

BY-LAWS FOR THE INCORPORATION
OF
MERRITT ISLAND SPORTS ASSOCIATION, INC

ARTICLE I – INTRODUCTION

The principle office of the corporation in the State of Florida shall be located in Brevard County, Florida. The corporation may have such other offices, either within or without the State of Florida as the Board of Directors may designate or as the business of the corporation may require from time to time. The Board of Directors may be known as the Board of Trustees; herein after referred to as the “Board” and shall be deemed the same body for all purposes where used herein, the terms are interchangeable.

The corporation shall have and continuously maintain in the State of Florida a registered office, and a registered agent whose office is identical with such registered office, as required by S607.034, Florida Statutes, and S617.023, Florida Statutes, and such other agents and offices as may be required from time to time under the laws of the State of Florida, and the registered office or registered agent, or both, may be changed upon filing documents required by the Department of State, so long as such change was authorized by resolution duly adopted by the Board, or by indicating such change on the annual report with the Department of State pursuant to S609.357, Florida Statutes.

ARTICLE II – MEMBERS

Section 1. Class of Members.

The corporation shall have one class of members.

Section 2. Election and Qualification of Members.

All persons of the Board of Directors shall be members of Merritt Island Sports Association, Inc; herein after referred to as “MISA”. Such officers and Directors retain their status as members only so long as they should serve in their capacity as officers. Other persons may be elected by the Board to serve as additional members. The qualifications of members are residence in Brevard County, Florida, and at least eighteen (18) years of age. At all times, there must be at least three (3) but not more than twenty-five (25) members of the corporation.

Section 3 Voting Rights.

Each member shall be entitled to one (1) vote on each matter submitted to a vote of the members. Assistant to board members/committee members DO NOT have voting rights.
(Amended and Approved at the January 2018 meeting)

Section 4. Termination of Membership.

The Board by affirmative vote of one-third (1/3) of all the Directors, may suspend or expel a member for cause (cause being defined at any hearing), and may, by majority vote of those present at any regularly constituted meeting, terminate the membership of any member who becomes ineligible for membership.

Section 5. Resignation.

Any member may resign by filing a written resignation with the Secretary, President or Commissioner.

Section 6. Reinstatement.

Upon written request signed by a former member and filed with the Secretary, the Board may by the affirmative vote of one-third (1/3) of all members of the Board, reinstate such former member to membership upon such terms as the Board may deem appropriate.

Section 7. Transfer of Membership.

Membership in the corporation is not transferable or assignable.

Section 8. Board member discount

All Board Members will be eligible for a discounted rate on registration. The rate shall be \$100 per child for both Football and Cheer. Members will still be eligible for \$20 sibling discount. No other discounts will be applied. Board Member must be an ACTIVE participant for entire season for discount. If a Board Member quits or does not participate as directed, the discount will be void and member must pay back the discount by the end of the season. This will be decided by current board members and voted on with majority rule. If the above does not happen, the member will not be eligible for any discount the following season. This discount shall not be discussed with members of the Pop Warner Family, nor will it be used to recruit new members to the board. This discount is a privilege and can be revoked by the current board members with majority rule.

VALID REASONS THE DISCOUNT WILL BE REVOKED

- No participation from member as decided by the Board
- Member quits before end of term
- If the discount is abused by any member of the Board or Pop Warner Community
- Failure to pay in a timely manner
- Any other reason or stipulation voted on by current Board Members with majority rule

ARTICLE III – MEETING OF MEMBERS

Section 1. Annual Meeting.

The annual meeting of members shall be held the second (2nd) Monday in December beginning in 2009, at the hour of 6:30 p.m., for the purpose of electing Directors and officers, and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting shall be a legal holiday in the State of Florida, such meeting shall be held on the next succeeding business day. If the election of Directors shall not be held on the day designated herein for any annual meeting, or at any adjournment thereof, the Board shall cause the elections to be held at a special meeting of the members as soon thereafter as conveniently may be. The Board shall determine when and where this special meeting shall take place.

Section 2. Special Meeting.

A special meeting of the members of the Board or Executive Board may be called by the President, Commissioner or by not less than one-third (1/3) of the voting members of the Board with the President and Commissioner present.

Section 3. Place of Meeting.

The Board may designate any place, either within or without of the State of Florida, as the place of meeting for any annual meeting or for any special meeting called by the Board. If no designation is made or if a special meeting be otherwise called, the place of the meeting shall be the registered office of the corporation in the State of Florida, but if all of the members shall meet at any time and place, whether within or without the State of Florida, and consent to the holding of a meeting, such meeting shall be valid without call or notice, and at such meeting any corporate action may be taken.

Section 4. Notice of Meeting.

The Board of Directors shall receive a schedule of regular monthly Board meetings. In case of a special meeting, the time, date, location, and purpose or purposes for which said meeting is to be called shall be notified by phone, email or in person by the President or Secretary, allowing three (3) days notice: in the case of an urgent or emergency meeting, 24-hour notice shall be given.

Section 5. Quorum.

Quorum is defined as one half of the MAJORITY of voting members, represented in person or written proxy, plus two. See example below

As of January 1, 2018, there are 17 voting positions on the MISA board. Half of the voting members is $9 + 1 = 10$, therefore 10 is the MAJORITY of voting members. Half of the majority would be $5 + 2 = 7$ for quorum. 7 members present shall constitute a quorum at a meeting. If a quorum is present, the affirmative vote of the majority of the members at the meeting shall be the act of the members. After a quorum has been established, the subsequent withdrawal of members, so as to reduce the number required for a quorum, shall not affect the validity of any action taken at the meeting. (Amended and approved at the January 2018 meeting)

Section 6. Waiver of Notice.

Whenever any notice is required to be given to any member under the provisions of these By-laws, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be equivalent to the giving of such notice.

Attendance of a person at a meeting shall constitute a waiver of notice of such meeting, except when a person attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transactions of any business because the meeting is not lawfully called or convened. Neither the business to be transacted nor the purpose of any regular or special meeting of the members need to be specified in any written notice or waiver.

ARTICLE IV – BOARD OF DIRECTORS

Section 1. General Powers.

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the Board.

Section 2. Number, Tenure, and Qualifications.

The number of Directors shall be no less than five (5) or such greater number as is elected by the membership, but not more than twenty-five (25). The Executive Board shall consist of a President, Vice-President, Secretary, Treasurer, Commissioner, Director of Football, Scholastics, Director of Cheerleading, and Compliance Officer as elected by the voting membership. No two signers on any of the financial accounts shall either be related or reside in the same household.

Section 3. Terms of Office.

Terms of office for all Board of Directors shall be as stated below beginning with the 2000 Calendar year.

- a. The Board will be limited to twenty-five (25) individuals.
- b. Seven (7) seats with a term of two (2) years as follows:
President, Vice-President, Secretary, Treasurer, Commissioner, Director of Football, Scholastics Coordinator, Director of Cheerleading and Compliance Officer.
Exception: The Commissioner, Vice President and Secretary and Director of Football shall be elected in even years. The President, Treasurer, Scholastics and Director of Cheerleading and Compliance Officer shall be elected in odd years. This is to be done to offset the election of the Executive Board members in order to overlap terms of office.

All other remaining Board positions shall be a term of one (1) year.

Director of Safety
Director of Operations
Concession Director
Director of Awards and Banquets/ Scholarships
Director of Fundraising
Director of Community Relations
Website Director/~~Registration Director~~
Equipment Manager

- c. There needs to be a distinct division between the Executive Board and the Board. The Board is the governing body of the overall Corporation and the Executive Board is the administrator of the Corporation and is responsible for carrying out the directives of the Board.

- d. Qualifications for each office should be established:
 1. Board of Directors: Participation in activities of the Board for a specified period of time, i.e. fundraising activities to demonstrate commitment and dedication to the activities of the Corporation.
 2. New Board Members: Demonstrate commitment and dedication to the activities of the Corporation through a history of volunteer work within the Corporation.
 3. No individual may run for or hold more than one board position in any given calendar year. (Passed at the October 2013 meeting)

Section 4. Regular Meetings.

A regular meeting of the Board shall be held without other notice than these By-Laws to the members of the corporation. The Board may provide by resolution the time and place, either within or without the State of Florida, for the holding of additional regular meetings of the Board without notice of such resolution.

Section 5. Special Meetings.

As defined in ARTICLE II, Section 2 of these By-Laws.

Section 6. Quorum.

As defined in ARTICLE III, Section 5 of these By-Laws.

Section 7. Vacancies.

Any vacancy occurring in the Board and any directorship to be filled by reason of an increase in the number of directors may be filled by the affirmative vote of a majority of the remaining Directors, though less than a quorum of the Board. A director elected to fill a vacancy shall be elected for the un-expired term of his or her predecessor in office. Executive Board member positions that become available during the term due to resignation shall be filled at the discretion of the President. The President may appoint or hold a formal election to fill the vacant position.

Section 8. Removal of Directors by Membership.

At a meeting of the members of the corporation called expressly for that purpose. Directors may be removed in the manner provided in this section. Any Director or the entire Board may be removed, with or without cause, by vote of the majority of members of the corporation then entitled to vote at an election of Directors.

Section 9. Removal of Directors by the Board.

The Board may remove any Director for cause by a two-thirds (2/3) vote of members present at any meeting addressing the issue. Cause for dismissal will be for:

- a. Any violation of Article XIV, Code of Conduct.
- b. Missing two (2) consecutive scheduled Board meetings without a valid reason. (All directors will notify the President or Secretary by phone, verbal

- communication, or in writing of any meeting being missed and provide reason for same).
- c. Failure to actively participate in league functions and assignments.
 - d. Failure to participate in operation of league business.
 - e. Failure to act upon or provide status of actions, when assigned as a committee member.
 - f. Misappropriation of league funds.
 - g. Conducting themselves in a manner that brings shame, disgrace or ridicule to the league either during league functions or not or while in the general public.
 - h. Any act, action or inaction, which through the neglect of proper safety practices, causes injury.

Any violation of above, shall constitute written reprimand from the President or the Commissioner. Two (2) letters equals to a dismissal from the Board,.

The Commissioner can remove any Head Coach or Assistant Coach (football or cheerleading), any player, participant, parent or fan for any of the above outlined reasons and other violations as outlined in the Pop Warner Official Rules Book. The Commissioner can remove a coach, player, participant, parent or fan on the spot and without cause if the violation warrants such action, without providing any prior notice to said individual.

Any member of the Board may make a recommendation for dismissal providing that just cause is provided. Any member that is advised of an impending dismissal action against him or her will be provided an opportunity to address the board to show cause to why such action is founded or unfounded.

Section 10. Resignation.

A Director may resign at any time by written instrument delivered to the other Directors then serving.

ARTICLE V – DUTIES OF CORPORATION

Section 1. Vacancies.

A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled according to ARTICLE IV, Section 7 of these By-Laws.

Section 2a. President.

The President shall be the executive officer of the corporation and shall in general supervise and control all the business affairs of the corporation. He or she shall preside at all meetings of the members of the Board. Shall have discretionary spending responsibility for the corporation and for the betterment of the association, up to and including \$250.00. He or she may sign, with the Secretary and /or any other proper officer of the corporation, authorized by the board, and deeds, mortgages, bonds, contracts, or other instruments which the board has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board or by these By-Laws or by assigning to some other officer or agent of the corporation: and

in general he or she shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board from time to time.

Section 2b. League Commissioner.

The League Commissioner will be responsible for representing the interests of the corporation at all East Coast Pop Warner meetings. The League Commissioner, and Director of Football as alternate, will be responsible for providing the league updates and rule changes to the Board, as necessary. The League Commissioner will be available during all scheduled games and competitions to ensure that all rules and regulations of East Coast Pop Warner are adhered to. During such games or competitions, when any meeting, league play or dispute occurs involving coaches, players or parents, the League Commissioner will have final say in any matters being discussed. The League Commissioner will be responsible for recommending, for Executive Board approval, all Head Coaches in Football and Cheerleading. When necessary the Commissioner has removal authority over all Head Coaches in both Football and Cheerleading and will also have approval and removal authority for all selected Assistant Coaches in both Football and Cheerleading. In the absence of the League Commissioner, the Director of Football will be the Corporation representative. The League Commissioner position is a required position of the Board. (Passed at the October 2013 meeting)

Section 3. Director of Cheerleading.

The Director of Cheerleading (Cheerleading Coordinator) or a qualified alternative by Highest Local Authority will be responsible for representing the interests of the corporation at all East Coast Pop Warner Cheerleading meetings. The Director of Cheerleading will be responsible for selecting, recommending, and removal of Cheerleading Head Coaches in coordination with the League Commissioner. The Director of Cheerleading will be required to be at all scheduled East Coast Pop Warner games and competitions. The Director of Cheerleading position is a required position of the board.

Section 4. Vice-President.

In the absence of the President or in the event of his or her inability or refusal to act, the Vice-President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice-President shall be responsible for the overall oversight and running of the League concession. The Concession Director will report directly to the Vice-President. The Vice-President must have the availability to be at all home games for the duration of all the games. The Vice-President shall perform such other duties as from time to time shall be assigned to him or her by the President or by the Board.

Section 5. Treasurer.

If required by the Board, the Treasurer shall give a bond for the faithful discharge of his or her duties in such sum and with such surety(s) as the Board may determine. Shall have discretionary spending responsibility for the corporation and for the betterment of the association, up to and including \$250.00. He or she shall have charge and custody of and be responsible for all funds and securities of the corporation; receive and give receipt for monies due and payable to the corporation for any source whatsoever; and deposit all such monies in the name of the corporation in such bank, trust companies of the depositors within three (3) business days as

shall be selected in accordance with the provisions of Article VII of these By-Laws; and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time that may be assigned to him or her by the President or by the Board.

Section 6. Secretary

The Secretary shall keep the minutes of the meetings of the members and of the Board in one or more books provided for that purpose; shall see that all notices are duly given in accordance with the provisions of these By-Laws or as required by law; be custodian of the corporate records and of the seal of the corporation and see that the seal of the Corporation is affixed to all documents, the execution of which on behalf of the corporation its seal is duly authorized in accordance with the provisions of these By-Laws; shall keep a register of the post office address of each member; and in general perform all duties incident to the offices of Secretary and such duties as from time to time may be assigned to him or her by the President or by the board. All documents shall be uploaded into the approved file storage system used by the corporation. (i.e meeting minutes, treasure/commissioner reports, by-laws, etc.). Registration responsibilities consist of setting registration dates, being at or having the proper stand in for all events, and working hand in hand with the Compliance Officer and Scholastics Coordinator ensuring all proper Pop Warner paperwork has been turned in.

Section 7. Director of Football.

The Director of Football shall be responsible for the coordination of all youth activities, acquiring practice and home game football fields, coach training, recommending coaching policies, establishing equipment requirements, and game field preparation for home games. In addition, the Director of Football will establish grievance procedures and assign members to the grievance committees as authorized by the Board. The Director of Football must have the availability to be at all home games for the duration of all the games. He or she along with the League Commissioner shall further establish a coaching evaluation plan to be approved by the board for monitoring the progress for providing coaches with their end of season evaluation, and such other duties as from time to time that may be assigned to him or her by the Commissioner or by the Board.

Section 8. Equipment Manager

The Equipment Manager shall be responsible for the coordination, negotiation, purchase, recommendation, maintenance, issuing, securing storage for thereof and collection of all League equipment including both football and cheerleading equipment. The Equipment Manager shall also be responsible for establishing the issue and collection dates for League equipment. In addition, the Equipment Manager shall be responsible for ensuring all equipment purchased is of proper quality as to ensure the safety of League participants when used properly; and such other duties as from time to time that may be assigned to him or her by the President, Commissioner or by the Board.

Section 9. Compliance Officer

The Compliance Officer is responsible for receiving, logging and organizing all Pop Warner mandated paperwork and team books. He or she must have the ability to work closely with the Secretary and Website Director/~~Registration Director~~. The Compliance Officer must be extremely organized due to amount of paperwork that is handled on a daily basis. He or she

must have the ability to be fully available on numerous occasions due to the need to be at all registration events and numerous practices. Responsible to make sure all volunteers are fingerprinted.

Section 10. Scholastics Coordinator

The Scholastic Coordinator is responsible for the collecting and inputting of all report cards or record of grades from any system that is accepted by Pop Warner National. He or she is expected to make four scholastics meeting a year; and such other duties as from time to time that may be assigned to him or her by the President, Commissioner or by the Board.

Section 11. Director of Safety

The Director of Safety is required to have, at minimum, a CPR certification with medical training preferred. He or she is expected to keep all medical supplies stocked in the supplied medical bag. In addition, the Director of Safety is expected to constantly watch the possibility of lighting while keeping in mind that Pop Warner standards states all children and families must be in a “safe zone”, which for the Jefferson Middle School field is in a vehicle. The Director of Safety is also expected to work closely with the Equipment Manager on the status of all equipment for safety purpose. He or she must also be available to be at all home games for the duration of the day.

Section 12. Director of Operations

The Director of Operations has the responsibility of reporting all field conditions or issues to either the league Commissioner and/or Director of Football. He or she is also responsible to the upkeep of the field which includes but is not limited to, painting of practice fields and game field, setup and breakdown at all home games and the condition of paint sprayer. He or she must have the availability to be at all home games for the duration of the day.

Section 13. Director of Awards and Banquets/Scholarships

Scholarship Director is responsible for accepting, communicating and tracking all Scholarship families and their volunteer hours. This information is personal to the families and may not at any time be shared with anyone other than the Board. This position holds two responsibilities, the second being Awards and Banquets, which holds a responsibility of setting up the end of season banquet, selecting and setting up player photo day and buying all the end of season trophies for football and cheer; and such other duties as from time to time that may be assigned to him or her by the President, Commissioner or by the Board.

Section 14. Website Director/~~Registration Director~~

Formally known as Webmaster, this Board position has slightly changed. The ~~Registration and Website Director is responsible for setting registration dates, being at or having the proper stand in for all events, and working hand in hand with the Secretary and Scholastics ensuring all proper Pop Warner paperwork has been turned in. He or she is also the~~ responsible ~~for the communication communicator and of~~ all information ~~needed~~ on Merritt Island Pop Warner website and Facebook. This includes but is not limited to calendar, sponsors, teams, schedules, board member list, academics list, and photo albums; and such other duties as from time to time that may be assigned to him or her by the President, Commissioner or by the Board.

Section 15. Director of Fundraising

The Fundraising Director is responsible for getting the league corporate sponsors and setting up any needed fundraising activity. I.e. Selling cups, selling magazines or setting up bucket drops. The Fundraising Director must be able to work well with Community Relations Board Member. Next to registration fees, fundraising is one of our largest incomes which makes fundraising a very important board position. Fundraising Director will be responsible to work closely and communicate with the treasurer, keep a current list of sponsors and what level they sponsored; and such other duties as from time to time that may be assigned to him or her by the President, Commissioner or by the Board.

Section 16. Concession Director

Concession Director is responsible for organization and setup of the concession stand along with the ability to buy and stock all products necessary for practice days and game days. The Concession Director is responsible for setting up a schedule for team volunteers to help cover practice days and game day events, ensuring each family is not covering concession duties while their child's team is playing or cheering on game day. He or she must have the ability to be at every home game to open the concession stand and close it after all games are done; and such other duties as from time to time that may be assigned to him or her by the President, Commissioner or by the Board.

ARTICLE VI—COMMITTEES

Section 1. Committees of Directors.

The Board, by resolution adopted by a majority of Directors in office, may designate and appoint an executive committee, which shall consist of two (2) or more Directors, to exercise the authority of the Board in management of the corporation, except that no such committee shall have the authority of the Board in reference to amending, altering or repealing the By-Laws; electing, appointing, or removing any member of any such committee or any Director or officer of the corporation; amending the Articles of the Incorporation; relating the Articles of Incorporation; adopting a plan to merger or adopting a plan of consolidation with another corporation; authorizing the sale, lease, exchange or mortgage of all or substantially all of the property and assets of the corporation; authorizing the voluntary dissolution of the corporation or revoking proceedings thereof; adopting a plan for the distribution of the assets of the corporation; amending altering, or repealing any resolution of the Board which by its terms provided that it shall not be amended, altered or repealed by such committee; approving or recommending to members; designated candidates for the Office of Director, for purpose of proxy, solicitation or otherwise; or filling vacancies on the board or any committee thereof. The designation and appointment of any such committee and delegation thereto of authority shall not operate to relieve the board, or and individual Director, of any responsibility imposed upon it or him/her by law.

Section 2. Other Committees.

Other committees not having and exercising the authority of the Board in the management of the corporation may be appointed in such manner as may be designated by a resolution

adopted by a majority of the Directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be members of the corporation. Any member thereof may be removed by the person or persons authorized to appoint such member whenever in their judgment the best interests of the corporation shall be served by such removal. All committees shall consist of not less than three (3) members.

Section 3. Term of Office.

Each member of a committee shall continue as such until the next annual meeting of the members of the corporation and until his or her successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member of thereof.

Section 4. Chairman.

The person or persons authorized to appoint the members thereof shall appoint one member of each committee as chairman. The chairman will be responsible for providing all status and reports to the Board.

Section 5. 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.

Section 6. Quorum.

Unless otherwise provided in the resolution of the Board designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at the meeting at which a quorum is present shall be the act of the committee.

Section 7. Rules.

Each committee may adopt rules for its own government not inconsistent with these By-Laws or with rules adopted by the Board.

Section 8. Designation and Authority.

Neither the designation of any such committee, delegation thereof authority, nor acting by such committee pursuant to such authority shall alone constitute compliance by any member of the committee in question, with his or her responsibility to act in good faith, in a manner he or she reasonably believes to be in the best interest of the corporation, and with such care as an ordinarily prudent person in a like position would use under similar circumstances.

ARTICLE VII – CONTRACTS, CHECKS, DEPOSITS AND REFUNDS

Section 1. Contracts.

The Board may authorize any officer or officers, agent or agents of the corporation, in addition to the officer so authorized by these By-Laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

Section 2. Checks, Drafts, Etc.

All checks, drafts or orders for the payment of money, notes or other evidence of indebtedness issued on the name of the corporation, shall be signed by such officer or officers, agent or agents of the corporation and in such a manner as shall from time to time be determined by resolution of the Board. In the absence of such determination by the Board, such instruments shall be signed by the Treasurer or Commissioner and countersigned by the President or Vice-President of the Corporation. No two signers on any of the financial documents shall either be related or reside in the same household.

Section 3. Deposits.

All funds of the corporation shall be deposited at once within three (3) business days after funds are received to the credit of the corporation in such bank, trust companies, or other depositories as the Board may select.

Section 4. Gifts.

The Board may accept on behalf of the corporation any contribution, gift, bequest, or device for the general purpose or any special purpose of the corporation.

ARTICLE VIII – BOOKS AND RECORDS

This corporation shall keep correct and complete books and records of accounts and shall keep minutes of the proceedings of its members, Board, and committees having any of the authority of the board and shall keep at its registered or principle office a record giving the names and addresses of the members entitled to vote. Any member or his/her agent, or attorney may inspect all books or records of the corporation, for any purpose at any reasonable time.

ARTICLE IX – FISCAL YEAR

The fiscal year of the corporation shall coincide with the calendar year and begin of the first day of January and end on the last day of December each year.

ARTICLE X – FEES

Section 1. Registration Fees.

The Board will determine the amount of registration fees, if any, payable to the corporation by members of each class on an annual basis.

Section 2. Payment of Registration Fees.

Registration fees shall be payable no later than the first day of August in each fiscal year. No equipment will be issued until full payment is received.

Section 3. Default and Termination of Membership.

When any member is in default of payment of registration fees by the 5th day of September, his or her membership may thereupon be terminated by the Board in the manner provided in Article II of these By-Laws.

Section 4. Financial Difficulty / Scholarships.

If any member is in default because of any financial difficulty, the committee appointed by the Board has the authority to act on the member's behalf to reduce or defray the cost of the program. The number of Scholarships to be given to qualifying members shall be determined by the Board on an annual basis.

Section 5. Refunds.

There will be no refunds after July 31st, except with an Executive Board Majority Vote approval on a case by case basis. Reasons for any refund request may be considered by the Executive Board to determine if and whether a percentage of a refund should be given. In no event shall a refund be given after August 15th.

ARTICLE XI – CORPORATE SEAL

The Board of directors shall provide a corporate seal, which shall be circular in form and shall have inscribed thereon the name of the corporation, state of incorporation, year of incorporation, and the words "Corporate Seal". It shall be the responsibility of the President to ensure a corporate seal is obtained, protected and maintained.

ARTICLE XII – WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of Chapter 607, Florida Statute, or under the provisions of the Articles of Incorporation or the By-Laws of the Corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated herein, shall be deemed equivalent to the giving of such notice.

ARTICLE XIII – REGISTRATION

Section 1. Registration.

The Board will establish on an annual basis the dates and times that the corporation will conduct registration of members. Registration may be accomplished up to the final date specified by the East Coast Pop Warner Executive Board.

Section 2. Registration Process.

The Board will establish a Registration Committee on an annual basis. All membership registration will be accomplished by the Board in the manner specified by the Registration Committee and in accordance with the rules outlined in the Pop Warner Official Rules Book. All registration will be on a first come, first serve basis. Once all positions on the teams are filled, any additional sign-ups will be placed on a waiting list and added to rosters as positions become available. Beginning with the 2000 league registration drive, all registration will be

numbered in ascending order. The Registration Committee will be contacted on the number assigned to preclude anyone from being moved in front of an earlier member.

ARTICLE XIV – CODE OF CONDUCT

Section 1. Board Members and Coaches.

All Board Members and Coaches are required to uphold the Code of Conduct established by East Coast Pop Warner Rules, the rules and By-Laws of MISA and the rules outlined in the Pop Warner Official Rules Book. Board members can be dismissed per the processes defined in Article IV of these By-Laws. The League Commissioner can on the spot, at any Official Pop Warner function, without notice or cause, dismiss coaches, players, parents, participants and fans, if in the opinion of the Commissioner, actions of said individual(s) so warrants dismissal. Board members and Coaches shall be subject to background checks to determine criminal record to include outstanding felony charges, convicted felony charges, sexual misconduct and or child related outstanding charges or convictions. If any Board Member or Coach is convicted of a felony charge during the process of a season, they will be removed per the process defined in Article IV of these By-Laws. If any Board Member or Coach is arrested and charged with a child related offense, the Board will immediately remove them from their position. Board Members or Coaches shall be subject to the three (3) step disciplinary process defined by the Board in this Article, for all league rule infractions determined by the Board and in the good interest of the corporation. This process also applies to the members of each class of teams participating in the league, except for those Coaches suspended or released by the League Commissioner for on the field conduct (practices and/or games). Also, Board Members can be immediately removed from their office for any infraction against the League per a special meeting of the Board and using the processes defined in Article IV of these By-Laws.

Section 2. Members and Parents.

Members and Parents shall be subject to the three (3) step disciplinary process defined by the Board in this Article, for all league rule infractions determined by the Board and in the good interest of the corporation. This process applies to the members and parents of each class of teams participated in the league, except for those Coaches suspended or released by the League Commissioner for on-the-field conduct (practices and games).

Section 3. Three (3) Step Disciplinary Process.

The following is the disciplinary process that has been set by the Board, and will be followed:

1. Board Members, Members or Parents shall obtain corrective counseling from the League Commissioner or within a formal Board meeting. The League Commissioner shall determine this course of action per the infraction. It shall be documented by the League

Commissioner in writing, that such an event has taken place against a Board Member, Member or Parent per their conduct.

2. Board Members, Members or Parents shall be notified in writing that this is a second infraction of the league's rules unless the League Commissioner determines that the infraction is worthy of immediate suspension or dismissal from the league. The process defined in Article IV of these By-Laws shall perform this removal. On the field, the League Commissioner shall handle infractions at the time of the infraction. This can include the immediate removal of said Board Member(s), Member(s), or Parent(s) from the field location. The League Commissioner shall use whatever means necessary to perform this removal up to and including the arrest of the perpetrator.
3. Upon the third infraction of the league rules, the Board Member, Member, or Parent shall be suspended and or dismissed from the league. The League Commissioner shall perform this suspension and or dismissal from the league in writing. This can include and is not limited to lifetime suspension, which will be determined by the process, defined in Article IV of these By-Laws.

Section 4. Appeal Process.

If any Board Member, Member or Parent is suspended and or dismissed from the League, he or she has the right to appeal this decision. The appeal must be submitted in writing to the Board within ten (10) calendar days from the day of the suspension and or dismissal. The appeal will be reviewed by the Board at the Monthly meeting following the submission of the written Appeal, or the League Commissioner and or Board can call for a special meeting to review and rule on the Appeal. Any Board Member, Member, or Parent who appeals to the Board for a suspension and or dismissal, must be heard in the time frame set out in this Article of the By-Laws. The accused will be able to speak in person, bring appropriate witnesses, as well as present appropriate evidence in their case. The decision of the Board after all evidence has been heard will be final. The decision by the Board will be made using the same process defined in Article IV of these By-Laws concerning Removal, Suspension, or Dismissal.

ARTICLE XV-AMENDMENTS

Amendments to these By-Laws may occur at any regular or special meeting, after proper notice, by a majority vote, where a quorum is present.

Amended and approved by the voting members this 11th day of January 2021.