

Bylaws
of
Holly Stampede
Football and Cheer

As adopted on February 12, 2019

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Holly Stampede Football and Cheer

Bylaws

(as adopted on February 12, 2019)

Article I – Name and Affiliation

1.1 Name

This organization shall be known as Holly Stampede Football and Cheer, hereafter referred to as the “Corporation”.

1.2 Affiliation

The Corporation shall be affiliated with Metro Youth Football League.

Article II –Objective

2.1 Objective

The objective of this Corporation is to establish organized amateur football and cheerleading with ultimate objectives of social, physical, mental, and moral development of children aged 12 and under. A program of friendly competition with the goal of educating players about sportsmanship, teamwork, fellowship, courtesy, discipline, and integrity will be established.

Article III – Location

3.1 Location

The registered office of this Corporation in the State of Michigan shall be in the City of Holly, County of Oakland. The Corporation may have such other offices, either within or without the State of Michigan, as the Board of Directors may determine. The registered office of the Corporation shall be maintained in the State of Michigan at all times and shall be changed only upon the action of the Board of Directors.

Article IV – Membership and Voting

4.1 Corporation Membership

All children meeting the requirements of age and residence set forth in the bylaws of the Corporation, or any participating adults or parents of Corporation players, shall be eligible for membership.

4.2 Elections

Any adult who is a Corporation member shall have one (1) vote in the election process for positions of Board members.

4.3 Voting

Other than elections, the Corporation shall have no voting members. The management and affairs of the corporation shall be at all times under the direction of the Board of Directors, whose operations in governing the Corporation shall be defined by statute and by these bylaws. No Director shall have any right, title, or interest in or to any property of the Corporation.

Article V – Board of Directors and Officers

5.1 Officers

The Officers of this Corporation shall be elected by majority vote. The positions of office shall include: President, Vice President, Secretary, Treasurer, Director of Field Maintenance, Concessions Manager, Fundraising Director, Parent Representative, and Player Agent.

5.2 Term

The term of office shall be one (1) year from March 1st through February 28 or 29.

5.3 Board Positions

The Board of Directors shall consist of the above-mentioned Officers. It shall be the duty of the elected Officers to appoint qualified people for other positions as necessary for the operation of the Corporation. The duties of the Officers and other board members shall include, but not be limited to, the following:

5.3.1 President

- Preside at all meetings of the Corporation.
- Shall be in charge of election of officers for the new Board.
- Conduct the affairs of the Corporation and execute the policies as established by

the Corporation's bylaws.

- Investigate complaints, irregularities, and conditions detrimental to the Corporation and report thereon to the Board of Directors as necessary.
- Assist the Vice President with procuring team and Corporation insurance.
- Make final approval of all coach applicants along with the Vice President and Head of Football and Cheer.
- Shall have authority to take immediate disciplinary action against any Coach, Manager, or Corporation member for any serious violations of these bylaws as determined by the Board of Directors.
- Responsible for securing practice and game facilities.
- Attend all scheduled meetings and vote on motions. If unable to attend a meeting or function, he/she must notify the Vice President or Secretary.
- Responsible for the safe and effective operation of this organization.

5.3.2 Vice President

- Shall act as an aide to the President.
- Coordinate the recruitment and selection of managers and coaches along with the assistance of the President.
- Responsible for player and coach development and in such capacity shall arrange clinics for players, coaches, and/or administrative personnel as determined by the Board of Directors and the assistance of Head of Football.
- Recognize that the Corporation must remain and a constant state of revitalization and growth and shall ensure a constant flow of information to the Board to identify and address weak areas of player development.
- Responsible for activities concerning the registration process along with the Treasurer.
- Attend all scheduled meetings and vote on motions. If unable to attend a meeting or function, he/she must notify the President or Secretary.
- Responsible for the safe and effective operation of this organization.

5.3.3 Secretary

- Act as an aide to the President.
- Maintain the Corporation's bylaws.
- Responsible for all publicity-related activities including, but not limited to, newsletters, placement of information in local newspapers, school newsletters, online and social media.

- Absent a fundraiser position, shall be responsible for fundraising and sponsors.
- Maintain records of business transacted at each meeting and provide a copy of the minutes to the Board members at the next regularly-scheduled meeting.
- Responsible for recording the activities of the Corporation and maintain appropriate files, mailing lists, and necessary records.
- Conduct all Corporation correspondences not otherwise specifically delegated and shall be responsible for carrying out all orders, votes, and other resolutions that are not otherwise committed.
- Maintain a running history of the Corporation.
- Manages the online registration process (coordinating, updating and maintaining on-line registration).
- Attend all scheduled meetings and vote on motions. If unable to attend a meeting or function, he/she must notify the President or Vice President.
- Responsible for the safe and effective operation of this organization.

5.3.4 Treasurer

- Shall receive and distribute all funds of the Corporation as authorized by the Board.
- Shall keep financial records.
- Prepare a monthly report of all financial transactions.
- Shall be responsible for prompt payment of Corporation insurance bills.
- Shall maintain a running history of the Corporation's financial records.
- Shall create and maintain a budget for all Corporation expenses.
- Secure vendors and order all supplies and equipment per budget allocations.
- Keep a record of money spent and money received, for concessions, and then report the profit or loss of each event to the Board.
- Attend all scheduled meetings and vote on motions. If unable to attend a meeting or function, he/she must notify the President or Secretary.
- Responsible for the safe and effective operation of this organization.

5.3.5 Director of Field Maintenance

- Responsible for the fields and the surrounding area during games and practices.
- Oversees and manages paid field maintenance contractors and companies.
- Be responsible for appointing a field commissioner for each field, who will have the responsibility for the maintenance and preservation of the assigned field.
- Determine the person that shall be responsible for the field preparation prior to

games being played, and recruiting other able-bodied assistants for fieldwork.

- To perform duties as assigned by the President.
- Attend all scheduled meetings and vote on motions. If unable to attend a meeting or function, he/she must notify the President or Secretary.
- Responsible for the safe and effective operation of this organization.

5.3.6 Concessions Manager

- Responsible for planning a menu, purchasing the necessary supplies for a fully stocked snack bar, and for being open for business at all home games during game times.
- Responsible for recruiting parents and/or available Board Members to work in the concession stand and he/she shall supervise the operation of the concession stand.
- Responsible for the money collected at the concession stand and shall turn in all monies received to the Treasurer in an expedient manner.
- Attend all scheduled meetings and vote on motions. If unable to attend a meeting or function, he/she must notify the President or Secretary.
- Perform other duties as prescribed by the Board.
- Responsible for the safe and effective operation of this organization.

5.3.7 Fundraising Director

- Responsible for locating sources for fundraising events.
- Shall be responsible for all fundraising activity including, but not limited to, any and all fundraising programs and sponsorships.
- Locate and secure sponsorships and grants from individuals and businesses.
- Submit information on the most reasonable and profitable events to the Board of Directors for approval.
- After an event has been approved, the Fundraising Coordinator shall plan the event, place orders, make arrangements, distribute products or information, and maintain necessary records.
- Record all monies collected, provide receipts as needed, and turn in all monies received to the Treasurer in an expedient manner.
- He/she will work closely with the Treasurer and the Board in order to produce the funds needed to meet the goals and needs of the organization.
- Attend all scheduled meetings and vote on motions. If unable to attend a meeting or function, he/she must notify the President or Secretary.
- Perform other duties as prescribed by the Board.
- Responsible for the safe and effective operation of this organization.

5.3.8 Parent Representative(s)

- Shall be the liaison between the parents of the team and the team officials.
- Shall assist in resolving team disputes and concerns.
- Shall be the spokesperson for the team at any special meeting or executive meeting.
- Attend all scheduled meetings and vote on motions. If unable to attend a meeting or function, he/she must notify the President or Secretary.
- Responsible for the safe and effective operation of this organization.

5.3.9 Player Agent

- Responsible for checking birth records and eligibility of all players.
- Supervises and coordinates the transfer of players between age divisions, either up or down in age.
- Assume responsibility of prime coordinator of all player affairs, including but not limited to: sponsorship/player issues, financial or other family issues (including all issues of a delicate nature that need not be made public), etc.
- Responsible for conducting and coordinating all background checks of all volunteers to meet corporate guidelines, and keeping as log of all volunteers approved.
- Attend all scheduled meetings and vote on motions. If unable to attend a meeting or function, he/she must notify the President or Secretary.
- Responsible for the safe and effective operation of this organization.

5.3.10 Other Positions

- Other Board of Director positions can be added at any time if deemed necessary.

5.4 Election of Officers

In February of each year, the President will call a meeting with the members to elect new Officers. New Officers will be determined by a majority vote. Results of the voting will be announced on the Corporation's web site.

5.5 Disciplinary Action

Disciplinary action against a Board Officer, coach, manager, or Corporation member will only be considered if a written request is presented to the Board at least one week prior to a scheduled Board meeting. Written notice of impending action, or any action taken by the President, must be given to the charged individual and Board members prior to the Board meeting at which time the action will be discussed. The charged individual will be allowed to speak on his/her behalf at the Board meeting. Final discipline or removal from a position requires a two-thirds vote of the attending Board members.

5.6 Vacancies

Vacancies occurring in elected offices before the expiration of the term shall be appointed by the President with the approval of a two-thirds vote of the remaining Board.

Article VI – Meetings

6.1 Annual Meeting

An Annual Meeting will be held for the purpose of conducting the election of Officers. If any positions are not filled by election, the President may fill these positions by appointment with the approval of the elected Board members.

6.2 Notice of Meeting

At least eighteen (18) hours in advance of each Board meeting, notice of the meeting shall be given to the members in such a form as authorized by the Board.

6.3 Special Meetings

Special meetings may be called by the Board or the President at their discretion. Upon written request of at least five (5) Corporation members, the President shall call a special meeting to consider a specific request, with the eighteen (18) hour notice.

6.4 Transaction of Business

Meetings of the Board of Directors shall be held as required for the transaction of business after all Board members have been notified of the time and place. A majority of Board members, one plus half of the current number of Board members, must be present at a meeting to constitute a quorum for the purpose of transacting business. Any matters not specifically addressed in these bylaws will follow the guidelines set forth in *Robert's Rules of Order* parliamentary procedures.

6.5 Absence and Negligence

Any Board member absent from three (3) consecutive regular monthly board meetings or otherwise negligent in the performance of his/her duties is subject to removal from office at the discretion of the Board of Directors.

Article VII – Finances

7.1 Fiscal Year

The fiscal year for the Corporation shall begin on the 1st day of January and end on the 31st day of December in each calendar year.

7.2 Financial Recordkeeping

The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors and committees having any of the authority of the Board of Directors, and shall also keep at its registered office a record giving the names and addresses of the members entitled to vote. All such books and records shall be made available for inspection by any member, or his agent or attorney, for any proper purpose at any reasonable time at the registered office of the Corporation. Upon request of any member, the Corporation shall furnish such member with a statement showing the financial results of all operations and transactions affecting income and surplus during its last annual accounting period, and a balance sheet containing a summary of its assets and liabilities as of the closing date of such accounting period.

7.3 Registration Fees

Registration and sponsor fees will be determined during the annual meeting by the Board of Directors. The fees shall be initiated to defray the operating expenses of the Corporation. Deferred payments may be approved by the Board in the event of hardship situations.

7.4 Equality

The Board of Directors shall decide all matters pertaining to the finances. No individual team shall have an advantage over any other team in regard to expenditures.

7.5 Authorization

Checks will be signed by the Treasurer. All payments will stay within the budgeted amount allocated by the Board.

7.6 Federal and State Reporting Requirements

The Treasurer shall be responsible for annually filing all required Federal (IRS) and State Information returns. These returns are public information.

7.7 Audit

The Treasurer's books shall be audited after the end of the fiscal year or more often if the Board so desires. The auditor shall be a designee of the Board. The extent of the audit is at the discretion of the Board and the results will be reported to the Board.

7.8 Financial Assistance

Relief from registration fees can be requested via a written request presented to the Board for review.

7.9 Disbursement

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions for Corporation purchased items and for reimbursements to Board members and coaches for expenses incurred on behalf of the Corporation.

7.10 Insurance

A group type accident insurance obtained by and in the name of the Corporation shall cover each participant in tournament play, practice, and travel. Player's parent or guardian shall be required, prior to participating in any league play or practice session, to sign a medical/dental emergency consent form.

Article VIII – Committees

Committees shall be appointed by the President and/or Board of Directors as required to conduct business of the Corporation.

8.1 Standing Committees

8.1.1 Executive Committee

This committee shall be composed of the President, Vice President, Secretary, and Treasurer. This committee shall meet periodically to discuss the current status of the organization and if necessary, make policies or take care of urgent business issues in between regular Board of Director meetings.

8.1.2 Special Committees

The Board of Directors may form special committees if deemed necessary. The President shall be an ex-officio member of all committees.

Article IX – Indemnification

9.1 Officers, Directors, and Employees

The Corporation shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an officer, director, or employee of the Corporation against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason

of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the Corporation; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of directors who are not at that time parties to the proceeding.

9.2 Assignment

The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this Article shall be in addition to and not exclusive of all other rights to which any person may be entitled.

9.3 Policy Amendments

This Article constitutes a contract between the Corporation and the indemnified officers, directors, and employees. No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified officer, director, or employee under this Article shall apply to such officer, director, or employee with respect to those acts or omissions which occurred at any time prior to such amendment or repeal.

Article X – Parliamentary Authority

10.1 Robert's Rules of Order

The rules contained in the current edition of *Robert's Rules of Order* shall govern the Corporation in all cases to which they are applicable and in which they are not inconsistent with the bylaws.

Article XI – Conflict of Interest

11.1 Conflict of Interest

For purposes of this provision, the term "interest" shall include personal interest, interest as director, officer, member, stockholder, shareholder, partner, manager, trustee or beneficiary of any concern and having an immediate family member who holds such an interest in any concern. The term "concern" shall mean any Corporation, trust, partnership, limited liability entity, firm, person or other entity other than the Corporation.

No director or officer of the Corporation shall be disqualified from holding any office in the Corporation by reason of any interest in any concern. A director or officer of the Corporation shall not be disqualified from dealing, either as vendor, purchaser or otherwise, or contracting or entering into any other transaction with the organization or

with any entity of which the organization is an affiliate. No transaction of the organization shall be voidable by reason of the fact that any director or officer of the Corporation has an interest in the concern with which such transaction is entered into, provided:

- The interest of such officer or director is fully disclosed to the board of directors.
- Such transaction is duly approved by the board of directors not so interested or connected as being in the best interests of the Corporation.
- Payments to the interested officer or director are reasonable and do not exceed fair market value.
- No interested officer or director may vote or lobby on the matter or be counted in determining the existence of a quorum at the meeting at which such transaction may be authorized.
- The minutes of meetings at which such votes are taken shall record such disclosure, abstention, and rationale for approval.

Article XII – Amendments

12. 1 Amendment of Bylaws

These bylaws shall be adopted or amended by a majority vote of the Board of Directors of the Corporation at any regular or special meeting. A complete history of the amendments to the bylaws shall be recorded in the files of the Corporation and be maintained by the Secretary.