have the authority to impose disciplinary action on any player, manager, coach, game official, Association officer, member or person whose conduct is considered detrimental to the best interests of the Association. Persons subject to such discipline shall have the right to a closed hearing before the Board of Directors before such discipline is imposed. In the event of discipline involving a player or other person under the age of eighteen (18), parents or legal guardians shall be invited to attend ALL hearings. Disciplinary actions by the Board of Directors shall be final and cannot be appealed to the organization, NGYFL or Cobb County Parks and Recreation. Recognizing the difficulty of establishing specific penalties for a variety of violations of acceptable conduct, the Board of Directors may impose, a disciplinary action that, in their opinion, matches the severity of the offense using the following escalating definitions as guidelines:

Warning – The offending person is to be advised, in writing, of the offense, and further advised that repetition of the offense shall result in a more severe penalty. The offending person shall remain a member in good standing and retain all rights and privileges.

Probation – The offending person is to be advised, in writing, of the offense, length of probation, and stating that repetition of the offense shall result in further disciplinary action. The offending person shall remain a member in good standing and retain all rights and privileges.

Suspension – The offending person is to be advised, in writing, that he or she has been suspended from all Association activities for a specific number of games, days, or such period of time as determined by the Board of Directors. The offending person shall not be considered a member in good standing and will not be allowed any voting privileges. Further, the offending person shall not be allowed to hold any elected position within the Association during the time in which the suspension is in effect. *Barred* – The offending person is to be advised, in writing, that he or she has been barred from present and all future participation in the Association, permanently, or for a specific number of years. The offending person shall lose all membership status.

In the event an elected member or appointed director is suspended, dismissed, or barred, the Board of Directors will appoint a replacement.

15.2 Penalty for Bylaw Violations. Violation of any of the above Constitution regulations shall result in the action being brought before the Member Association and, if found guilty, the violator may be suspended or fined as determined by the Board.

15.3 Disciplinary Actions.

(a) Class One consists of minor offenses, including but not limited to:

- (1) Forgetting to bring issued equipment or uniform to practice or a game;
- (2) Late for practice or game;
- (3) Teasing or bullying another person;
- (4) Abuse or loss of equipment;
- (5) Horseplay, fooling around, not paying attention;
- (6) Late hits (after whistle has blown) and cheap shots;
- (7) Insubordination to coaches, staff, and board members;
- (8) Chewing gum or eating candy during practice or games; and
- (9) Any other minor offense(s) as defined by the President.

First Offense Verbal and Written Warning

Second Offense Probation

Third Offense One game suspension

Fourth Offense Suspended from program for one (1) year. Participant will not be allowed back and will not receive any compensation for their participation for the year.

NOTE: The appropriate Director will notify the Board and the violator in writing when a Third Offense has been issued.

(b) Class Two consists of the following offenses, including but not limited to:

- (1) Lying and cheating;
- (2) Fighting;
- (3) Profanity;
- (4) Unsportsmanlike conduct, on or off field; and
- (5) Any player, cheerleader, coach (football or cheerleader), volunteer staff, or parent being ejected from a game

First Offense One game suspension

Second Offense Suspended from program for one (1) year. Participant will not be allowed back and will not receive any compensation for their participation for the year.

NOTE: The appropriate Direct will notify the Board and the violator in writing when a First Offense has been issued

(c) Class Three offenses result in the violator being barred from the MYF

and include, but are not limited to:

- (1) Possession of drugs;
- (2) Possession of alcohol; and
- (3) Possession of weapons of any kind.

15.4 Problems-Complaints-Grievances-Protests (P-C-G-P). All problems, complaints, and grievances relating to Association activities shall be processed as set forth below:

- (a) Coaches, players, and parents shall first discuss the issue with the Association President or Vice President.
- (b) Should the President or Vice President can not resolve the complaint or grievance, the President shall call a meeting of the Board to have a hearing on the matter whereby the ruling from this hearing will be final, after one week from the meeting.
- (c) Should the Board Association not be able to settle the issue, he shall then present all the facts to the NGYFL and coaches and players shall email, fax, or mail their P-C-G-P to the appropriate individual.
- (d) Unless the above steps are followed, this (P-C-G-P) shall be automatically disregarded.

ARTICLE SIXTEEN

Safety

16.1 Safety.

- (a) There will be no motor parades.
- (b) There will be no transporting of players as a team to or from games or practice in open-bodied vehicles.
- (c) No practices or games shall be held during severe weather, including but not limited to, lightning storms.
- (d) There will be no fundraising activities permitted where children are asked or required to stand in the street, roadway or highway.
- (e) A fully equipped first aid kit will be kept at the concession stand, field house and provided to each coach.
- (f) Any child having, or who has had, a noticeable injury or contagious disease must have a release from their medical doctor before being allowed to resume play. Parents of the child shall provide a medical release to be maintained by the head coach and Association.
- (g) No child will be allowed to participate in MYFCA activities without a completed and signed waiver form. Waiver forms are to be maintained by the Secretary of the Association.

ARTICLE SEVENTEEN

Miscellaneous

17.1 Books and Records. The Association shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board of Directors and committees having any of the authority of the Board of Directors. The Association shall keep at its registered or principal office a record giving the names and addresses of the directors and any other information required under Georgia law.

17.2 Corporate Seal. The seal of the Association shall be in such form as the Board of Directors may from time to time determine. In the event it is inconvenient to use such seal at any time, the signature of the Association President, Vice President or Secretary followed by the word "seal" enclosed in parenthesis or scroll, shall be deemed the seal of the Association. The seal shall be in the custody of the Secretary and affixed by him or her on such papers as may be directed by law, by these bylaws, or by the Board of Directors.

17.3 Voting. Voting is open to all adult members who are eighteen (18) years of age

or older and in good standing with the MYFCA. Each member shall be entitled to one vote at any regular, special or emergency meeting.

17.4 Gate Fee. A gate donation may be asked for during regular season games and play-off games as provided for in the NGYFL bylaws.

17.5 Insurance. Parents must provide proof of primary coverage for each participant.

17.6 Season/Fiscal Year. The period from January 1 to December 31 shall constitute a fiscal year. The period from August 1 to November 30 shall constitute a season.

17.7 Address of Record. All correspondence, notices, requests, membership payments and other documentation, as deemed necessary, shall be mailed to the address of record. The current address of record is as follows: McEachern Youth Football & Cheerleading Association, PO Box 893, Powder Springs, Georgia 30127. The address of record shall remain unless changed by a two-thirds (2/3) vote of the Board of Directors.

17.8 Internal Revenue Code. All references in these bylaws to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, to the corresponding provisions of any applicable future United States Internal Revenue Law, and to all regulations issued under such sections and provisions.

17.9 Construction. Whenever the context so requires, the masculine shall include the feminine and neuter, and the singular shall include the plural, and conversely. If any portion of these bylaws shall be invalid or inoperative, then, so far as is reasonable and possible:

(a) The remainder of these bylaws shall be considered valid and operative;
and

(b) Effect shall be given to the intent manifested by the portion held invalid or inoperative.

17.10 Relation to Articles of Incorporation. These bylaws are subject to, and governed by, the articles of incorporation.

ARTICLE EIGHTEEN

Amendments

18.1 Power to Amend Bylaws. The Board of Directors shall have the power to alter, amend, or approve these bylaws or adopt new bylaws.

18.2 Conditions. Action by the Board of Directors with respect to bylaws shall be taken by the affirmative vote of a two-thirds (2/3) majority of all of the members in good standing of the Association present at the November meeting. A meeting of the Board of Directors and general membership for the purpose of amending the bylaws may be called by a majority vote of the Board of Directors.

ARTICLE NINETEEN

Tax-Exempt Status

19.1 Tax-Exempt Status. The affairs of the Association at all times shall be conducted in such a manner as to assure the Association's status as an organization qualifying for exemption from taxation pursuant to section 501(c)(3) of the Internal Revenue Code.

ARTICLE TWENTY

Adoption of Bylaws

McEachern Youth Football & Cheerleading Association, Inc. was organized under the laws of the State of Georgia on January 13, 2008. These bylaws were amended, adopted, and became effective, as of February 13, 2008.