

TROY YOUTH



FOOTBALL ASSOCIATION

A Non Profit Organization Dedicated to the Youth of Troy.

2005 - BY LAWS –2006

TITLE

1. The name in which this association shall be known is: **Troy Youth Football Association**

MISSION STATEMENT

2. The Troy Youth Football Association is committed to the development of the capabilities of young people. It is through involvement in this sport related activity that we strive to promote a physical, mental and moral sense of well being in all of the participating youth. We endeavor to teach our youth that dedication and commitment to a common cause, benefits not only the team, but the individual as well. As athletes, we want our young people to develop a keen sense of competition, exhibit true sportsmanship and understand the meaning of fair play. We hope that our youth will learn that they are capable of more than they thought, and that there should never be any shame as long as an honest effort has been given. By promoting these values, we provide the opportunity of instilling a positive attitude in the boys and girls in our community. For this, we, and society, benefit as a whole, as do our youth.

COMMITMENT

3. The Troy Youth Football Association is committed to providing a competent and trained coaching staff, practice and game facilities, adequate and approved equipment for participation in its activities in order to protect the health and welfare of the youth involved.

ELIGIBILITY OF MEMBERSHIP

4. (a) Any parent (mother, father or legal guardian) of a participating youth is eligible to be a prospective member of the Board of Directors of the Troy Youth Football Association (herein sometimes referred to as "TYFA"). In addition any other persons of good moral character deemed appropriate by and accepted by a majority vote of the Board of Directors is eligible to be a prospective member of the Board of Directors. All prospective members of the Board of Directors must attend a minimum of sixty-six percent (66%) of the regularly scheduled Board meetings in the then most recent twelve- month period before being eligible to be a member of the Board of Directors. Also all members of the Board (or their spouse) are required to participate in a minimum of four events involving the operation of TYFA during each calendar year. Participation is defined as a specific area of responsibility or task as assigned by the Officers of the Board. Any Board Member who attends less than sixty-six percent (66%) of the regularly scheduled Board meetings in the then

most recent twelve-month period, forfeits Board Membership and any offices held and is then deemed to be a prospective board member. Under extenuating circumstances a board member who has become a prospective board member may petition the Board of Directors to waive the eligibility requirements and be reinstated as a Board Member. When a Board Member becomes a prospective Board Member such person must meet the eligibility requirement set forth above to become a Board Member again.

(b) Attendance at Board Meetings may be in person, by written proxy (for up to two (2) meetings in each twelve month period), or by telephonic conference call, where all members can hear each other (if telephonic conference call service is available where meetings are conducted).

(c) The Officers of TYFA shall maintain for all Board Members and prospective Board Members records of attendance at regularly scheduled Board meetings. Such records shall be in such form as will allow the Officers of TYFA to determine which persons are Board members and which persons are prospective Board members at each regularly scheduled Board meeting.

(d) Any person who was in the process of qualifying for membership as a voting member of the board of directors under the rules in effect on April 19, 2005 and had one or two more meetings to attend after such date to obtain such voting membership shall be allowed to proceed to obtain such membership under the bylaws in effect on such date. Any such persons who become voting members and any existing voting members shall be exempt from the eligibility requirements set forth above in Section 4(a) until _____, 2005, at which time such eligibility requirements shall apply to existing Board Members.

AREA OF ELIGIBILITY

5. The area of eligibility for program participants shall be the city of Troy and any surrounding area not franchised to compete in the same league as the Troy Youth Football Association.

MEETINGS

6. **Place of Meetings:** Any and all meetings of the Board of Directors may be held at such place within the city of Troy, Oakland County, Michigan, as shall be specified in the notice thereof.
7. **Eligibility to attend meetings:** Any parent (mother, father or legal guardian) of a participating youth currently enrolled and in good standing in the Association, Board Members or any such other persons as deemed appropriate by a majority vote of the Board of Directors.
8. **Annual Meeting:** The annual meeting of the Board of Directors shall be held each year on or before the 3rd Tuesday in December at such time and place as designated by the Board of Directors. The purpose of the said meeting shall be the election of Officers of the Association.
 - a. **Nomination of Officers:** Officers will be nominated at the November monthly meeting at the Board of Directors.

9. **Monthly Meetings:** The Board of Directors shall meet on the 3rd Tuesday of each month through out the calendar year at a time and place designated by the Board of Directors. The monthly meeting date and/or time may be changed by the Board of Directors with a 15-day notice.
10. **Special meetings of the Board of Directors:** Special meetings of the Board of Directors may be called by the President at any time. The time, place and purpose of such Special Meeting shall be designated by the President or his/her designated representative.
11. **Waiver of Notice:** Notice of the time, place and purpose of any meeting of the Members of the Board of Directors, regular or special may be waived either in writing or verbally.
12. **Quorum of Directors:** Eight (8) or more members shall constitute a quorum of the Board of Directors.

VOTING AND ELECTIONS

13. **Voting Eligibility:** Each Member of the Board of Directors of the Association shall be entitled to one (1) vote per Member, either in person or by written proxy upon each subject properly submitted for a vote. Board Members are eligible to vote at any meeting. No more than two (2) Members of any family may join the Board of Directors or be eligible to vote. A prospective Board Member does not have the right to vote at any Board meeting.
14. **Vote Required for Association Action:** At any meeting of the Board of Directors, the affirmative vote of a simple majority of those present and entitled to vote or their written proxies, shall be required to carry any motion or resolution, unless other provision is made as a part of or by amendment to these By Laws. There shall be one (1) vote per Board Member.
15. **Action by unanimous written consent:** If and when the Directors shall separately or collectively consent in writing to any action taken by the Association, such action shall be as valid an Association action as though it had been authorized at a meeting of the Board of Directors.

POWERS OF THE BOARD OF DIRECTORS

16. **Power to elect Officers:** The Board of Directors shall elect a President, Vice President, Secretary, Treasurer, Football General Manager and Cheerleading General Manager, who shall hold office for the term of one (1) year and/or until their successors are elected and qualified.
17. **Power to appoint other Officers and Agents:** The Board of Directors shall have the power to appoint such other Officers and Agents as the Board may deem necessary to transact the business of the Association.
18. **Removal of Officers and Agents:** Any Officer or Agent may be removed by a simple majority vote of the Directors whenever, in the judgment of the Board, the best interest of the Association will be served thereby. {The Executive Board has the power to suspend an officer or agent immediately if deemed necessary, until next regularly scheduled board meeting, pending Board of Directors simple majority vote.} Notice of removal action must be communicated to all Members of the Board 15 days prior to the vote. {Language in brackets was not in electronic version but was in faxed copy.}

19. **Power to fill vacancies:** The Board shall have the power to fill any vacancy in any office occurring for any reason whatsoever by a simple majority vote.
20. **Powers of the Executive Committee of the Board of Directors:** The Executive Committee of the Board of Directors shall be comprised of the President, Vice President, Secretary, Treasurer, Football General Manager and Cheerleading General Manager. The Executive Committee will, when necessary, act on behalf of and with the full power of the Board of Directors to handle any situation that cannot wait until the next regularly scheduled Board meeting and which is not significant enough to deem it appropriate to call for a Special Meeting of the Board.
21. **Compensation:** No Director or Officer shall receive remuneration, compensation or monetary reward for services rendered to this Association.
22. **Funding and Allocation:** The Board of Directors is solely responsible to approve all actions which will result in the raising of funds to support the activities of the Association, including but not limited to, registration fees, fund raisers and sales of promotional items. All moneys spent on behalf of the Association must be approved by a majority vote of the Board.

OFFICERS

23. **President:** The President shall be Chief Executive Officer of the Association; he/she shall preside at all meetings of the Board of Directors. He/She shall have general supervision of all activities of the Association and shall see that all orders, policies and resolutions of the Board are carried into effect. He/She shall have the general powers and duties of supervision and management and fundraising usually vested in the office of the President of an Association. Prerequisite for nomination is serving a minimum of one (1) year as an active Member of the Board of Directors (paragraph 4) for nomination of the Office of President.
24. **Vice President:** The Vice President shall in the absence or disability of the President perform the duties as the President and the Board of Directors shall prescribe.
25. **Secretary:** The Secretary shall attend all meetings of the Board of Directors, and shall preserve in books of the Association, true minutes of the proceedings of all such meetings. He/She shall give all notices as required by statute, By Laws, or resolution. He/She shall perform other duties as may be delegated to him/her by the Board of Directors. He/She shall keep a complete list of all Members of this Association, their addresses and telephone numbers.
26. **Treasurer:** The Treasurer shall have custody of all Association funds and shall keep in books belonging to the Association, full and accurate accounts of all receipts and disbursements; he/she shall deposit all moneys in the name of the Association in such depositories as may be designated for that purpose by the Board of Directors. He/She shall disburse funds of the Association as may be authorized by the Board, taking proper vouchers for such disbursement and shall render the President and Directors of the Board at the regular meetings of the Board and whenever requested by them, an account of all his/her transactions as Treasurer and of the financial condition of the Association. He/She shall give a bond, if, and in such sum, as the Board of Directors shall deem advisable and the cost of such bond shall be paid out of the funds of the Association.
27. **Football General Manager:** The General Manager shall be responsible for all activities that relate to the Football Program, including but not limited to, supervision of the Coaches, enforcement of the League rules and Association rules concerning eligibility of players, scheduling of practice times and

locations, scrimmages, League games and the nomination of the Head Coaches to be approved by the Board of Directors. The General Manager shall be the Association Representative to the League for their regularly scheduled meetings. The General Manager shall report directly to the President of the Association.

28. **Cheerleading General Manager:** The General Manager shall be responsible for all activities that relate to the Cheerleading Program, including but not limited to, supervision of the Coaches, scheduling of practice times and locations and enforcement of the League and Association rules concerning eligibility of Cheerleading squad members {and the nomination of the Head Coaches to be approved by the Board of Directors}. The General Manager shall report directly to the President of the Association. {Language in brackets was not in electronic version but was in faxed copy.}

EXECUTION OF INSTRUMENTS

29. **Checks, etc.:** All checks, drafts and orders for payment of money shall be signed in the name of the Association and shall be countersigned by such Officers or Agents as the Board of Directors shall from time to time designate for that purpose.
30. **Fiscal Year:** The fiscal year of this Association shall be from January 1st to December 31st.
31. **Contracts, Conveyances, etc.:** The Board of Directors shall have the power to designate the Officer and Agents who shall have the authority to execute any instrument on behalf of this Association.

AMENDMENTS AND BY LAWS

32. These By Laws may be amended, altered, changed, added to or repealed by an affirmative vote of the majority of the Board of Directors or their written proxies at any Regular or Special Meeting, providing that proper notice of such proposed changes be contained in the notice of the meeting.

TERMINATION OF THE ASSOCIATION

33. In the event that it is deemed necessary by a two thirds (2/3) majority vote of the Board of the Directors, the Troy Youth Football Association may be terminated and cease to function as an Organization. In that event, all assets of the Association, including but not limited to, equipment, moneys and accounts receivable shall be turned over, at no charge, to the city of Troy, Parks and Recreation Department to be used as they deem appropriate.

These By Laws are amended this 17th day of May 2005 and supersede all previous By Laws and their revisions. By a unanimous vote of the Board of Directors at their meeting of April 19, 2005, the President of the Association is empowered to sign these By Laws into existence and they are binding on the entire Association.

PRESIDENT

SECRETARY